

**Minutes of The 2022 Annual General Meeting of Shareholders
of Phol Dhanya Public Company Limited**

The Meeting was convened on Wednesday April 27, 2022 at 2.00p.m.

Live Broadcast at Company's address 1/11 Moo 3 Lamlukka Road, Ladsawai, Lamlukka, Pathumthani 12150

The Meeting convened at 2.00 pm.

Asso.Prof.Dr. Ekachidd Chuungcharoen, Chairman of the Company and presided as the Chairman of the Meeting (the "Chairman"). The Chairman delegated the role to Ms. Saowapa Choorujiporn, (the "Company Secretary") perform the secretary of the meeting, as moderator to conduct the Meeting together with clarification of meeting rules.

Miss Saowapa Choorujiporn acting as the meeting moderator and welcoming all shareholders and attendees attending the 2022 Annual General Meeting of Shareholders of Phol Dhanya Public Company Limited today. For the 2022 Annual General Meeting of Shareholders, this is a meeting via electronic media by outsource service "**Quidlab**" which is broadcast live at the head office of the Company address 1/11 Moo 3 Lamlukka Road, Ladsawai, Lamlukka, Pathumthani 10120

Company Secretary, introduced the Company's Board of Directors, Executive Management and Auditor and Legal representative to attending the Meeting in order to deliver additional information and answer the questions to the Meeting.

Attending Directors:

At present there were 8 directors and portion of director to attend the Meeting 100% of all amount directors, all Chairman of Sub-committee attend the meeting, as follows:

The name of Director attend the Meeting

- | | | |
|-------------------------|--------------------|---|
| 1. Assoc.Prof. Ekachidd | Chungcharoen Ph.D. | Independent Director/ Chairman of the Board
Chairman of the Nomination and Compensation Committee |
| 2. Mr. Noppadol | Dheerabutr vongkul | Independent Director/ Chairman of Audit Committee/
Chairman/ Nomination and Compensation Committee |
| 3. Mr. Boonchai | Suwanvutthiwat | Director/Risk Management Committee |

The name of Director attend the Meeting via Online

- | | | |
|------------------------|----------------|--|
| 4. Mr.Santi | Niamnil | Independent Director/ Audit Committee |
| 5. Dr. Pallapa | Ruangrog | Independent Director/Audit Committee/
Risk Management Committee |
| 6. Gen. Chaiwat | Satondee | Independent Director/ Nomination and Compensation Committee |
| 7. Mr. Wisratue | Srirojanakul | Independent Director |
| 8. Mr. Thanya | Wangthamrong | Director |
| 9. Asso.Prof.Dr.Suluck | Patharathammas | Chairman of Risk Management Committee |

The name of Executive Management attend the Meeting:

- | | | |
|-----------------|----------------|---|
| 1. Mr. Boonchai | Suwanvutthiwat | Chief Executive Officer |
| 2. Mr. Thanya | Wangthamrong | Vice President Corporate Marketing and Sales/
Acting Chief Financial Officer (CFO) |

The Auditor and Representative attending the Meeting via E-Meeting

- | | | |
|---------------|---------------------|--------------------------------------|
| 1. Ms. Panita | Chotesaengmanee kul | Auditor of ANS Audit Co., Ltd. (ANS) |
|---------------|---------------------|--------------------------------------|

The Legal to attend the meeting via E-Meeting (Inspector the vote counting at the shareholders' meeting)

1. Mr. Nattapol Phuthanupab Representative from Dheerakupt Consultant Co., Ltd

Attorney on behalf Thailand Investors Association attended the meeting

1. Mr. Bhuriphat Na Songkla Proxy Right Protection Volunteer (TIA)

The Annual General Meeting of Shareholders for 2022 (“the AGM”), to be held via electronics (E-AGM) according to the Emergency decree on Electronics Meeting B.E.2563 to prevent the spread of COVID-19. The Company has used the system of management service from Quidlab Company Limited, which is a system that complies with the announcement of the Ministry of Digital Economy and Society on the security standards of meetings via electronic media B.E. Control the meeting by the Electronic Transactions Development Agency (ETDA).

To comply with Thailand Personal Data Protection act.2019, the Company has announced the data protection for the 2022 Annual General Meeting, would like to inform you that the Company will take photographs and record the video during the AGM for the use of reporting and publicizing the AGM means printing, you may appear in the picture or video recording of the AGM, but the details of your identity will not be identified, except recording name-surname of shareholders and/or grantees questions were asked reference only appear in the minutes comply to corporate governance principle.

