



## The Minutes of the 2024 Annual General Meeting of Shareholders

Chewathai Public Company Limited

March 29<sup>th</sup> 2024 , Time 14.00 hrs.

Through electronic platforms only.

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Commenced at 14.00 p.m.

**Mr. Poobest Samranrengjit** (The Moderator) welcomed the meeting participants. Today is the 2024 Annual General Meeting of Shareholders of Chewathai PCL It is a meeting via electronic media or e-AGM only through one channel. According to the Emergency Decree on Meetings via Electronic Media, B.E. 2020, the company has used meeting services from OJ International Company Limited to provide registration services. and process the vote counting system in meetings.

**The Moderator** Informing the meeting that there are currently shareholders registered to attend the meeting via electronic media as follows:

Theren were 4 shareholders attending the meeting in person, holding a total of 5,216,243 shares, and 47 holding proxies, holding a total of 973,783,915 shares, a total of 51 shareholders, total Holds a total of 979,000,158 shares, representing 76.7826 percent of the total number of shares sold. 1,275,027,883 shares as of February 28, 2024, the date to determine the names of shareholders who have the right to attend the record date of the general meeting of shareholders, which has a total of 1,275,027,883 shares. 1,275,027,883 shares, which is considered a quorum according to the Public Limited Companies Act, B.E. 2535, Section 103, which requires the presence of shareholders and proxies from shareholders. Attending the meeting must be no less than 25 people or must have shares totaling more than one-third (equal to 425,009,295 shares) of the said number of shares sold. Therefore, a quorum was formed according to and the Company's Articles of Association, Article 33.

**The Moderator** Introducing the Board of Directors There are 5 subcommittees: (1) Executive Committee (2) Audit Committee (3) Nomination and Remuneration Committee (4) Corporate Governance and Sustainability Committee (5) Risk Management Committee and introduced the company executives Auditor company representative Independent legal advisor Who attended the 2024 Annual General Meeting of Shareholders this time as follows:

In today's meeting, there were directors Attending the meeting both from the live broadcast location, 5 persons, and attending the meeting via electronic media, 2 persons, totaling 7 persons from the total number of directors, 7 persons, accounting for 100 percent, are as follows:



The first person	Mr. Chatchai Panichewa, Chairman of the Board of Directors and Chairman of the Executive Committee.
The second person	Mr. Phinij Hanphanit, Independent Director and Member of the Audit Committee.
The third person	Mr. Chaiyut Techatasanasuntorn, Independent Director and Chairman of the Corporate Governance and Sustainability Committee. Audit Committee Member of the Nomination and Compensation Committee and Member of the Risk Management Committee
The fourth person	Ms. Supaporn Burapakusonsri, Independent Director, Chairman of the Audit Committee Chairman of the Risk Management Committee Member of the Nomination and Compensation Committee and Member of the Corporate Governance and Sustainability Committee,
The fifth person	Mr. Boon Chun Kiat, Managing Director Executive committee Member of the Corporate Governance and Sustainability Committee and Member of the Risk Management Committee

And the directors who attended the meeting via online electronic media,

The sixth person	Police General Wisnu Prasatthong-Osoth, independent director and Chairman of the Nomination and Remuneration Committee
The seventh person	Mr. Somhathai Panichewa, Company Director and Executive Director.

**Persons not attending the meeting : (none)**

**Executives (attending the meeting via electronic media) as follows :**

1. Mr. Yutthana Bunsitthivaraporn                      EVP Operation
2. Ms. Jirapat Chatphet,                                      EVP Sales and Marketing
3. Mr. Jerdphong Meehadung,                              SVP After-Sales Services
4. Ms. Suparat Ngamsuptaweekoon                      Company Secretary, SVP Legal and Compliance

The company has invited the auditor. Representatives of EY Company Limited, namely Mr. Nammon Kerdmongkolchai and Ms. Charuayphon Banlangrom, attended the meeting at the live broadcast location. To answer questions about the company's financial statements for shareholders. For checking voting on each agenda item set today. The company has invited Mr. Lertsak Suthamporn, representing the law firm Kanung & Partners, independent legal counsel. which is independent There is no vested interest in the company. Being a representative of shareholders Responsible for checking voting at the meeting. By attending the meeting at the live broadcast location at the vote counting point to create transparency in the voting process. Including ensuring that shareholder meetings are transparent. Compliance with the law and company regulations.



For today's meeting Was honored by Ms. Warunee Rodsan, representative from the shareholder rights protection volunteers. and the Thai Investors Association Please join the meeting via electronic media this time.

Then the host proceeded with the meeting. By requesting clarification Using the conference system Procedure for submitting questions Voting on the agenda and the counting of votes for all shareholders to know as follows:

**Using the electronic meeting system or e-AGM.**

The Company assigned OJ International Co., Ltd. e-AGM system service provider, has sent a manual for using the electronic shareholder meeting system (e-AGM). to shareholders Along with informing shareholders of their username, password, and contact information for OJ when they encounter usage problems. Via email at least 3 days in advance of the meeting.

**The procedure for submitting questions can be done in two ways: asking questions yourself and submitting questions at a meeting.**

At the end of explanations from the directors on each agenda item, before voting, the Chairman will give shareholders an opportunity to ask questions or express opinions on issues related to that agenda using the following methods:

1. In the case of shareholders attending the meeting in person or as proxies Want to ask questions yourself during the meeting on each agenda item proposed for consideration You must log in to the e-AGM system to attend the meeting. And at the E-Meeting window, go to the Reactions menu and press the Raise Hand button when the company calls the name of the shareholder who would like to ask. Please turn on the microphone or turn on both the microphone and video on the e-AGM system by pressing the unmute button in the shape of a microphone and pressing the Start Video button in the shape of a camera, then ask questions or express opinions yourself again. When the question is finished, please press the Reactions button and press the Lower hand button to lower your hand to finish asking the question.

2. If the shareholder or proxy Want to ask by typing Go to the Q&A menu in the E-meeting window and type your initial questions or comments. Then press the confirm button. To send questions, wait in the question queue in the system. So that company officials can know and read the questions on behalf of the meeting in order.



3. In each question, please inform your name and surname. Always specify whether you are coming in person or as a proxy before asking questions. For the benefit of taking meeting minutes correctly and completely.

The system will allow shareholders to submit questions in advance. Since the beginning of consideration of each agenda In the case that the shareholder has not sent a question into the system The company will allow 1 minute for shareholders to ask questions. In case shareholders have questions The company will give shareholders the opportunity to ask questions immediately. As for questions that are allowed to be asked in the agenda, they must be related to the agenda proposed for consideration in the agenda only. To maintain the meeting for maximum benefit to all shareholders. In the case where there are all related questions on that agenda were sent into the system in large numbers The company reserves the right to consider selecting questions as appropriate. Due to the limited time If there are any questions that cannot be answered during the meeting, The company will consider collecting the questions and answers of the directors and disclosing them in the next meeting report.

