

**(Translation)**  
**Minutes of Annual General Meeting of Shareholders for the Year 2021**  
**Via Electronic Media (E-AGM)**  
**Of**  
**Premier Technology Public Company Limited**

---

Held on 28 April 2021 at 10.00 a.m., by organizing a meeting via electronic media, in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 and other laws and regulations related, by broadcasting the meeting at Meeting Room 501, 5th Floor, Premier Corporate Park, 1 Soi Premier 2, Srinakarin Road, Nong Bon Sub-District, Prawet District, Bangkok.

Mr. Vichien Phongsathorn, the Chairman of the Board, acting as the Chairman of the Meeting, informed the Meeting that 5 shareholders had attended this Meeting in person, and 30 shareholders were represented by proxy, totaling 35 shareholders, representing 140,652,719 shares or equal to 49.5450 percent of the total distributed shares, which constituted a quorum according to the Articles of Association of the Company. The Chairman addressed the beginning of the Annual General Meeting of the Shareholders for the Year 2021.

During the proceedings, there were additional shareholders attending the Meeting. Finally, there were 7 shareholders attending the Meeting in person and 30 shareholders attending the Meeting by proxy, totaling 37 shareholders holding 142,058,819 shares equal to 50.0403 percent of the total number of subscribed shares.

Initially, the Chairman informed the shareholders that due to the new wave of the epidemic of COVID-19 ("COVID-19") that have not yet returned to normal conditions, therefore, the meeting is set to be an electronic media meeting or E-AGM. This program for organizing the shareholders' meeting via electronic media belongs to Conovance Company Limited, a meeting control system provider certified by Electronic Transactions Development Agency, Ministry of Digital Economy and Society.

After that, the Chairman introduced the Company's 7 directors who attended the meeting from a total of 8 directors, representing 87.50% as follows:

1. Mr. Vichien Phongsathorn Chairman
2. Dr. Pirom Chamsai Independent Director and Chairman of the Audit Committee
3. Mrs. Suphasri Sutanadhan Independent Director and Member of the Audit Committee
4. Mr. Suradej Boonyawatana Director and Chairman of the Corporate Governance and Risk Oversight Committee
5. Mrs. Duangthip Eamrungrroj Director
6. Miss Wanna Kolsrichai Director and Chairman of the Executive Committee
7. Mrs. Walairat Pongjitt Director

The director who cannot attend the meeting:

1. Mr. Surapol Srangsomwong Independent Director and Member of the Audit Committee

The Company has sub-committees which are Audit Committee and Corporate Governance and Risk Oversight Committee, totaling 2 committees. For other committees, the whole Board of Directors (except the director who is the stakeholders) perform such duties.

In addition, the Company's senior management attended the Meeting which consists of

1. Mr. Sidthakorn Usanno Managing Director - Enterprise Systems and Infrastructure Business, Datapro Computer Systems Company Limited
2. Miss Nattika Kanjanarin Managing Director - Digital Solutions Business, Datapro Computer Systems Company Limited
3. Miss Piyada Sooksamai Deputy Managing Director - Finance & Administration Division Datapro Computer Systems Company Limited, responsible for accounting and finance
4. Mr. Teerapol Juthapornpong Company Secretary and Director - Corporate Governance, Law and Legal Registrations, responsible for legal

In addition, there is an auditor from EY Office Company Limited, Mr. Chatchai Kasemsrithanawat, also attend a meeting.

Prior to entering the meeting agenda, the Chairman assigned Mr. Teerapol Juthapornpong, the Company Secretary, to clarified to the Meeting of the voting and questioning procedures as follows:

Criteria for counting votes: 1 share to be counted as 1 vote.

Voting for each agenda shall be done openly through a voting program. The shareholders or proxies are required to vote only one or the other, such as **Approval / Disapproval** or **Abstention**, except for custodian vote where the votes may be partial.

When the Company opens the voting, press vote when the light of the agenda turns yellow, then a window will pop up. The Company will open for voting approximately 1 minute.