Clarification the meeting rules and procedures for the meetings and voting is conducted in compliance with good corporate governance guidelines, the company would like to inform that the guideline of voting and counting procedure (details as appeared in Enclosure 3 (page 16-18) which had been sent to shareholders together with the notice of this meeting, as follows:-

Voting Method

1. Voting agenda will be done disclosure, the shareholder has the right to vote according to the number of shares held by him/her, whereby the shareholder is entitled to cast his/her votes in each agenda to either approve, disapprove or abstain from voting only one way or another, cannot divide the vote into parts except a Custodian in Thailand to safe keep and take care of its securities, able to vote separately for approve, disapprove or abstain at the same time in each agenda.
2. Any shareholder who does not cast his/her votes by marking into the box, the Company will assume that such shareholder cast his/her votes to approve the agenda as proposed by the Board of Directors
3. The company will give approximately 1 minute to vote.

Shareholders are requested to follow the vote casting procedures as follows:

When shareholders wish to cast votes, click on the vote casting menu (designated in a check mark sign) on the menu bar on the left. There is a button to cast vote for each agenda.

Cast vote in each agenda by clicking only one button; ‘agree’, ‘disagree’ or ‘abstention’, then click submit. When the vote is casted, shareholders will receive a pop-up notification for vote submission.

If shareholders log in to the system and does not click any buttons on the vote casting menu, the system will automatically vote ‘agree’.

In this regard, casting or changing votes in each agenda can be done until the vote closing is announced for each agenda.

For security reason, each user can sign in to the system with one device only. If you attempt to sign in with another device or browser on the same computer, the previous sign in will automatically be terminated. In this regard, disclosing your username and password to others is prohibited.

If shareholders request username and password to access the E-AGM and power of attorney form B is distributed, with the vote being casted as intended, the system does not allow any changes to the vote. However, shareholders can view the meeting broadcast and submit questions on relevant agendas.

Vote Counting Criteria

1. One share shall be counted as one vote, under the Company's Article Association 43(1) whereby a resolution will require a majority vote at the meeting, except as stated otherwise by law, except agenda 5 required Majority Vote of not less than two-third (2/3) of all the votes of the shareholders present the meeting. If the votes are equal, the Chairman of the meeting shall have an additional casting vote separately from the shareholder base
2. To count votes of each agenda, the Company will deduct the total votes casted in disapproval or abstentions, from the total votes of the shareholders attending at the meeting and being entitled to vote. The result shall be taken as the votes in approval. For the Shareholders who have entrusted their proxies to other persons to attend the meeting and cast their votes in accordance with their wishes, the result thereof shall be the votes including the votes in accordance with the wishes of the principals. For directors who are shareholders to exercise the right to vote in favour of the Board of Directors' opinion.
2. The notification of voting results for each agenda, the chairman of the meeting will summarized the result of the votes counting in each agenda to the meeting for acknowledgement that each agenda being unanimously approved or approved by majority votes by how many votes, as well as the numbers of disapproved votes and abstained votes., so each agenda use the number of shares of meeting attendance. Therefore, the number of attendees in each agenda is subject to change and may not be the same.

Void ballot such as; the ballot that filled more than one mark in the space provide; or votes that casts a vote expressing a conflict of intent; or crossed out without a signature thereon; or there are votes cast in excess of the entitled votes, shall be classified as void ballot, except of the Custodian

Vote Casting in each Agenda

The chairman of the meeting will allow opportunities for meeting participants to ask questions related to that particular agenda or express opinions as appropriate.

For questions or opinions not related to the agenda at hand, they shall be asked or discussed in other agenda at the end of the meeting. Cooperation is required of shareholders to express opinions or ask questions concisely and refrain from asking the same questions or express opinions on the same matters to allow opportunities for other shareholders to exercise their rights equally. Hence, cooperation is asked of shareholders in order to ensure effective meeting within the designated time period.

If shareholders wish to ask questions or express opinions, please send them in via the text menu (chat window), type messages and press "send" to confirm such messages.