#### **Voting process**

1. When the chairman of the meeting asks shareholders to vote for resolutions on each agenda. Shareholders are asked to go to the E-Voting screen bar to vote on each agenda. The e-AGM system will appear on the voting page to agree, disagree or abstain from voting for shareholders to choose to vote. Each shareholder will have votes equal to the number of shares he or she holds. Shareholders must vote within the specified time (1 minute). When you press to select your vote, the system will have a pop-up asking again whether to confirm your vote or not. Press OK to confirm your vote. This will conclude the voting process for that agenda. If shareholders do not vote within the specified period It will be considered that such shareholders voted in favor of the agenda proposed for consideration. However, if the voting time in that agenda is still remaining Shareholders can edit the votes they have cast within the specified time.

2. In the case that shareholders appoint a proxy to attend the meeting on their behalf. By using a proxy form A, the proxy has the right to vote on behalf of shareholders in all respects. as the proxy deems appropriate Except in the case where shareholders have already voted on each agenda item in the proxy form in advance. The Company adheres to the voting that shareholders specify in the proxy form. The proxy will not have the right to vote at the meeting again. In the case that a shareholder uses a proxy form B and does not vote in advance, it will be considered that the shareholder Intent to vote in agreement on every meeting agenda .



3. In the agenda to elect directors to replace directors who vacates office at the expiration of the term Shareholders may disagree with some of the directors the company proposes to appoint. Therefore, in order for shareholders to express their opinions freely. The company will temporarily invite the directors who are nominated to be appointed to leave the live broadcast location. and allow all shareholders attending the meeting to vote to elect individual directors.

### Counting of votes

1. Count 1 share as 1 vote. In normal cases, a majority vote of shareholders who attend the meeting and vote is taken as the resolution. In the case of an equal number of votes, the chairman of the meeting shall cast an additional vote as the deciding vote. Except for some agenda items where the law or company regulations require a resolution of approval from shareholders otherwise. The Chairman will inform shareholders before voting, that is, in Agenda 6, which requires a resolution of not less than two-thirds (2/3) of the total number of votes of shareholders present at the meeting.

2. Gather scores. The e-AGM system will process all scores. The company will announce and display the scores to the meeting for each agenda. How many votes were agreed, disagreed, and abstained? What was the percentage? After the voting closed for each agenda. The Company will announce the voting results for each agenda of the 2024 Annual General Meeting of Shareholders this time.

For this 2024 Annual General Meeting of Shareholders, there are a total of 8 agenda items, as detailed in the meeting invitation letter. which the company has sent to all shareholders to know In addition, the company has published the invitation to the 2024 Annual General Meeting of Shareholders along with meeting documents on the company's website. [www.chewathai.com](http://www.chewathai.com) From February 28, 2024 by today's shareholder meeting The company arranged for a live broadcast of the meeting. and recording the meeting and publishing it as a clip file On the company's website [www.chewathai.com](http://www.chewathai.com) To provide services to interested shareholders and had no opportunity to attend the meeting The meeting will be conducted in Thai for all shareholders to understand on the same page. I would like to invite the Chairman of the Board of Directors. Conduct the opening meeting.

**The Chairman,** said that the company has given shareholders an opportunity to propose matters for the board to consider including as an agenda for the 2024 Annual General Shareholders' Meeting, which the company has announced through the company's website and the Stock Exchange's website during the 3rd day. November 2023 to January 5, 2024, the company would like to inform you that no shareholder has yet proposed an agenda or sent questions for this meeting. I would like to start the meeting according to the agenda. Therefore, I have started the meeting in agenda item 1.



**Agenda 1 To consider the Minutes of the 2023 Annual General Meeting which was held on 31 March 2023.**

**The Chairman** said that the Company held the 2023 Annual General Meeting of Shareholders, which was held on March 31, 2023, and the minutes of the meeting were prepared correctly and completely, with details of the copy of the 2023 Annual General Meeting of Shareholders appearing in the document. Attached 1 which was sent to shareholders along with the meeting invitation letter. Therefore, the meeting was informed to approve the minutes of the 2024 Annual General Meeting of Shareholders, which was held on March 31, 2023. This agenda must be approved by a majority vote of the shareholders who attended the meeting and voted.

**The Chairman**, gave the meeting an opportunity to ask additional information about the minutes of the 2023 Annual General Meeting of Shareholders, which was held on March 31, 2023, for about 1 minute.

**The Chairman**, Are there any questions from shareholders? **Company Secretary**, On the debt agenda, there are still no questions from shareholders.

**The Chairman**, when there were no shareholders with any questions or comments. Therefore, I would like to ask the meeting to vote to consider certifying the minutes of the 2023 Annual General Meeting of Shareholders, which was held on March 31, 2023, for 1 minute.

**The Moderator**, Notification of the resolution of the meeting.

Result	No. of votes (1 share=1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	979,000,158	100
Disapproved	0	0
Abstained	0	0
Invalid Ballots	0	0
Total of ...51.. shareholders, representing .....979,000,158.... votes.		

The meeting resolved with a unanimous vote. Certify the minutes of the 2023 Annual General Meeting of Shareholders, which was held on March 31, 2023, agree 100%.

**Agenda 2 To acknowledge the report of the Company's operating results for the fiscal period ending 31 December 2023.**



**Agenda 3 To consider and approve the Statement of Financial Position and Comprehensive Income Statement for the year ended 31 December 2023.**

**The Chairman,** Then asked the meeting to acknowledge that Agenda 2 and Agenda 3 are related. I would like to ask for permission from Mr. Boon Chun Kiat, Managing Director. He was the presenter at the meeting. Please invite.

**Mr. Boon Chun Kiat,** Thank you Mr. Chairman. Greetings to all shareholders. and all committee members in Agenda 2 and Agenda 3 would like to present the story of Chewathai in the past year. Operating results and financial statements of the company in the past year The agenda is as follows: Chewathai products, ESG-related activities, important events, 2023 operating results, strategies, operational plans and Investments in 2024 end with all Chewathai projects.

1. Chewathai product group consists of :
  - (1.1) Condominiums divided according to price in each product group (1.1.1) Chewathai Residence condominiums, priced over 150,000 baht per square meter or more (1.1.2) Chewathai, priced around 100,000-150,000 Baht per square meter (1.1.3) 8-story condominium, Chewathai Hallmark, price approximately 50,000-100,000. baht per square mete
  - (1.2) Low-rise houses divided according to price in each product group (1.2.1) Single-detached house, Chewawan, size 100 square wah, price approximately 20-40 million baht (1.2.2) Single-detached house, Chewarom, size 50-80 square wah, price approximately 8-18 million baht (1.2.3) Townhome, Chiva Home, price approximately 2-5 million baht (1.2.4) Commercial building or home office, Chiva Biz Home, price range 5-7 million baht
  - (1.3) Subsidiary structure and joint venture companies of Chewathai There are 3 subsidiaries in which Chewathai holds 100% of shares: Cheware New, which deals with second-hand houses, and Chewathai Interchange. Deals with condos and Chewathai Home Office, deals with home offices, commercial buildings. As for the associated companies, there will be 4 companies: Chiwa Work, the company holds 70% of the shares, builds 4 factories for rent, Chewa Heart luxury townhome, the company holds 70% of the shares. 70% of shares, Chewa Estate, the company holds 51% of shares, is the development of the Chewathai Hallmark project. Ekkamai-Ramintra Together with Japan NSKRE and Kamala Phuket, the company holds a 25% stake in the Senior Living Project in Kamala, Phuket Province.
2. The company has many activities. CHEWA ESG is an activity to promote relationships with customers, partners, employees, communities, society and the environment in 2023, which is in line with the company's mission stated. The company takes care of customers and treats them like life partners. Customers are the main stakeholders that are important to the company, including partners, employees, communities, society and the environment. In the past too.



