

Minutes of the 2024 Annual General Meeting of Shareholders

of

TPI Polene Power Public Company Limited

Held on 18 April 2024

At the Conference Room, 9th Floor, TPI Tower Building

26/56 Chan Tat Mai Road, Thungmahamek, Sathorn, Bangkok

The Meeting commenced at 3:00 pm

Ms. Juthamas Surotrat acted as the Master of Ceremonies (“MC”) at the 2024 Annual General Meeting of Shareholders – (the “2024 AGM” or the “Meeting”). She invited Mr. Prachai Leophairatana, Chairman of TPI Polene Power Public Company Limited (the “Company”), served as the Chairman of the Meeting (the “Chairman”) to give opening remarks of the 2024 AGM as follows:

The Chairman gave opening remarks and summarised the number of shareholders. The time was 3:00 p.m. The Company had a total of 34,025 shareholders and the total paid-up shares of 8,400,000,000 (eight billion and four hundred million) shares. There were 102 shareholders present in person, representing 97,866,795 (ninety-seven million eight hundred sixty-six thousand seven hundred and ninety-five) shares; and 61 shareholders were present by proxy, representing 6,219,441,373 (six billion two hundred nineteen million four hundred forty-one thousand three hundred and seventy-three) shares. In total, there were 163 shareholders attending the Meeting, holding 6,317,308,168 (six billion three hundred seventeen million three hundred and eight thousand one hundred and sixty-eight) shares, equivalent to 75.21 percent of the total paid-up shares of the Company, thus constituting a quorum.

The Chairman thanked all shareholders and proxies for their interest in attending today’s Meeting and assigned the MC to introduce the participants of the Meeting and explain the guidelines.

The MC introduced the Board of Directors, the auditors and legal advisors of the Company, and the company secretary working team, attending the Meeting as follows:

The Company has 16 directors. The directors attending the Meeting were:

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| 1. | Mr. Prachai Leophairatana | Chairman |
| 2. | Dr. Pramuan Leophairatana | Vice Chairman |
| 3. | Mrs. Orapin Leophairatana | Vice Chairman |
| 4. | Mr. Prateep Leopairut | Vice Chairman |
| 5. | Mr. Pakorn Leopairut | President |

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6.	Mr. Pakkapol Leopairut	Executive Vice President
7.	Dr. Porakrit Leophairatana	Executive Vice President
8.	Mr. Prayad Liewphairatana	Director
9.	Ms. Pattrapan Leopairut	Director
10.	Mrs. Nitawan Leophairatana	Director
11.	Ms. Malinee Leopairut	Director
12.	Dr. Thiraphong Vikitset	Independent Director and Member of the Audit Committee
13.	Mr. Aram Senamontri	Independent Director and Member of the Audit Committee
14.	Mr. Khantachai Vichakkhana	Independent Director
15.	Mr. Vanchai Manosuthi	Independent Director

Besides, there was a Director of the Company who did not attend the Meeting due to a necessity or an urgent matter, namely Mr. Manu Leopairote , Independent Director and Chairman of the Audit Committee

Executives and team of accounting and financial supervisors attending the Meeting:

1.	Ms. Karuna Permsiripan	Manager of Accounting Department
2.	Mrs. Narumon Chattawan	Vice President of Accounting Department, TPI Polene Public Company Limited (Parent Company)
3.	Mr. Prasert Ittimakin	Senior Vice President of Accounting and Finance Division, TPI Polene Public Company Limited (Parent Company)

Members of the company secretary working team attending the Meeting:

1.	Mr. Kanchit Yimgrim	Company Secretary
2.	Mr. Nitisit Jongpitakrat	Company Secretary's Assistant

The auditors of the Company, from KPMG Phoomchai Audit Limited, attending the Meeting:

1.	Ms. Thanyalak Ketkaew
2.	Mr. Pranai Chompukul
3.	Ms. Pantita Dechaporn

The Company's legal advisors, from SCL Nishimura & Asahi Limited, attending the Meeting:

1. Mr. Vira Kammee
2. Mrs. Siriwan Nopareporn

The MC explained to the Meeting about the procedures adopted for voting and counting votes, as follows:

1. In taking a vote, one share shall be counted as one vote and one shareholder shall be entitled to vote either for or against in each agenda, or to abstain. They would not be entitled to allocate their shares for voting purposes, except in the case of a proxy of foreign investors appointing a custodian in Thailand as the custodian of shares.
2. The Resolution of Shareholders Meeting

The Public Limited Company Act B.E. 2535 (1992) states, unless otherwise provided in said Act, as follows:

- In a normal case, the resolution shall be supported by a majority vote of the shareholders present and voting. In a situation of an equality of votes, the Chairman of the Meeting shall have the casting vote.

3. To facilitate and expedite the vote counting, a barcode system was used as a counting mechanism by the Company. The shareholders who wish to vote shall mark ✓ or x in the boxes on the ballots provided during the registration process. Once voting has been completed, the Company's staff shall collect such ballots for further counting.

