

Minutes of the 2022 Annual General Meeting of Shareholders
of
Humanica Public Company Limited

Date, Time and Venue

Humanica Public Company Limited (the “**Company**”) held the 2022 Annual General Meeting of Shareholders on 26 April 2022 at 9.00 a.m. via electronic meeting, in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and other related laws and regulations by broadcasting live from the Company's meeting room, Building No. 2, Soi Rong Mueang 5, Rong Mueang Road, Rong Mueang Sub-district, Pathum Wan District, Bangkok

Preliminary Procedures

Ms. Thitaree Wongsawangpanich acted as the moderator of the Extraordinary General Meeting of Shareholders No.1/2022 (the Meeting “Moderator”). The moderator welcomed the shareholder and declared to the meeting, Due to the spread of the COVID-19 (“COVID-19”). The Company is deeply concerned for the health and safety of the shareholders. Therefore, it was considered to hold the Extraordinary General Meeting of Shareholders No. 1/2565 via electronic media through the E-AGM system of OJ International Company Limited. In addition, the Company, therefore, has drawn up the precautionary measures and reduced the risk of the spread of the COVID-19 for the Board of Directors, people involved in the meeting and meeting coordinator as well.

Mr. Anotai Adulbhan, the Chairman of the Board of Directors, acted as the Chairman of the Meeting (the "Chairman"). The moderator introduced the attending directors, executives, legal advisor and independent financial advisor in the following order:

Attending Directors

- | | | | |
|----|----------------|------------|---|
| 1. | Mr. Anotai | Adulbhan | Chairman of the Board of Directors |
| 2. | Mr. Soontorn | Dentham | Vice Chairman of the Board of Directors and Chief Executive Officer |
| 3. | Mr. Patara | Yongvanich | Chairman of the Audit Committee and Independent Director |
| 4. | Mr. Patai | Padungtin | Independent Director |
| 5. | Mr. Thanachart | Numnonda | Audit Committee Member and Independent Director |
| 6. | Ms. Piyaporn | Phanachet | Audit Committee Member and Independent Director |

There were 6 directors attended the Meeting, representing 100% of the total number of directors.

However, some independent directors are authorized by the minor shareholders. Hence, the independent directors have no interests and special interests in every meeting agenda. Except for Agenda No. 6 "To consider and approve the directors' remuneration for the year 2022", which constitutes as special interests.

Attending Executives

1. Ms. Chuenchom Techarungkiat Chief Operating Officer – Human Resources Solutions
2. Ms. Hataichanok Suwanjang Chief Technology Officer
3. Ms. Bee Bee Lim Chief Operations Officer - Commercial and International Business
4. Mr. Somsak Tantitanawat Managing Director of Tiger Soft (1998) Co., Ltd.
5. Mr. Thammanoon Korkiatwanich Chief Financial Officer

Auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd.

1. Ms. Wimolporn Boonyusthian
2. Ms. Methinee Anansawatkul

Legal Advisor from Benja Advisory Co.,Ltd.

1. Mr. Lirlit Petchvorakul

At the preliminary procedures of the Meeting, there were 786 shareholders and proxies attending the Meeting. The total number of shares represented was 451,963,446 shares, which was equivalent to 66.4652 percent of the total number of shares sold for 680,000,000 shares. Thus, the quorum was attained pursuant to Article 37 of the Company's Articles of Association. The shareholder registration and counting of votes were undertaken by OJ International Co., Ltd.