In case of approval for any agenda, shareholder does not need to vote on that agenda. The system will automatically count the shareholders' votes as approval.

In case of disapproval or abstention for any agenda, shareholders must select to vote according to the option of that agenda and then press the vote button. The system will request the shareholders to press the agree button again to confirm the vote and the meeting status bar will display that the vote has been casted.

If shareholder wishes to change the selected voting of disapproval or abstention that have been made, this must be done before the voting agenda closes (If the voting agenda is closed, voting cannot be changed). Shareholder can change by clicking on the voting message in the meeting status bar. Shareholder will see the window that shareholder has voted on and then press the change button. There will be a warning message about changing the vote that has been done for such agenda. If shareholder confirm the change, please press the Yes button. But if shareholders don't want to change, please press the No button.

Shareholder who do not wish to vote or do not press to vote in the system, their votes will be counted as approval.

For the counting of votes for each agenda, the votes of the shareholders attending the meeting will be counted and the remainder will be counted as approval votes. For shareholders who have assigned their proxies to vote as stated in the proxy form, such votes have been counted. The votes for each agenda as stated in the proxy form shall be counted as the resolution of the meeting. The said votes were recorded in advance on registering to attend the meeting.

In the announcement of the voting results, the number of votes will be indicated as Approval / Disapproval and Abstention. For each agenda item, the latest total number of shares held by the shareholders attending the Meeting will be used in the calculation. When the system begins calculation of the votes for each agenda item,

no amendment of the said votes will be allowed for sake of transparency. If the processing of the results for any agenda item takes longer than usual, the Company will proceed in the next agenda immediately for purpose of speed. And when the results of the previous agenda become available, the meeting will promptly be informed.

For the provision of opportunity to ask questions, if a shareholder wishes to ask questions, they are requested to press the “hand” button only during the period that the Company opens for raising their hands to ask questions. The system will show the shareholder’s position in the queue on the Company’s screen. After that, the Company will inform the shareholders to ask questions according to the queue for each agenda item. The picture of a green microphone will appear on the screen to inform shareholders of their turn. The shareholders or proxies are requested to inform their names and surnames and their status in attending the meeting in person or by proxy before asking questions.

The Company reserves the right to take any reasonable action to make the Meeting concise and efficient.

The Chairman further informed that for the Annual General Meeting of Shareholders for the year 2021, the Company provided an opportunity for shareholders to propose matters to be included in the agenda and nominate persons to be elected as directors of the Company in advance by disseminating the rules and practices through the Company’s website and notify the dissemination of such information through the channels of the Stock Exchange of Thailand by accepting matters from 1 January 2020 to 31 December 2020. However, there is no shareholder proposing matters to be included in the agenda and nominate persons to be elected as directors of the Company in advance.

The Chairman then proceeded with the Meeting according to the following agendas:

**Agenda 1 To consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year of 2020**

The Chairman proposed for the Meeting to consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2020 held on 22 July 2020. A copy of the Minutes had been sent to all shareholders together with the invitation to the Meeting.

The Chairman provided the opportunity for the shareholders to ask questions or to inform of any amendments to the said Minutes. There being no questions, the Chairman then requested the Meeting to vote.

After consideration, the Meeting unanimously resolved to adopt the Minutes of the Annual General Meeting of Shareholders for the year 2020 held on 22 July 2020 as proposed with the following voting results:

<b>Resolution</b>	<b>Votes (Share)</b>	<b>Percentage to the number of all shares held by the shareholders attending the meeting and casting votes</b>
Approval	140,652,719	100.0000
Disapproval	0	0.0000
Abstention	0	-

**Agenda 2 To acknowledge the report on the Company’s operating results of the year 2020**

The Chairman requested Miss Wanna Kolsrichai, Director and Chairman of the Executive Committee, to summary of operating results for the year 2020 of the Company and its subsidiary, Datapro Computer Systems Co., Ltd. (DCS), a subsidiary which is the main business of the Company, which can be summarized as follows:

The operating results for the year 2020 of the Company and its subsidiaries had total income of 2,852.95 million baht, a decrease of 16.61 million baht from the previous year, with a net profit of 176.15 million baht, an increase from the previous year by 15.74 million baht. For Datapro Computer System Company Limited, the subsidiary had total income of 2,828.31 million baht, a decrease of 9.83 million baht from the previous year, with a net profit of 177.08 million baht, an increase from the previous year by 15.48 million baht

For the report on the operations for sustainability, the Company and its subsidiary operate as follows:

#### **Business operation**

##### **Building credibility through various agency projects**

- Selected by the SET as “Thailand Sustainability Investment” (THSI) for the third consecutive year.
- Received the Company Performance Awards from SET (SET Awards 2020).
- Received the Distinguished Awards in the category of “Corporate Management Excellence Award” organized by TMA and SASIN.
- Certified for renewal of Thailand's Private Sector Collective Action Coalition Against Corruption from the Private Sector Collective Action Coalition against Corruption (CAC)

##### **Management of policies, measures and business practices**

- Anti-Corruption Policy
- Establishing a business continuity management plan.
- Establish a business operation policy in line with the Personal Information Act (PDPA)
- Measures to support the situation of the COVID-19 epidemic

##### **Cooperation with partners**

##### **Creating sustainability through social mechanisms**

- Using the mechanisms of the Premier Group's social and Environmental development
- Promoting employee activities for public participation

After that the Chairman gave an opportunity to the shareholders to ask questions but no shareholders raised any questions, the Chairman stated that the meeting had already acknowledged the Company's operating results for the year 2020.

### **Agenda 3 To consider and approve the Company's financial statements for the year ended 31 December 2020**

The Chairman proposed for the Meeting to consider and approve the Company's financial statements for the year ended 31 December 2020 which have been audited by the auditor. The information is as detailed in the Annual Registration Statement 2020 (Form 56-1 One Report), which had been sent to the shareholders together with the invitation to the Meeting.

Subsequently, the Chairman presented the opportunity for the shareholders to ask questions. There being no questions, the Chairman then asked the Meeting to vote.

After consideration, the Meeting had considered and resolved to approve the Financial Statements of the Company for the year ended 31 December 2020 as proposed with the following voting results:

<b>Resolution</b>	<b>Votes (Share)</b>	<b>Percentage to the number of all shares held by the shareholders attending the meeting and casting votes</b>
Approval	142,058,819	100.0000
Disapproval	0	0.0000
Abstention	0	-

**Agenda 4 To consider and approve the appropriation of the profit and the dividend payment for the year 2020**

The Chairman informed the Meeting that the Company has policies to pay dividends to the shareholders at a rate of not less than 50% of net profit after income tax and deduction of legal reserves. However, such dividend policies may be changed depending on the companies' investment plans, necessities and appropriateness in the future. At the end of 2020, the Company had net profit 157.33 million baht, and had retained earnings after statutory reserve 198.122 million baht. The Board of Directors considered it appropriate to propose the shareholders' meeting to approve the dividend payment to the Shareholders at the rate of 0.40 baht per share, with the total amount of 113,555,576.80 baht. When combine such rate of additional dividend with the interim dividend at the rate of 0.10 baht per share (the total amount of 28,388,894.20 baht) which has been paid to the Shareholders since 3 September 2020, will be the total amount of dividend payment from the operating results of the year 2020 at the rate of 0.50 baht per share, with the total amount of 141,944,471.00 baht, representing a net profit of 90.91 percent which consistent with the dividend policy. The name of the shareholders entitling to receive the proposed dividend shall be determined on Tuesday 2 March 2021 and the dividend payment date shall be Tuesday 11 May 2021.

Subsequently, the Chairman presented the opportunity for the shareholders to ask questions. There being no questions, the Chairman then asked the Meeting to vote.

