

(Translation)

**Minutes of the 2025 Annual General Meeting of Shareholders  
Premier Technology Public Company Limited  
Tuesday, April 22, 2025 at 10.00 hrs.**

---

The meeting was held on 22 April 2025 at 10.00 hrs., at the Meeting Room 501, 5<sup>th</sup> Floor, Premier Corporate Park, No. 1, Soi Premier 2, Srinakarin Road, Nongbon Sub-district, Prawet District, Bangkok.

Mr. Vichien Phongsathorn, the Chairman of the Board, acting as the Chairman of the meeting, announced the opening of the 2025 Annual General Meeting of Shareholders of Premier Technology Public Company Limited (“the Company”).

Ms. Kulthida Verathaworn, Company Secretary, informed the meeting that there were 33 shareholders attending the meeting in person, representing 31,668,588 shares, and 17 proxies who represented 126,249,298 shares. Therefore, a total of 50 shareholders who represented 157,917,886 shares, representing 55.6266 percent of the total paid-up shares, constituted a quorum according to the Company’s Articles of Association.

During the course of the meeting, there were additional shareholders registering to attend the meeting. As a result, by the end of the meeting, there were 40 shareholders attending the meeting in person, holding 36,048,788 shares and 17 proxies, holding 126,249,298 shares. Therefore, there were 57 shareholders in total, holding in aggregate 162,298,086 shares, equal to 55.1696 percent of the total paid-up shares.

After that, the Chairman then introduced 8 directors of the Company who were present at the meeting from the total of 8 directors (representing 100 percent of the total number of directors) 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. Surapol Srangsomwong      Independent Director and Member of the Audit Committee
5. Mr. Suradej Boonyawatana      Director and Chairman of the Corporate Governance and Risk Oversight Committee
6. Mrs. Duangthip Eamrungrroj      Director
7. Ms. Wanna Kolsrichai          Director and Chairman of the Executive Committee
8. Mrs. Walairat Pongjitt          Director

The Company has 2 sub-committees, comprising of the Audit Committee and the Corporate Governance & Risk Oversight Committee. For other sub-committees, the Board of Directors as a whole, except for directors with conflicts of interests.

In addition, the Company’s senior management who attended the meeting consisting of

1. Mr. Sidthakorn Usanno      Managing Director,  
Enterprise Systems and Infrastructure Business,  
Datapro Computer Systems Company Limited
2. Ms. Piyada Sooksamai      Deputy Managing Director, Finance & Administration Division,  
Datapro Computer Systems Company Limited,  
As the person taking the highest responsibility in finance and accounting and the person supervising accounting
3. Ms. Khanitta Sivaboonyawongs      Corporate Director, Legal Affairs and Registration,  
As the Chief Executive responsible for Legal Affairs.
4. Ms. Kulthida Verathaworn      Company Secretary

In addition, there was an auditor from EY Office Company Limited, Mr. Chatchai Kasemsrithanawat, attending the meeting.

Prior to the consideration of the agenda, the Chairman explained the meeting practices for voting and questioning procedures as follows:

**The criteria for counting votes, 1 share is counted as 1 vote.** To vote in each agenda, shareholders or proxies have to vote one way or the other, which is “approve” / “disapprove”, or “abstain”, except for voting by a custodian where the votes may be partial.

**The voting was divided into 2 cases as follows;**

**1. In the case that shareholders come to the meeting in person or proxies who are given the right to vote on their behalf,** the meeting is proposed to vote on each agenda by asking the meeting if any shareholders disagree or abstain from voting. If any shareholders raise their hands to disapprove or abstain from voting on that agenda, the voting method will be by using the ballot received at the registration for the meeting. Then, send the ballot to the Company’s officers to count the votes. If there is no shareholder disapproving or abstaining from voting, it will be considered that the meeting agrees with that agenda.

However, in terms of voting in Agenda 5 regarding the consideration of the appointment of directors to replace those retiring by rotation, the Company requests all shareholders vote by using ballots. There will be no question of whether any shareholders disagree or abstain because it is an important agenda related to the directors.

**2. In the case where the shareholders authorize proxies to attend the meeting and cast their votes in the proxy form**, the votes for each agenda item specified in the proxy form shall be the vote counted towards the meeting resolution.