Afterward, the moderator informed the Meeting that in accordance with the good corporate governance regarding the counting of votes, the Company informed the guideline for voting and counting of votes with the details as follows:

1. Every shareholder and proxy shall be entitled to one vote for one share.
2. Every shareholder and proxy shall not divide the number of shares to split the votes, except for a custodian of foreign investors holding Proxy Form C. For proxies holding Proxy Form B., voting must be done in accordance with the choices pre-determined by the grantor.
3. The 3 choices of voting at the Meeting were approved, disapproves or abstains.
4. Before casting votes on each agenda, shareholders would be allowed to make inquiries which would be related to such agenda. Shareholders having queries shall raise their hands and state the name-surname to the Meeting.
5. Since the Meeting is a meeting via electronic media Therefore, the ballots were not printed for the attendees.
6. To cast the votes, shareholders are required to select the E-Voting window in order to vote in each agenda within the specific time (1 minute). After selecting the vote, the confirmation text will pop-up, if shareholders confirm with this session, the vote is confirmed. Shareholder who require to change their vote can revoke the latest vote and re-vote. However, shareholders can not vote or change their vote if such agenda has close of voting.
7. For agendas 1, 3 – 5 and 7 shall be approved by a majority votes of shareholders, attending the meeting and casting their votes. Agenda 2 were for acknowledgment, and therefore no votes shall be cast. Agenda 6 shall be approved by the votes of not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting. Agenda 8 shall

be approved by the votes of no less than three-fourths (3/4) of the shareholders attending the meeting and being entitled to vote.

Thereafter, the Chairman announced the opening of the 2022 Annual General Meeting of Shareholders and proceeded the Meeting in line with the agendas specified in the invitation letter in the following order:

Agenda 1 To acknowledge and certify the Minutes of the Extraordinary General Meeting of Shareholders No.1/2022.

The Chairman informed the meeting that the Extraordinary General Meeting of Shareholders No. 1/2022 was held on March 31, 2022 and the Board of Directors has considered and approved the minutes of the meeting. It was correct and complete in accordance with the resolution of the Extraordinary General Meeting of Shareholders No. 1/2022, the Company sent the minutes of such meeting to the Stock Exchange of Thailand within 14 days from the date of the Extraordinary General Meeting of Shareholders as required by law and has published the minutes of the said meeting through the Company's website at www.humanica.com.

The shareholders can acknowledge the minutes of the meeting and can verify the correctness within an appropriate time. There was no objection or amendment in any way. The minutes of the meeting appeared in Attachment 1. The Board of Directors therefore agreed to propose to the Annual General Meeting of Shareholders to consider and acknowledge the minutes of the meeting.

The moderator gave the opportunity to the Meeting to make inquiries or provide suggestions to this agenda but there were no shareholders or proxies who have made inquiries to this agenda. Therefore, the moderator proposed to the Meeting to vote on this agenda. A resolution on this agenda shall be approved by a majority votes of shareholders, attending the meeting and casting their votes.

Meeting's Resolution: The Meeting unanimously resolved to acknowledge the Minutes of the Extraordinary General Meeting of Shareholders No.1/2022 held on March 31, 2022, with the details as follows:

Approval	452,023,854	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0.0000%
Abstained	0	votes		
Void Ballots	0	votes		

*The abstained votes and void ballots were not calculated for vote count.

Remark:

For this agenda, there were additional 2 shareholders attended the Meeting. Therefore, the total number of shareholders proxies attending the Meeting was 788 persons, representing 452,023,854 shares.

Agenda 2 To acknowledge the Annual Report and the Company's operation and its subsidiaries results for the year 2021.

The Chairman invited Mr. Thammanoon Korkiatwanich, Chief Financial Officer, to report the Company's operating results for the year 2021 to the Meeting as follows:

Mr. Thammanoon Korkiatwanich Reported to the meeting about the Company's operating results for the year 2021 as follows:

- Overall, the Company's operating performance slightly improved from the previous year due to the economic situation that is still affected by COVID 19, revenues grew slightly from the previous year, about 8.9 million baht, or an increase of 1%, and net profits increased by 0.5 million baht or 0.3% from the previous year.