## 2.1 Environmental dimension E = Environmental

2.1.1 Chewathai has created more than 25 projects by inviting more than ten thousand residents or customers who live with us to join the Upcycle activity to jointly create projects. Store used paper with each customer project Chewathai office and Chewathai partners To forward to SCGP to develop new products made from recycled paper. We will bring recycled products into table and chair sets back to the project to benefit the residents and send them to remote areas for the community.

2.1.2 Chewathai has used the network that Chewathai has. Collect plastic bottles from every project, including houses, condos, offices, every project and business partners to join in with ideas to save the world. with Wat Chak Daeng Samut Prakan Province to produce robes to offer to temples in need and other public charities It is considered a form of merit making.

2.1.3 Chewathai participated in the project and received the Climate Care Forum 2023: Time to Reduce award "Reduce-for-the-world"

## 2.2 Social dimension S = Social

in terms of social There will be many groups of stakeholders, employees, customers or trading partners of Chewathai. We have many activities to strengthen good relationships with all groups of stakeholders, such as Chewathai employees. There will be activities to make merit for the company, celebrate company birthdays, and Chewathai customers. There will be activities that take care of the well-being of customers. Chewathai will coordinate with security guards and police officers to inspect order during the long holiday season. To ensure residents' safety, there are merit-making activities, Children's Day activities. Including organizing fire drill activities for employees and project juristic persons. Including basic first aid methods, Chiva Care activities are organized to take care of comprehensive health care. Providing special privileges for Chewathai residents in checking customer health By joining with partners Paolo Hospital and Thonglor Animal Hospital to check the health of pets. to customers in the project for free.

For customers who purchase Chewathai projects There will be a quality check. And take care of usage during the first 2 years by the Chiva Care Department organizing Maintenance Service activities to check the health of the homes for customers, organizing teams to spray mosquitoes for residents and supporting the activities of organizing the annual general meeting. Including coordinating with neighbors for those living nearby in the new project area. To take care of the impact on all residents in the nearby area.

Activities for partners and business partners in 2023 throughout the past year There were executives meeting. Continuous business partners and alliances





1. Take the Japanese Joint Venture team to observe construction projects. Each place of Chewathai To build confidence in the company.

2. Chewathai visited the factories, production sites or offices of the suppliers throughout the past year.

3. There were meetings and gatherings with the suppliers and main contractors of Chewathai.

4. There is persuasion and invitation to business partners. Visit the new project and provide special privileges at VIP prices.

5. Company executives Visit the project with designers, construction contractors to promote sustainable business and develop product quality continuously Including meeting with partners to control product quality and work standards. In terms of developing the quality of work towards Zero Defects so that customers receive good quality products. Satisfactory.

Chewa Exclusive Talk activity: go and talk with the kids. Studying who is about to graduate It is a project that started last year. The objective is to share experiences with the youth. University students on the topic "Step into working life with confidence Through the perspective/thoughts of the CEO" who in 2023 went to more than 10 universities, there was a discussion about how to prepare. How to do it? in order to choose a job Or how to choose the life path that you want to follow, by going to Asia University, Siam University, University of the Thai Chamber of Commerce, Huachiew Chalermprakiet University, and Rajapruerk University, etc., whether it is a private or government university, Chewathai is all there. Whether there are only 20 students or a few hundred, Chewathai goes to share experiences.

As informed that we have more than 20 projects, every time Chewathai does a project, there is a network or channel to reach our residents. In order for everyone to join in donating items to each place. Whether it's a foundation or a shelter where Chewathai will donate items, such as the Chewathai Society and Chewacare teams in collaboration with "Camillian Home for Disabled Children" to provide services to donate items to the children. Arrived at the Chiwa Home Suksawat - Pracha Uthit project, with many residents showing interest.



Chewathai continues to support activities to improve the quality of life of students in hill tribe areas. Ban Pa Lao School Group, Mae Tha District, Lamphun Province, is a continuous activity that has been done for more than 5 years. Currently, it is continuously developing and growing. There is development of buildings. Teaching media and support for teacher personnel and received support from Chewathai's business partners as well. In the third quarter of 2023, 30 tablets for education were delivered, with a total value of 209,700 baht, in the Chewathai Social Development and Sustainable Quality of Life project. by such equipment It will be used to develop the educational potential of schools in remote areas.

### 2.3 Corporate Governance Dimension G = Governance

We focus on corporate governance to be transparent by strictly operating under various principles, rules and regulations. Actions are taken to prevent corruption and have a mechanism for checking or balancing. There is a structure to oversee strategies correctly and appropriately, including activities to promote good corporate governance principles on a continuous basis.

2.3.1 We have a clear No Gift policy that Chewathai asks for cooperation, refraining from receiving or giving gifts to company personnel. In order to reduce the burden and expenses of trading partners. and strengthen the organizational culture of transparency Chewathai has a special channel for reporting clues (Whistle Blowing) "Khun Sue Boonfung" for the general public who sees clues to corruption within the company. You can notify the MD or send details via email. [auditcommittee@chewathai.com](mailto:auditcommittee@chewathai.com) To notify the Audit Committee through both channels. Details on the company's website

2.3.2 In 2023, the company still has training activities. "Strengthen the code of conduct and ethics to combat corruption in the organization" and renewing the CAC certification to demonstrate that the company has policies and practices that prevent corruption completely and continuously according to the next criteria

2.3.3 Chewathai has received certification of its intention to join CAC and has received CAC certification for the 5th consecutive year.