**Questioning practice.** If a shareholder would like to ask questions, there are divided into 2 cases as follows;

**1. In case of questions related to the meeting agenda**, a shareholder can raise those questions during that agenda period.

**2. If there are other questions that are not related to the meeting agenda**, a shareholder can raise those questions after the meeting ends or during the Agenda 8: Other businesses.

The Company reserves the right to take any appropriate actions so as to make the meeting concise and efficient and records the meeting in the form of video media.

The Chairman further informed that for the 2025 Annual General Meeting of Shareholders, the Company gave the shareholders an opportunity to propose matters for consideration and inclusion in the meeting agenda and nominate a person to be considered for election as the Company's director in advance. The Company published the rules and procedures through the Company's website and informed the dissemination of such information through the channels of The Stock Exchange of Thailand, by opening for such matters from 1 January 2024 to 31 December 2024. It appeared that no shareholder proposed any matter for consideration as an agenda item or nominated candidates for election as directors in advance.

The Chairman then proceeded the meeting according to the following agendas:

**Agenda 1 To consider and adopt the Minutes of the Extraordinary General Meeting of Shareholders No.1/ 2024**

The Chairman proposed the meeting to consider and adopt the minutes of the Extraordinary General Meeting of Shareholders held on 27 November 2024. The Company sent a copy of the minutes to all shareholders together with the invitation to the meeting.

The Chairman gave an opportunity for shareholders to ask questions or request to amend the minutes of the meeting. No one asked for details or made any amendments. The Chairman therefore asked the meeting to vote.

The meeting considered and resolved to certify the minutes of the Extraordinary General Meeting of Shareholders held on 27 November 2024 as proposed with the following votes:

Resolution	Votes (Shares)	Percentage of the Total Shares Held by the Shareholders Who Attended the Meeting and Voted
Approval	162,174,386	100.0000
Disapproval	0	0.0000
Abstention	0	-
Voided Ballot	0	-

**Agenda 2 To acknowledge the report on the Company's operating results for the year 2024**

The Chairman requested Ms. Wanna Kolsrichai, Director and Chairman of the Executive Committee, reported the 2024 operating results of the Company and its subsidiary, Datapro Computer Systems Company Limited ("DCS"), to the meeting. This could be summarized as follows:

**The operating results in 2024 of Premier Technology Public Company Limited and its subsidiary** reported a total revenue of THB 4,098.55 million, representing an increase of 15.73 percent from the previous year. Total expenses amounted to THB 3,637.78 million, an increase of 12.92 percent from the previous year. Including revenue from the rental building segment, the net profit was THB 368.87 million, an increase of 42.68 percent compared to the previous year.

**The operating results in 2024 of Premier Technology Public Company Limited** reported a total revenue of THB 251.53 million for 2024, an increase of 22.94 percent from the previous year. This included dividend income from the subsidiary of THB 249.99 million, an increase of 22.55 percent from the previous year. Total expenses were THB 20.60 million, an increase of 45.68 percent from the previous year. Including revenue from the rental building segment, the net profit was THB 237.09 million, an increase of 18.64 percent compared to the previous year.

**The operating results in 2024 of the subsidiary, Datapro Computer Systems Company Limited**, reported a total revenue of THB 4,097.76 million, an increase of 15.72 percent from the previous

year, with total expenses of THB 3,619.63 million, increasing 12.69 percent from the previous year, resulting in a net profit of THB 382.28 million, an increase of 47.87 percent.

Revenue from sales and services amounted to THB 4,016.70 million, increasing by 15.45 percent, and was comprised of revenue from sales at THB 2,267.77 million (increasing from the previous year by THB 257.90 million or 12.83 percent) and service income at THB 1,748.93 million (increasing from the previous year by THB 279.48 million or 19.02 percent).

Revenue from sales and services of the subsidiary included: 1) 47.51 percent from financial/banking, 2) 21.91 percent from technology/communications, and 3) 18.35 percent from hospitals/educational institutions/services—together totaling 87.77 percent, while the other 3 groups were remaining 12.23 percent that came from 4) industrial customers (4.48 percent), 5) consumer goods/ products (4.16 percent), and 6) others (3.59 percent).

