



บริษัท พี อาร์ ซี คอร์ปอเรชั่น จำกัด (มหาชน)

(สำนักงานใหญ่) 88 หมู่ที่ 2 ถนนติวานนท์ ตำบลบางกะดี อำเภอเมืองปทุมธานี จังหวัดปทุมธานี 12000

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(สาขา 2) 109/3 หมู่ที่ 14 ถนนมิตรภาพ กม.90 ตำบลลาดบัวขาว อำเภอสีคิ้ว จังหวัดนครราชสีมา 30340

(สาขา 3) 444 อาคาร เอ็ม บี เค เซ็นเตอร์ ชั้นที่ 5 ถนนพญาไท แขวงวังใหม่ เขตปทุมวัน กรุงเทพมหานคร 10330

Minutes of Annual General Meeting of Shareholders Year 2022 Conducted Through the Electronic Meeting of PRG Corporation Public Company Limited

Date and time: Thursday April 28, 2022 at 10.00 a.m.

Venue: The Meeting Room of MBK Public Company Limited,
No.444, on the 8th Floor, MBK Center Building, Phayathai Road,
Khwaeng Wang Mai, Khet Pathumwan, Bangkok.

Before the Meeting

The Company's Board of Directors assigned Ms. Sattakamol Worakul as a master of ceremonies to conduct the 2022 Annual General Meeting of Shareholders through the electronic meeting at 14.00 hours. Before the Meeting, the Meeting's preliminaries were informed as follows.

Currently, the epidemic of Corona Virus 2019 (COVID-19) has been widely spreading. The Company is aware of the safety of attending shareholders.

The Company's Board of Directors then resolved to hold the 2022 Annual General Meeting of of MBK Public Company Limited, 444, 8th Floor, MBK Center Building, Phayathai Road, Shareholders

only through the electronic meeting (Cisco Webex Meeting) at the meeting room Wangmai, Pathumwan, Bangkok, no walk-in registration, and no live broadcasting of the Meeting through any media except the electronic media. Inventech Systems (Thailand) Company Limited was a meeting conductor under the Emergency Decree on Electronic Meetings, B.E. 2563 (2020), the Notification of Ministry of Digital Economy and Society Re: Standards for Maintaining Security of Meetings through Electronic Means, B.E. 2563 (2020), and relevant laws or regulations.

The shareholders could verify their identities and register to attend the Meeting according to the details the Company has sent to the shareholders together with the Meeting invitation letter.

Ms. Sattakamol Worakul informed the Meeting that shareholders and proxies were attending the Meeting as follows:

- 3 shareholders attended the Meeting in person, holding a total of 111 shares.
- 26 shareholders granted a proxy, holding a total of 619,458,312 shares.
- 29 shareholders both attended the Meeting in person and granted the proxy to proxies, holding a total of 619,458,423 shares.

The Company had a total of 1,019 shareholders, holding a total of 628,550,440 shares. The shareholders attended the Meeting in person and granted the proxy to proxies, represented 98.5535% of the total shares of the Company, constituted a quorum. The Meeting was declared open.

At the Meeting

Ms. Sattakamol Worakul invited **Mr. Suphadej Poonpipat**, Chairman to open the Meeting.

Mr. Suphadej Poonpipat, Chairman of the Meeting, welcomed shareholders for attending the Meeting and opened the Annual General Meeting of Shareholders Year 2022, conducted through the Electronic Meeting. The Meeting's moderators were assigned as follows:

- Mr. Somkiat Makcayathorn Managing Director, was the Meeting's moderator for agendas 1, 2, 4, 9 and 18.
- Dr. Pornsiri Poonakasem Chairman of Audit Committee, was the Meeting's moderator for agendas 3 and 8.
- Assoc.Prof.Dr. Sathit Parniangtong Chairman of the Compensation and Nomination Committee, was the Meeting's moderator for agendas 5 to 7.
- Mr. Suvait Theeravachirakul Director and Vice Chairman of the Board, was the Meeting's moderator for agendas 10 to 17.
- Ms. Kanuengnuch Thongprayud Company Secretary, was assigned as the Meeting's secretary and to record the Meeting
- Mr. Apichat Kamoltham and Ms. Satakamol Worakul, were the Meeting's moderator and explained the today's meeting method and criteria.

Ms. Satakamol Worakul informed the Meeting that 8 directors were attending the Meeting as follows:

- | | |
|--------------------------------|---|
| 1. Mr. Suphadej Poonpipat | Chairman of the Board of Directors, and Chairman of the Good Corporate Governance Committee |
| 2. Mr. Suvait Theeravachirakul | Vice Chairman of the Board, Member of the Compensation and Nomination Committee, Member of the Good Corporate Governance Committee and Vice Chairman of the Executive Committee |
| 3. Dr. Pornsiri Poonakasem | Independent Director, Chairman of Audit Committee, Member of the Compensation and Nomination Committee, and Member of the Good Corporate Governance Committee |

- | | |
|---------------------------------------|--|
| 4. Assoc.Prof.Dr. Sathit Parniangtong | Independent Director, Member of Audit Committee, Chairman of the Compansation and Nomination Committee, Chairman of the IT Committee, Member of the Strategy Committee and Member of the Good Corporate Governance Committee |
| 5. Ms. Veena Arunyakasem | Independent Director, Member of Audit Committee, Chairman of the Strategy Committee and Member of the Good Corporate Governance Committee |
| 6. Mr. Pakit Iamopas | Director, Member of the Strategy Committee, Member of the Good Corporate Governance Committee and Chairman of the Executive Committee |
| 7. Mr. Kasemsuk Chongmankhong | Director, Member of the IT Committee and Member of the Good Corporate Governance Committee |
| 8. Mr. Somkiat Makcayathorn | Director, Member of the Good Corporate Governance Committee, Member of the Strategy Committee, Member of the IT Committee, Member of the Executive Committee, and Managing Director |

Mr. Suvait Theeravachirakul, Dr. Pornsiri Poonakasem, Assoc.Prof.Dr. Sathit Parniangtong and Mr. Somkiat Makcayathorn presented at the Meeting. The rest 4 directors attended the Meeting through electronic means.

The number of directors attending the Meeting was 8 directors representing 100 percent.

There were 8 members of the Senior Executive Management attended the Meeting as follows:

- | | |
|--------------------------------|--|
| 1. Mr. Somkiat Makcayathorn | Managing Director |
| 2. Ms. Pimonrat Chitpavanaskul | Assistant Managing Director of Sales and Logistic |
| 3. Mr. Satawat Laklaem | Assistant Managing Director of Food Center |
| 4. Mr. Thirachai Issara | Assistant Managing Director of Operation |
| 5. Mr. Jirachan Kampiranond | Assistant Managing Director of Marketing (Acting) |
| 6. Mr. Nalin Harnmanorom | Senior Vice President of Finance & Administration Division |
| 7. Ms. Preeyanuch Nuntachote | Senior Vice President of Finance Department |
| 8. Ms. Prisana Klankaew | Vice President of Accounting Department |

Mr. Somkiat Makcayathorn, Ms. Pimonrat Chitpavanaskul and Ms. Prisana Klankaew 3 Executive Management members, presented at the Meeting. The rest of 5 Executive Management member attended the Meeting through electronic means.