2.3.4 Chewathai emphasizes the development of all personnel of the company. Continuously in 2023, a total of 103 employees participated in the training, 97.09%, with an average of 9.68 hours of training per person. Everyone received 100% training in business ethics and ethics, 0% accidents on the job, and none were found. Violation of the Code of Ethics and Business Ethics



- 2.3.5 Training activities for internal employees to transfer knowledge between employees. Knowledge Sharing In the past year, there will be training both internally from executives and from outside such as from banks, suppliers. Including training in makeup techniques.
- 2.3.6 Chewathai has received a CGR quality assessment score of 5 stars or excellent from the IOD agency for 5 consecutive years and has received a full score of 100 points from organizing AGM meetings for 5 consecutive years.
- 2.3.7 Chewathai has been certified ISO 9001 : 2015 according to quality management system standards and quality certificate according to environmental standards ISO 14001 : 2015 for many years.
- 2.3.8 Chewathai has received SET Awards . 2023 Business Excellence Best Investor Relations Awards has received this award for 2 years in a row.
- 2.3.9 Investor Relations Activities To reveal company information to investors, analysts, and journalists, every year Chewathai organizes Analyst Meeting activities at the beginning and middle of the year for analysts, and announces annual operating plans at the beginning of the year. Once a year in the media, a general meeting of shareholders is held. It is organized in the form of a Physical Meeting, shareholder activity, Company Visit at the Chewa Home Rangsit-Pathum project, information is provided to the public and investors through the Stock Exchange's Opportunity Day platform every quarter, 4 times a year, and there is a Roadshow. to each securities company Most of them are securities companies that sell bonds to Chewathai. To provide information to agents selling bonds

#### **Important events Last year,**

Chewathai entered into a joint venture with UWork to establish Chewa Work Industrial Company Limited in order to build another 4 factories for rent. Chewathai previously had factories for rent. 10 factories have held factory projects for more than 10 years, during Covid Chewathai sold it to Konglead. The Lead Division has hired Chewathai to take care of, maintain, and find tenants who receive management fees every year. Just a little peak And Chewathai also has another plot of 13 rai of land, which was purchased 10 years ago at the same time. It was recently decided to build the factory this year. Chewathai holds 70% of the shares and UWork holds 30% of the shares in order to build another 4 factories for rent. The project value is 210 million baht. Currently, it is in the process of applying for a construction permit. And construction is expected to begin in the second quarter and be completed by the end of this year.



Another event occurred this year, at the beginning of the year, which caught our attention. And there are a lot of questions from analysts, investors, and the general public. therefore presented today Two months ago, the company announced that Chewathai had a joint venture with a Japanese company. Which has established Chewathai Estate Company Limited. Chewathai holds 51% of the shares and Japan holds 49%. The contract has been signed. We met two months ago with Nippon Steel Kowa Real Estate Co., Ltd. or NSKRE. The Japanese company is a top 5 Japanese developer with decades of experience in real estate. But it will do projects related to offices, apartments, hotels, condominiums, and houses. It is considered a fairly large business. If you look at the name NSKRE, you will see that there is actually Nippon Steel and Kowa. It is a joint venture between Nippon Steel, which is a company that does The third largest steel company in the world and Kowa is a subsidiary holding 100% of the shares of Mizuho Financial Group, which is one of the top 3 largest financial business groups in Japan, which are both giants. And this is the first time of investing in Thailand. The first project to be joint venture is a low rise condominium named Chewathai Hallmark Ekkamai-Ramindra. Located in Nuanchan area Project value 1,014 million baht is an initial project. Japan has seriously participated in the Survey before agreeing to join this project. This project will be 2 8-story buildings. Shareholders must be informed that Yesterday the project received unofficial EIA approval. It is expected that after the second quarter construction will begin. and revenue will be recognized in the 4th quarter of 2025.

### **Operating results and financial statements of the company for the year 2023**

- In 2023, there was a new project that was opened as a soft opening of a horizontal project, namely the Chewarom Project. New Ratchaphruek Road Last December, the value of newly opened projects was 687 million baht. Sales or reservations for 2023 were 3,210 million baht, an increase of 45% from the previous year. Total income was 1,899 million baht, a decrease of 12% from the previous year. Cost of real estate sales was 1,331 million baht. Decreased from the previous year 10%. Gross profit (GP) 523 million baht or 28%. Net loss 68 million baht. Decreased from the previous year 157%. Sales waiting to be recognized or backlog 1,167 million baht.

- Total income 1,899 million baht. The total amount of low-rise projects is 590 million baht, a decrease of 19% from the previous year. The amount of high-rise projects is 1,216 million baht, a decrease of 9% from the previous year, and second-hand home projects are 48 million baht, an increase of 66% from the previous year.

- As of date 31 December 2023 Current assets were 5,215.41 million baht, a decrease of 9.67% from the previous year. Non-current assets were 691.02 million baht, an increase of 28.27% from the previous year. The company had total assets of 5,906.43 million baht, a decrease of 6.43% from the previous year. Current liabilities were 2,687.62 million baht, a decrease. Decreased from the previous year by 11.80%. Non-current liabilities were 1,318.23 million baht, increased from the previous year by 3.44%. Total liabilities were 4,005.85 million baht,



decreased from the previous year by 7.31%. Total shareholders' equity was 1,900.58 million baht, decreased from the previous year by 4.54%, including liabilities. and shareholders' equity of 5,906.43 million baht, decreased from the previous year by 6.43%. D/E Ratio last year was 2.17 times, this year decreased to 2.11 times and IBD Ration last year was 1.92, decreased to 1.86 times

- The company received approval from the 2019 Annual General Meeting of Shareholders to set a total bond issuance limit of 4,500 million baht, which as of December 31, 2023, the company used this limit for bond issuance. (After deducting the amount of bonds issued by the company and the redemption of such bonds) in the amount of 2,052 million baht, the remaining amount is 2,448 million baht.

#### **Chewathai's outlook for the real estate market in 2024.**

This year is still a more challenging year than last year. Because there are still quite a few negative factors. Everyone probably knows that. Household debt is very high this year. which is higher than last year Interest rates are still high. But there may still be good news: interest rates will decrease. Including the loan approval rate of our customers, it has been found that the mortgage loan rejection rate is at an all time high. It was noticed that the townhome market group has over supply, but overall they are still delaying their decision to buy condos and houses. Make real estate entrepreneurs Many people have started promotions, reducing sales prices in order to release products and banks are still strict in granting loans to developers. Therefore, this year Still focusing on selling assets with promotions and discounts to release finished products. and jointly invest with Japan in a project that Chewathai is good at, namely an 8-story condo project that we still sell very well or a single house worth 10 million baht, the Chewarom brand, and plans to reduce bonds by 5% this year and set a goal to buy land. for development of at least 4 plots

- Sales target in 2024, amount of 2,500 million baht, divided into high rise 50%, horizontal 45%, Chewa Renue 5% • Revenue target in 2024, amount of 2,000 million baht, an increase of 20% from the previous year, estimated revenue recognition. High-rise 50%, low-rise 45% Chewa Renue 5%

- Investment plan for 2024, target of selecting 4 plots of land for development, focusing on the Chewathai Hallmark 3 project, which is condominium 8-story, offering price approximately 50,000-100,000 baht per square meter The company expects to be able to market and sell in this group quite well. Naebrab aims to purchase 1 plot of land for the Chewarom project. The total project value is approximately 3,700 million baht, with the land cost being approximately 600 million baht. If the company can purchase the land as planned, it is expected that half of the investment will come from project financing, loans from commercial banks, and the other half from internal cashflows, including debentures. In practice, the company may not use all of the investment to purchase land. which in the 1st quarter has not yet been purchased Expect to buy during the 2nd and 3rd quarters. If there



is a purchase, Chewathai will place a deposit of about 10% on the land and transfer the land next year. This year Chewathai has not spent a lot of money.