The chairman of the meeting will read questions in order, and the Company reserves the right to answer questions related to the agenda being discussed. Questions not related to the agenda will be addressed later at the close of the meeting following the procedures as specified above. In this regard, prior to asking questions or express opinions via the "message

box”, please state your name, last name and status, for instance, whether you are a shareholder or a proxy, in order to record the meeting minutes correctly and comprehensively.

In case there are many questions submitted, the Company reserves the right to consider and select the questions as appropriate. If any questions cannot be answered during the meeting due to time limitation, the Company will address them and share the answers in the meeting minutes or the Company’s website in due course.

In case the shareholders or proxies encounter any technical problem, please follow the guideline for the meeting by electronics method according to the company’s requirements, please contact “Quidlab” who is the system provider E-AGM Tel: 02-013-4322 mobile: 080-008-7616 or email: info@quidlab.com

To observe good practices for the shareholders’ meeting of listed companies regarding vote counting, the Company would like to invite a representative from Dheerakupt Consultant Co., Ltd., by Mr. Natthapol Putthanuphab, to execute vote counting and oversee the shareholders’ meeting to comply with the laws and the Company’s regulations.

The company has fix Record Date on March 11, 2022 to entitle rightful shareholders to attend the 2022 Annual General Meeting of Shareholders, total 4.271 shareholders of 202,500,232 shares, summarized as follows:-

Registration	No. of Shareholders (in persons)	No. of shares (Shares)	Percent
Present in person	11	37,983,272	18.7571
Present by proxy	17	66,451,736	32.8156
Total	28	104,435,008	51.5727

The quorum was thereby constituted according to rules and the Company’s Articles Association, which requires that no less than 25 shareholders and proxies are present at the meeting or not less than half of the total number of shareholders. Whichever is less and must have shares in aggregate not less than one-third of the total number of shares paid-up capital of the Company therefore a quorum will be constituted.

Start the meeting, there were additional attending 1 shareholder with 400 shares attending. Therefore, the total number of shareholder attending the meeting was 29 shareholders have 104,435,408 shares with 51.5729 of the total paid-up capital shares of 202,500,232 ordinary.

The Secretary has invited Assoc.Prof.Dr. Ekachidd Chungchaoen Chairman of the Board and presided as the Chairman of the Meeting, are welcome the Shareholders and convene the meeting.

The Chairman has presided as the Chairman of the Meeting and the Company’s representative in welcoming the shareholders attending the meeting and all proxies at the 2022 Annual General Meeting of Shareholders of the Company via electronic device today. Now, the shareholders and proxies attended the meeting to form a quorum as prescribed in the Company's Articles of Association., so would like to open the meeting to consider agenda matters as shown in the invitation letter for the 2022 Annual General Meeting of Shareholders

The Chairman informed that

1. The Company disclosed the previous minutes of the 2021 AGM on April 26, 2021 on the company website (www.pdgth.com) from May 6, 2021 and also posted via SET Link to Shareholders to review recorded correctly and completely or suggestion for correction by June 6, 2021. However, there were no objection or requested and amendment.

2. The Company allowed the minor Shareholders to exercise their rights to put forward the 2022 AGM's agenda and nominate director candidates in advance during September 17, 2021-December 30, 2021 and disclosed the criteria in considering the proposal to submit agenda item and nominated qualified director through SET information system and the company's website. As a result, there was no meeting agenda and nominated director proposed by the shareholders.

However, during the period from 25 March 2022 until 21 April 2022, the Company gave an opportunity for shareholders to submit questions in advance of the shareholders' meeting via the company's website, there were no any question from the shareholders to be proposed.

Then, the Chairman has proceeded the following business agenda meeting in the Notice, as follows:

Agenda 1 To Acknowledge the Company operating results for 2021

The Chairman proposed to shareholders attend meeting to acknowledge the operating results of the Company and the annual report for the year 2021 along with the significant changes occurred during the year 2021, details appears in the 2021 Annual Report (QR Code) which has delivered to shareholders together with the notice of meeting. Furthermore, the said Annual Reports in printing form are also available for the shareholders in front of the Meeting room and let's opportunity for shareholders to ask question (if any). In this regard, If any shareholders wishes to request a hard copy of the annual report, they can contact them through the specified contact channel, since this agenda is for acknowledgement the operating results only no voting is required.

The Chairman asked Mr. Boonchai Suwanvutthiwat in the capacity of Chief Executive Officer to summarize the 2021 operating performance and key financial information of company in order to give overall picture.