Revenue from sales and services of the subsidiary categorized by type are as follows: 1) 57 percent or THB 2,267 million from procurement and installation of on-premise systems, 2) 5 percent or THB 217 million from non-recurring one-time services, and 3) 38 percent or THB 1,532 million from recurring revenue generated from services with contract durations of 1–3 years. Notably, this recurring revenue has seen a positive growth trend in the past five years, reaching THB 1,532.21 million in 2024, an increase of 15.97 percent from the previous year.

**The operating results in 2024 of Premier Technology Public Company Limited and its subsidiary** reported earnings per share of THB 1.299, reflecting approximately a 45 percent increase from the previous year. The consolidated financial statements showed total assets of THB 2,524.01 million, increasing from the previous year at 24.61 percent, total liabilities of THB 1,650.77 million, increasing from the previous year at 26.23 percent, and shareholders' equity of THB 873.23 million, an increase of 21.67 percent from the previous year.

**The sustainable business operations of the Company and its subsidiary** are guided by the Premier Group's principle of "Progressive Business, Stable Employees, Sustainable Society" through five core values: "Creativity, Knowledge Integration, Quality, Morality/Ethics, and Mutual Benefit". These principles support the development of business through creativity, integrating knowledge across the organization, business partners, and customers to deliver quality work and mutual benefits through ethical and transparent operations, leading to sustainable shared success (Harmonious Alignment of Success).

Additionally, in terms of social responsibility, the Company and its subsidiary allocate 5 percent of its net profit, along with human resources and other mechanisms, to support initiatives in areas such as child and youth development, public health, environmental and natural resource conservation, including the promotion of good governance and anti-corruption. These efforts are carried out with wide participation from employees, business partners, and customers, leveraging diverse expertise for maximum impact. The Company also communicates these initiatives publicly to serve as a role model and welcomes feedback for continuous improvement.

The Company has been a certified member of Thai Private Sector Collective Action Against Corruption (CAC) since 2014 and successfully received its third certification renewal in 2023. In addition, its subsidiary, Datapro Computer Systems Company Limited, was certified as a CAC member in 2024.

The Chairman proceeded to announce that due to shareholders submitting questions in advance using the shareholder meeting agenda form for the agenda of the 2025 Annual General Meeting of Shareholders from 2 shareholders, the Company Secretary was requested to read the questions and comments as specified in the form, which the Company's executives would answer each question as follows:

**1) Mr. Eagnarin Chaemsai, Shareholder**

- (1). In the event of a trade war initiated by the President of the United States, how much impact does the Company anticipate on its business operations?
- (2). What are the Company's goals regarding its customer base expansion?
- (3). What are the Company's expectations for its operating results in the year 2025?

**2) Mr. Watanyu Siripanthong, Shareholder**

- (1). How much impact will the trade war between the People's Republic of China and the United States have on the Company?
- (2). Could the Company explain more about Monday.com?
- (3). What is the number of customers under contract, and what is the likelihood of renewals, given that in 2025 some customers' service contracts will expire, requiring them to consider renewal?
- (4). Could the Company briefly provide the Company's vision for the next three years?
- (5). Request the Company continue to pay dividends at this high level.

The Chairman addressed the question regarding the impact of the United States' trade war policies. He outlined the Company's and its subsidiary' guiding principles and rationale, underscoring the significance of this matter given the estimated severity of its global and domestic impacts. In response, the Company and its subsidiary have undertaken scenario planning across multiple case studies, identifying both the groups directly and indirectly affected and evaluating the levels of impact on business operations.

The Chairman then invited Ms. Wanna Kolsrichai, Director and Chairman of the Executive Committee, to provide a detailed explanation of the potential impacts on the Company's and its subsidiary' businesses.

Ms. Wanna Kolsrichai, Director and Chairman of the Executive Committee, explained that, based on an analysis of revenue distribution by industry type among the subsidiary' customers, approximately 87.77 percent of revenue is derived from 1) the financial/banking, 2) information technology/communications, and 3) hospitals/educational institutions/service sectors, respectively. These customer groups generally have limited exposure to export activities. However, approximately 12.23 percent of revenue is associated with customers engaged in some level of export operations. As a result, it is anticipated that this segment may experience partial impacts from the aforementioned trade policies. The subsidiary will therefore continue to closely monitor any developments.