- Over the past 16 years, Chewathai has developed a total of 28 projects with a total value of approximately 27,892 million baht (not including Ortium Phuket), consisting of 12 Projects worth approximately 12,500 million baht have all been sold, and there are another 12 projects worth approximately 14,000 million baht in the process of being sold, and one more project is about to start construction in 2024, and there are 3 joint venture projects.

- Backlog as of December 31, 2023, sold products awaiting revenue recognition of 1,167 million baht, divided into condos of 941 million baht and houses of 195 million baht and second-hand houses of 31 million baht, which are finished products awaiting loan approval. If it is considered, income will be gradually recognized during the 1st quarter of 2024.

- At present, there are projects that have been completed. There are 12 projects under sale with a total value of 13,903 million baht, including the Chewathai Residence Thonglor project and the Chewathai Pinklao project. As for the Chewathai Kaset-Nawamin project, there are approximately 20 rooms remaining. It is expected that Sold out in the next quarter and Chewathai Hallmark Chokchai Si Phase 2 has 25% left, expected to be sold out this year. As for horizontal projects It is a gradual construction phase by phase. It will be built according to demand. It can be seen that there will be projects in the same location offered for sale in four to five years. Until the project is finished, it will be gradually built. Money doesn't sink in like building a condo.

- Second hand house project. Chewathai has started a project to auction second-hand houses. at the Legal Execution Department Then it was renovated and resold. The income from this business has begun to gradually come in.

- For the joint venture Orthium Phuket, the company holds 25% of the shares. Currently, the project is still On Hold. The partners are considering changing the format. New style Currently studying For the project in which the joint venture with Japan, Chewathai holds 25% of the shares, is about to begin construction. Within the 3rd quarter of this year, and Chewa Heart's joint venture, 2 projects, 8 units each, have already been partially sold. The rest is already built. Waiting to sell

- There are 2 new projects that will be launched in 2024: Chewarom Project New Ratchaphruek Road It has already been launched as a soft opening in the 4th quarter of 2023. This year there will be a Grand Opening of a 92-unit detached house project with a project value of approximately 687 million baht. Currently, Phase 1 has been completed. Another project is that presales will be launched during the quarter. 2nd Place Chewathai Hallmark Ekkamai-Ramindra Project It is a project of 2 8-story buildings with 413 units and 2 commercial buildings with a total value of 1,014 million baht.



Finally, Chewathai still organizes Company Visit activities for all shareholders. To provide an opportunity for shareholders to visit the business and can talk with executives of Chewathai If any shareholders are interested You can request to participate in the activity via email. You can contact the company's [comsec@chewathai.com](mailto:comsec@chewathai.com) or come see the Company Visit schedule for this year 2024 at [www.chewathai.com](http://www.chewathai.com)

**Ms. Suparat Ngamsuptaweekoon (Company Secretary)** Please clarify additional details in Agenda 3: Consider approving the Company's statement of financial position and statement of comprehensive income. For the accounting period ending on December 31, 2023, in order to comply with Section 112 of the Public Limited Companies Act B.E. 2535 and according to the Company's regulations, Section 39. The statement of financial position and the company's comprehensive income statement For the accounting period ending December 31, 2023, it has been audited and certified by the company's certified public accountant. and has passed the review of the Audit Committee. The Board of Directors resolved to approve presenting to the General Meeting of Shareholders the report on the Company's operating results for the year 2023, which was considered correct and sufficient. As for the management's explanation and analysis, or MD&A, the details appear in the annual data entry form (Form 56-1 One Report) in the form of a QR Code link as in Attachment 10. The company has sent it to those who Shareholders were informed in advance along with the meeting invitation letter.

**The Chairman,** Agenda 2 in this agenda is an agenda for acknowledgment and therefore does not require a vote from the shareholders' meeting." Please allow voting on Agenda 3 to consider approving the company's financial statement. For the accounting period ending December 31, 2023, which has been audited and certified by the auditor of EY Office Company Limited and has been approved by the Audit Committee. Therefore, it was proposed to the meeting for consideration and approval. This agenda must be approved by a majority vote of the shareholders who attend the meeting and vote.

**The Chairman,** Are there any questions on the debt agenda from shareholders now? **Company Secretary,** There are no questions from shareholders on the debt agenda.

**The Chairman,** Asked for an opportunity for the meeting to ask additional questions. From the report of Mr. Boon Chun Kiat, just 1 minute.

**The Chairman,** Are there any questions from shareholders? **Company Secretary,** On the debt agenda, there are still no questions from shareholders.

**The Chairman,** If there are no shareholders with any questions or comments Therefore, the meeting was requested to vote to approve the Company's statement of financial position and statement of comprehensive income. For the accounting period ending December 31, 2023, approximately 1 minute.



The moderator announced the resolution of the meeting.

Result	No. of votes (1 share=1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	979,000,265	100
Disapproved	0	0
Abstained	0	0
Invalid Ballots	0	0
Total of ...52.. shareholders, representing ..979,000,265.... votes.		

The meeting resolved by unanimous vote to consider and approve the Company's statement of financial position and statement of comprehensive income. For the accounting period ending December 31, 2023, 100% agree. Please return to the Zoom E-meeting program to continue viewing the audio and images.

**Agenda 4 To Consider approving the cessation of allocating net profits as legal reserves and refraining from paying dividends for operating results in the year 2023.**

**The Chairman**, Assigned Ms. Suparat Ngamsuptaweekoon (Company Secretary) explains the details to the meeting.

Clarified that, to comply with Section 116 of the Public Limited Companies Act, B.E. 2535 (1992) (including the amendment) and the company's Articles of Association, Article 45, they defines that "the company shall allocate part of the annual net profit as a reserve not less than five (5) percent of the annual net profit, deducted with brought forward deficit (if any) until this reserve is not less than ten (10) percent of the registered capital. In addition

In addition, Section 115 of the Public Limited Companies Act, B.E. 2535 (1992) and the company's Articles of Association, Article 44 defines that "the company prohibits dividend payment from other types of money other than the earnings. In the event that the company still has had a deficit, no dividend shall be paid." For the purpose that, the company's dividend payment policy requires the company to pay dividends from the separate financial statements at a rate of not less than 40% of net profit after deduction of tax, legal reserve and other reserves (if any), whereby the Company's Board will have power to consider paying dividend by taking various factors into consideration for maximum benefit of the shareholders, such as reserve fund for loan repayment, investment plan for business expansion, or cash flow support in case of any impact from changing market condition, for example.

For 2023, the company has operating results at a loss. Therefore, it is necessary to reserve money for future investment. and reserve money to repay the loan. and as working capital within the company.





The Board of Directors has considered it. It is deemed appropriate to propose that the shareholders' meeting approve the suspension of allocation of net profits and the suspension of dividend payments to shareholders. To reserve money for use as working capital within the company as mentioned above. I would like to end this presentation.

**The Chairman,** This agenda, the opinion of the Board of Directors has been considered and it is of the opinion that it is appropriate to present it to the general meeting of shareholders to approve the omission of allocation of net profits as legal reserves and the omission of dividend payments for operating results in the year 2023. Because the company still needs to use working capital within the company.” This agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes. Do any shareholders have any questions?