After consideration, the Meeting resolved to approve the appropriation of the profit and the dividend payment for the year 2020 as proposed with the following voting results:

<b>Resolution</b>	<b>Votes (Share)</b>	<b>Percentage to the number of all shares held by the shareholders attending the meeting and casting votes</b>
Approval	142,058,819	100.0000
Disapproval	0	0.0000
Abstention	0	-

**Agenda 5 To consider the appointment of directors to replace those retiring by rotation**

The Chairman informed the Meeting that according the Public Limited Companies Act B.E. 2535 with Article 13 and Article 15 of the Articles of Association of the Company stipulates that the Board of Directors must comprise not less than 5 members whose appointment shall be approved by the shareholders' meeting and that at every annual general meeting of shareholders, one-third of the directors or the number of directors closest to one-third shall retire. The directors to vacate office within the first and second year following company registration shall draw lots. In subsequent years, the directors serving the longest shall resign. The directors who vacate office are eligible for re-election by the shareholders.

The Company presently has 8 directors and at the Annual General Meeting of Shareholders for the year 2021, there are 2 directors must retire, namely,

1. Dr. Pirom Chamsai Independent Director
2. Mr. Suradej Boonyawatana Director

The Board of Directors, except the director who is the stakeholders, are acting as the Nomination Committee to consider the criteria and process for nomination of persons with appropriate qualifications directors and in accordance with the strategy of the business to serve as directors, as well as the performance in the past year, that it is appropriate to propose the shareholder's meeting to re-appoint the 2 retired directors who are qualified as director of the Company for another term.

In this regard, Dr. Pirom Chamsai, who was nominated as an independent director of the Company for another term, the Board of Directors has determined that the qualifications meet the criteria and able to express their opinions independently and in accordance with the relevant rules.

The board has not set a policy to limit the number of years in the position of directors due to the continuous holding of the directorship, it may be beneficial to the Company's management and business operations. In addition, the recruitment of knowledgeable and capable persons to be appointed as the directors cannot be performed easily.

In addition, the nominated persons have been careful screened or consideration by The Board of Directors that they are suitable for the Company's business operations. And the Company provides the opportunity for shareholders to nominate qualified persons to be considered as directors according to the criteria published on the Company's website but no shareholder proposed any names.

Subsequently, the Chairman presented the opportunity for the shareholders to ask questions. There being no questions, the Chairman then asked the Meeting to vote.

After consideration, the Meeting resolved to re-appoint the 2 retiring directors as directors for another term with the following voting results:

- (1) Dr. Pirom Chamsai Independent Director

The resolution was passed by:

<b>Resolution</b>	<b>Votes (Share)</b>	<b>Percentage to the number of all shares held by the shareholders attending the meeting and casting votes</b>
Approval	141,458,819	100.0000
Disapproval	0	0.0000
Abstention	600,000	-

- (2) Mr. Suradej Boonyawatana Director

The resolution was passed by:

<b>Resolution</b>	<b>Votes (Share)</b>	<b>Percentage to the number of all shares held by the shareholders attending the meeting and casting votes</b>
Approval	142,058,819	100.0000
Disapproval	0	0.0000
Abstention	0	-

**Agenda 6 To consider and approve the director's remuneration for the year 2021**

The Chairman informed the Meeting that the Board of Directors, except the director who is the stakeholders, are acting as the Remuneration Committee to consider the criteria for payment and the type of remuneration of the directors in order to propose the opinions to the Board of Directors. The comparison was based on IOD survey results from registered companies in the same business group, income levels and market value levels in the same period, including considering the Company's operating results and responsibilities of the directors. The Board of Directors deems it appropriate to fix the remuneration for the year 2021 equal to the remuneration for the year 2020.