Units: Million THB	Y 2021	Y 2020	YOY	%
Revenue	728.7	719.8	8.9	1%
Cost of sales & Services	(398.3)	(385.0)	(13.3)	3%
Gross Profit	330.4	334.9	(4.4)	-1%
%GPM	45.3%	46.5%		
Selling Expense	(30.9)	(29.2)	(1.7)	6%
Admin & General Expense	(146.1)	(131.1)	(15.0)	11%
Total SG&A Expense	(177.0)	(160.2)	(16.7)	10%
Operating Profit	153.5	174.6	(21.1)	-12.1%
Other income	29.4	9.4	19.9	211%
Profit sharing from associates	0.0	0.9	(0.9)	-99%
Financial income	12.4	11.1	1.3	12%
Net profit before interest and tax	195.3	196.1	(0.8)	0%
Financial cost	(9.3)	(8.4)	(1.0)	12%
Net profit before tax	186.0	187.7	(1.7)	-1%
Income tax	(20.6)	(22.8)	2.2	-10%
Net profit	165.3	164.9	0.5	0.3%
	22.7%	22.9%		

- Revenue by product group increased from the previous year as follows:

- Human Resources Management Service Group: +5.5 million baht growth.
- Financial services group: +3.4 million baht growth.

- Income classified by nature Changes from the previous year as follows:

- Non-recurring income grows by +12.9 million baht or +5.4% from revenue from new customers installation.

- Fixed income decreased by -4.0 million baht or -0.8% due to a decrease in the number of employees of customers in the hotel and restaurant business. from the impact of COVID.
 - Gross profit decreased -4.5 million baht due to an increase in revenue +8.9 million baht, but increased costs -13.3 million baht due to increased costs from improving IT security systems. and increased depreciation expenses from the expansion of office space.
 - Selling and administrative expenses increased by -16.7 million baht from impairment of investment in CXA convertible bonds of -8.6 million baht and amortization of accrued interest receivable from CXA convertible bonds of -5.1 million baht. Expenses from new business (Benix/EEC) -6.1 million baht and one-time expenses incurred in the previous year of Tiger Soft amounting to +3.2 million baht.
 - Operating profit decreased by -21.1 million baht from gross profit decreased by -4.5 million baht and selling and administrative expenses increased by -16.7 million baht.
 - Net profit slightly increased +0.4 million baht from operating profit decreased -21.1 million baht, other income increased +20.4 million baht.
- (Other income increased from gain from exchange rate +9.4 million baht and decreased cost item which is a one-time item +8.9 million baht) Interest expenses increased -1.0 million baht and income tax decreased +2.2 million baht.

Mr. Thammanoon Korkiatwanich Reported to the meeting about the Company's financial position for the year 2021 as follows:

Financial Position	2021	2020	Change	%
Total assets	1,769.30	1,591.70	177.60	10%
Current assets	571.50	653.40	- 81.90	-14%
Non-current aseets	1,197.80	938.20	259.60	22%
Total liabilities	331.70	324.80	6.90	2%
Current liabilities	155.70	151.10	4.60	3%
Non-current liabilities	176.00	173.70	2.30	1%
Shareholder's equity	1,437.60	1,591.70	- 154.10	-11%

- Assets grew +177.6 million baht, with current assets decreased by -81.9 million baht due to an increase of cash +87.8 million baht, but financial assets decreased by -174.3 million baht.
- Non-current assets increased by +259.5 million baht due to an increase in investment in Joint Ventures increased by +35.1 million baht (investment in Conical Company +17.7 million baht and Farmcare +15.4 million baht).
- Other long-term investments increased by +241.9 million baht from investment in Rabbit Cash Company +40.0 million baht /Publica Holding +68 million baht and Enforce Security Plc. +139.0 million baht (cost 82 million baht + adjusted fair value increase of 57 million baht).
- Liabilities increased +6.9 million baht due to an increase in financial lease liabilities. from the expansion of office rental space.
- Shareholders' equity increased by +170.8 million baht from net profit attributable to the parent company +169.8 million baht, dividend payment -95.2 million baht, employee benefit adjustments +11.4 million baht and other

comprehensive income increased by +54.2 million baht from The fair value adjustment of investments in Nforce Security Plc.