**Company Secretary,** on the debt agenda, there are still no questions from shareholders.

**The Chairman,** Please give the meeting an opportunity to express your opinions and ask for additional information for 1 minute.

**The Chairman,** Are there any questions from shareholders? **Company Secretary,** On the debt agenda, there are still no questions from shareholders.

**The Chairman,** When there are no shareholders having any questions or expressing any opinions. Therefore, we asked the meeting to vote To Consider approving the cessation of allocating net profits as legal reserves and refraining from paying dividends for operating results in the year 2023. for 1 minute.

**The moderator announced the resolution of the meeting.**

Result	No. of votes (1 share=1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	979,000,265	100
Disapproved	0	0
Abstained	0	0
Invalid Ballots	0	0
Total of ...52.. shareholders, representing .....979,000,265.... votes.		

The meeting resolved with a unanimous vote. Consider approving the cessation of allocating net profits as legal reserves and refraining from paying dividends for operating results in the year 2023. Agree 100%.

Please return to the Zoom E-meeting program to continue viewing the audio and images.



**Agenda 5 To consider the appointment of the directors to replace the directors who will retire by rotation.**

The Chairman, Assigned Mr. Poobest Samranrengjit (The Moderator) explains the details to the meeting.

In order to comply with Section 71 of the Public Limited Companies Act, B.E. 2535 (1992) and the company's Articles of Association, Article 17, they stipulate that "At every annual general meeting, one-third (1/3) of the number of directors at that time shall resign from the position. If the number of directors cannot be divided into exactly three parts, it shall be the nearest number to one-third (1/3). The directors who leave the position may be selected to return to the position again. Directors who must retire from office in the first and second years after the company is registered. Let the lottery be drawn. For subsequent years, the directors who have been in office the longest will be the ones who retire from their positions.

At the 2024 Annual General Meeting of Shareholders of the Company, there are 3 directors who will have to retire from their positions as follows:

1. Mrs. Somhatai Panichewa Directors, Executive Director and The Authorized director of the company.
2. Mr. Boon Choon Kiat Director / Executive Director / Member of the Corporate Governance and Sustainability Committee / Member of Risk Management Committee / Managing Director and The Authorized director of the Company
3. Mr. Phinij Harnphanich Independent Director / Member of the Audit Committee.

In recruiting directors The company has announced an invitation to minor shareholders to nominate individuals they deem to have appropriate qualifications. To be selected as a company director Through the news system of the Stock Exchange of Thailand and published on the company's website From November 3, 2023 to January 5, 2024, it appears that no shareholder has nominated a person to the company.

*This is for transparency and shareholders can discuss freely. I would like to invite all 3 committee members to rest in the lounge for a moment.*

In this regard, the Nomination and Remuneration Committee has considered and scrutinized and is of the opinion that All three (3) directors are persons with appropriate qualifications. have knowledge and ability and have experience that will be beneficial to the operations of the company Therefore, it is proposed that the Board of Directors' meeting propose to the 2024 Annual General Meeting of Shareholders to consider and approve the appointment of all three (3) directors to return to the position of directors for another term. Because all three people are knowledgeable, capable, experienced and have a good work history. Has all qualifications according to the Public Company Limited Act.

Details about history, educational qualifications, work experience Shareholding percentage in the company Being a director in another company of directors who must retire by rotation and was nominated to return to the position of director for another term. Appears as shown in Attachment 3



Due to the agenda of appointing directors to replace those whose terms have expired, approval must be sought at the general meeting of shareholders. Appoint individual directors The resolution in this agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes. Therefore, I would like to propose this to the meeting for consideration on an individual basis.

The Board of Directors, excluding interested directors, agreed with the proposal of the Nomination and Remuneration Committee. The three (3) directors who are due to retire by rotation have been considered according to the screening process with careful consideration. Be careful of the Board of Directors as specified by the Company. To ensure that the person nominated this time Have qualifications suitable for the company's business operations Have all qualifications in accordance with relevant regulations and do not have prohibited characteristics according to the Public Company Limited Act. Suitable for the company's business operations Able to perform duties with responsibility, caution and honesty. It is in accordance with the law, objectives and regulations of the company as well as the resolutions of the general meeting of shareholders.

For the nomination of Mr. Somhathai Panichewa, Mr. Boon Chun Kiat and Mr. Pinit Hanphanit to the shareholders' meeting for consideration of election to serve as directors and independent directors of the company for another term, Mr. Somhattha Y Panichewa has held the position of director for 16 consecutive years (13/3/08), Mr. Boon Chun Kiat has held the position of managing director for 16 years continuously (13/3/08) and Mr. Phinij Hanphanit has held the position of independent director for the past 5 consecutive years (12/9/18). The committee has considered that the persons to be nominated to be directors and independent directors have the qualifications in accordance with relevant laws. with regulations regarding directors and independent directors All three people have a good understanding of the company's business and have experience that is beneficial to the company's business operations. Therefore, it was considered appropriate to propose appointment to the position for another term.

Each director has made beneficial contributions to the company as follows:

1. **Mrs. Somhatai Panichewa**      **Directors, Executive Director and The Authorized director of the company.**
  - Be a promoter Advice on strategic direction Management structure Operational plan and annual budget including following up on various operations According to the plans, objectives, and goals set.
  - Encourage the directors and executives of the company to perform their duties with responsibility, caution, and honesty.
  - Be the one who recommends, searches, and evaluates new opportunities. In conducting the business of the company



2. **Mr. Boon Choon Kiat**                      **Director / Executive Director / Member of the Corporate Governance and Sustainability Committee / Member of Risk Management Committee / Managing Director and The Authorized director of the Company**
- Is the person who sets the direction, strategies, management of work, and pushes sales to meet the goals.
  - Is the person who motivates and pushes the employees and management team of the company to perform their duties with responsibility, caution, and honesty.
  - Is the promoter. Recommend that the company give importance to applying the principles and guidelines for good corporate governance for listed companies to seriously practice.
  - Promote, supervise, and review the company to have risk management tools that are appropriate for business operations. and ensure that the risk management mechanism is efficient.
3. **Mr. Phinij Harnphanich**                      **Independent Director / Member of the Audit Committee.**
- Promote, advise, and give opinions on the company's internal audit system. For appropriateness and efficiency
  - Check the work of the management department. Express opinions in support of policies that are beneficial to shareholders. Object when you see that the decision is unfair and transparent. This may affect the interests of shareholders and other stakeholders .
  - Recommend and give opinions in the preparation of financial reports to ensure the reliability of the information. Including internal control for efficiency and effectiveness of operations .
  - Express the opinions of independent directors fully and do not allow any influence over independent decisions. To ensure that any action of the company is for the benefit of the company and other stakeholders

Therefore, it was considered appropriate to propose the names of the 3 directors who had to retire by rotation. Return to the position of director for another term. I would like to end this presentation.