4. When making a vote in each agenda, the Company shall collect the ballots from the shareholders and the proxies attending the Meeting who voted against or abstained from voting in each agenda by the raising of hands, so that the Company's staff members are able to collect the ballots. Anybody who voted 'for' does not need to deliver the ballots to the Company's staff and, in such a case, it would therefore be deemed that those who did not provide the ballots approved or agreed to the resolution proposed by the Chairman, or the entrusted person. The Company shall collect the ballots in the following sequence:

- Firstly, collect from those who voted against; and
- Secondly, collect from those who voted to abstain.

5. The shareholders who delivered the ballots but did not give any mark or signature in any boxes would be deemed to have voted in favour of, or in agreement with the resolution proposed by the Chairman.

The shareholders who fill-in the boxes and then wish to change their votes to other boxes must cross-out the unwanted boxes, affix their signatures and fill-in the new boxes.

In a case of void ballots, it shall be deemed that the shareholders abstained from voting.

In case of the delivery of a ballot in an incorrect agenda, shareholders should be deemed to have voted in favour of the resolution in such agenda.

6. Counting the votes

6.1 In order to expedite the counting of the votes in each agenda, the Company shall deduct the votes of the shareholders which disapproved or abstained, as well as the void ballots, from the total votes of the shareholders attending the Meeting. Therefore, the balance shall be the votes which were approved.

6.2 The Chairman, or the person entrusted by the Chairman, shall announce the results of the votes in each agenda in the order of the arranged agenda and, in order not to waste time during the vote counting, the Chairman shall request the Meeting to consider the next agenda in said order.

Moreover, for the purpose of transparency, the Company invited one representative each from SCL Nishimura & Asahi Limited and KPMG Phoomchai Audit Limited to witness the vote counting.

Thereafter, **the MC** invited Mr. Prachai Leophairatana, Chairman of the Board, to proceed to the Meeting agenda.

Agenda 1 To consider and confirm the Minutes of the 2023 Annual General Meeting of Shareholders

The Chairman assigned Mr. Kanchit Yimgrim, the Company Secretary, to give statements to the Meeting.

Mr. Kanchit Yimgrim, therefore, requested the Meeting to consider and confirm the Minutes of the 2023 Annual General Meeting of Shareholders, which was held on 20 April 2023; copies of which were sent to the shareholders, together with the notice of this Meeting. Such meeting contained the following agenda:

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| Agenda 1 | To consider and confirm the Minutes of the 2022 Annual General Meeting of Shareholders; |
| Agenda 2 | To acknowledge the 2022 operating result of the Company; |
| Agenda 3 | To have the Audit Committee report on their audit on the 2022 operating result; |

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| Agenda 4 | To consider and approve Balance Sheet and Profit and Loss Statements of 2022 for the period ended on 31 December 2022; |
| Agenda 5 | To consider and approve an appropriation of the legal reserve and payment of the dividend for 2022; |
| Agenda 6 | To consider and appoint the auditors of the Company and fix the audit fee for 2023; |
| Agenda 7 | To consider and elect new directors in replacement of those retired by rotation; |
| Agenda 8 | To consider and approve the appointment of a new director; |
| Agenda 9 | To consider and amend the list of directors and authorised signatories of the Company; |
| Agenda 10 | To acknowledge the board of directors' remuneration; |
| Agenda 11 | To consider other matters (if any). |

The Meeting was requested to consider and confirm the said minutes.

Resolution: The Meeting confirmed the Minutes of the 2023 Annual General Meeting of Shareholders, which was held on 20 April 2023, with the following votes:

- Approved: 6,363,729,330 (six billion three hundred sixty-three million seven hundred twenty-nine thousand three hundred and thirty) votes, equivalent to 100.0000 percent of the shareholders attending the Meeting and voting.
- Disapproved: 28 (twenty-eight) votes, equivalent to 0.0000 percent of the shareholders attending the Meeting and voting.
- Abstained: 0 vote.
- Voided: 0 vote.

Agenda 2 To acknowledge the 2023 operating result of the Company

The Chairman requested the Meeting to acknowledge the report of the Board of Directors on the 2023 operating result of the Company. The Company prepared the annual report of 2023 (Form 56-1 One Report) in a QR Code format enclosed to the notice of this Meeting which was duly sent to the shareholders together with the notice of this Meeting. The Chairman assigned Mr. Pakkapol Leopairut, Executive Vice President, to present a summary report to the Meeting.

Mr. Pakkapol Leopairut reported to the Meeting the following 2023 operating result of the Company:

Energy and public utility businesses

In 2023, Thailand's overall electricity consumption was approximately 203,923 million kilowatt-hours, increased by 3.38 percent from 2022. The electricity consumption increased in every sector except the industrial sector, where electricity consumption slightly decreased. This is due to the COVID-19 pandemic situation easing and returning to normal, which has led to more economic activity. Moreover, the domestic tourism stimulation measures and the relaxation of international travel controls have led to a recovery in the tourism and service sectors.