The moderator gave the opportunity to the Meeting to make inquiries or provide suggestions to this agenda but there were no shareholders or proxies who have made inquiries to this agenda. The moderator, therefore, informed the Meeting that this agenda was for acknowledgment, and therefore no votes shall be cast.

Agenda 3 To consider and approve the financial statements and consolidated financial statements of the Company and its subsidiaries ended December 31, 2021 which have already been audited by the Company’s auditors

The Chairman informed the Meeting regarding the Company’s Financial Statement for the year ended December 31, 2021, has been reviewed by the Audit Committee and audited by the certified auditors. To comply with section 112 of the Public Company Act and Clause 55 of the Company’s Article of Association, the Board of Directors is required to arrange to have the balance sheet at the end of the Company’s fiscal year (ended December 31 of every years) and proposed to shareholders at the Annual General Meeting of Shareholders for further consideration and approval as details set out in Enclosure 2, with the essential details as follows:

Items in Consolidated Financial Statements	Accounting period ended December 31	
	2020	2021
Total Assets (Million Baht)	1,591.66	1,770.01
Total Debt (Million Baht)	324.80	332.39
Shareholders’ Equity (Million Baht)	1,266.80	1,437.62
Total Revenue (Million Baht)	740.34	770.49
Net Profit (Million Baht)	164.86	165.34
Earnings per Share (Baht/Share)	0.24	0.25

The moderator gave the opportunity to the Meeting to make inquiries or provide suggestion to this agenda but there were no shareholders or proxies who have made inquiries to this agenda. Therefore, the moderator proposed to the Meeting to consider and approve the financial statements and consolidated financial statements of the Company and its subsidiaries ended December 31, 2021 which have already been audited by the Company’s auditors. A resolution on this agenda shall be approved by a majority votes of shareholders, attending the meeting and casting their votes.

Meeting’s Resolution: The Meeting unanimously resolved to approve the financial statements and consolidated financial statements of the Company and its subsidiaries ended December 31, 2021 has been reviewed by the Audit Committee and audited by the certified auditors with the details as follows:

Approval	452,023,954	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0%
Abstained	0	votes		
Void Ballots	0	votes		

*The abstained votes and void ballots were not calculated for vote count.

Remark:

For this agenda, there were additional 1 shareholder attended the Meeting. Therefore, the total number of shareholders proxies attending the Meeting was 789 persons, representing 452,023,954 shares.

Agenda 4 To consider and approve the allocation of profits for the year 2021 as the legal reserve and dividend payment

The Chairman inform the Meeting that regarding the allocation of profits for the year 2021 as the legal reserve and dividend payment for the consideration and approval of the Meeting.

The Chairman further informed the Meeting that the Company had its dividend payment policy at the rate of not less than fifty (50) percent of the adjusted net profits based on the Company's consolidated financial statement after deducted by the legal reserves. The dividend payment was subjected to the investment plan, conditions and limitations as stipulated in the loan agreement and other relevant agreement (if any), as well as operational result and other relevant matters as the Board of Directors may consider and amend such dividend payment policy from time to time to be appropriate for the necessity and growth for the Company's investment in the future as well as the necessity of capital investment and cash flow, in which the payment of the dividend will no excess accrued profit and shall be in accordance with the law. Nevertheless, the Board of Directors may consider annual dividends, subject to the approval of the Shareholders' Meeting unless the interim dividends which the Board of Directors may pay interim dividends to shareholders from time to time, upon viewing that the Company has adequate profit to do so and inform the next Shareholders' Meeting for the acknowledgment.

According to Section 115 and Section 116 of the Public Company Act and Clause 47 - 50 of the Company's Articles of Association required the Company to pay dividends from its profit only and not to pay dividends other than out of profits. In the case where the Company still has an accumulated loss, no dividend shall be paid. Dividends shall be distributed according to the number of shares, with each share receiving an equal amount and payment of dividends shall be approved by the meeting of shareholders. The Company is required to set aside at least five (5) percent of its net annual profit as a legal reserve until it reaches ten (10) percent of the Company's registered capital.