The vote counter and the auditor were:

1. Ms. Kanuengnuch Thongprayud Company Secretary, was assigned as the Meeting's secretary and to record the Meeting
2. Mrs. Kingkarn Assawarangsarid Auditor of the Company attend the Meeting through electronic means to respond the questions of the Shareholders.
3. Mr.Phichai Piyaphiwat Independent Auditor who is not related to the Company, was an honored representative of the shareholders to verify the votes in the Meeting.

The Company had published the agenda for this Annual General Meeting of the Shareholders on the Company's website and gave the opportunity to the shareholders to propose additional agenda from 1 October 2021 to 30 December 2021. No shareholders had proposed additional agenda.

Prior to the commencement of the Meeting, **Mr. Apichat Kamoltham** explained the meeting procedures method and criteria of the Meeting as follows:

1. To conduct the Meeting: The Meeting will consider agenda items in order as listed in the Meeting's invitation. The Meeting's Moderator will present information about each agenda item. This Meeting is composed of 18 agenda items.

2. Voting: For the convenience and promptness of votes counted in each agenda, when the shareholders finished the inquiries, the Chairman will request the shareholders to follow the voting procedures as follows:

(1) The shareholders or proxies can vote for approval, disapproval, or abstention on each agenda. One share will be counted as one vote.

(2) The shareholders or proxies can vote on each agenda either for approval, disapproval, or abstention. The shares must not be split to divide the vote, except only for the proxies of the custodians of foreign investors. In such a case, the split shares to divide the vote are allowed.

(3) In agenda 5 concerning the appointment of directors to replace those retiring by rotation will use an individual electoral method to comply with the principles of good corporate governance.

(4) The announcement of vote results in any agenda will specify the proportion of the vote on approval, disapproval, or abstention. Further details are provided on the Meeting procedures.

3. Voting on each agenda through the electronic meeting

(1) To vote, the shareholders may choose an agenda on which they want to vote, the system then shows 4 buttons for voting which are:

- Approval (Green)
- Disapproval (Red)
- Abstention (Orange)
- Cancellation of the Latest Voting (Blue)

If the shareholders do not cast a vote within a specific time or choose "Cancellation of the Latest Voting", the Company will consider that you approve such agenda. The voting is changeable until the closing of voting is notified.

(2) If the proxies have a proxy from various shareholders, please choose the "User Icon" button and choose the "Switch Account" button to sign in to the accounts of other shareholders.

(3) The shareholders have 1 minute to vote after the open for voting is announced for each agenda. Then, the close for voting will be announced and the voting results of such an agenda will be further announced at the Meeting.

(4) If the shareholders log out of the Meeting before the close for voting is announced for any agenda, such shareholders will not be counted as part of the quorum for such an agenda and their votes will not be counted in such an agenda as well. However, logging out from any agenda does not deprive the shareholders/ proxies of their rights to re-attend the Meeting or vote for the other agendas.

4. Asking questions or giving opinions at the Meeting

(1) The Company provides an opportunity to the attendees to ask questions or give additional opinions about issues relevant to such an agenda as appropriate. Questions can be raised in Q&A or as specified in the system and submitted into the system all the time during the Meeting. The Company will answer the questions during the waiting time of the voting or at the Other Agendas.

(2) If many related questions to such an agenda are submitted into the system, the Company will choose the questions as appropriate.

Mr. Somkiat Makcayathorn, Director and Managing Director started the Meeting according to the agenda assigned by the Chairman as follows.

Agenda 1 To certify the minutes of the Extraordinary General Meeting of Shareholders No.1/2021 (the EGM)

Mr. Somkiat Makcayathorn, Director and Managing Director requested the Meeting to certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2021 which was held on 19 November 2021. The details of such minutes had been submitted to all shareholders total 27 pages as presented in the supporting document on pages 21 – 47.

Mr. Somkiat Makcayathorn asked the Meeting to consider the Minutes and to notify him if anyone would like to revise any content in the Minutes. The shareholders or proxies also had an opportunity to ask questions.

None of the shareholders or proxies requested to amend the minutes, the shareholders or proxies were asked to vote on Agenda 1. This agenda requires the majority vote of the shareholders who attend the Meeting and have the right to vote.

Resolution for agenda 1 to certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2021, as detailed below:

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	Totaling	1	votes or	0.0000%
Voided Ballot	Totaling	0	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9999% , approved the certification of the minutes of the Extraordinary General Meeting of Shareholders No. 1/2021 as proposed by the Board of Directors.

Agenda 2 To report the company's performances for the year 2021

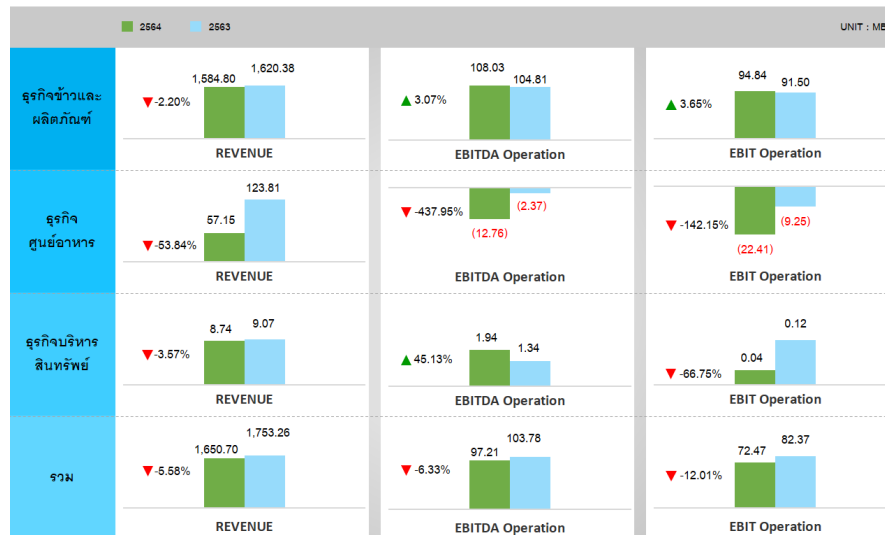
Mr. Somkiat Makcayathorn, Director and Managing Director, reported the Company's performance for the fiscal year 2021 for the shareholders' meeting's acknowledgment.

In 2021, the epidemic of Corona Virus 2019 (COVID-19) had both positive and negative impacts to Rice business and Food Center business as follow:

1. Economic stimulus package from Government like "Rau-Cha-Na" project, "Kon-La-Krung" project and Government Welfare Card had small positive impact to the company.
2. The scarcity of shipping containers worldwide caused the difficulty for rice exporter, leading to high competition locally and effected to quantity and price of raw material.
3. Government measures to shutdown department stores to limit the COVID-19 pandemic had severe negative impact to Food center business.
4. Government measures to control the pandemic of COVID-19 had direct negative impact to food centers and restaurants. Furthermore, consumers' behavior changed

to "New Normal" by spending time in the house and shopping online more than the past. E-Market place and Foods delivery became more and more popular and growing.

