



บริษัท พี อาร์ จี คอร์ปอเรชั่น จำกัด (มหาชน)

(สำนักงานใหญ่) 88 หมู่ที่ 2 ถนนติวานนท์ ตำบลบางกะดี อำเภอเมืองปทุมธานี จังหวัดปทุมธานี 12000

โทรศัพท์: +66 (0) 2501 2175 โทรสาร: +66 (0) 2501 2176 ทะเบียนเลขที่: 0107536001702 เว็บไซต์: www.mahboonkrongrice.com

(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 the Extraordinary General Meeting of Shareholders No.1/2022

Conducted Through the Electronic Meeting

of

PRG Corporation Public Company Limited

Date and time: Friday November 11, 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 Extraordinary General Meeting of Shareholders No. 1/2022. 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 Extraordinary General Meeting of Shareholders No.1/2022 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:

- 4 shareholders attended the Meeting in person, holding a total of 410 shares.
- 25 shareholders granted a proxy, holding a total of 647,297,118 shares.
- 29 shareholders both attended the Meeting in person and granted the proxy to proxies, holding a total of 647,297,528 shares.

The Company had a total of 1,406 shareholders, holding a total of 658,579,462 shares. The shareholders attended the Meeting in person and granted the proxy to proxies, represented 98.2869% 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, welcome shareholders for attending the Meeting and opened the Extraordinary General Meeting of Shareholders No.1/2022, conducted through the Electronic Meeting. The Meeting's moderators were assigned as follows:

- Mr. Suvait Theeravachirakul Vice Chairman of the Board was the Meeting's moderator for agendas 1 to 10.
- 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 9 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 Compensation 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 Lamopas | 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. Wichak Praditavanij | Director, Member of the Executive Committee, Member of the IT Committee and Member of the Good Corporate Governance Committee |
| 9. Mr. Somkiat Makcayathorn | Director, Member of the Executive Committee, Member of the Strategy Committee, Member of the IT Committee, Member of the Good Corporate Governance Committee, and Managing Director |

Mr. Suvait Theeravachirakul, Mr. Somkiat Makcayathorn, Mr. Wichak Praditavanij and Mr. Kasemsuk Chongmankhong presented at the Meeting. The rest 5 directors attended the Meeting through electronic means.

The number of directors attending the Meeting was 9 directors representing 100 percent.

There were 10 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 Domestic
3. Mr. Satawat Laklaem	Assistant Managing Director of Food Center
4. Mr. Thirachai Issara	Assistant Managing Director of OEM
5. Mr. Jirachan Kampiranond	Assistant Managing Director of Marketing
6. Mr. Rachanon Thitichavalitkun	Assistant Managing Director of Logistics
7. Mr. Abhimongkol Kitjawatra	Vice President of Property Management Department
8. Mr. Nalin Harnmanorom	Senior Vice President of Finance & Administration Division
9. Ms. Preeyanuch Nuntachote	Senior Vice President of Finance Department
10. Ms. Prisana Klankaew	Vice President of Accounting Department

Mr. Somkiat Makcayathorn and Mr. Nalin Harnmanorom 2 Executive Management members, presented at the Meeting. The rest of 8 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. **Ms. Saichon Rattanakrajang** Independent Auditor who is not related to the Company, was an honored representative of the shareholders to verify the votes in the Meeting.

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. This Meeting is composed of 10 agendas.

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) 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. Suvait Theeravachirakul, Vice Chairman of the Board, started the Meeting according to the agenda assigned by the Chairman as follows.

Agenda 1 To certify the minutes of the Annual General Meeting of Shareholders 2022 (the AGM)

Mr. Suvait Theeravachirakul, Vice Chairman of the Board requested the Meeting to certify the minutes of the Annual General Meeting of Shareholders 2022 which was held on 28 April 2022. The details of such minutes had been submitted to all shareholders total 36 pages as presented in the supporting document on pages 15 – 50.

Mr. Suvait Theeravachirakul, 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.

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 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 Annual General Meeting of Shareholders 2022, as detailed below:

Approved	totaling	647,297,538	votes or	99.9999%
Disapproved	Totaling	0	votes or	0.0000%
Voided Ballot	Totaling	7	votes or	0.0000%
Abstained	totaling	0	votes or	0.0000%

The total votes for this agenda item were 647,297,545 votes or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9999%, approved the certification of the minutes of the Annual General Meeting of Shareholders 2022 as proposed by the Board of Directors.