With regard to the dividend payment for the year 2021, the Company paid an interim dividend on September 8, 2021 calculated at the rate of Baht 0.06 per share. In this regard, the Board of Directors has recommended to propose to the shareholders of the Company to consider and approve to pay the additional dividend from the result of the operation and the net profit from July 1, 2021 – December 31, 2021 calculated at Baht 0.10 per share in the amount of Baht 68,000,000 or in the total amount of Baht 108,800,000 annually, calculated at Baht 0.16 per share annually, or 59.0 percent of the profit of the year. Comparison of the dividend payment with the preceding year is as follows:

	2020	2021
Separate net profit (Baht)	130,496,581	184,437,707
Earnings per share**	0.19	0.27
- Interim dividends	0.06	0.06
- Annual dividends	0.08*	0.10*
Total dividends (Baht)	95,200,000	108,800,000
Proportion of dividend payment (including interim dividends)	73.0 percent	59.0 percent

* If it is approved by the shareholders at the 2022 Annual General Meeting of Shareholders.

**Profit per basic share calculated by dividing annual profits (Excluding other comprehensive income) with the weighted average number of issued ordinary shares during the year.

However, the entitlement to the dividends remains uncertain until it is approved by the shareholders at the 2022 Annual General Meeting of Shareholders. In the event that the dividend payment as proposed by the Board of Directors is approved by the Annual General Meeting of Shareholders, the Board of Directors determined the Record Date as on May 6, 2022 which the shareholders whose names appear on the name list of shareholders shall be entitled to the dividend and the dividend payment shall be made on May 24, 2022.

The moderator gave the opportunity to the Meeting to make inquiries or provide suggestion to this agenda but there were no shareholders or proxies who have made inquiries to this agenda. Therefore, the moderator proposed to the Meeting to consider and approve the election of directors in replacement of the directors who are retiring by rotation. A resolution on this agenda shall be approved by a majority votes of shareholders, attending the meeting and casting their votes.

Meeting's Resolution: The Meeting unanimously resolved to approve the allocation of profits for the year 2021 as the legal reserve and dividend payment as follows:

1. Acknowledgement of interim dividend payment on September 8, 2021 at the rate of Baht 0.06 per share, and consideration of dividend payment from the result of the operation and the net profit from July 1, 2021 – December 31, 2021 calculated at Baht 0.10 per shares. The dividend payment shall be paid on May 24,

2022 and the list of shareholders who are entitled to receive the dividend is determined on May 6, 2022 (Record Date);

2. Allocation of the net profits to be the legal reserve for the year 2021 in the amount of Baht 500,000, equivalent to 0.03 percent of its net annual profit prescribed by law and according to the Company's Article of Association. This bring the Company's legal reserve total to Baht 34,500,000 or 10.0 percent of its registered capital.

The Company will deduct withholding tax for income from receiving dividend at the rate prescribed by law.

With the following votes.

Approval	452,023,954	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0.0000%
Abstained	0	votes		
Void Ballots	0	votes		

*The abstained votes and void ballots were not calculated for vote count.

Agenda 5 To consider and approve the election of directors in replacement of the directors who are retiring by rotation

The moderator informed the Meeting that the Company had made an available opportunity for the shareholders to nominate the person with suitable qualifications to be considered and elected as the director in advance for the 2021 Annual General Meeting of Shareholders via the Company's website www.humanica.com, from March 16, 2022 to March 25, 2022. However, there was no shareholder nominating the qualified persons to the Company.