Annual Performance



Revenue by segment

Revenues and revenue proportion by segment are as follows:

- The revenue of rice and other products business was THB 1,584.80 million in 2021 decreased by 2.20% to from THB 1,620.38 million in 2020 due to the raw material price or the selling price per unit about 15%, which is worldwide impacted.
- The revenue of food centers business was THB 57.15 million in 2021 decreased by 53.84% from THB 123.81 million in 2020.
- The revenue of asset management business was THB 8.74 million in 2021 decreased by 3.57% to from THB 9.07 million in 2020.
- Total revenue in 2021 was THB 1,650.70 million decreased by 5.58% from THB 1,753.26 million in 2020.

Profit from sales by segment

Earnings before interest, taxes, depreciation, and amortization (EBITDA Operation) by segment are as follows:

- The EBITDA Operation of rice and other products business was THB 108.03 million in 2021, an increase of 3.07% from 2020 in which the EBITDA Operation was THB 104.81 million.
- The EBITDA Operation of food center business was THB -12.76 million in 2021, a decrease from 2021 in which the EBITDA Operation was THB -2.37 million.
- The EBITDA Operation of asset management business was THB 1.94 million in 2021, an increase of 45.13% from 2020 in which the EBITDA Operation was THB 1.34 million.
- Total EBITDA Operation was THB 72.47 million in 2021, a decrease of 12.01% from 2020 in which the EBITDA Operation was THB 82.37 million.

Operating profit by segment

Earnings before interest and taxes (EBIT Operation) by segment are as follows:

- The EBIT Operation of rice and other products business was THB 94.84 million in 2021, an increase of 3.65% from 2020 in which the EBIT Operation was THB 91.50 million.
- The EBIT Operation of food center business was THB -22.41 million in 2021, decreasing from 2020 in which the EBIT Operation was THB -9.25 million due to the situation of the spread of COVID-19 reducing operating results for the food center business.
- The EBIT Operation of asset management business was THB 0.04 million in 2021, decreasing from 2020 in which the EBIT Operation was THB 0.12 million due to the start of depreciation expense of the Marina project.
- Total EBIT Operation was THB 72.47 million in 2021, a decrease of 12.01% from 2020 in which the EBIT Operation was THB 82.37 million.

➤ **Significant changes in 2021**

Rice and other products business

- The company has changed the packaging of 100% New White Hom Mali rice for clarification and make it easier for consumers to understand that the company selects raw materials from farms certified by Geographical Indication (GI) standards from Thung Kula Ronghai and Ubon Ratchathani which are used for Export and is the best rice in Thailand. In addition, there is a bag handle to reduce the use of plastic bags along with an innovative valve-lock (Vale-Lock) on the package of 100% new jasmine rice to keep the quality of rice in order to maintain the quality throughout the year. Including a hand-to-hand sign special good star Quality standards consistently for 10 consecutive years by Ministry of Commerce.
- The company has expanded in online business and online sales channels to E-Market Place / E-Retail and Mah Boonkrong Rice Shop, in which the company has grown significantly.

Food center business

- Additional investment was made to open a food court "Food Legends" by MBK at The Nine Tiwanon.
- More food delivery channels have been developed and online sales have been opened in all channels, although shopping centers are affected by Food Delivery, yet the company is still unable to attract online customers.

2022 Direction

- Focus on being the "No.1 Healthy Rice" to be No.1 in the healthy rice market.
- "Export Network" to add marketing partners. by exporting products to the Australian market with "Mah Boonkrong Rice" brand.
- Opened online channels for consumer's accessibility and convenience.
- "Flagship Food Legends by MBK" provides Michelin Guide restaurants for consumers to have access to deliciousness with affordable price.

- Riverdale Marina, "The first A-class" luxury port of the Chao Phraya River Basin. and will be developed into the largest port with one-stop service, and service center for all water-related licensing in the Chao Phraya River Basin.

Awards and Certification

- The Company has been certified as a member of Thai Private Sector Collective Action Against Corruption (CAC) since March 9, 2017. The Company has renewed its CAC membership certificate on November 4, 2019 (expires November 3, 2022). The company are under the process of applying for the renewal of the certificate.
- The Company has received an excellent corporate governance evaluation of listed companies or 5 stars for 5 consecutive years, 2017 onwards. In 2021, We were ranked as one of 268 companies assessed at an "Excellent" level from a total of 716 companies assessed by the Thai Institute of Directors.
- The Company has been awarded a plaque for producing jasmine rice packed in bags of consistent quality for more than 15 years, making us the first company to be certified with a special good quality standard (with a hand holding a star) by the Department of Internal Trade, Ministry of Commerce.
- Honorary Award as a role model of a healthy workplace for workers for fiscal year 2020, effective until September 2023.
- Disease-free, safe, happy-hearted entrepreneur, country level, Gold shield class for 3 consecutive years, fiscal year 2020, effective until September 2023.
- Outstanding Entrepreneur Award for Labor relationship and welfare, country Level, 2nd Year 2, 2021.

Company activities

The Company has many activities in 2020 including collaboration with Government sectors, Corporate Social Responsibility (CSR), and helping people who affected by the epidemic of the coronavirus (COVID-19), including activities to promote people's health etc. with details according to the documents presented accordingly and displaying on the screen

Mr. Apichat Kamoltham asked if the Meeting had any questions or propose any opinion.

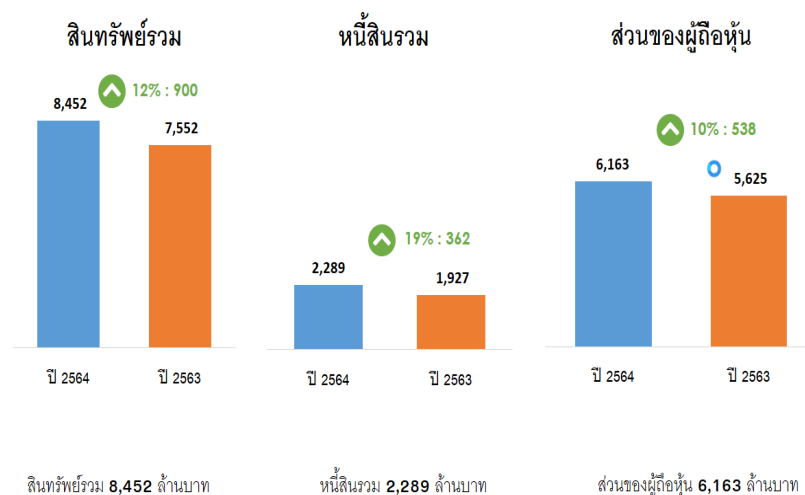
Remarks: This agenda was to report the Company's performance so there was no voting.