In the year 2020, the Board of Directors passed a resolution to appoint an additional sub-committee, namely the Corporate Governance and Risk Oversight Committee, by appointing 3 directors from the management team and all directors waive their right to receive remuneration. The details of remuneration as follows:

Composition of the remuneration	2020	2021
<u>Meeting Allowance of Board of Directors</u>	21,000	21,000
- Chairman (Baht/time)	16,000	16,000
- Director (Baht/person/time)		
<u>Meeting Allowance of Audit Committee</u>	21,000	21,000
- Chairman of Audit Committee (Baht/time)	16,000	16,000
- Member of Audit Committee (Baht/person/time)		
<u>Meeting Allowance of Corporate Governance and Risk Oversight Committee</u>		
- Chairman of Corporate Governance and Risk Oversight Committee (Baht/time)	-	12,500
- Member of Corporate Governance and Risk Oversight Committee (Baht/person/time)	-	10,000
<u>Annual Remuneration</u>		
- Chairman (Baht/year)	300,000	300,000
- Chairman of Audit Committee (Baht/year)	325,000	325,000
- Member of Audit Committee (Baht/person/year)	290,000	290,000
- Other Director (Baht/person/year)	230,000	230,000
Other special benefits and any other benefits	None	None

The meeting allowance will be paid only for the directors who attend the meeting. And all executive directors waive their right to receive directors' remuneration in terms of meeting allowances and annual remuneration.

Subsequently, the Chairman presented the opportunity for the shareholders to ask questions. There being no questions, the Chairman then asked the Meeting to vote.

After consideration, the Meeting resolved to approve the director's remuneration for the year 2021 as proposed, with the following voting results exclude the vote of the shareholders who had an interest of 5,600,440 votes:

<b>Resolution</b>	<b>Votes (Share)</b>	<b>Percentage to the number of all shares held by the shareholders attending the meeting and entitling to vote</b>
Approval	136,458,379	100.0000
Disapproval	0	0.0000
Abstention	0	0.0000
No right to vote	5,600,440	-

**Agenda 7 To consider and approve the appointment of the auditors and approve the auditor fee for the year 2021**

The Chairman informed the Meeting that in order to comply with the Public Limited Companies Act B.E. 2535, which stipulates that the Annual General Meeting of Shareholders shall appoint an auditor and determine the audit fee of the Company every year. The Board of Directors has considered the selection of the auditors by considering their independence, knowledge, competence, reliability and quality of service. For compensation of the auditor, the Company has considered the scope of the auditor's responsibility and the remuneration of the other auditors' offices. Therefore, it is appropriate to propose the shareholders' meeting to appoint the auditors of EY Office Company Limited to be the Company's auditors for the year 2021 with the same standards as those of other auditing firms and the appropriated audit fee with the list of auditors as follows:

1. Mr. Chatchai Kasemsrithanawat, C.P.A. Registration No. 5813, which has been appointed as the Company's auditor since 2018 or
2. Miss Sirirat Sricharoensup, C.P.A. Registration No. 5419, which has been appointed as the Company's auditor since 2020 or
3. Miss Watoo Kayankannavee, C.P.A. Registration No. 5423, which has been appointed as the Company's auditor since 2020.

and fix the Audit fee for the year 2021 in the amount of 590,000 baht, equal to the audit fee for the year 2020, with no other service charges.

The proposed auditors are auditors approved by the Securities and Exchange Commission. These auditors have no relation or interest with the Company / subsidiary / management / major shareholders or connected persons and, therefore, can independently perform the audit and provide their opinions on the Company's financial statements.

The Company's auditor and those of its subsidiary belong to the same audit firm.

The Audit Committee considered and commented to propose the appointment of auditors and their audit fees are appropriate.

Subsequently, the Chairman presented the opportunity for the shareholders to ask questions. There being no questions, the Chairman then asked the Meeting to vote.