In 2023, the Company generated and sold 1.905 billion kilowatt-hours of electricity, an increase of 246 million kilowatt-hours or 14.81 percent, from 1.660 billion kilowatt-hours in 2022, which can be divided as follows:

1. Sale of electricity of 1.258 billion kilowatt-hours to the Electricity Generating Authority of Thailand in 2023 (average selling price of Baht 5.92 per kilowatt-hours), an increase of 11 million kilowatt-hours or 0.92 percent; from 1.246 billion kilowatt-hours in 2022 (average selling price of Baht 6.16 per kilowatt-hours).
2. Sale of electricity of 647 million kilowatt-hours to TPI Polene Public Company Limited in 2023 (average selling price of Baht 3.94 per kilowatt-hours), an increase of 234 million kilowatt-hours or 56.76 percent; from 413 million kilowatt-hours in 2022 (average selling price of Baht 3.80 per kilowatt-hours).

The Company's power plants include the ASEAN-largest Municipal Solid Waste (MSW), Waste Heat Recovery Power Plant, and Mixed Fuel Power Plant between Coal and Waste, which are in the process of being completely transformed into a Waste-to-Energy

Power Plant in 2025. This will make the Company's total electricity production of 440 megawatts to become a completely "CLEAN & GREEN POWER COMPANY".

Furthermore, the Company has set a target to expand its solar renewable energy power plant to a total of approximately 79 megawatts, which will result in the Company having the power generation installed capacity of 539 megawatts, in total in 2026.

In addition, in 2023, the Company has been registered by the Thailand Greenhouse Gas Management Organization (TGO) for certification of a total amount of carbon credits of 1,559,229 tonneCO₂eq. Moreover, the Company also received the Renewable Energy Certificates (RECs) issued by the Electricity Generating Authority of Thailand as a result of the production of electricity from renewable energy in the amount of 1,448,191.77 RECs.

In 2023, the Company was able to reduce the amount of greenhouse gas emissions from landfilling waste for 6.43 million tonneCO₂eq as a result of the use of all types of waste as fuel, approximately 2.77 million tonnes. Besides, the Company has also disposed of 1,638 tonnes of COVID-19 infected waste with the method of proper incineration and disposed of 11,484 tonnes of non-hazardous industrial waste by using them as fuel in the electricity production process.

Petrol and natural gas station businesses

In 2023, the overall petrol consumption quantity of Thailand was 138 million litres per day, an increase of 1.2 percent from 136 million litres per day in 2022 which resulted from the easing of the COVID-19 pandemic situation and a return to normalcy, including measures to stimulate tourism by the government sector, measures to promote domestic tourism, and the relaxation of international travel controls which caused the tourism sector to recover. These factors collectively contribute to the higher petrol demand.

As for the overall natural gas consumption quantity in 2023, it was approximately 3,343 tonnes per day, a decrease of 1.5 percent from 3,401 tonnes per day in 2022.

The Company's volume of petrol sales in 2023 increased by 15.45 percent, from 10.0 million litres in 2022 to 11.5 million litres, whereby the volume of natural gas sales in 2023 decreased by 8.82 percent, from 15.0 million kilogrammes in 2022 to 13.7 million kilogrammes.

In 2024, the Company had a promotional plan for selling its products and those of its affiliates at every petrol/gas stations. The Company anticipated that it could sell petrol and natural gas in line with the direction of the industry.

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With a commitment to and emphasis on working processes to achieve sustainable growth as a Clean and Green Energy Producer, in 2023, the Company was awarded and certified by organizations recognized for promoting sustainable development and good corporate governance, such as:

1. The Company was selected as one of the top 100 listed companies with outstanding performance in the Environmental, Social and Governance (ESG) for 2023 or ESG100 Securities Group for the fourth year consecutively (2018, 2021, 2022 and 2023) and was also selected as an attractive company to invest in the resources category from the assessment by Thaipat Institute.

2. The Company was ranked in the SET ESG Rating for the year 2023 at the AA level by the Stock Exchange of Thailand.

3. The Company was ranked in the Corporate Governance Report of Thai Listed Companies (CGR) for the year 2023 at a 5-star level “Excellent” (Excellent CG Scoring) by the Thai Institute of Directors (IOD).

4. The Company was awarded the “Best ESG Energy Efficiency Initiative Company Thailand 2023” as a leading company in ESG Energy Efficiency innovation for the year 2023, which is the third year consecutively from the International Finance Magazine (IFM) of the United Kingdom.

5. The Company was awarded the “3G Environmental Responsibility Award 2023” from Cambridge IFA International Financial Advisory in the United Kingdom.

6. The Company was awarded “The Best Innovations in Renewable Energy Industry in Thailand 2023” from the Global Economics, which is a leading financial magazine in the United Kingdom.

7. The Company was awarded “The International Diamond Prize for Excellence in Quality 2023” from the European Society for Quality Research (ESQR) in Switzerland.

8. The Company was awarded the “Best Green Renewable Energy Power Plant in Thailand 2023” from World Business Outlook, which is a printed and online magazine that

provides a comprehensive analysis of the financial industry, international business, and global economy.

The Chairman assigned Mrs. Orapin Leophairatana, Vice Chairman, to report to the Meeting on the Company's participation and responsibilities towards society and the environment, or ESG, for the Company's sustainable stability.

Mrs. Orapin Leophairatana reported to the Meeting as follows:

In 2023, the Company is one of the leading organisations that placed value on sustainable growth with Sustainable Development Goals (SDGs) to achieve balanced growth in all dimensions, including corporate governance, environmental and social aspects on the basis of good corporate governance (Environmental, Social, Governance: ESG). This was to manage the business for the balanced benefit of all stakeholder groups, including to reduce the impacts of climate change.