Agenda 3 To approve the statement of financial position and statement of comprehensive income for the fiscal year ended December 31, 2021

Dr. Pornsiri Poonakasem, Chairman of Audit Committee, explain to the Meeting the Statement of financial position and the Statement of comprehensive income for the fiscal year ended December 31st, 2021 which appeared on page 123 to 129 of the 2021 Annual Report that the Company sent to all shareholders with the Notice of Invitation to the Meeting. Mr. Somkiat Makcayathorn asked the Meeting to consider and approve the Statement of financial position and the Statement of comprehensive income for the fiscal year ended December 31st, 2021 which were audited by Ms. Ginkarn Atsawarangsalit, Auditor license No. 4496 from EY Office Co., Ltd. and certified by the Audit Committee and the Board of

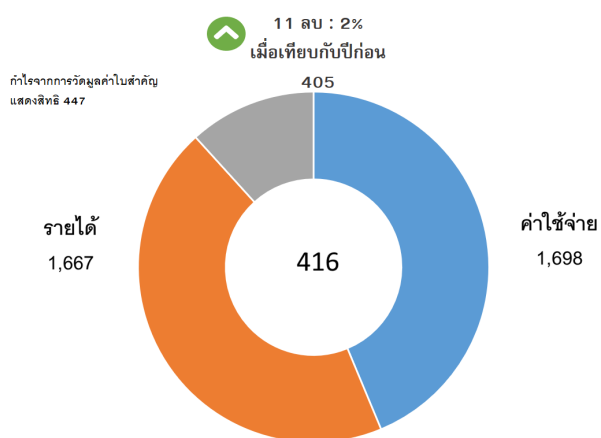
Directors. The auditor expressed an unqualified opinion on the financial statements. The details of the Financial Statement and the management discussion and analysis can be summarized as follows:

Statement of financial position – Separate financial statement



- Total assets were THB 8,452 million, increased from the previous year by THB 900 million or 12%. Warrants (MBK Warrants) increased in value of THB 447 million and the value of investments in MBK shares increased by THB 449 million.
- Total liabilities were THB 2,289 million, increased from the previous year by THB 362 million or 19%, this due to a short term loan for company's liquidity.
- Shareholders' equity was THB 6,163 million, increased from the previous year by THB 538 million or 10%.

Net profit (loss) to the Company for the year 2021



- Total revenue from sales and services in 2021 was THB 1,667 million, and gain from the valuation of warrants (MBK warrants) was THB 447 million.

- Net profit amounted to THB 416 million, increased from THB 405 million in 2020 by THB 11 million or 2%

Mr. Apichat Kamoltham asked if the Meeting had any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 3. This agenda requires the majority vote of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 3, to consider and approve the statements of financial position and statement of comprehensive income for the fiscal year ended 31 December 2021. The vote results are as follows:

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9999 percent, approved the statements of financial position and statement of comprehensive income for the fiscal year ended 31 December 2021 as proposed by the Board of Directors.

Agenda 4 To consider and approve the omission of the allocation of net profit as a legal reserve fund and the omission of dividend payment for the year 2021

Mr. Somkiat Makcayathorn, Director and Managing Director, report the Company's performance in separate financial statement for the fiscal year ended December 31st, 2021 as follows:

As of 1 January 2021, the Company has carried over unappropriated retained earnings of 502,585,736 Baht.

Increase a net profit after tax of Baht 499,137,670

Deducted in the fiscal year from 1 January 2021 to 31 December 2021. The Company has dividend payment of 240,000,000 Baht.

Therefore, the unappropriated retained earnings carried forward as of 31 December 2021 will be the total amount 761,723,406 Baht

The Company has a legal reserve of Baht 90,000,000 (Ninety million Baht) as required by law which do not require any further reserve.

To propose that there is no allocation of the net profit for the year 2021 as a legal reserve and no dividend payment for the year 2021 to the Meeting for acknowledgment as follows:

1. The company non-appropriation of 2021 net profit as a legal reserve fund due to the company has a legal reserve by law which do not require any further reserve.
2. To consider the omission of dividend payment for the year 2021. To maintain the financial liquidity of the company, due to the situation of the coronavirus (COVID-19) epidemic.

Mr. Apichat Kamoltham asked if the Meeting had any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 4. This agenda requires the majority vote of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 4 , to consider and approve the omission of the allocation of net profit as a legal reserve fund and the omission of dividend payment for the year 2021. The vote results are as follows:

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%

Conclusion The Meeting, resolved with a vote of 99.9999% by a majority vote, the omission of the allocation of net profit as a legal reserve fund and the omission of dividend payment for the year 2021 as proposed by the Board of Directors.

Agenda 5 To appoint the directors to replace those whose tenures end

Assoc. Prof. Dr. Sathit Parniangtong, Chairman of the Compansation and Nomination Committee, reported to the meeting that the Company has published the agenda for this Annual General Meeting of Shareholders on the Company's website and allowed shareholders to nominate qualified candidates to the Nomination Committee and the Board of Directors to consider and propose to the meeting to appoint the directors to replace the directors who retire by rotation from 1 October 2021 to 31 December 2021. None of the shareholders nominated any qualified candidates to the Nomination Committee and the Board of Director.

The Committee considered Article 18 of the Company's Articles of Association, one-third of the directors or the nearest number who have been in office for the longest term must retire in the Annual General Meeting of Shareholders every year. There are 8 directors of the Company as they have already introduced themselves.

In this year, there are 3 directors who must retire by rotation, which are:

1. Dr. Pornsiri Poonakasem;
2. Mr.Pakit Iamopas and
3. Mr.Somkiat Makcayathorn.

For the shareholders to express their opinions, those 3 directors have requested permission to leave this Meeting.

There are 3 directors retiring by rotation which the details appear in the documents for consideration on pages 48 - 56, namely:

1. Dr. Pornsiri Poonakasem has expertise in Accounting, Financial, Internal Control and Internal Audit
2. Mr. Pakit Iamopas has expertise in Financial, Marketing Marketing, Business Management and Strategic Management
3. Mr. Somkiat Makcayathorn has expertise in Financial, Marketing, Administrative Management, Strategic Management, Laws, Risk Management, Industry and Engineering technical

The Nomination and Compensation Committee and the Board of Directors considered and agreed that the shareholders' meeting should consider re-electing all 3 directors to return to their directorship of the Company since their knowledge and experiences are appropriate and beneficial to the operation of the Company. The election of Mr. Somkiat Makcayathorn who were directors in a company that operated the same business as the Company did not cause any damage to the Company.

Mr. Apichat Kamoltham asked if the Meeting had any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 5. This agenda requires the majority vote of the shareholders who attend the Meeting and have the right to vote.

Resolution for agenda item 5: To consider the appointment of the directors to replace those whose tenure ended, as detailed below:

Agenda 5.1 Dr. Pornsiri Poonakasem

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%.

Conclusion The Meeting's resolution adopted by a unanimous vote of 99.9999% appoint Dr. Pornsiri Poonakasem to resume the Company's Director, as proposed by the Board of Directors.

Agenda 5.2 Mr.Pakit Iamopas

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%.

Conclusion The Meeting's resolution adopted by a unanimous vote of 99.9999% appoint Mr.Pakit Iamopas to resume the Company's Director, as proposed by the Board of Directors.

Agenda 5.3 Mr.Somkiat Makcayathorn

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%.

Conclusion The Meeting's resolution adopted by a unanimous vote of 99.9999% appoint Mr.Somkiat Makcayathorn to resume the Company's Director, as proposed by the Board of Directors.

Agenda 6 To approve the increase in the number of directors and the appointment of the new director

Assoc. Prof. Dr. Sathit Parniangtong, Chairman of the Compensation and Nomination Committee, informed the Meeting to consider the increase in the number of directors and the appointment of the new director as follow:

To support the expansion of the company's business operations, The Compensation and Nomination committee and the board of directors approved the increase in the number of directors from 8 to 9 persons and the appointment of Mr. Wichak Praditavanij as Director, Executive Director and the Good Corporate Governance Director due to have full qualifications according to the Public Limited Company Act B.E.2535 and have knowledge and experiences.

Mr. Wichak Praditavanij not a director or executive in the companies, which operate the same business as the company, will not cause any damages to the company.