Regarding customer base expansion targets, the subsidiary is undertaking actions in two areas:

- 1) Leverage the existing customer base of approximately 1,000 clients by increasing sales of product portfolios to current customers, including cross-selling within the subsidiary, to drive higher revenue from the existing customer base.
- 2) Pursue new business opportunities, target additional customer segments, and source new products to support growth.

Therefore, the operating results for 2025 are expected to grow, provided there are no uncontrollable external factors.

Regarding Monday.com, the company and product with which the subsidiary began partnering over the past year, it is a Cloud platform software application that primarily manages two key functions: 1) A Workflow Management/Project Management system which covers complete processes from initiation to completion that requires coordination among multiple departments within a company. Therefore, Monday.com, is a tool to support facilitation of the management of projects and tasks to help ensure their successful execution, and 2) A Customer Relationship Management (CRM) system, offering a comprehensive, standardized platform, and more suitable capability of adjusting for customer's work and business that supports various CRM functions, including marketing activities as well as pre-sales and post-sales processes.

In 2025, there is a significant likelihood that many customers' service contracts will expire and require renewal consideration. Most service contracts have durations ranging from 1 to 3 years. Discussions with customers should be initiated at least 3 to 6 months in advance, taking into account any new customer requirements that may arise.

The subsidiary considers its vision for the next three years in three areas:

- 1) Expand new products that will be new technology solutions that create and add business value to customers.
- 2) Manage and drive organizational more potentiality and efficiency to ensure readiness in serving customers and in coordinating with business partners.
- 3) Build confidence among business partners, customers, and shareholders continuously.

After no further questions were asked by shareholders, since this agenda was for acknowledgment, there was no voting. The Chairman then stated that the meeting acknowledged the report of the Company's operating results for the year 2024.

### **Agenda 3 To consider and approve the Company's financial statements for the year ended 31 December 2024**

The Chairman proposed for the meeting to consider and approve the Company's financial statements for the year ended 31 December 2024, which were audited by the auditor. The information was as detailed in the 2024 Annual Registration Statement/Annual Report (Form 56-1 One Report) of the Company, which was sent to all shareholders together with the invitation to the meeting.

The Chairman then gave an opportunity for shareholders to ask questions;

Mr. Varabhongs Ladsena, a shareholder attending the meeting in person, raised two questions as detailed below:

- 1) Why is the prepaid service cost recorded in 2024 being in the amount of THB 640.57 million, which is significantly different from 2023? Does this mean the subsidiary is anticipating future revenue?
- 2) Why has the inventory level decreased quite significantly from the previous year?

Ms. Piyada Sooksamai, Deputy Managing Director, Finance & Administration Division, explained that the prepaid service cost relates to long-term service revenue from Maintenance Service Agreements (MA), which involve maintaining hardware and software systems in a constant state of readiness, as well as Software as a Service (SaaS), where users access software via the internet. On the liabilities side, there is a corresponding increase in unearned revenue from sales and services, a portion of which represents future income. As for the significant decrease in inventory, it is due to substantial project deliveries at the end of the fourth quarter of 2024, which is consistent with the relatively high accounts receivable balance at year-end 2024. As a result, inventory levels decreased considerably.

The Chairman summarized that the Company's financial statements for the year ended 31 December 2024, reflect figures as of the period-end date. Throughout the year, various items may have fluctuated, consistent with the nature of the Company's revenues and expenses.

Mr. Varabhongs Ladsena, a shareholder attending the meeting in person, inquired further regarding the notes to the Company's financial statements for the year ended 31 December 2024, specifically item 23.2. the expected revenue to be recognized for unfulfilled obligations of the contract with customers in the amount of THB 1,145 million, anticipated to be realized over the next five years. Accordingly, he asked how the subsidiary plans to gradually recognize revenue from this amount, and how much of it is expected to be recognized in 2025.

Ms. Piyada Sooksamai, Deputy Managing Director, Finance & Administration Division, explained that this primarily relates to long-term service contracts comprising various types of agreements. Some contracts involve advance payments, while others are structured with payments not yet due. Consequently, it is expected that a higher proportion of revenue will be recognized in 2025, with the amount gradually decreasing in the following years until the contracts are completed.