**The Chairman,** Resolutions in this agenda must be approved by a majority vote of the shareholders who attend the meeting and vote individually. Do any shareholders have any questions in this agenda? **Company Secretary,** on the debt agenda, there are still no questions from shareholders.

**The Chairman,** Please give the meeting an opportunity to express your opinions and ask for additional information for 1 minute.

**The Chairman,** Are there any questions from shareholders? **Company Secretary,** On the debt agenda, there are still no questions from shareholders.



**The Chairman,** If there are no further questions I would like to assign the Moderator to help conduct the program for each shareholder to vote.

**The Moderator,**

- Ask shareholders to vote. Person No. 5.1, **Mrs. Somhatai Panichewa**, returns to the position of director of the company. Executive committee Continue for another agenda. Please vote for 1 minute. / Due time expired voting.

- Ask shareholders to vote. Person No. 5.2, **Mr. Boon Choon Kiat**, returns to the position of director of the company. Executive committee Continue for another agenda. Please vote for 1 minute. / Due time expired voting.

- Ask shareholders to vote. Person No. 5.3, **Mr. Phinij Harnphanich**, returns to the position of director of the company. Executive committee Continue for another agenda. Please vote for 1 minute. / Due time expired voting.

**The moderator announced the resolution of the meeting.**

**Meeting resolution** Approve the election of directors whose terms have expired to return to office for another term. With the following votes:

5.1 The meeting resolved with a majority vote to approve the appointment of Mrs. Somhathai Panichewa to serve as a director for another term. With the following votes:

Result	No. of votes (1 share=1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	982,236,365	100
Disapproved	0	0
Abstained	0	0
Invalid Ballots	0	0
Total of ...53.. shareholders, representing ..982,236,365... votes.		



5.2 The meeting resolved with a unanimous vote to approve the appointment of Mr. Boon Chun Kiat to hold the position of director for another term. With the following votes:

Result	No. of votes (1 share=1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	982,236,365	100
Disapproved	0	0
Abstained	0	0
Invalid Ballots	0	0
Total of ...53.. shareholders, representing ..982,236,365... votes.		

5.3 The meeting resolved with a unanimous vote to approve the appointment of Mr. Phinij Harnphanit to hold the position of director for another term. With the following votes:

Result	No. of votes (1 share=1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	982,236,365	100
Disapproved	0	0
Abstained	0	0
Invalid Ballots	0	0
Total of ...53.. shareholders, representing ..982,236,365... votes.		

**Mr. Poobest Samranrengjit,** I would like shareholders to return to the Zoom E-meeting program to continue viewing the audio and images. I would like permission to invite all 3 directors to return to attend the meeting.

**Chairman,** The meeting resolved to approve the appointment of all 3 directors to return to their positions for another term.



**Agenda 6** To consider the determination of the remuneration for directors and committees for the year 2024.

The Chairman, Assigned Ms. Suparat Ngamsuptaweekoon (Company Secretary) explains the details to the meeting.

**Ms. Suparat Ngamsuptaweekoon (Company Secretary)** Section 90 of PLC , the Company was prohibited from offering money or other properties to the directors except for payment of remuneration under the Company's Articles of Association, and Article 22 of the Company's Articles of Association prescribed that the Company's directors will be entitled to remuneration from the Company in form of reward, meeting allowance, pension, bonus or other benefits as agreed and resolved by the ordinary shareholders' meeting.

The process of cautious consideration has been proceeded and given to the members of the Nomination and Remuneration Committee, which have determined the remuneration by adhering to the guideline that is to consider compensation from the operating results combined with the size of the business of the Board of Directors' responsibilities by comparing with other listed companies in the Stock Exchange of Thailand that have market capitalization similar in size to the company, set remuneration for the Board of Directors and Sub-committees for the year 2024 at the same rate as the year 2023 as per the following details:

#### Remuneration of the Board of Directors and Sub-Committees for the year 2024

##### 1. Board of Directors' Remuneration

	2023	2024
<b>Monthly remuneration</b>	<b>(Baht/Month)</b>	<b>(Baht/Month)</b>
Chairman	60,000	60,000
Directors	10,000	10,000
Independent directors	10,000	10,000
<b>Meeting allowance</b>	<b>(Baht / Meeting)</b>	<b>(Baht / Meeting)</b>
Chairman	60,000	60,000
Director	40,000	40,000
Independent directors	20,000	20,000



## 2. Meeting allowance for subcommittees (in addition to remuneration of directors)

Description	2023 (Baht / Meeting)	2024 (Baht / Meeting)
<b>Remuneration of Executive Board</b>		
- Chairman of Executive Board	100,000	100,000
- Member of Executive Board (being management)	60,000	60,000
- Member of Executive Board (not being management)	-	-
<b>Remuneration of Audit Committee</b>		
- Chairman of Audit Committee	40,000	40,000
- Member of Audit Committee	20,000	20,000
<b>Remuneration of Nomination and Remuneration Committee</b>		
- Chairman of Nomination and Remuneration Committee	40,000	40,000
- Member of Nomination and Remuneration Committee	20,000	20,000
<b>Remuneration of Corporate Governance and Sustainability Committee</b>		
- Chairman of Corporate Governance and Sustainability Committee	10,000	10,000
- Member of Corporate Governance and Sustainability Committee	5,000	5,000
<b>Remuneration of Risk Management Committee</b>		
- Chairman of Risk Management Committee	10,000	10,000
- Member of Risk Management Committee	5,000	5,000

## 3. Compensation in any other benefits

Other benefits.	2023	2024
<b>Bonus to the Directors</b>	Appropriate to pay the bonus to the directors except for the managing director, at the amount not exceeding two percent of money equivalent to the dividend payable, or not exceeding Baht 465,643.94 by having the Chairman of the Board allocate special benefit to the directors.	-None-
<b>Other</b>	-None-	-None-

Including any other benefits, in 2024 there has been no compensation in the form of bonuses paid to directors.

**The Chairman,** This agenda must be approved by a vote of not less than two-thirds (2/3) of the total number of votes of shareholders who attended the meeting. On this agenda, are there any additional questions from shareholders? **Company Secretary,** On the debt agenda, there are still no questions from shareholders.





**The Chairman,** Please give the meeting an opportunity to express your opinions and ask for additional information for 1 minute.

**The Chairman,** Are there any questions from shareholders? **Company Secretary,** On the debt agenda, there are still no questions from shareholders.

**The Chairman,** When there are no shareholders having any questions or expressing any opinions. Therefore, we asked the meeting to vote To consider the determination of the remuneration for directors and committees for the year 2024. for 1 minute.

The moderator announced the resolution of the meeting.

Result	No. of votes (1 share=1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	982,236,365	100
Disapproved	0	0
Abstained	0	0
Invalid Ballots	0	0
Total of ...53.. shareholders, representing ..982,236,365... votes.		

The meeting resolved with a unanimous vote. Consider approving the determination of compensation for the board of directors and sub-committees for the year 2024. Agree 100%. Please return to the Zoom E-meeting program to continue viewing the audio and images.