Mr. Apichat Kamoltham asked if the Meeting had any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 6. This agenda requires the majority vote of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 6, to consider and approve the increase in the number of directors and the appointment of the new director. The vote results are as follows:

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%

Conclusion The Meeting, resolved with a vote of 99.9999% by a majority vote, the increase in the number of directors and the appointment of the new director as proposed by the Board of Directors.

Agenda 7 To approve the remuneration for the Board Directors

Assoc. Prof. Dr. Sathit Parniangtong, Chairman of the Nomination and Compensation Committee, reported to the meeting to consider and approve the remuneration for the Board of Directors. The details for the consideration as presented in the supporting document on page 59 - 60.

In this agenda, the Meeting was requested to consider and approve the remuneration for the Board of Directors. The Nomination and Compensation Committee and the Board of Directors agreed that the shareholders' meeting should approve the remuneration for Directors of Baht 6,500,000 (Six million five hundred thousand Baht) and approve any privilege of Baht 500,000 (Five hundred thousand Baht), the total amount of remuneration and privilege of Baht 7,000,000 (Seven million Baht) for the Board of Directors, the Executive Committee, the Audit Committee, the Compensation and Nomination Committee, the Strategy Committee and the Information Technology Governance Committee.

The Committee has a policy and criteria for the remuneration of the Board of Directors and various committees at the appropriate rate and in accordance with the duties of the directors under the laws and the Company's regulations.

Mr. Apichat Kamoltham asked if the Meeting had any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 7. This agenda requires not less than two-thirds of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 7, to consider and approve the remuneration for the Board Directors. The vote results are as follows:

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%

Conclusion The Meeting, resolved with a vote of 99.9999% which is not less than two-third of the shareholders who attend the Meeting and have the right to vote, approved the remuneration for the Board of Directors as proposed by the Board of Directors.

Agenda 8 To consider the appointment of auditors and fixing the audit fee for the year 2022

Dr. Pornsiri Poonakasem Chairman of the Audit Committee informed the Meeting that the Audit Committee and the Board of Directors resolved to propose the shareholders to consider and approve the appointment of the following auditors of EY Office Limited as the Company's auditor. The details for the consideration as presented in the supporting document for consideration on pages 61- 62.

1. Ms. Gingkarn Atsawarangsalit Certified Public Accountant 4496 and/or
2. Mr. Chayapol Suppasedtanon Certified Public Accountant 3972 and/or
3. Ms. Orawan Techawatanasirikul Certified Public Accountant 4807 and/or
4. Ms. Sumana Punpongsanon Certified Public Accountant 5872 and/or
5. Ms. Kirdsiri Kanjanaprakasit Certified Public Accountant 6014.

Any of them as the auditor with the power to audit and certify the Company's financial statements for the year ended 31 December 2022.

For the financial statements for the year 2022, EY Office Limited has proposed the audit fee for the Company in the amount of Baht 1,150,000 (One million one hundred and fifty thousand), which is the same amount as of the year 2021.

Since they are subsidiaries of PRG Corporation Public Company Limited, the Company has appointed EY Office Limited as the auditor of the subsidiaries and the associated companies in 2022.

The Board of Directors will ensure that the financial statements can be prepared in a timely manner. In addition, the Company has planned and held a meeting before the audit. It also coordinated with the main auditor of the Company and the auditors of the subsidiaries and the associated companies from the same audit firm to ensure that the financial statements will be prepared in a timely manner.

For other service fees in the past fiscal year, the Company and its subsidiaries do not use other services of the audit firm that the auditor is affiliated with, services of other persons or businesses related to the auditor, and the auditor's office to which the auditor is affiliated.

Mr. Apichat Kamoltham asked if the Meeting had any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 8. This agenda requires the majority vote of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 8, to consider the appointment of auditors and fixing the audit fee for the year 2022. The vote results are as follows:

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%

Conclusion The Meeting, resolved with a vote of 99.9999% by a majority vote, approve the appointment of auditors and fixing the audit fee for the year 2022 as proposed by the Board of Directors.

Agenda 9 To approve to amend the Company's article of association Clause 9 and Clause 13

Mr. Somkiat Makcayathorn, Director and Managing Director explain to the Meeting to amend the Company's article of association Clause 9 and Clause 13

For clarity in the operation of company share registrar and for the registrar to perform duties properly, which has already been notified to the shareholders in Document of Annual General Meeting of Shareholders on pages 10 – 11 as follow.

Clause 9

Former The shares of the Company may be transferred without any limitations. However, except the company reserves the right to not register such transfer of shares or take any action by the laws if the transfer is likely to cause the company

- (1) The company Loss of rights or benefits that should be received
- (2) Has an alien to hold shares in the company more than 49 percent

New The shares of the Company may be transferred without any limitations, except where such a share transfer causes an alien to hold shares in the company more than 49 percent of the total number of the total of shares paid-up capital of the company.

Clause 13

Former The company has the right to determine the format of the document including determining the method for registering the transfer of shares via clause 10 and issuance of new share certificates Via clause 11 and clause 12 whenever it deems appropriate

New The company has the right to determine the format of the document including determining the method for registering the transfer of shares via clause 10 and issuance of new share certificates Via clause 11 and clause 12 whenever it deems appropriate, except if the company entrusts Thailand Securities Depository Co., Ltd. or another person to act as share registrar of the company, the registration practices of the company shall be as stipulated by the share registrar.

It is considered that the shareholders' meeting should approve to amend the Company's article of association Clause 9 and Clause 13 for clarity in the operation of company share registrar

Mr. Apichat Kamoltham asked if the Meeting had any questions or propose any opinion.

None of the shareholders or proxies had questions, the shareholders were asked to vote on Agenda 9. This agenda requires not less than three-fourths of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 9, to consider and approve to amend the Company's article of association Clause 9 and Clause 13. The vote results are as follows:

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%

Conclusion The Meeting, resolved with a vote of 99.9999% which is not less than three-fourths of the shareholders who attend the Meeting and have the right to vote, approved the remuneration for the Board of Directors as proposed by the Board of Directors.

Agenda 10 To approve the decrease of the registered capital of the company from the original registered capital of THB 810,000,000 to new registered capital of THB 630,000,000 by reducing of the unpaid capital amount of 180,000,000 shares with a par value of THB 1 per share which have been not allocated in the whole according to the resolution EGM no.1/2564

Mr. Suvait Theeravachirakul explained to the Meeting that the Board of Directors deems it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the reduction of the Company's registered capital from the original registered capital of 810,000,000 Baht to a newly registered capital of 630,000,000 Baht by eliminating 180,000,000 registered ordinary shares that support a general mandate of the capital increase, in which the Company has not yet issued or offered, according to the supporting document on pages 63 and 67 (relevant pages are 63 - 69).

Based on the Board of Directors' opinion to propose to the Meeting to consider and approve the offering of warrants to purchase the Company's ordinary shares No. 2 (PRG-W2) in Agenda 12, therefore, the capital must be increased to support such shareholders' rights to purchase such Company's ordinary share. When the Company has not yet allocated the increased capital shares by general mandate under the law, so firstly this capital must be reduced.

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any questions or propose any opinion.