After no further questions were asked by shareholders, the Chairman asked the meeting to vote.

The meeting considered and resolved to approve the Company's financial statements for the year ended 31 December 2024 as proposed with the following votes:

Resolution	Votes (Shares)	Percentage of the Total Shares Held by the Shareholders Who Attended the Meeting and Voted
Approval	162,298,086	100.0000
Disapproval	0	0.0000
Abstention	0	-
Voided Ballot	0	-

#### **Agenda 4 To consider and approve the appropriation of the profit and the dividend payment for the year 2024**

The Company Secretary informed the meeting that the Company has the dividend payment policy of not less than 50 percent of the net profit after deducting applicable income tax and legal reserves regarding to the Company's separate financial statements as required by laws. Nevertheless, dividend payment is subject to change due to the investment plan, necessity, and other appropriateness in the future.

Regarding the operating results of the Company for year 2024, the Company had profit for the year of THB 237,094,198 and unappropriated retained earnings at the end of the period of THB 310,314,931 in which were fully reserved according to laws. The Board therefore resolved to propose the shareholders' meeting to consider and approve the appropriation of the profit and the dividend payment from retained earnings to shareholders in the rate of THB 0.70 per share amounted to THB 198,722,259.40, in which when combined with the interim dividend paid to the shareholders on 5 September 2024 at the rate of THB 0.35 per share, the total dividend payment for the year 2024 would be of THB 1.05 per share amounted to THB 298,083,389.10 or 100 percent of the profit for the year 2024 and the excess in profit for the year being paid from the Company's retained earnings, in accordance with the determined dividend policy of the Company. The name of the shareholders entitling to receive the proposed dividend was recorded on Tuesday, March 4, 2025 and the date of dividend payment will be on Wednesday, May 14, 2025.

The Chairman then gave an opportunity for shareholders to ask questions but no shareholder raised any question. The Chairman therefore asked the meeting to vote.

The meeting was considered and resolved to approve the appropriation of the profit and the dividend payment for the year 2024 as proposed with the following votes:

Resolution	Votes (Shares)	Percentage of the Total Shares Held by the Shareholders Who Attended the Meeting and Voted
Approval	163,298,086	100.0000
Disapproval	0	0.0000
Abstention	0	-
Voided Ballot	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 Company

shall have a Board of Directors consisting of at least 5 Directors which shall be appointed at the shareholders' meeting and at every Annual General Meeting of Shareholders, one-third of the directors, if the number of directors cannot be divided into three parts, the number of directors closest to one-third, shall retire by rotation. The directors to vacate office within the first and the second year following company registration shall be drawn by lot. In subsequent years, the directors serving the longest period shall retire by rotation. Those directors to vacate office may be re-appointment.

At present, the Company has a total of 8 directors. At the 2025 Annual General Meeting of Shareholders, there were 3 directors who had to retire by rotation, namely:

1. **Ms. Wanna Kolsrichai** **Director**
2. **Mrs. Duangthip Eamrungrroj** **Director**
3. **Mr. Surapol Srangsomwong** **Independent Director**

The entire Board of Directors, except those directors with conflicts of interests, performed duties as the Nomination Committee. Duties performed were within the scope of considering the criteria and process for the nomination of persons with appropriate qualifications and in accordance with the Company's business strategies to serve as directors as well as selecting persons regarding to the determined nomination process, and considering their past performance as directors of the Company. The Board of Directors deemed it appropriate to propose the shareholders' meeting to approve the re-appointment of these 3 retiring-by-rotation directors as listed above, who were qualified as directors of the Company, to serve as directors of the Company for another term.

The curricula vitae and information on these 3 persons were sent to shareholders enclosed with the meeting invitation.

In this regard, Mr. Surapol Srangsomwong, who was nominated as an independent director of the Company for another term, the Board of Directors determined that a nominated independent director had qualifications in accordance with the relevant laws and regulations relating to independent directors, had potentiality to give opinions independently, and was in accordance with relevant criteria.