The Nomination and Remuneration Committee, excluding the interested members, had considered the recruitment and selection of the personnel, who are deserved to be nominated as the Board of Directors for the year 2022, by taking into account the best interest of the Company's operation and according to Section 71 of the Public Company Act and the Company's Article of Association Clause 18 required that at every Annual General Meeting of Shareholders, one-third (1/3) of all directors are due to retire by rotation, if the number of directors cannot be divided exactly into three parts, directors in a number close to one-third (1/3) shall retire. The directors vacating from office in the first and subsequent years, the director who has left office longer shall vacate. A director who vacates office under this section may be re-elected. In this 2022 Annual General Meeting of Shareholders, the directors who are retiring by rotation shall be the following 2 directors:

- | | | | |
|-----|---------------|-----------|---|
| (1) | Mr. Patai | Padungtin | Independent Director |
| (2) | Ms. Piayaporn | Phanachat | Member of Audit Committee and
Independent Director |

Such 2 directors are versatile, full of experiences and expertise which will support the Company's business operation. In addition, such three directors are qualified and not possess any prohibited characteristics under the Public Company Act B.E. 2535 and the Securities and Stock Exchanges B.E. 2535 (including those amendments) as well as relevant notifications. It is deemed appropriate to re-elect 2 directors who shall be retired by rotation to resume their position for another term. In this regard, Mr. Patai Padungtin and Ms. Piayaporn Phanachat, these two persons have full and complete qualifications to be the independent directors in accordance with the terms and conditions of the qualification of the Company's independent directors and the relevant regulations which the independent director is able to independently opine his/her opinion. The details of the list of directors and biographies of the directors who are retiring by rotation and nominated for re-appointment as appearing in **Enclosure 3**.

The moderator gave the opportunity to the Meeting to make inquiries or provide suggestion to this agenda but there were no shareholders or proxies who have made inquiries to this agenda. Therefore, the moderator proposed to the Meeting to consider and approve the election of directors in replacement of the directors who are retiring by rotation. A resolution on this agenda shall be approved by a majority votes of shareholders, attending the meeting and casting their votes.

Meeting's Resolution: The Meeting unanimously resolved to approve the re-election of 2 directors who shall be retired by rotation to resume their position for another term as follows:

(1)	Mr. Patai Padungtin	Independent Director			
	Approval	452,023,954	votes	equivalent to	100.0000%
	Disapproval	0	votes	equivalent to	0.0000%
	Abstained	0	votes		
	Void Ballots	0	votes		

*The abstained votes and void ballots were not calculated for vote count.

(2)	Ms. Piayaporn	Phanachat	Member of Audit Committee and Independent Director		
	Approval	443,460,854	votes	equivalent to	98.1056%
	Disapproval	8,563,100	votes	equivalent to	1.8944%

Abstained	0	votes
Void Ballots	0	votes

*The abstained votes and void ballots were not calculated for vote count.

Agenda 6 To consider and approve the directors' remuneration for the year 2021

The Chairman informed the Meeting that the Nomination and Remuneration Committee considered the determination of remuneration of the directors and the sub-committee for the year 2022 by comparing with the information of remunerative payment of the other listed companies within the same type of business including the appropriation of the business expansion, the Company's performance as well as the duties and responsibilities of the directors and sub-committees.

The Board of Directors considered by the consideration of the Nomination and Remuneration Committee in connection with the appropriateness of directors and sub-committees' remunerations, it is deemed appropriate to propose to the 2022 Annual General Meeting of Shareholders consider and approve the directors and sub-committees' remuneration for the year 2021.

A. Remuneration of the Board of Directors and Sub-Committee

Position	Year 2021 Meeting Allowance (Baht/Person/Time)	Year 2022 (Proposed Year) Meeting Allowance (Baht/Person/Time)
Chairman of Directors	35,000	35,000
Directors	25,000	25,000
Chairman of Audit Committee	30,000	30,000
Audit Committee	25,000	25,000
Chairman of the Nomination and Compensation Committee	5,000	15,000
Nomination and Compensation Committee	5,000	10,000
Chairman of the Investment Committee	5,000	15,000
Investment Committee	5,000	10,000

B. Performance Bonus for 2022

- No performance bonus for 2022 shall be paid to the Company's Board of Directors

C. Other Benefits

- None -

The moderator gave the opportunity to the Meeting to make inquiries or provide suggestion to this agenda but there were no shareholders or proxy who has made inquiries to this agenda. Therefore, the moderator proposed to the Meeting to consider and approve the directors' remuneration for the year 2022. A resolution on this agenda shall be approved by the votes of not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting.