ESG is deemed to be another indicator that will enlighten investors and financial institutions that companies with ESG will have stability in business operations. Moreover, ESG principle is utilised as a tool of financial institution for allowing loans facility to the industry that is environmentally friendly.

In 2023, the Company was ranked as “AA Sustainable Stocks” from the Stock Exchange of Thailand and selected as one of the ESG100's environmental securities group for the second consecutive year from Thaipat Institute. Furthermore, the Company also received other awards from leading organisations in the country and overseas.

In addition, the Company had developed the well-being of communities and society through various projects, which the Company had prepared a video presentation for shareholders to watch. The Meeting was thereby requested to watch the video.

The Meeting was informed for acknowledgement of the report of the Company's 2023 operating result.

Resolution: The Meeting acknowledged the report of the Company's 2023 operating result.

Agenda 3 The Audit Committee reported on their audit on the 2023 operating result

The Chairman requested the Meeting to acknowledge the report of the Audit Committee for 2023 in accordance with that provided in the annual report of the Company (Form 56-1 One Report), which was delivered to the shareholders together with the notice of this Meeting. He then assigned **Dr. Thiraphong Vikitset**, Independent Director and Member of the Audit Committee, to present a summary report to the Meeting.

Dr. Thiraphong Vikitset informed the Meeting that the Audit Committee had performed its duties and responsibilities by examining and assessing the internal audit system, examining the disclosure of information to investors, as well as examining compliance with relevant laws and other crucial matters (e.g. ESG principle under the 2023 Sustainability Report, etc.). The Audit Committee held 5 meetings in 2023, which could be summarised as follows:

In 2023, the Audit Committee held a total of 5 meetings. The Audit Committee conducted the examination, consideration, and assessment of the internal control system, including examination of financial statements and disclosure of information to investors, as well as examination on the compliance of relevant legal requirements, risk management, related parties transactions or conflicts of interest, including the consideration, selection, nomination, appointment of the auditors of the Company and the fixation of the audit fee. He then assigned Mr. Kanchit Yimgrim, the Company Secretary, to present details to the Meeting. Details of which can be summarised as follows:

1. Examination and assessment of the internal audit system

The Company operates its business by adhering to the principles of morality, ethics, transparency, and sustainable business operations that give importance to the economy, environment, society, and good corporate governance under the concepts and philosophies of the board of directors and senior executives.

The Company has established policies and guideline for the performance that recognize proper internal control system. In addition, the Company has applied the principle of Four Bases of Success and the determination to create balanced happiness with a sustainable better quality of life according to the Four Brahma Vihara principle, including the Four Noble Truths; leading to relief of suffering, pursuant to the Lord Buddha's teachings and the Company's Code of Conduct, used as a guideline for the performance of executives and employees. The Company also took into account the benefits and fairness to all relevant stakeholders ranging from government agencies, shareholders, business partners, to contractual parties. In terms of employees, the Company has developed and promoted

learning in the form of a learning organization, which would result in the Company's long-term sustainable development. According to the Audit Committee' audit last year, the Company has a good internal control system, work is carried out efficiently and effectively under an adequate and appropriate internal control system, which result in the ability to prevent damages that may occur within a reasonable period of time, as well as reduce operational risks and make the Company's financial statements and reports to be accurate and reliable, and being able to protect the Company's assets and shareholders' investments. In addition, the Chairman of Audit Committee has approved the audit plan for the year 2023 whereby the internal audit department is responsible for performing the audit in accordance with the work plan.

2. Examination of financial statements and disclosure of information to investors

Financial statements are financial reports that demonstrate the operating results and financial position of a business that must be disclosed to stakeholders. In this regard, the Audit Committee has examined important items in the Company's consolidated financial statements, both quarterly financial statements and financial statements for the fiscal year 2023. Moreover, the Audit Committee also attended a meeting with the Company's auditor to independently exchange opinions on the financial statements without the participation of management. Regarding the issue of material information in the financial statements and disclosure of information in the notes to the financial statements, it is of the opinion that the Company has prepared financial reports in accordance with generally accepted accounting standards, with adequate disclosure of information in the notes to the financial statements and within a reasonable period of time as required by law, as well as financial reporting standards prescribed by the Federation of Accounting Professions, which are beneficial to the decision-making of investors and all stakeholders.

3. Examination of compliance with relevant laws

The Audit Committee has examined compliance with relevant laws, regulations, orders and rules of regulatory agencies with regard to the Company's business. The Company has had a system in place to prevent use of inside information for securities trading. The prohibitions and penalties have also been included in the employee's work regulations, with termination of employment as the maximum penalty. The Company has also regulated the management of the Company to prepare reports of its shareholding in the Company's securities, as required by law. Moreover, significance has been placed on legal duties concerning the precise, complete, reliable and timely disclosure of the Company's

information via financial statements, reports on related party transaction and any other reports.