Mr. Boonchai Suwanvutthiwat in the capacity of Chief Executive Officer (CEO) welcomed all shareholders attending today's meeting and reported the summary of the operating performance 2021 as below:-

1. Revenue from sales and services

In 2021, the Company's total revenue from sales and services were 1,225.76 MB, increasing by 170.25 MB or 16.13% YoY at 1,055.51 MB.

2. Revenue by Products

In 2021, Revenue by Products comprising of 889.88 MB of Occupational Safety, Health and Environment Products or SAFETY accounting for 72.60%, 305.75 MB of Control Environment Products or CE accounting for 24.94% and 30.13 MB of Water Solution Products or WATER accounting for 2.46%.

The revenue from sales and service provisions from SAFETY products was 889.88 MB, increasing by 89.48 MB or 11.18%, mainly from existing customers and new customers in the foods industry and electronics industry that have continue expanded their production capacity and other major industries, such as automotive, petrochemicals, have increased production compared to the previous year. And the situation of the epidemic of COVID-19, there is still the demand for disease prevention items continuously, leading to increased revenues from hospital, medical and public health organizations and more dealer customers, in addition, there was an increase in the revenue from consumer through online sales channels.

The revenue from sales and service provision in CE products was 305.75 MB, increasing by 90.82 MB or 42.26% mainly from key customers in the electronics industry that have continued expanded their production capacity, leading to higher demand

for CE products. In addition, product prices have increased in pursuit of the higher market prices at the beginning of the year especially higher demand for clean room gloves and disposable gloves amidst COVID-19 has led to an increase in revenue for CE products both from existing and new customers.

The revenue from sales and service provision in WATER Products was 30.13 MB, decreasing by 10.05 MB or 25.02%, mainly from the installation of water supply system and continue providing services for existing customers, including after-sales services and maintenance. However, the COVID-19 situation has caused certain customers' new projects to delay.

3. Profitability

In 2021, the Company's gross profit was reported at 287.59 MB, accounted for gross profit margin 23.46%. The gross profit increase by 13.45 MB or 4.91% in line with the increase in sales revenue, compared to gross profit 274.14 MB, accounted for gross profit margin 25.97% in previous year. However, the gross profit margin declined, due to increased cost of goods in some categories and the sales proportion of products with lower gross profit margins increased while the proportion of sales of products with higher gross profit margin decreased.

In 2021, the company's consolidate net profit was 81.89 MB, accounted for net profit margin 6.66%, net profit increase of 8.03 MB or 10.87% compared to net profit of 73.86 MB, accounted for net profit margin 6.95% in the previous year.

The return on equity or ROE was 24.16% and the return on asset ratio or ROA was 16.90%, increasing from 23.42% and 15.95% respectively in previous year.

4. Financial Position and Liquidity

As of December 31, 2021, the Company's total assets were 636.23 MB, increasing by 30.23 MB or 4.99% from December 31, 2020. The assets increased mainly from 66.66 MB of net-inventories, while, cash and cash equivalents decreased by 33.67 MB. And non-current assets decreased mainly from depreciation and amortization.

As of December 31, 2021, the Company's total liabilities were 288.06 MB, increasing by 9.22 MB or 3.31% from December 31, 2020. The Liabilities increased mainly from the increase of 7.13 MB of short-term loans-trust receipt from financial institutions, 9.14 MB of trade payables. Non-current liabilities decreased mainly from 5.36 MB of long-term loans from financial institutions.

As of December 31, 2021, Shareholders' equity of the Company was 348.17 MB, increasing from the resulting from net profit of 81.89 MB, while, decreasing by 60.75 MB from dividend payment and allocated as a legal reserve of 3.96 MB.

The liquidity ratio in 2021 was 1.87x, while the debt to equity ratio was 0.83x.

5. Summarized the operating result year 2021

The operating results for the year 2021, the Company's net profit was 81.89 MB, representing an earnings per share of 0.40 baht per share, increase from the previous year with an earnings per share of 0.36 baht per share.

6. Operating Performance in Corporate Governance

The Company is determined to operate with ethics in accordance with the principle of good governance. The Board of Directors have arranged for the Corporate Governance Policy in writing, following the CG Code 2017 framework, and adhere to the OECD criteria and ASEAN CG Scorecard, by adopting them to match with the organizational context, with monitoring and following-up to ensure compliance with the Corporate Governance Policy.