None of the shareholders or proxies had questions, **Mr. Apichat Kamoltham** asked the shareholders to vote on Agenda 10. This agenda requires the votes of not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 10, to consider and approve the reduction of the Company's registered capital from the original registered capital of 810,000,000 Baht to a newly registered capital of 630,000,000 Baht by eliminating 180,000,000 registered ordinary shares with a par value of 1 Baht per share that support a general mandate of the capital increase, in which the Company has not allocated for sale in full, according to the resolution of the Extraordinary General Meeting of Shareholders No. 1/2021. The vote results are as follows:

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9999%, which is the votes of not less than three-fourths of the total votes of the shareholders who attend the

Meeting and have the right to vote, approved the reduction of the Company's registered capital from the original registered capital of 810,000,000 Baht to a newly registered capital of 630,000,000 Baht by eliminating 180,000,000 registered ordinary shares with a par value of 1 Baht per share as proposed by the Board of Directors.

Agenda 11 To approve to amend the Article 4 of the memorandum of the company to be in accordance with the decrease of the registered capital

Mr. Suvait Theeravachirakul explained to the Meeting that to be in line with the reduction of the registered capital of the Company on Agenda 10, it is appropriate to propose to the 2022 Annual General Meeting of Shareholders to consider and approve the amendment of Clause 4 of the Company's Memorandum of Association as follows:

Article 4. Registered capital	:	630,000,000 baht (Six hundred and thirty million baht)
Dividend into	:	630,000,000 shares (Six hundred and thirty million shares)
Value per share	:	1 baht (one baht)
Dividend into		
Ordinary share	:	630,000,000 share (Six hundred and thirty million shares)
Preferred share	:	-not exist- (--)"

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any questions or propose any opinion.

None of the shareholders or proxies had questions, **Mr. Apichat Kamoltham** asked the shareholders to vote on Agenda 11. This agenda requires the votes of not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 11, to consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital. The vote results are as follows:

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9999%, which is the votes of not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote, approved the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital, as proposed by the Board of Directors.

Agenda 12 To approve to the offering or the allocating of the Company's warrants to purchase ordinary shares No. 2 (PRG- W2) in the amount not more than 31,499,528 units for allocation to existing shareholders of the Company in proportion to their respective shareholdings

Mr. Suvait Theeravachirakul reported to the Meeting that the Board of Directors deems it appropriate for the 2022 Annual General Meeting of Shareholders to consider and approve the offering or allocation of warrants to purchase the Company's ordinary shares No. 2 (PRG-W2) in the amount of not more than 31,499,528 units for allocation to the existing shareholders of the Company in proportion to their shareholding, on a free of charge (zero Baht) basis. The allocation ratio is 20 ordinary shares per 1 unit of the warrant. The fraction of calculation of the right to receive warrants for each shareholder will be rounded off. The warrants are valid for not exceeding 3 years from the date of issuance of the warrants. The exercise ratio is 1 warrant per 1 ordinary share at 5 Baht ("Exercise Price") ("PRG-W2"). The Company expects to issue warrants within the second quarter of 2022. The exercise period is every 15th date of January, February, March, April, May, June, July, August, September, October, November, and December every year throughout the term of the warrants. If the exercise date falls on the Company's holiday, the exercise date will be to be postponed to the next business day. The Company expects that the first exercise date will be on 15 July 2022. The last exercise date will be on 15 May 2025. If the last exercise date falls on the Company's holiday, the exercise date will be to be brought forward to the prior business day of the Company. Warrant holders who wish to exercise their rights to purchase the Company's ordinary shares must notify the Company of their exercise right to purchase the Company's ordinary shares between 9.30 a.m. and 3:30 p.m. within 5 business days prior to each exercise date, except for the last exercise in which the warrant holders must notify to the Company their exercise right to purchase the Company's ordinary shares between 9.30 a.m. and 3:30 p.m. within 15 business days prior to the last exercise date. The details of the issuance of the PRG-W2 and initial information of the PRG-W2 were presented in the supporting document on pages 70 - 77.

In this regard, the Company has set the date for determining the names of the shareholders who shall be entitled to receive the offering or the allocating of the PRG-W2 Warrants on March 28, 2022 (Record Date). However, the determination of such right remains uncertain and subject to an approval of the AGM

In offering or the allocating the PRG-W2 Warrants to existing shareholders and there is still a risk to shareholders which possibly imposes an obligation on the Company according

to international law. Therefore, in order to manage the above-mentioned risk, the Board of Directors may exercise its discretion not to offer or not to allocate the warrants to any shareholders who is residing in France, Singapore, the United Kingdom, China, India, the United States of America or any Countries as deemed appropriate by the Company, if the offering or the allocation of the such warrants causes or is likely to cause the Company.

(a) to violate any laws, rules or regulations of Thailand or any foreign countries and/or the Company's Articles of Association;

(b) to have additional and excessive obligations or duties to perform anything other than those required under the relevant laws or regulations of Thailand on securities offering;

(c) to have additional expenses and/or excessive risks when compared to the benefits that the Company will receive if the PRG-W2 Warrants are offered or allocated to the relevant subscribers or groups or executing the relevant processes; or

(d) to breach the requirements, methods or conditions provided in relation to the offering or allocation of the PRG-W2 Warrants.

The factors used by the Company to support its consideration to not offer or not allocate the PRG- W2 Warrants include, but not limited to, the additional obligations that the Company will have under foreign laws, or the burden to examine legal points and/or to comply with the duties under foreign laws, the additional expenses in examining and seeking advice and recommendations on foreign laws, and/or the potential risks compared to the benefits that the Company will receive if the PRG- W2 Warrants are offered or allocated to existing shareholders of the company. Furthermore, the Company may offer or allocate. the PRG- W2 Warrants to existing shareholders of the company is entitled to offering or the allocation the PRG- W2 Warrants subject to international practices or an exemption under foreign laws that are effective and to the Company's ability to carry out the offering or the allocation at relevant times.

In this connection, the Company has the right to not offer or not allocate of the PRG- W2 Warrants from the shareholders who have their mailing addresses outside Thailand. In this regard, the Company has the right to use its discretion in considering changing the relevant details as appropriate by taking into account the factors as stated above, which includes without limitation, the determination of a list of non-restricted countries and/or a list of restricted countries, for the successful completion of the offering or the allocation of the PRG-W2 Warrants. The Company shall further announce the additional terms and/or conditions of the offering or the allocation of the PRG-W2 Warrants for your information (if any).

The Board of Directors or the authorized directors or any person designated by the Board of Directors or by the authorized directors shall be authorized to actions

(a) determine the terms and conditions and any other details in relation to the offering and allocating of the PRG-W2 Warrants;

(b) proceed with and sign applications and evidences that are necessary for or relevant to the offering and allocating of the PRG-W2 Warrants, including contacting and filing applications, waiver requests, documents, and such evidences with the relevant government authorities or agencies, as well as listing the PRG-W2 Warrants and newly issued shares occurred from the exercise of the PRG-W2 Warrants on the Stock Exchange of Thailand ("SET");

(c) undertake any other actions that are necessary for or relevant to this the offering and allocating of the PRG-W2 Warrants;

Remark In this regard, the Company's Board of Directors opined to empower Mr. Somkiat Makcayathorn, Managing Director, and/or the Company's Executive Committee Informing an additional information of PRG-W2 Warrants through the invitation to the Annual General Meeting of Shareholders 2022 (after the number off exercised PRG-W1 Warrant to subscribe for the newly issued ordinary shares of the Company exercise date) on March 15, 2022, There were 11,125,150 shares of shareholders exercising their rights to convert PRG- W1 warrants before the date of determining the names of those entitled to receive PRG- W2 on March 28,2022 (Record Date) Therefore, the allocation of the newly issued ordinary shares to support the issuance of warrants to purchase the company's ordinary shares No.2 (PRG- W2) this time not more than 31,427,522 shares, it is calculated based on the assumption that the warrant holders PRG- W1 exercise the right to convert the warrants to ordinary shares in the date stated above

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any questions or propose any opinion.