Agenda 2 To approve the decrease of the registered capital of the company from the original registered capital of THB 841,847,555 to new registered capital of THB 661,847,555 by reducing the ordinary shares reserved for increase of registered capital under the General Mandate amount of 180,000,000 shares with a par value of THB 1 per share which have not been allocated in the whole according to the resolution AGM 2022.

Mr. Suvait Theeravachirakul explained to the Meeting that the Board of Directors deems it appropriate to propose to the Extraordinary General Meeting of Shareholders No. 1/2022 to consider and approve the reduction of the Company's registered capital from the original registered capital of 841,847,555 Baht to a newly registered capital of 661,847,555 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 51 and 56 (relevant pages are 51 - 58).

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.3 (PRG-W3) in Agenda 4, 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, asked the shareholders to vote on Agenda 2. 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 2, to consider and approve To approve the decrease of the registered capital of the company from the original registered capital of THB 841,847,555 to new registered capital of THB 661,847,555 by reducing the ordinary shares reserved for increase of registered capital under the General Mandate amount of 180,000,000 shares with a par value of THB 1 per share which have not been allocated in the whole according to the resolution AGM 2022. The vote results are as follows:

Approved	totaling	647,297,538	votes or	99.9999%
Disapproved	totaling	0	votes or	0.0000%
Abstained	totaling	7	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 647,297,545 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 decrease of the registered capital of the company from the original registered capital of THB 841,847,555 to new registered capital of THB 661,847,555 by reducing the ordinary shares reserved for increase of registered capital under the General Mandate amount of 180,000,000 shares with a par value of THB 1 per share which have not been allocated in the whole as proposed by the Board of Directors.

Agenda 3 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 2, it is appropriate to propose to the Extraordinary General Meeting of Shareholders No. 1/ 2022 to consider and approve the amendment of Clause 4 of the Company's Memorandum of Association as follows:

Article 4. Registered capital	:	661,847,555 baht (Six hundred and sixty-one million eight hundred and forty-seven thousand five hundred and fifty-five baht only)
Dividend into	:	661,847,555 shares (Six hundred and sixty-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 : 661,847,555 share (Six hundred and sixty-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, asked the shareholders to vote on Agenda 3. 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 3, 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	647,297,538	votes or	99.9999%
Disapproved	totaling	0	votes or	0.0000%
Abstained	totaling	7	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 647,297,545 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 4 To approve to the offering or the allocating of the Company's warrants to purchase ordinary shares No.3 (PRG-W3) in the amount not more than 33,072,439 units for allocation to existing shareholders of the Company in proportion to their respective shareholdings

Mr. Suvait Theeravachirakul reported to the Meeting that is to prepare and strengthen and provide financial flexibility for company's future projects. And to reserve money for the Company's working capital. In addition, the company intends to provide return to the shareholders of the Company. Therefore, it is deemed appropriate to propose to The Extraordinary General Meeting of Shareholders

No.1/2022 to consider and approve the issuance and allocation of warrants to purchase the newly issued ordinary shares of PRG Corporation Public Company Limited No.3 (Warrants).

the Board of Directors deems it appropriate for the Extraordinary General Meeting of Shareholders No. 1/2022 to consider and approve the offering or allocation of warrants to purchase the Company's ordinary shares No. 3 (PRG-W3) in the amount of not more than 33,072,439 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-W3"). The Company expects to issue warrants within the forth 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 16 January 2023. The last exercise date will be on 17 November 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-W3 and initial information of the PRG-W3 were presented in the supporting document on pages 59 - 66.

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-W3 Warrants on October 21,2022 (Record Date). However, the determination of such right remains uncertain and subject to an approval of the EGM

In offering or the allocating the PRG-W3 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, Switzerland, Japan, Vietnam

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-W3 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-W3 Warrants.