However, the Board of Directors did not set a policy to limit the number of years in the position of independent directors because the director's continuous tenure was likely to benefit the Company's business management and business operations.

Incidentally, the nominated persons were gone through a consideration in accordance with the process specified by the Company and had qualifications in accordance with relevant regulations and had suitability for the Company's business operations. In addition, the Company provided an opportunity for shareholders to nominate any qualified candidates for consideration for an appointment as a director according to the criteria disclosed on the Company's website, but no nomination was made.

The Chairman then gave an opportunity for shareholders to ask questions but no shareholder raised any question. The Chairman therefore asked the meeting to vote by using ballots to select individual directors.

After consideration, the meeting resolved to re-appoint these 3 nominated retiring-by-rotation directors who were qualified as directors, for another term, with the following voting results:

1. **Ms. Wanna Kolsrichai** **Director**

The shareholders' meeting resolved with the following votes:

<b>Resolution</b>	<b>Votes (Shares)</b>	<b>Percentage of the Total Shares Held by the Shareholders Who Attended the Meeting and Voted</b>
Approval	161,298,086	100.0000
Disapproval	0	0.0000
Abstention	1,000,000	-
Voided Ballot	0	-

2. **Mrs. Duangthip Eamrungrroj** **Director**

The shareholders' meeting resolved with the following votes:

<b>Resolution</b>	<b>Votes (Shares)</b>	<b>Percentage of the Total Shares Held by the Shareholders Who Attended the Meeting and Voted</b>
Approval	160,297,726	100.0000
Disapproval	0	0.0000
Abstention	2,000,360	-
Voided Ballot	0	-

### 3. Mr. Surapol Srangsomwong Independent Director

The shareholders' meeting resolved with the following votes:

Resolution	Votes (Shares)	Percentage of the Total Shares Held by the Shareholders Who Attended the Meeting and Voted
Approval	162,298,086	100.0000
Disapproval	0	0.0000
Abstention	0	-
Voided Ballot	0	-

#### **Agenda 6 To consider and approve the director's remuneration for the year 2025**

The Company Secretary informed the meeting that the entire Board of Directors except those with conflicts of interests performed duties as the Remuneration Committee. Duties performed were within the scope of considering criteria for and forms of the remuneration to the directors by comparing with the listed companies in the same industry, the same revenue level, and the same market capitalization in the same period, as well as considering the Company's operating results and the duties and responsibilities of directors. The Board considered it appropriate to propose the remuneration of the directors for 2025 to be equal to the remuneration of directors for the year 2024, as detailed below:

Components of Remuneration	2024	2025
<u>Meeting Allowance of the Board of Directors</u>		
- Chairman (THB/time)	22,500	22,500
- Director (THB/person/time)	17,500	17,500
<u>Meeting Allowance of the Audit Committee</u>		
- Chairman of the Audit Committee (THB/time)	22,500	22,500
- Member of the Audit Committee (THB/person/time)	17,500	17,500
<u>Meeting Allowance of the Corporate Governance and Risk Oversight Committee</u>		
- Chairman of the Corporate Governance and Risk Oversight Committee (THB/time)	13,500	13,500
- Member of the Corporate Governance and Risk Oversight Committee (THB/person/time)	11,000	11,000
<u>Regular Compensation</u>		
- Chairman (THB/year)	320,000	320,000
- Chairman of the Audit Committee (THB/year)	355,000	355,000
- Member of the Audit Committee (THB/person/year)	320,000	320,000
- Non-Audit Committee Director (THB/person/year)	250,000	250,000
<u>Other special benefits and any other benefits</u>	None	None

The Company pays meeting allowances only to the directors who attend the meeting and all executive directors express their intention to waive their right to receive directors' remuneration, both in terms of meeting allowances and regular compensation.

For this agenda, no less than two-thirds of the shareholders attending the meeting and having the right to vote was required for approval in order to be considered a resolution of the meeting.

Subsequently, the Chairman then gave an opportunity for shareholders to ask questions but no shareholder raised any question. The Chairman therefore asked the meeting to vote.