In 2021, the Company was evaluated 'excellent' in the corporate governance operations, having been given 5 stars for the 7th consecutive year, and scored 100 points in the AGM arrangement evaluation 2021 from the Thai Investors Association.

7. Operating Performance in Anti-Corruption

The Company has been certified membership of the Collective Action Coalition against Corruption of the Thai Private Sector. In 2021, it will be a third year of membership, and the Company is now in the process of applying for a renewal of the CAC certificate.

In 2021, the Company's operations will continue to support anti-corruption measures, for instance, an annual review of policies and practices to guard against corruption, assessment of corruption risks, identification of risk mitigation protocols, instilling anti-corruption as part of the organizational culture via communication and training to organizational members, as well as encouraging suppliers to follow the anti-corruption measures. In 2021, there were no complaints related to misconduct and violation of the anti-corruption policy.

8. Sustainability Operations

In 2021, the Company has been selected to be in the Universe tier of ESG100 listing for the second consecutive year, organized by the ESG Rating Division, Thai Phat Institute.

With regards to the sustainability operations, details are available in the Annual Sustainability Report 2021, which is disseminated on the Company's website.

Lastly, Mr. Boonchai Suwanvutthiwat the Chief Executive Officer thanked the shareholders for their attention and for continuous support from the shareholder.

The Chairman granted an opportunity for shareholders to ask questions or express other opinions.

Mr. Tanin Ngamvitayapong a shareholder, asked why the revenue in the fourth quarter was the lowest compared to the previous 3 quarters.

Mr. Boonchai Suwanvutthiwat explained that it is not unusual since there are many public holidays in December and many industrial plants take this period of time to execute an annual inventory check and clear out stocks on hand, so additional purchases are usually limited at this time.

There was no further question raised on this Agenda item, therefore No voting for this Agenda.

Resolution:

The Meeting acknowledged the Company's performance for the year 2021.

Agenda 2 To consider and approve of the Audited Consolidated Financial Statements of the Company for the financial year end as of 31 December, 2021

The Chairman informed that the Company has proposed the said Financial Position, Statement of Comprehensive Income for the fiscal year ended on December 31, 2021 in which such has already been audited by Ms. Panita Chotesaengmancekul, the auditor of ANS Audit Co., Ltd. expressed their opinion that the financial statement contained accurate information was made in accordance with general accepted account standards and reviewed by the Audit Committee and Board of Directors have considered and endorsed such audited report with unconditionally opinions, deemed correct and adequacy, complete and sufficient pursuant to the generally accepted accounting standard which appears in the Annual Registrations Statement/Annual Report 2021 (56-1 One Report) (page 112-159) with covering Management Discussion and Analysis (page 46-53) has delivered to the shareholders together with the Notification Letter, as Chief Executive Officer has summarized overview in Agenda 1.

The Chairman granted an opportunity for the shareholders to ask questions or express any opinions.

There was no further question raised on this Agenda item. The Chairman proposed that the Shareholders vote by majority votes of the shareholders attending the Meeting and casted their votes.

Resolution:

The Meeting approved the Company's financial statements for the fiscal year end of 31 December, 2021 as proposed, resolved with the majority votes of the shareholders attending the Meeting and casted their votes, as per the following votes:

Resolution	Total Vote (one share=one vote)	% of Vote
Approved	104,435,407	100.0000
Disapproved	0	0.0000
Abstained	1	0.0000
Void ballots	0	-
Total (29 persons)	104,435,408	100.0000

Agenda 3 To consider and approve dividend payment 2021 and the allocation of net profit as legal reserve

The Chairman advised the Meeting,

the Company had net profit from the separate financial statements for the year ended on December 31, 2021 amounted of 79.24 million baht, earning per share of 0.39 baht, in compliance with section 115 and section 116 of the Public Limited Company Act., and the Company's article of association and the dividend policy, after consideration of the dividend policy, the Company has no accumulated loss, the financial liquidity ratio at the appropriate level for business operations. The Board deemed its appropriate to propose to the AGM to acknowledge the interim dividend and approved the dividend payment for 2021, as follow:-

1. The Interim dividends for the first half of 2021 operating results

Acknowledge the interim dividends for the first half of the year 2021 at the rate 0.16 baht per share, totaling 32.40 million baht paid on 9 September 2021.