The factors used by the Company to support its consideration to not offer or not allocate the PRG-W3 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-W3 Warrants are offered or allocated to existing shareholders of the company. Furthermore, the Company may offer or allocate. the PRG-W3 Warrants to existing shareholders of the company is entitled to offering or the allocation the PRG-W3 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-W3 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-W3 Warrants. The Company shall further announce the additional terms and/or conditions of the offering or the allocation of the PRG-W3 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-W3 Warrants;

(b) proceed with and sign applications and evidences that are necessary for or relevant to the offering and allocating of the PRG-W3 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-W3 Warrants and newly issued shares occurred from the exercise of the PRG-W3 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-W3 Warrants;

Remark On October 17, 2022, There were 1,198 shares of shareholders exercising their rights to convert PRG-W1 warrants and PRG-W2 warrants before the date of determining the names of those entitled to receive PRG-W3 on October 21, 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.3 (PRG-W3) this time not more than 33,072,439 shares, it is calculated based on the assumption that the warrant holders PRG-W1 and PRG-W2 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, asked the shareholders 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 offering or the allocating of the Company's warrants to purchase ordinary shares No. 3 (PRG-W3) in the amount not more than 33,072,439 units for allocation to existing shareholders of the Company in proportion to their respective shareholdings. The vote results are as follows:

Approved	totaling	647,297,538	votes or	99.9999%
Disapproved	totaling	7	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 647,297,545 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.3 (PRG-W3) in the amount not more than 33,072,439 units for allocation to existing shareholders of the Company in proportion to their respective shareholdings, as proposed by the Board of Directors.

Agenda 5 To approve to increase the registered capital of the company from the original registered capital of THB 661,847,555 to THB 694,970,249 by issuing not more than 33,122,694 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-W3 Warrants and to accommodate the adjustment of right of the PRG-W1 Warrants and PRG-W2 Warrants

Mr. Suvait Theeravachirakul explained to the meeting that the issuing not more than 33,122,694 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-W3 Warrants and to accommodate the adjustment of right of the PRG-W1 Warrants and PRG-W2 Warrants are as follows:

Allocation of Ordinary Shares to Support	Allocated Shares	Exercise Ratio (Unit : Share)	Exercise Price (Share : Baht)
PRG-W1 right adjustment	-	1 : 1.0566	1 : 4.7319
PRG-W2 right adjustment	50,255	1 : 1.0275	1 : 4.8663
Exercise of right for PRG-W3	33,072,439	1 : 1	1 : 5
รวม	33,122,694	-	-

Remark To allocate not more than - newly issued ordinary shares (Due to the issuance of PRG-W2, leading to the adjustment of rights and allocation to accommodate PRGW1. Currently, there are sufficient ordinary shares to accommodate the adjustment of rights of PRG-W3) with a par value of THB 1 per share to accommodate the adjustment of rights of PRG-W1

The Board of Directors deemed it appropriate to propose to the Extraordinary General Meeting of Shareholders No. 1/2022 to approve the increase of registered capital of the Company from THB 661,847,555 to THB 694,970,249 by issuing new ordinary shares not more than 33,122,694 shares with a par value of 1 Baht per share to support the exercise of rights to purchase ordinary shares under PRG-W3, and the adjustment of rights under PRG-W1 and PRG-W2. 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 51- 58.

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, asked the shareholders to vote on Agenda 5. 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 5, to consider and approve to increase the registered capital of the company from the original registered capital of THB 661,847,555 to THB 694,970,249 by issuing not more than 33,122,694 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-W3 Warrants and to accommodate the adjustment of right of the PRG-W1 Warrants and PRG-W2 Warrants. The vote results are as follows:

Approved	totaling	647,297,538	votes or	99.9999%
Disapproved	totaling	7	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 647,297,545 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 661,847,555 to THB 694,970,249 by issuing not more than 33,122,694 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-W3 Warrants and to accommodate the adjustment of right of the PRG-W1 Warrants and PRG-W2 Warrants, as proposed by the Board of Directors.

Agenda 6 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 694,970,249 to THB 874,970,249 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 Extraordinary General Meeting of Shareholders No.1/2022 to consider and approve the increase of the Company's registered capital by general mandate from the original registered capital of 694,970,249 Baht to a newly registered capital of 874,970,249_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 51 - 58.

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 694,970,249 to a newly registered capital of THB 874,970,249 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, asked the shareholders to vote on Agenda 6. 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 6, 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 694,970,249 to THB 874,970,249 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	647,296,538	votes or	99.9998%
Disapproved	totaling	1,007	votes or	0.0001%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 647,297,545 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9998% 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 694,970,249 to THB 874,970,249 by issuing not more than 180,000,000 new ordinary shares with a par value of THB 1 per share as proposed by the Board of Directors.