Meeting's Resolution: The Meeting unanimously resolved to approve the directors' remuneration and meeting allowance for the year 2022 with the details as follows:

Approval	431,674,454	votes	equivalent to	95.4982%
Disapproval	20,349,400	votes	equivalent to	4.5018%
Abstained	0	votes		
Void Ballots	0	votes		

*The abstained votes and void ballots were not calculated for vote count.

Agenda 7 To consider and approve the appointment of auditor and the determination of auditor's fee for the year 2022

The Chairman invited Mr. Patara Yongvanich, Chairman of Audit Committee, to inform the Meeting that the Audit Committee has considered the expertise, the professional standard, and the appropriateness of the auditor's fee and proposed the Board of Directors' Meeting to appoint the auditor from Deloitte Touche Tohmatsu Jaiyos Compay Limited ("**Deloitte**") as the Company's auditor for the year 2022 as Deloitte is a leading international auditing firm with strong assuring experience and expertise, a good understanding of the Company's business, a proven record of efficient and standardized work processes, and audit fee appropriate for the amount of work and comparable to the rates applied to other companies in the same level. Furthermore, Deloitte performed to a high standard in their work over the past year.

The Board of Directors has considered approving, as proposed by the Audit Committee, that it is appropriate to propose the 2022 Annual General Meeting of Shareholders to consider approving the appointment of the auditors from Deloitte to be the auditor of the Company and its 3 subsidiaries for the year 2022 and determining the auditor's fee for the year 2022 with details as follows:

1. Appointment of the following auditors from Deloitte to be the Company's auditor for the year 2022

Name of Auditor	Certified Public Accountant No.	Year(s) of the appointment as the Company's auditor
1. Ms. Wimolporn Boonyusthian	4067	Giving opinion and signing on the Company's 2019-2021 financial statements for the period of 3 year.
2. Mr. Choopong Surachutikarn	4325	Never giving opinion and signing on the Company's financial statements.
3. Ms.JuntiraJuntrachaichoate	6326	Never giving opinion and signing on the Company's financial statements.

to singly act as the auditor and give an opinion on the Company's financial statements and its subsidiaries. In the absence of the above-named auditors, Deloitte is authorized to identify one other Certified Public Accountant within Deloitte to act as the auditor and give an opinion on the financial statements of the Company and its subsidiaries in place of such auditor.

Furthermore, Deloitte and the auditors named above have no relationship with, or any interest in, the Company, its subsidiaries, management, major shareholders, or their respective related persons in the manner which may have affected their independent performance of auditing duties.

The auditor of the Company and the auditor of its subsidiaries are of the same auditing firm except for overseas subsidiaries which have external auditors from other audit firms due to the suitability of size and business operations. However, the Board of Directors will ensure that the consolidated financial statements will be completed on a timely basis.

2. Determination of auditor's fee for the year 2022 as per details as follows:

The remuneration in services for auditing in year 2022 at totaling Baht 3,430,000 per year for annually auditing the Company's separated financial statements and consolidated financial statements and for quarterly reviewing the above mentioned financial statements, increase Baht 240,000 or 7.5% from 2021.

	2021 (Baht)	2022 (Proposal) (Baht)
Audit Fee of the Company	2,270,000	2,460,000
Audit Fee for 4 subsidiaries	920,000	970,000
Non-Audit Fee	No	No
Total*	3,190,000	3,430,000

*The audit fee above excludes miscellaneous related expenses such as document/printing, communication exclude and VAT.

The moderator gave the opportunity to the Meeting to make inquiries or provide suggestion to this agenda but there were no shareholders or proxy who has made inquiries to this agenda. Therefore, the moderator proposed to the Meeting to consider and approve the appointment of auditor of the Company and its subsidiaries and the determination of auditor's fee for the year 2022. A resolution on this agenda shall be approved by a majority votes of shareholders, attending the meeting and casting their votes.