After consideration, the Meeting resolved to approve the appointment of the auditor and approve the audit fee for the year 2021 as proposed with the following voting results:



<b>Resolution</b>	<b>Votes (Share)</b>	<b>Percentage to the number of all shares held by the shareholders attending the meeting and casting votes</b>
Approval	142,058,819	100.0000
Disapproval	0	0.0000
Abstention	0	-

**Agenda 8 Other business (if any)**

The Chairman informed the Meeting that the Company gives shareholders the opportunity to submit questions to the Company or the Board of Directors to clarify issues related to the agenda of this Annual General Meeting of Shareholders from the date the Company issued the invitation letter on 19 March 2021 until 19 April 2021. It appeared that no shareholder submitted questions. After that, the Chairman gave an opportunity for the shareholders in the Meeting to raise questions or express opinions which were as follows:

Shareholder: Inquired about the policy related to personnel, which is one of the ESG guidelines, whether the Company has a policy to provide employees and management's welfare in the provident fund.

Chairman: The Company realizes the importance of employees' matters according to the policy proposed by Miss Wanna that sustainability or mutual success between business, employees and society as a whole. This business relies on skilled employees, have a commitment to the Company in performing their duties. Subject of compensation or benefits, the Company has a policy to pay compensation and has a system to compare and verify information to be able to compete with the same industry.

Incentive rewards are also available to employees in order to create the best results. In terms of stability, the Company has had a provident fund for its employees for a long time, jointly managed with the Premier Group of Companies. In addition, the Company has also participated in the Premier Group Savings Cooperative, allowing employees to apply, have appropriate savings and borrowing. The Company also has social insurance, life insurance, health insurance, as well as health insurance that the Company offers to its employees.

Shareholder: Inquired whether during COVID-19, the Company was affected or not. What percentage of revenue is expected this year and how to organize the Company's expenses?

The Chairman assigned Miss Wanna Kolsrichai, Director and Chairman of the Executive Committee, to explain to the shareholders as follows:

Miss Wanna: The impact is nationwide but the Company has taken care of employees and continued business. As for the effects of COVID-19 until the end of the year, there was little in December. Some businesses postpone the project to the beginning of the year but there are still some orders. It is expected that in the year 2021 the situation will improve. As for the Company's expenses, the Company has to reduce the unnecessary expenses.

Shareholder: Do employees have work from home or not?

Miss Wanna: The employees have work from home by organizing a system to divide employees into groups A and group B alternate to work.

Shareholder: Has the quality of the work decreased, between working from home and at work?

Miss Wanna: The quality of work does not deteriorate. It has flexibility to work. There is a wide variety of meeting appointments can be arranged both with clients and within the Company.

The Chairman further clarified that in terms of work from home and work efficiency, the Company has been using since 202. The Company has organized a communication system and has continuously monitored its performance. There is a lot of familiarity. There is a limitation only on the installation for customers. Currently, the Company does not think that there will be anything that will change in a way that is worse than nowadays.

Shareholder: In the year 2021, will the Company have any other work to increase income? Is there a likely direction to modify or add to the plan?

Chairman: In major businesses, as Miss Wanna informed in the beginning, in details, there will be various types of products and services and because it is a service product that is in a rapidly changing industry for IT, there will be more modern ones, efficiency is always higher. It is common for the Company to do this in order to provide services to its customers with an efficient and up-to-date system, while the number of the Company's customer base, which is medium to large business customers, is wide in various industries. There are hundreds of cases and in hundreds of cases, most of the customers are regular customers who purchase products / services with the Company continuously.

Shareholder: In the future of 3-5 years, what direction will Digital Solution products be going to?

Chairman: Digital Solution is a division that happened later. There is a wide variety of service products that the Company offers to its customers. It is a new development, such as safety system, robotic, personnel management, etc. It is a division that requires new developments to be the main guideline for its growing. It has income of approximately 500 million baht per year and still able to grow in this line quite a bit

When there were no other questions from shareholders, the Chairman thanked the shareholders for attending the meeting and for their continuous support of the Company including always trusting the Board of Directors. All shareholders were requested to return the remaining ballots to the Company's staff. The Meeting was adjourned at 11.00 a.m.

Signed - Mr. Vichien Phongsathorn - Chairman of the Meeting  
(Mr. Vichien Phongsathorn)