Agenda 7 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 5 and Agenda 6, it is appropriate to propose to the Extraordinary General Meeting of Shareholders No. 1/2022 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	:	874,970,249 baht (Eight hundred and seventy-four million nine hundred and seventy thousand two hundred and forty-nine baht only)
Dividend into	:	874,970,249 shares (Eight hundred and seventy-four million nine hundred and seventy thousand two hundred and forty-nine shares)
Value per share	:	1 baht (one baht)
Dividend into	:	
Ordinary share	:	874,970,249 share (Eight hundred and seventy-four million nine hundred and seventy thousand two hundred and forty-nine 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, asked the shareholders to vote on Agenda 7. 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 7, 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	647,296,538	votes or	99.9998%
Disapproved	totaling	1,007	votes or	0.0001%
Abstained	totaling	0	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 647,297,545 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9998% 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 8 To approve to allocate of newly issued ordinary shares of the Company not more than 33,122,694 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 PRG-W2 Warrants and the exercise of the PRG-W3 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 5, it is appropriate to propose to the Extraordinary General Meeting of Shareholders No. 1/2022 to consider and approve the allocation of the Company's ordinary shares to increase the capital of the Company of not more than 33,122,694 shares with the par value of 1 Baht per share as follows:

- 1) To allocate not more than - newly issued ordinary shares (Due to the issuance of PRG-W2, leading to the adjustment of rights and allocation to accommodate PRGW1. Currently, there are sufficient ordinary shares to accommodate the adjustment of rights of PRG-W3) with a par value of THB 1 per share to accommodate the adjustment of rights of PRG-W1
- 2) To allocate not more than 50,255 newly issued ordinary shares with a par value of THB 1 per share to accommodate the adjustment of rights of PRG-W2

- 3) To allocate not more than 33,072,439 newly issued ordinary shares with a par value of THB 1 per share for the exercise of the PRG- W3 Warrants, which will be issued to existing shareholders of the Company in proportion to their respective shareholdings in accordance with the details set out in agenda 4.

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 51 – 58 (*relevant pages are 51 – 66*).

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, asked the shareholders to vote on Agenda 8. This agenda requires the majority votes of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 8, to consider and approve to allocate of newly issued ordinary shares of the Company not more than 33,122,694 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 PRG- W2 Warrants and the exercise of the PRG-W3 Warrants. The vote results are as follows:

Approved	totaling	647,297,538	votes or	99.9999%
Disapproved	totaling	0	votes or	0.0000%
Abstained	totaling	7	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 647,297,545 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 33,122,694 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 PRG-W2 Warrants and the exercise of the PRG-W3 Warrants, as proposed by the Board of Directors.

Agenda 9 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 explained to the meeting that to be in line with the increase of the Company's registered capital in Agenda 6, it appropriate to propose to the Extraordinary General Meeting of Shareholders No. 1/2022 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 27.33% 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 51 and 56 (*relevant pages are 51-58*).

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, asked the shareholders to vote on Agenda 9. This agenda requires the majority votes of the shareholders who attend the Meeting and have the right to vote.

Resolution on Agenda 9, 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 to existing shareholders proportionate to their respective shareholdings. The vote results are as follows:

Approved	totaling	647,296,538	votes or	99.9998%
Disapproved	totaling	1,000	votes or	0.0001%
Abstained	totaling	7	votes or	0.0000%
Invalid Ballots	totaling	0	votes or	0.0000%

The total votes for this agenda item were 647,297,545 votes, or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9998% approve to the allocation of newly issued ordinary shares of the company under the General Mandate of not more than 180,000,000 shares to existing shareholders proportionate to their respective shareholdings with a par value of THB 1 per share, as proposed by the Board of Directors.

Agenda 10 Other (if any)

Mr. Suvait Theeravachirakul 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. Therefore, no other matters will be presented for the meeting to consider and approve and there is no vote on this agenda.

Whereby, **Mr. Apichat Kamoltham** 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.

Mr. Suphadej Poonpipat, Chairman announced to the Meeting that on behalf of the Board of Directors I would like to thanks all shareholders who attend the Meeting today. If there are any inconvenient or errors, please accept our apology. And closed this meeting.

The Meeting adjourned 10.55 a.m.

Signed **Suphadej Poonpipat** Chairman of the Meeting

(Mr. Suphadej Poonpipat)

Chairman of the Board of Directors

Signed **Kanuengnuch Thongprayud** Recorder of the Meeting

(Ms. Kanuengnuch Thongprayud)

Company Secretary