4. Examination of risk management

The Company has established a Risk Management Committee with the Chief Executive Officer as Chairman and executives of relevant departments as directors. The Risk Management Committee is responsible for considering the structure, policy, framework for risk management, risk management plan, risk review, and monitoring of risk management. The Risk Management Department is responsible for preparing risk management reports, implementing and supporting risk management throughout the organisation. The Company also emphasises on environmental risks from greenhouse gas emissions that affect climate change, risks that may arise from economic crimes and modern technology (IT Security), consumer behavioral risks from rapidly changing communication technology, and risks arising from the COVID-19 pandemic, etc. The Company, through its Risk Management Committee and all departments in the organisation, continuously observe the changing environment and considers important risks that may affect the Company's operations. Furthermore, the Company has determined risk response measures to an acceptable level at weekly management meetings and has also specified them in the annual work plan.

5. Examination of the investigation on improper conduct or corruption

The Audit Committee has emphasised that the Company's operations are in accordance with good corporate governance. This includes providing a system for receiving complaints and providing channels for employees, shareholders, and related parties to contact the Audit Committee directly. Therefore, various information can be conveniently informed to the Internal Audit Committee regarding complaints, actions that are illegal or non-compliance with business ethics or suspicions in financial reports or internal control systems via email, website, postal mail, and the whistle-blowing and complaint box. There are also the measures to protect the informant, whereby the information of the informant will not be disclosed and kept confidential. In addition, the Audit Committee has examined the risk assessment, chances of corruption and its impacts in order to determine measures to prevent corruption that can occur in various work systems. Furthermore, the Audit Committee has also continuously examined the measures and reviewed investigation regulations to be up-to-date and appropriate for business operations.

6. Examination of related parties transaction or conflicts of interest

The Company has prepared a Code of Conduct for the Company's directors, executives, and employees at all level to acknowledge and promote it as an organisational culture that places importance on work performance that does not contradict with vested interests and conflicts of interests with the Company. As a result, the Company will be able to achieve maximum benefits from business operation that is transparent and auditable. Furthermore, the Audit Committee has examined related party transactions and transactions that may have conflicts of interest from the reports of the relevant directors. It was found that the transactions that occurred were reasonable and did not cause any loss to the interest of the Company. Moreover, the said transactions were properly disclosed to regulatory agencies within the specified period of time.

7. Consideration, selection, appointment, and determination of fee of the Company's auditors for 2024

The Audit Committee considered the independence, performance and experience of the candidates to be selected as auditors of the Company, and the appropriateness of their remuneration, as well as the rotation of the auditors. The Committee then resolved to propose the Board of Directors to seek approval from the Shareholders Meeting to appoint Ms. Thanyarak Ketkeaw, with auditor licence no. 8179; or Mr. Ekkasit Chuthamsathit, with auditor licence no. 4195; or Mr. Natthapongse Thantijattanond, with auditor licence no. 8829, from KPMG Phoomchai Audit Limited, as the Company's auditors for 2024 and to fix the audit fee of 2024 for KPMG Phoomchai Audit Limited at THB 2,500,000 (which is equivalent to the audit fee of 2023).

The Audit Committee considered and deemed that, in the past year, the Company's Board of Directors, including the Company's executives, emphasised on managing operations in a sustainable manner, adhering to good corporate governance principle, as well as good morals, with a determination to perform the necessary duties to professionally achieve the organisation's goals. The Company developed a product quality system in accordance with international standards, duly complied with requirements under the relevant laws, contributed to society and attended to environmental awareness. The financial statements were prepared to meet general accounting standards. Sufficient information was disclosed. Items that might have conflicts of interest were properly managed, causing no harm to the business. There were adequate and proper internal control systems and a good corporate governance system; and there were no material mistakes.

The Meeting was informed for acknowledgement.

Resolution: The Meeting acknowledged the operating result report of the Audit Committee.

Agenda 4 To consider and approve Balance Sheet and Profit and Loss Statements of 2023 for the period ended on 31 December 2023

The Chairman requested the Meeting to consider and approve the balance sheet and profit and loss statements of 2023 for the period ended on 31 December 2023, which had been audited by the auditors of KPMG Phoomchai Audit Limited, and approved by the Audit Committee. The Chairman then assigned **Dr. Thiraphong Vikitset**, Independent Director and Member of the Audit Committee, to present a summary report to the Meeting.

Dr. Thiraphong Vikitset, then, informed the Meeting that the balance sheet and profit and loss statements of 2023 for the period ended 31 December 2023 were audited and certified by KPMG Phoomchai Audit Limited and approved by the Audit Committee. As for the details of such, he then assigned Ms. Karuna Permsiripan, Manager of the Accounting Department, to present the details to the Meeting.