After consideration, the meeting resolved to approve the director's remuneration for the year 2025 as proposed with the votes of not less than two-thirds of the shareholders attending the meeting and having the right to vote as follows:

Resolution	Votes (Shares)	Percentage of the Total Shares Held by the Shareholders Who Attended the Meeting and Had the Right to Vote
Approval	157,997,646	100.0000
Disapproval	0	0.0000
Abstention	0	0.0000
Waiver of the right	4,300,440	-
Voided Ballot	0	0.0000

Remarks: Deducts 4,300,440 shares held by directors due to waiver of the right in this agenda.

**Agenda 7** To consider and approve the appointment of the auditor and approve the audit fee for the year 2025

The Chairman informed the meeting that in order to comply with the Public Company Limited Act B.E. 2535, which stipulated that the Annual General Meeting of Shareholders to appoint an auditor and determine the audit fees of the company every year, the Board of Directors determined the selection of the auditor by considering an independence, knowledge, capability, reliability and the quality of service. As for the auditor's remuneration, the Board considered the scope of the responsibility of the auditor and other auditing firms' remuneration. Therefore, the Board of Directors considered it appropriate to propose to the shareholders' meeting to appoint the auditor of EY Office Company Limited to be the Company's auditor for the year 2025, as it had equitable standards as other auditing firms and proposed appropriate audit fee, with the name list of auditors as follows:

1. **Mrs. Chonlaros Suntasvaraporn**, C.P.A. Registration No. 4523, who was nominated to be appointed as the Company's auditor for the year 2025 for the first year, or or
2. **Ms. Sirirat Sricharoensup**, C.P.A. Registration No. 5419, who was appointed as the Company's auditor since 2020 or
3. **Ms. Isaraporn Wisutthiyan** C.P.A. Registration No. 7480 who was nominated to be appointed as the Company's auditor for the year 2025 for the first year

and proposed to set the remuneration of the auditor for the year 2025 in the amount of THB 620,000, which is equal to the previous year, with no other service fee.

The proposed auditors are auditors approved by The Securities and Exchange Commission, Thailand, and have no relation or interest with the Company/a subsidiary/management/major shareholders or connected persons. Therefore, they can independently perform auditing and express opinions on the Company's financial statements.

In this regard, the Company's auditor and those of its subsidiary belong to the same auditing firm.

Incidentally, the Audit Committee considered and opined the appointment of auditors and their audit fees were appropriate and the Board of Directors supervised and monitored the financial statements to be prepared time.

The Chairman then gave an opportunity for shareholders to ask questions but no shareholder raised any question. The Chairman therefore asked the meeting to vote.

The meeting considered and resolved to approve the appointment of the auditor and approve the audit fee for the year 2025 as proposed with the following votes:

Resolution	Votes (Shares)	Percentage of the Total Shares Held by the Shareholders Who Attended the Meeting and Voted
Approval	162,298,086	100.0000
Disapproval	0	0.0000
Abstention	0	-
Voided Ballot	0	-

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

The Chairman informed the meeting that the Company gave an opportunity for shareholders to submit questions for the Company or the Board of Directors to answers related to the agenda of this Annual General Meeting of Shareholders from the date the Company issuing the invitation letter on 21 March 2025 until 17 April 2025 and it appeared that there were 2 shareholders submitted questions in advance which were clarified at the end of Agenda 2.

The Chairman then gave an opportunity for shareholders in the meeting to ask questions or make some comments.

Mr. Pongnakorn Thanopajaiyothin, a proxy from the Thai Investors Association, raised two questions:

- 1) What is the possibility of facilitating shareholders by organizing a hybrid shareholders' meeting, combining both on-site and E-meetings? This would enable shareholders who have difficulty traveling to participate in the meeting as well.
- 2) Please explain the Company's approach to developing innovative products, given that the Company and its subsidiary offer such products, but the 2024 Annual Registration Statement/Annual Report (Form 56-1 One Report) does not disclose information regarding investment in research and development (R&D) for the development of innovative products.