**Agenda 7** To consider the appointment of the auditor and the determination of the audit fees for the year 2024.

**The Chairman,** Assigned Ms. Suparat Ngamsuptaweekoon (Company Secretary) explains the details to the meeting.

**Ms. Suparat Ngamsuptaweekoon (Company Secretary)** Section 120 of the PLC Act and Article 36 of the Articles of Association of the Company, the ordinary shareholders' meeting must appoint the Company's auditors and determine audit fee each year, and former auditors may be re-elected.

In this regard, the Audit Committee had considered selecting the auditors for the year 2024 and suggested the Board of Directors propose for the ordinary shareholders' meeting to consider appointing 4 auditors as follows:



- 1.) Ms. Pimjai Manitkajohnkit, C.P.A. Registration No. 4521, and/or
- 2.) Ms. Kirdsiri Kanjanaprakasit, C.P.A. Registration No. 6014 and/or
- 3.) Mr. Kitti Teachakasembundit, C.P.A. Registration No. 9151 and/or
- 4.) Ms. Nummon Kerdmongkhonchai, C.P.A. Registration No. 8368

from EY Co., Ltd. as the Company's auditors for the year 2024, and in the event that any of those auditors were unable to perform a duty, EY Co., Ltd. was requested to provide other certified accounts to perform the audit and express opinion towards the Company's financial statements in the capacity of those auditors. In addition, the company has a subsidiary, to ensure that the Company and its subsidiary's financial statements will be audited under the same standards, the Company and its subsidiaries must be under the supervision of EY Co., Ltd. as well.

The auditors listed above had no relationship and/or interest with the Company/executives /major shareholders or any other entities related to these persons, and were, therefore, able to audit and express opinion towards the Company's financial statement independently, and audit fee of 2024 was determined at the amount Baht 1,600,000 an increase of 2023 the amount baht 50,000, but there was no additional non-audit fee. I would like to end this presentation, Mr. Chairman.

**The Chairman,** This agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes. On this agenda, are there any additional questions from shareholders? **Company Secretary,** On the debt agenda, there are still no questions from shareholders.

**The Chairman,** Please give the meeting an opportunity to express your opinions and ask for additional information for 1 minute.

**The Chairman,** Are there any questions from shareholders? **Company Secretary,** On the debt agenda, there are still no questions from shareholders.

**The Chairman,** When there are no shareholders having any questions or expressing any opinions. Therefore, we asked the meeting to vote To consider the appointment of the auditor and the determination of the audit fees for the year 2024. for 1 minute.



The moderator announced the resolution of the meeting.

Result	No. of votes (1 share=1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	982,236,365	100
Disapproved	0	0
Abstained	0	0
Invalid Ballots	0	0
Total of ...53.. shareholders, representing ..982,236,365... votes.		

In conclusion, the meeting resolved with a unanimous vote. Consider appointing all 4 auditors of EY Office Company Limited and determine the amount of audit fees to be 1,600,000 baht for the year 2024. 100% agree. Please return to the Zoom E-meeting program to continue viewing the audio and images. yes

**Agenda 8 Other considerations (if any).**

**The Chairman,** This agenda is an opportunity for shareholders to express their opinions. Including useful suggestions for the development of the company. on issues other than those specified in the meeting invitation letter By requesting that it be subject to the rules and procedures specified by law. Request to assign the company secretary As a learner, please explain the relevant criteria to shareholders.

**Ms. Suparat Ngamsuptaweekoon (Company Secretary)** In order to be in accordance with Section 105, paragraph 2 of the Public Limited Companies Act, B.E. 2535 (including additional amendments), it is specified that when the meeting proceeds, the meeting must be in accordance with the order of the agenda specified in the meeting notice. Shareholders whose shares total not less than one-third (1/3) of the total number of shares sold. You may ask the meeting to consider matters other than those specified in the meeting notice. I would like to end my clarification of the relevant criteria here, Mr. Chairman.

**The Chairman,** A shareholder has a question. Or any additional suggestions?

**Ms. Suparat Ngamsuptaweekoon (Company Secretary)** There are suggestions from Ms. Warunee Rodsan, a representative from the Thai Vocational Promotion Association, as follows:

The Thai Investors Association has a policy to present to companies listed on the Stock Exchange of Thailand. Organize a general/extraordinary meeting of shareholders using On-site meeting and Online together or called Hybrid in order to conveniently meet, communicate and ask questions between shareholders, executives and the Board of Directors. which is consistent with the circular letter of Securities and Exchange Commission (SEC)



at SEC Noor(W) 2/2024 Subject: Request for cooperation Regarding the holding of the general meeting of shareholders on January 10, 2024, we would like to present to you to consider the proposal for holding a Hybrid meeting according to the policy of the Thai Investors Association above. Leave it for consideration.

**The Chairman,** We will accept it for consideration. But actually with the present form with modern Speed of communication Doing it online is in order. Companies in the stock market Gradually doing it like this already. We think that this online method is the first time. We will try to consider and process it. As far as we study Whether it's a matter Preparation time The matter of various operating expenses The matter of the burden on shareholders to travel to the place where the meeting is held. Perhaps it is too much of a burden for shareholders? Being able to meet online would be beneficial. And to do the Hybrid method, it turns out that both are lost. Both online expenses have to be paid, places and travel expenses also have to be paid. We do not know how many or how many shareholders will come. Everything is just in case. We consider it wasteful to reserve everything. We will accept it. and will be evaluated from this meeting which is also our first time online What will it be like? The committee will take it into consideration for holding future meetings.

**The Chairman,** Do you have any further questions? **Company Secretary,** There are no additional questions from shareholders.

**The Chairman,** We will wait for another minute for questions from shareholders. Please come. for 1 minute.

**The Chairman,** I don't know if it's online. Does anyone have additional questions? **Company Secretary,** No questions from shareholders.

**The Chairman,** On behalf of the Board of Directors, executives and employees of Chewathai Public Company Limited, I would like to thank the shareholders. and all honorable persons who took the time to attend the 2024 Annual General Meeting of Shareholders via the Company's electronic media today. Everyone's questions and suggestions. The company would like to accept this for consideration. and develop the company's products and services as well as the development of the next shareholder meeting. To make you satisfied under the principles of good corporate governance. Thank you.

**Mr. Poobest Samranrengjit** (The Moderator), The company will organize a Company Visit activity to provide opportunities for shareholders. Visit the company's business If any shareholders are interested You can report your wish to participate in the activity to the email [COMSEC@CHEWATHAI.COM](mailto:COMSEC@CHEWATHAI.COM). All shareholders are welcome to help complete the satisfaction assessment form by scanning the QR Code on the screen. The team will use the evaluation results to improve next time.



For those who are interested in the company's products and services. You can follow all channels of Chewathai Company at [www.chewathai.com](http://www.chewathai.com) / all social media channels and call center number 1260.

**The meeting closed at 3:35 p.m.**

A handwritten signature in blue ink, consisting of several loops and a final upward stroke.

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( Mr. Chatchai Panichewa )

The Chairman of the meeting

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( Ms. Suparat Ngamsuptaweeoon )

Company Secretary/Meeting minutes recorder