Ms. Karuna Permsiripan explained to the Meeting as follows:

Details of the Company's consolidated financial statements of 2023, which were contained in the 2023 annual report (Form 56-1 One Report), demonstrating details of the balance sheet and profit and loss statements of 2023 for the period ended on 31 December 2023; were sent to the shareholders beforehand together with the notice of this Meeting; the summary of which could be summarised as follows:

Summary of material changes in 2023

	2022	2023	Unit: Million Baht Increasing (decreasing) Difference	Unit: % Increasing (decreasing) Difference
Total Assets	50,579	59,767	9,188	18.17
Total Liabilities	19,015	26,566	7,551	39.71
Total Shareholders' Equity	31,564	33,202	1,638	5.19
Book Value per Share (Baht)	3.76	3.95	0.19	5.05
Total Sales	10,200	10,990	790	7.75
Total Revenues	10,625	11,331	706	6.64
Cost	7,185	6,978	(207)	-2.88
Selling and Administrative Expenses	524	537	13	2.48
Operating Profit (net)	2,858	3,651	793	27.75
Annual Profit	2,813	3,653	840	29.86
Profit per share (Baht)	0.335	0.435	0.100	29.85

It was proposed to the Meeting for consideration.

Resolution : The Meeting approved the balance sheet and profit and loss statements of 2023 ended on 31 December 2023 with the following votes:

- Approved: 6,362,937,771 (six billion three hundred sixty-two million nine hundred thirty-seven thousand seven hundred and seventy-one) votes, equivalent to 100.0000 percent of the total votes of shareholders attending the Meeting and voting.
- Disapproved: 28 (twenty-eight) votes, equivalent to 0.0000 percent of the total votes of the shareholders attending the Meeting and voting.

- Abstained: 2,132,300 (two million one hundred thirty-two thousand and three hundred) votes.
- Voided: 0 vote.

5. To consider and approve an appropriation of the legal reserve and the payment of dividend for 2023

The Chairman assigned Mr. Pakkapol Leopairut, Executive Vice President, to inform the Meeting.

Mr. Pakkapol Leopairut announced to the Meeting that it was deemed appropriate to propose to the 2024 AGM to consider and approve the appropriation of the legal reserve from the net profit, as well as the dividend payment for the operating results of the year 2023, which had been considered by taking into account the policy of continuous dividend payment while the Company can still maintain its financial liquidity at a level appropriate to the business operation and the Company's operating results, as follows:

1. Appropriation of the legal reserve for 2023, as for the appropriation of profits as legal reserve, Section 116 of the Public Company Act B.E. 2535 (1992) and Article 45 of the Articles of Association of the Company provide that the Company's annual net profit must be allocated as a reserve fund of not less than 5 percent of the annual net profit, minus the accumulated losses brought forward (if any); until the reserve fund is not less than 10 percent of the registered capital. However, the Company's reserve fund has already reached 100 percent of the registered capital according to such requirement (i.e. in the total amount of Baht 840,000,000 (eight hundred forty million Thai baht) since the end of 2020). Therefore, there was no necessity to consider the additional appropriation of profits as legal reserve.

2. Payment of dividend for the operating results of 2023 at the rate of Baht 0.24 per share, in the total amount of Baht 2,016,000,000 (two billion sixteen million Thai baht) (or 55.19 percent of net profit for 2023). The Company had paid the interim dividends from retained earnings until 30 June 2023 at the rate of Baht 0.12 per share on 25 September 2023, representing the total amount of Baht 1,008,000,000 (one billion and eight million Thai baht). Thus, the remaining dividend to be additionally paid would be Baht 0.12 per share, totaling Baht 1,008,000,000 (one billion and eight million Thai baht). These dividends of which shall be paid from the retained earnings which are exempt from corporate income tax according to the privilege under the promotion granted from the Board of Investment. The shareholders who receive the dividend will not be subject to the withholding tax. Therefore, the dividend recipient will not be entitled to a tax credit. The list of shareholders entitled to receive dividend has been set to be determined on 14 March 2024 and the dividend payment date has been scheduled to be on 9 May 2024.

With regard to the right of shareholders to receive the said dividend, it is still uncertain because the dividend payment would be subject to the approval from the Meeting.

It was proposed to the Meeting for consideration.

Resolution: The Meeting approved the appropriation of the legal reserve and the dividend payment for 2023 as proposed, with the following votes:

- Approved: 6,365,247,211 (six billion three hundred sixty-five million two hundred forty-seven thousand two hundred and eleven) votes, equivalent to 100.0000 percent of the total votes of shareholders attending the Meeting and voting.
- Disapproved: 0 vote, equivalent to 0.0000 percent of the total votes of the shareholders attending the Meeting and voting.
- Abstained: 28 (twenty-eight) votes.
- Voided: 0 vote.

Agenda 6 To consider and appoint the auditors of the Company, and fix the audit fee for 2024

The Chairman assigned **Dr. Thiraphong Vikitset**, Independent Director and Member of the Audit Committee, to inform the Meeting of details of the appointment of the auditors and to fix their audit fee for 2024.

Dr. Thiraphong Vikitset proposed to the Meeting that the Board of Directors of the Company had considered and agreed with the Audit Committee that the auditors of KPMG Phoomchai Audit Limited should be appointed as the Company's auditors and audit fee shall be fixed for 2024, as follows:

1. Appointing the following auditors of the Company for 2024:
 - Ms. Thanyarak Ketkeaw CPA Reg. No. 8179; or
 - Mr. Ekkasit Chuthamasathit CPA Reg. No. 4195; or
 - Mr. Natthapongse Thantijattanond CPA Reg. No. 8829.

Each of the above-mentioned auditors has qualifications in line with the announcement of the Securities and Exchange Commission.