The Chairman clarified the question regarding the shareholders' meeting format. He explained that the Company can organize meetings in three formats: 1) on-site, 2) E-meeting, and 3) a hybrid format combining both on-site and E-meeting participation for the convenience of shareholders. This approach aligns with The Securities and Exchange Commission, Thailand (SEC)'s recommendation for listed



companies to hold meetings in either an on-site or hybrid format, while also allowing e-meetings. However, he noted that most listed companies hold their Annual General Meetings of Shareholders around the same period, while the number of hybrid meeting service providers is limited, making it difficult to accommodate all companies simultaneously. Moreover, managing registration across both formats in a hybrid system is complex and results in higher costs. Additionally, past statistics indicate no significant difference in attendance between on-site and E-meetings, suggesting that the on-site format does not pose a substantial barrier for shareholders wishing to attend. Nevertheless, the Company has taken this suggestion into consideration, and the Board of Directors reviews and determines the most appropriate meeting format each year.

Ms. Wanna Kolsrichai, Director and Chairman of the Executive Committee, clarified the Company's approach to developing innovative products. She explained that the subsidiary's business focuses on being a distributor of technology products manufactured by other companies; therefore, it does not invest directly in research and development (R&D) for its own product creation. Instead, the subsidiary selects new products or solutions for distribution based on a range of considerations, including suitability for customers and the subsidiary's operational readiness. The costs associated with selecting these products to distribute can be compared with the investment in research and development (R&D).

The Chairman further clarified that the subsidiary's upstream business involves partnerships with global technology product owners. While Thailand may face limitations in terms of competitive development capabilities, the subsidiary excels in integrating and connecting global technology products and services at a more granular level, and presenting these solutions to customers. As a result, related expenses are recorded within the budgets of individual projects, rather than being allocated as a separate research and development (R&D) investment budget. Accordingly, the subsidiary functions as a midstream supply chain entity, sourcing modern and beneficial technologies for customers. This role demands a high level of readiness, including adherence to standards and consistent quality delivery. Therefore, product development expenses are incorporated into project budgets rather than classified separately as R&D investments.

Mr. Varabhongs Ladsena, a shareholder attending the meeting in person, inquired about the progress of the disposal transaction of the land and buildings at Premier Place. He asked whether the revenue from the transaction could be recorded within the first quarter of 2025 and what the Company's plan is for managing the profit, such as allocating it for further investments or distributing dividends to shareholders. Additionally, he inquired about the expected rental expenses for the Premier Place building if the transaction is completed.

The Chairman clarified that the disposal process is proceeding according to the timeline previously communicated at the Extraordinary General Meeting of Shareholders No. 1/2024. Concurrently, the Company is studying the feasibility of expanding investment in the Data Center business, which aligns with the timeline of the disposal transaction. The Company is also exploring other alternatives that could yield greater long-term benefits than a one-time profit recognition. Therefore, if the disposal transaction proceeds as planned, the Company intends to prioritize using the revenue to expand its investments. Should there be any surplus remaining after the expansion that is not required for business operations, the Company may consider distributing it to shareholders in the form of dividends.

Ms. Piyada Sooksamai, Deputy Managing Director, Finance & Administration Division, shared that the expected rental expense for the Premier Place building would be approximately THB 20 million per year.

Mr. Thakul Vechpanich, a shareholder attending the meeting in person, followed up on the significant increase in the subsidiary's revenue from the financial and banking customer group compared to 2023. He noted that this growth is believed to result from banks adopting the Core Banking system. He requested management's opinion on whether this high level of demand is expected to continue over the next 3–5 years, considering that the number of Mobile Banking users may soon approach the total population, although transaction volumes could still continue to rise.

Ms. Wanna Kolsrichai, Director and Chairman of the Executive Committee, clarified that core banking systems operate on replacement cycles, and after a system is replaced, ongoing upgrades /improvement of the infrastructure system to support such replaced system are required. Therefore, banks and financial institutions will invest in system replacements and upgrades at different times. Regarding mobile banking, which serves as an additional channel to enhance the convenience of banking services, its growth drives increased use of technological resources such as network systems and data storage. Furthermore, the emergence of more virtual banks will offer consumers even greater access to financial services. In summary, it is of the opinion that such movement will be benefit for the information technology business and the subsidiary.

As there was no additional question from the shareholders, the Chairman expressed appreciation to all shareholders for their time and participation in the meeting. He also thanked them for their continued support of the Company's operations and for the trust they have consistently placed in the Board of Directors, and adjourned the meeting at 11.21 hrs.

---

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