None of the shareholders or proxies had questions, **Mr. Apichat Kamoltham** asked the shareholders to vote on Agenda 12. This agenda requires the majority vote of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 12, to consider and approve the offering or the allocating of the Company's warrants to purchase ordinary shares No.2 (PRG-W2) in the amount not more than 31,499,528 units for allocation to existing shareholders of the Company in proportion to their respective shareholdings. The vote results are as follows:

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9999% approve the offering or the allocating of the Company's warrants to purchase ordinary shares No.2 (PRG-W2) in the amount not more than 31,499,528 units for allocation to existing

shareholders of the Company in proportion to their respective shareholdings, as proposed by the Board of Directors.

Agenda 13 To approve to increase the registered capital of the company from the original registered capital of THB 630,000,000 to THB 661,847,555 by issuing not more than 31,847,555 new ordinary shares with a par value of THB 1 per share to reserve for the issuance of the Company's warrants to purchase original shares of the PRG-W2 Warrants and to accommodate the adjustment of right of the PRG-W1 Warrants

Mr. Suvait Theeravachirakul explained to the meeting that the issuing not more than 31,847,555 new ordinary shares with a par value of THB 1 per share to reserve for the issuance of the Company's warrants to purchase original shares of the PRG-W2 Warrants and to accommodate the adjustment of right of the PRG-W1 Warrants are as follows:

Allocation of Ordinary Shares to Support	Allocated Shares	Exercise Ratio (Unit : Share)	Exercise Price (Share : Baht)
PRG-W1 right adjustment	348,027	1 : 1.0278	1 : 4.8647
Exercise of right for PRG-W2	31,499,528	1 : 1	1 : 5
รวม	31,847,555	-	-

The Board of Directors deemed it appropriate to propose to the 2022 Annual General Meeting of Shareholders to approve the increase of registered capital of the Company from THB 630,000,000 to THB 661,847,555 by issuing new ordinary shares not more than 31,847,555 shares with a par value of 1 Baht per share to support the exercise of rights to purchase ordinary shares under PRG- W2, and the adjustment of rights under PRG- W1. The details regarding the increase of the Company's registered capital under the increased capital report (F53-4) as presented in the supporting document on pages 63 - 69.

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any questions or propose any opinion.

None of the shareholders or proxies had questions, Mr. Apichat Kamoltham asked the shareholders to vote on Agenda 13. This agenda requires the votes of not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 13, to consider and approve to increase the registered capital of the company from the original registered capital of THB 630,000,000 to THB 661,847,555 by issuing not more than 31,847,555 new ordinary shares with a par value of THB 1 per share to reserve for the issuance of the Company's warrants

to purchase original shares of the PRG- W2 Warrants and to accommodate the adjustment of right of the PRG-W1 Warrants. The vote results are as follows:

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9999% which was not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote to approve to increase the registered capital of the company from the original registered capital of THB 630,000,000 to THB 661,847,555 by issuing not more than 31,847,555 new ordinary shares with a par value of THB 1 per share to reserve for the issuance of the Company's warrants to purchase original shares of the PRG- W2 Warrants and to accommodate the adjustment of right of the PRG-W1 Warrants, as proposed by the Board of Directors.

Agenda 14 To approve to increase the registered capital of the company under the General Mandate to the existing shareholders proportionate to their respective shareholdings from THB 661,847,555 to THB 841,847,555 by issuing 180,000,000 new ordinary shares with a par value of THB 1 per share

Mr. Suvait Theeravachirakul explained to the meeting that the Board of Directors deems it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the increase of the Company's registered capital by general mandate from the original registered capital of 661,847,555 Baht to a newly registered capital of 841,847,555 Baht by issuing 180,000,000 new ordinary shares with a par value of THB 1 per share according to the supporting document on pages 63 - 69.

The increase of the Company's registered capital by general mandate corresponded to the conservative financial management policy. When an unexpected situation occurs in the future, the Company will have a conservative reservation on financial management with flexibility without affecting normal operations.

Therefore, the Meeting was requested to consider and approve the increase of the Company's registered capital by a general mandate from the original registered capital of THB 661,847,555 to a newly registered capital of THB 841,847,555 by issuing 180,000,000 new ordinary shares with a par value of THB 1 per share.

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any questions or propose any opinion.

None of the shareholders or proxies had questions, **Mr. Apichat Kamoltham** asked the shareholders to vote on Agenda 14. This agenda requires the votes of not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 14, to consider and approve to increase the registered capital of the company under the General Mandate to the existing shareholders proportionate to their respective shareholdings from THB 661,847,555 to THB 841,847,555 by issuing 180,000,000 new ordinary shares with a par value of THB 1 per share. The vote results are as follows:

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9999% which was not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote to approve to increase the registered capital of the company from the original registered capital of THB 630,000,000 to THB 661,847,555 by issuing not more than 31,847,555 new ordinary shares with a par value of THB 1 per share to reserve for the issuance of the Company's warrants to purchase original shares of the PRG-W2 Warrants and to accommodate the adjustment of right of the PRG-W1 Warrants, as proposed by the Board of Directors.

Agenda 15 To approve to amend the Article 4 of the memorandum of the company to be in accordance with the increase of the registered capital

Mr. Suvait Theeravachirakul explained to the Meeting that to be in line with the increase of the registered capital of the Company on Agenda 13 and Agenda 14, it is appropriate to propose to the Meeting to consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the increase of the registered capital of the Company as follows:

Article 4. Registered capital	:	841,847,555 baht (Eight hundred and forty-one million, eight hundred and forty-seven thousand, five hundred and fifty-five baht)
Dividend into	:	841,847,555 shares (Eight hundred and forty-one million, eight hundred and forty-seven thousand, five hundred and fifty-five shares)
Value per share	:	1 baht (one baht)

Dividend into	
Ordinary share	: 841,847,555 share (Eight hundred and forty-one million, eight hundred and forty-seven thousand, five hundred and fifty-five shares)
Preferred share	: -not exist- (--)"

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any questions or propose any opinion.

None of the shareholders or proxies had questions, **Mr. Apichat Kamoltham** asked the shareholders to vote on Agenda 15. This agenda requires the votes of not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 15, to consider and approve to amend the Article 4 of the memorandum of the company to be in accordance with the increase of the registered capital. The vote results are as follows:

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000% Conclusion The Meeting, by a majority vote of 99.9999% which was not less than three-fourths of the total votes of the shareholders who attend the Meeting and have the right to vote to approve to amend the Article 4 of the memorandum of the company to be in accordance with the increase of the registered capital, as proposed by the Board of Directors.