Meeting's Resolution: The Meeting unanimously resolved to approve the appointment of the auditor from Deloitte Touche Tohmatsu Jaiyos Compay Limited (“**Deloitte**”) as the auditor of the Company and its subsidiaries for the year 2022 and determining the auditor's fee for the year 2022 with details as follows:

- (1) Ms. Wimolporn Boonyusthian Certified Public Accountant No. 4067 or
- (2) Mr. Choopong Surachutikarn Certified Public Accountant No. 4325 or
- (3) Ms. Juntira Juntrachaichoate Certified Public Accountant No. 6326

to singly act as the auditor and give an opinion on the Company's financial statements. In the absence of the above-named auditors, Deloitte is authorized to identify one other Certified Public Accountant within Deloitte to act as the auditor and give an opinion on the financial statements of the Company and its subsidiaries in place of such auditor. In this regard, the Meeting resolved to approve the determination of auditor's fee for the year 2022 in the amount of not exceed Baht 3,430,000.

With the following votes as follows:

Approval	452,023,954	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0.0000%
Abstained	0	votes		
Void Ballots	0	votes		

*The abstained votes and void ballots were not calculated for vote count.

Agenda 8 To consider and approve the added the objective of the Company's Affidavit

The Chairman informed the Meeting that the Company Office space is leased to affiliated companies in the same office building. The Board of Directors therefore proposed to the 2022 Annual General Meeting of Shareholders to consider and approve the addition of objectives in the Company's affidavit of approval, Clause 32, regarding the business of renting and providing property services for accuracy and in accordance with the law.

The moderator gave the opportunity to the Meeting to make inquiries or provide suggestion to this agenda but there were no shareholders or proxy who has made inquiries to this agenda. Therefore, the moderator proposed to the Meeting to consider and approve the added the objective of the Company's Affidavit. A resolution on this

agenda shall be approved by the votes of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting.

Meeting's Resolution: The Meeting unanimously resolved to approve the added the objective of the Company's Affidavit with the details as follows:

Approval	452,023,954	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0.0000%
Abstained	0	votes		
Void Ballots	0	votes		

* The approval vote, disapprove votes, abstained votes and void ballots were calculated for vote count.

Agenda 9 Other matters (if any)

The Chairman gave the opportunity to the shareholder or proxy to make inquiries or provide suggestions to the Board of Directors or the Company's executive.

Mr. Aphiban Ariyakulkan, a shareholder, asked the Company as follows:

1. Has the Company directly or indirectly affected from the sanctions against Russia? and How?

Answer: At present, the Company has not been affected by any such incident.

2. The Company's business is based on technologies that are understood to be developed by the United States in the future. It was used as a weapon in the boycott. Will it affect the service to customers who are not friendly to the United States?

Answer: Most of the Company's technology is developed by the company itself. Therefore, there is no material impact on the Company's customers in such cases.

3. Is there another technology back up for the Company's platform if the US can boycott the technology the company uses to serve its customers?

Answer: Most of the company's platforms are developed by the company itself. Therefore, there is no material impact on the Company's customers in such cases.

4. "New World Order" is a threat to the Company's business. How and what are our plans for support?

Answer: The Company must not stand still and must develop in various fields and have to adapt to the changing currents of the situation all the time.

There were no further inquiries, the moderator, therefore, informed the Meeting that the Company, through the Stock Exchange of Thailand/Company's website, had previously invited shareholders to propose other agendas but no shareholder did so. As such, there was no other agenda to consider at this Meeting.

Nevertheless, the Chairman informed the Meeting that the minutes of this Meeting would be posted on the Company's website for shareholders to review. Any shareholder who wishes to propose any adjustment to the minutes may contact the Company.

The Chairman then thanked all shareholders and declared the meeting adjourned at 10.19 a.m.



(Mr. Anotai Adulbhan)
Chairman of the Meeting



(Mr. Thammanoon Korkiatwanich)
Minute Taker