2. Approving the audit fee for auditing the Company's 2024 financial statements in the amount of Baht **2,500,000** (two million five hundred thousand Thai baht) (which is equivalent to the audit fee of 2023) and inclusive of an IT system inspection fee. This excluded other expenses, such as travelling expenses, accommodation, overtime, allowance, the fee for preparing the financial statements and the fee for verifying compliance with the certificate of the Board of Investment of Thailand, etc.

In this regard, the audit firm and the auditors as proposed above do not have any relationship or interests with or in the Company / the Executives / majority shareholders or any persons related to them.

Therefore, the Meeting was requested to consider such matter.

Resolution: The Meeting resolved that Ms. Thanyarak Ketkeaw, CPA registration no. 8179; or Mr. Ekkasit Chuthamasathit, CPA registration no. 4195; or Mr. Natthapongse Thantijattanond, CPA registration no. 8829, all of whom are the auditors of KPMG Phoomchai Audit Limited, be appointed as the Company's auditors for 2024, and that the audit fee (inclusive of an IT system inspection fee) be fixed at Baht 2,500,000 (two million five hundred thousand Thai baht), exclusive of any other additional expenses, such as travelling expenses, accommodation, overtime, allowance, the fee for preparing the financial statements and the fee for verifying the compliance with the certificate of the Board of Investment of Thailand, etc., with the majority votes as follows:

- Approved: 6,362,874,803 (six billion three hundred sixty-two million eight hundred seventy-four thousand eight hundred and three) votes, equivalent to 99.9627 percent of the total votes of shareholders attending the Meeting and voting.
- Disapproved: 2,377,000 (two million three hundred and seventy-seven thousand) votes, equivalent to 0.0373 percent of the total votes of the shareholders attending the Meeting and voting.
- Abstained: 0 vote.
- Voided: 0 vote.

Agenda 7 To consider and elect new directors in replacement of those retired by rotation

The Chairman assigned Mr. Kanchit Yimgrim, Company Secretary, to inform the details of this agenda to the Meeting.

Mr. Kanchit Yimgrim, Company Secretary, informed the Meeting that, in 2024, 5 directors were due to retire by rotation, namely:

Attachment 1

1. Mr. Prachai Leophairatana	Chairman of the Board
2. Mr. Manu Leopairote	Independent Director and Chairman of the Audit Committee
3. Mr. Prayad Liewphairatana	Director
4. Mrs. Nitawan Leophairatana	Director
5. Mr. Porakrit Leophairatana	Director

The said five directors were qualified to be re-elected as the Company's Chairman of the Board, Independent Director and Chairman of the Audit Committee, and directors for another term.

In this regard, the Board of Directors of the Company, acting as a nomination committee and excluding those who had a conflict of interest, having considered the qualifications of each of the five directors who were due to retire by rotation, was of the opinion that the said five directors have had various backgrounds and expertise in various fields as well as possessed the leadership skills, broad vision, good morals and ethics, transparent working backgrounds, ability to independently express their opinions, and appropriate qualifications fit for the Company's business. In addition, throughout the entire period of their directorship of the Company, these directors have well and regularly performed their duties as directors and members of the committees and sub-committees of the Company, which rendered the benefit to the Company. The curriculum vitae of each of the five directors was appeared in the attachment to the notice of the Meeting sent to the shareholders.

It was proposed to the Meeting that the five directors who were due to retire by rotation be re-elected as the Company's directors for another term and assume the same duties and authorities relating to business of the Company.

Therefore, the Meeting was requested to consider such matter.

Mr. Sunthorn Disayan, shareholder's proxy, proposed to the Meeting that the said five directors be re-elected as the Company's directors for another term and assume the same duties and authorities relating to business of the Company.

Attachment 1

Resolution: The Meeting approved that the five directors be re-elected as the Company's directors for another term and assume the same duties and authorities relating to businesses of the Company. Those directors are:

- | | | |
|----|----------------------------|---|
| 1. | Mr. Prachai Leophairatana | Chairman of the Board |
| 2. | Mr. Manu Leopairote | Independent Director and
Chairman of the Audit Committee |
| 3. | Mr. Prayad Liewphairatana | Director |
| 4. | Mrs. Nitawan Leophairatana | Director |
| 5. | Mr. Porakrit Leophairatana | Director |

The resolution was passed with the majority votes as follows:

- Approved: 6,190,726,953 (six billion one hundred ninety million seven hundred twenty-six thousand nine hundred and fifty-three) votes, equivalent to 97.2580 percent of the total votes of shareholders attending the Meeting and voting.
- Disapproved: 174,533,347 (one hundred seventy-four million five hundred thirty-three thousand three hundred and forty-seven) votes, equivalent to 2.7420 percent of total votes of the shareholders attending the Meeting and voting.
- Abstained: 37,503 (thirty-seven thousand five hundred and three) votes
- Voided: 0 vote

Agenda 8 To acknowledge the Board of Directors' remuneration

The Chairman assigned Mr. Kanchit Yimgrim, Company Secretary, to give a statement to the Meeting.