Agenda 16 To approve to allocate of newly issued ordinary shares of the Company not more than 31,847,555 newly issued ordinary shares with a par value of THB 1 per share to accommodate the adjustment of right of the PRG- W1 Warrants and the exercise of the PRG-W2 Warrants

Mr. Suvait Theeravachirakul explained to the meeting that to be in line with the increase of the registered capital of the Company on Agenda 13, it is appropriate to propose to the Meeting to consider and approve the allocation of the Company's ordinary shares to increase the capital of the Company of not more than 31,487,555 shares with the par value of 1 Baht per share as follows:

- 1) the allocation of the Company's ordinary shares to increase the capital of the Company by not more than 348,027 shares with the par value of THB 1 per share to support the adjustment of rights under PRG-W1 and

- 2) the allocation of the Company's ordinary shares to increase the capital of the Company by not more than 31,499,528 shares with the par value of 1 Baht per share to support the exercise of rights to purchase ordinary shares under PRG-W2 which will be issued to the existing shareholder of the Company pursuant to the shareholding ratio as prescribed in Agenda 12.

The details regarding the increase of the Company's registered capital under the increased capital report (F53-4) as presented in the supporting document on pages 63 – 69 (relevant pages are 63 – 77).

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any questions or propose any opinion.

None of the shareholders or proxies had questions, **Mr. Apichat Kamoltham** asked the shareholders to vote on Agenda 16. This agenda requires the majority votes of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 16, to consider and approve to allocate of newly issued ordinary shares of the Company not more than 31,847,555 newly issued ordinary shares with a par value of THB 1 per share to accommodate the adjustment of right of the PRG- W1 Warrants and the exercise of the PRG- W2 Warrants. The vote results are as follows:

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9999% approve to allocate of newly issued ordinary shares of the Company not more than 31,847,555 newly issued ordinary shares with a par value of THB 1 per share to accommodate the adjustment of right of the PRG- W1 Warrants and the exercise of the PRG- W2 Warrants, as proposed by the Board of Directors.

Agenda 17 To approve to the allocation of newly issued ordinary shares of the company under the General Mandate of not more than 180,000,000 shares with a par value of THB 1 per share

Mr. Suvait Theeravachirakul reported to the meeting that to be in line with the increase of the Company's registered capital in Agenda 14, it appropriate to propose to the Meeting to consider and approve the allocation of the Company's ordinary shares to increase the capital of the Company of not more than 180,000,000 shares with the par value of 1 Baht per share to support the increased capital shares by general mandate as follows:

- Allocation of newly issued ordinary shares to increase the capital of the Company by not more than 180,000,000 shares or equivalent to 29.15% of the paid-up capital to offer to the existing shareholders in proportion to the shareholding percentage.

Whereby, the Board of Directors shall be authorized to allot and offer in the same time or to separate into partial for offering in lots from time to time and have the right to take any actions necessary as appropriate regarding to the offering of such increased ordinary shares, e.g. set XR date, and objective of the issuance and offering of such ordinary shares, specify offering price and ratio for allotment including subscription period, allotment method and the payment process, etc., including change of the subscription period and payment and determining other conditions and details in issuing and offering of such increased shares as deemed appropriate, including the authority to correct wording or contents for minutes of shareholders' meeting or Memorandum of Association and/or the various actions necessary in compliance with the order of Registrar in relation to the registration of registered capital increase with Department of business Development, Ministry of Commerce from time to time in accordance with the payments of the subscriber (S) in each time, including listing the increased shares in the Stock Exchange of Thailand and submission of information and documents to the Securities and Exchange Commission, the Stock Exchange of Thailand, Ministry of Commerce or other relevant authorities.

The allocation of newly issued ordinary shares to existing shareholders in General Mandate must be completed within the next date of the Annual General Meeting of Shareholders which be determined by the Company or within the date of the Meeting of Shareholders which be determined by the law, whichever date is earlier.

The details of the allocation of newly issued ordinary shares appear in accordance with Enclosed with Capital increase report form (F53-4) as the supporting document on pages 63 and 67 (relevant pages are 63-69).

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any questions or propose any opinion.

None of the shareholders or proxies had questions, **Mr. Apichat Kamoltham** asked the shareholders to vote on Agenda 17. This agenda requires the majority votes of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 17, to consider and approve the allocation of newly issued ordinary shares of the company under the General Mandate of not more than 180,000,000 shares with a par value of THB 1 per share. The vote results are as follows:

Approved	totaling	619,458,422	votes or	99.9999%
Disapproved	totaling	1	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 619,458,423 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9999% approve to the allocation of newly issued ordinary shares of the company under the General Mandate of not more than 180,000,000 shares with a par value of THB 1 per share, as proposed by the Board of Directors.

Agenda 18 Other (if any)

Mr. Somkiat Makcayathorn informed to the Meeting that on this agenda if the shareholders wish the Meeting to consider and vote on other matters (if any) other than those specified in the Meeting invitation letter, they must be raised according to the conditions as provided in the second paragraph of Section 105 of the Public Limited Companies Act B. E. 2535 which states that "When the consideration of the matters under paragraph one is finished, the shareholders holding shares amounting to not less than one-third of the total number of shares sold may request the meeting to consider matters other than those indicated in the notice calling for the meeting".

When there are no shareholders proposing other matters for consideration, this agenda is set for shareholders to ask questions or have suggestions for the Board of Directors to clarify any questions or inquiries to the shareholders (if any). Therefore, no other matters will be presented for the meeting to consider and approve and there is no vote on this agenda.

Mr. Piyapong Prasaththong a shareholder, came in person to asked questions at the meeting as follows:

The War between Ukraine and Russia causeed exchange rate fluctuation and caused the problem of exporting rice as the result of western countries sanction on export to Russia, Is there any effect to the company operation? Is there any primary risk assessment? And has the company exported rice to Ukraine and Russia?

Mr. Somkiat Makcayathorn replied as follow: The War between Ukraine and Russia had both positive and negative impacts on the company, the exchange rate of the US dollar (USD) strengthening, making the exchange into Thai baht higher in value create a competitive opportunity for Thailand to export products to other countries around the world will help increase the opportunity for increasing sales. However, the cost of freight also increases due to the epidemic situation of the coronavirus disease 2019 (COVID-19) and situation between Ukraine and Russia.

Currently, the company does not have any export to Russia and Ukraine, therefore there is no impact the company.

Whereby, **Mr. Somkiat Makcayathorn** informed to the Meeting that for Good Corporate Governance purpose, the company will complete the minutes of the meeting within 14 days from the date of the meeting and Publish on the company website, Shareholders can verify the accuracy of the minutes of the meeting.

None of the shareholders or proxies had additional questions and none of the shareholders raised any additional agenda to the Meeting, therefore, I would like to have the Chairman close the meeting.

The Chairman announced to the Meeting that on behalf of the Board of Directors I would like to thank all shareholders who attend the Meeting today. The comments provided are very useful to the Company. However, the Board of Directors will try to manage the operating results to return to the target. If there are any inconvenient or errors, please accept our apology.

In the end, none of the shareholders had additional questions or comments, therefore, the Chairman announced the Meeting to be closed. After the meeting

The Meeting adjourned 11.59 a.m.

Signed Chairman of the Meeting

(Mr. Suphadej Poonpipat)

Chairman of the Board of Directors

Signed Recorder of the Meeting

(Ms. Kanuengnuch Thongprayud)

Company Secretary