Mr. Kanchit Yimgrim, Company Secretary, informed the Meeting that according to agenda no. 2.6 of the Extraordinary General Meeting of Shareholders No. 2/2016 held on 29 April 2016, there was a resolution approving the principle of fixing the directors' remuneration by authorising the Company's Board of Directors to consider and fix remunerations of the Company's directors in adherence to the criteria for consideration of directors' remuneration as that practiced by companies listed on the Stock Exchange of Thailand, as well as by making a comparison with and reference to an industry of the same

category and similar size, taking into account the status and operating result of the Company as a material factor.

This is done so that the Company can appropriately compensate its directors for their performance of duties, as well as to encourage personnel who possess the requisite qualifications, knowledge, competence, skills and experience to render the maximum benefit to the Company's business operation. This principle has been effective ever since the date on which the Meeting of Shareholders passed the approved resolution and will remain in effect until the Meeting of Shareholders passes an amendment otherwise.

In order to comply with the good governance principle for companies listed on the Stock Exchange of Thailand - which encourages the Company's Board of Directors to regularly report on the directors' remuneration to the Meeting of Shareholders for acknowledgement every year - the Company would like to inform the Meeting for acknowledgement that the remuneration of 17 directors in 2023, consisting of monthly remunerations, bonuses and meeting allowances, totalling Baht 28,740,285.00 (twenty-eight million seven hundred forty thousand two hundred and eighty-five Thai baht), equivalent to 0.25 percent of the Company's total revenue (the Company's total revenue in 2023 was Baht 11,330,528,969.58 (eleven billion three hundred thirty million five hundred twenty-eight thousand nine hundred and sixty-nine Thai baht and fifty-eight satang); details of which appeared in the Company's 2023 annual report (Form 56-1 One Report) in the QR Code format, which was attached to the notice of this Meeting and delivered to the shareholders beforehand.

The Meeting was informed for acknowledgement.

Resolution: The Meeting acknowledged such matter.

Agenda 9 Other matters (if any)

-None-

Shareholders who expressed their opinions or inquired for additional information which can be summarised as follows:

Mr. Sanga Phattanakitsakul, shareholder attended in person asked the following 2 questions:

- Question 1: According to Agenda 2, at present, how many types of raw materials are used in the Company's power generation?

The Chairman replied that at present, the Company uses 3 types of raw materials to generate electricity as follows:

1. Electricity generation from Refused Derived Fuel (RDF) by separating waste from the community and converting it into fuel.
2. Electricity generation from coal
3. Electricity generation from pyrolysis from degraded tires

- Question 2: When will the Company have a policy to discontinue the use of coal in electricity generation?

The Chairman replied that the Company is currently reducing the use of coal as a raw material for generating electricity. At present, the Company has converted part of its coal power plants to waste-to-energy plants. Nevertheless, the Company must proceed with this matter gradually because if there is a sudden change, it will affect the Company's income and may cause damage to the Company.

Mr. Sirichai Sakulsrimontri, shareholder attended in person asked the following questions:

- Question 1: Despite that the Company receiving numerous awards, why hasn't the share price increased?

The Chairman replied that the reason the Company has received many awards is because the Company implements the Environmental and Social Governance (ESG), which is the concept of sustainable organisational development by giving importance to 3 main aspects: which are environmental, social, and governance. Therefore, the Company is considered one of the leading companies in Thailand for ESG practices.

The Chairman replied further that the reason the share price has not increased is due to many market factors, which beyond the Company's control.

- Question 2: Since the Company currently has raw materials from community waste for use in generating electricity, does the Company purchase such raw materials or obtain them for free, is there enough waste amount, and how much electricity which can be generated?

The Chairman replied that at present, the Company uses waste from the community in a large quantity as high as approximately 10,000 tonnes per day. Therefore, the Company is required to accept community waste from different sources. Moreover, the incoming waste is deodorized so that the waste does not have a bad odor. The Company accepts community waste to the plant in which the Company has to pay transportation costs or it was obtained as a result of the Company's assistance with the disposal of waste transported to the plant. Overall, the Company incurs expenses for accepting waste transported to the plant. Nonetheless, this can be considered as the Company's contribution to the country by making Thailand cleaner.

Attachment 1

- Question 3: According to Agenda 1, which received 100.0000% approved votes and 38 disapproved votes, whether or not the 38 disapproved votes are votes that have no effect on the approved votes?

The Chairman assigned Mr. Nitisit Jongpitakrat, Company Secretary's Assistant, to answer this question. Mr. Nitisit replied that the disapproved votes were actually 28 votes, not 38 votes because the processing system had been set to 4 decimal places. If there are very few disapproved votes compared to the approved votes (Approved: 6,363,729,330 votes), the system will not display numbers less than 4 decimal places, thus making the approved votes calculated as 100.0000 percent of the total votes of shareholders attending the Meeting and voting. Therefore, this is correct.

As no other shareholder inquiring any further questions, the Chairman thanked the shareholders for attending the Meeting and declared the Meeting adjourned.

The Meeting was adjourned at 4.10 p.m.

Signed: Mr. Prachai Leophairatana Chairman of the Meeting
(Mr. Prachai Leophairatana)

Signed: Mr. Kanchit Yimgrim Company Secretary
(Mr. Kanchit Yimgrim)