2. The dividends for the second half of 2021 operating results

2.1 To allocate net profit to legal reserve 5% of net profit in the year 2021, amounting 3.96 million baht.

2.2 Appropriate to approve the Dividend payment at the rate 0.32 baht per share, totaling not exceeding 64.80 million baht or 81.78% of net profit, in compliance with the Company's policy. Therefore the company has paid the interim dividend at rate 0.16 per share, the remaining payment for second half of year 2021 at rate 0.16 baht per share, totaling 32.40 million baht.

The dividends are paid from the net profit which is subject to corporate income tax at the rate of 20 percent and ordinary shareholders in the category of individuals can request for a tax credit of 20/80 of the dividends paid under the section 47bis of the revenue code.

2.3 The Board has set the Record Date for the rights to receive the dividend payment on March 11, 2022. The dividend will be payable on May 20, 2022.

The Chairman granted an opportunity for the shareholders to ask questions or express any opinions.

There was no further question raised on this Agenda item. The Chairman proposed that the Shareholders vote by majority votes of the shareholders attending the Meeting and casted their votes.

Resolution:

The Meeting acknowledge the interim dividends at rate 0.16 baht per share, has a resolution to allocated legal reserved amounting 3.96 million baht and the dividend payment for the year 2021 at rate 0.32 baht per share, totaling not exceed 64.80 million baht, the remain payment at rate 0.16 baht per share, totaling 32.40 million baht, the dividend payment on 20 May 2022, resolved with the majority votes of the shareholders attending the Meeting and casted their votes, as per the following votes:

Resolution	Total Vote (one share=one vote)	% of Vote
Approved	104,435,407	100.0000
Disapproved	1	0.0000
Abstained	0	0.0000
Void ballots	0	-
Total (29 persons)	104,435,408	100.0000

Agenda 4 To consider and approve the appointment of directors replacement those retired by rotation

The Chairman, acting as the Chairman of Nomination and Compensation Committee informed that to be in accordance with section 120 of the Public Limited Companies Act. B.E.2535 (including its amendment) and Articles 20 of the Company's Articles of Association required that one-third of the directors must retired by rotation in each year, may be re-elected to resume their office. In 2022, there are 3 (three) directors to retired by their rotation, namely:

1. Gen. Chaiwat Satondee Independent Director
2. Mr. Thanya Wangthamrong Director
3. Mr. Wisarute Srirojanakul Independent Director

In accordance the Good Corporate Governance, the Company gave an opportunity to shareholders to exercise their rights to nominate the name of qualified persons being consider to be elected as directors for the annual general meeting of shareholders 2022 during September 17, 2021 - December 30, 2021 and disclosed the criteria through SET Link and publicized to the company's website. However, there were no anyone to propose the nominated person for appointment a director of the company.

The Nominating and Compensating Committee (except those retired directors who have conflicts of interest) has considered the appropriate composition structure, maintaining of 9 members, for the position of director that is still vacant (one seat), there is no suitable person and it is in the process of selecting the director of the company, as assigned to the Nomination and Compensating Committee recruiting to replace those who resigned for the remaining term and proposed to the Board for approval accordingly.

The Nominating and Compensating Committee's (except those retired directors who have conflicts of interest) has considered and scrutinized the suitability of the person who has nominated for this time has qualifications suitable for the business of the company

By carefully scrutinizing with duty of care those 3 Directors who have completed their term of office namely; 1) Gen.Chaiwat Satondee (Independent director) 2) Mr.Thanya Wangthamrong (Director) and 3) Mr.Wisarute Srirojanakul (Independent Director), being a qualified person according to the criteria and criteria of nomination of directors of the Company and in accordance with the relevant requirements, deemed appropriate to re-appoint to the company's director for another term,

both two independent directors namely; Gen.Chaiwat Satondee and Mr.Wisarute Srirojanakul, be independent according to the relevant rules and regulations, able to express their independently opinions.

The Board of Directors (excluding any directors considered having conflicts of interest) who thoroughly considered and scrutinized carefully, be in line with the company's criteria to ensure that those 3 nominated directorial candidates has qualified, suitable for the company's business operations according to the roles, duties and responsibilities of each director, which will be benefit and consistent with the company's business refer to the Nomination and Compensation Committee's proposal, deem appropriate to proposed the Shareholder's Meeting to re-election of those three(3) nominated directorial candidate to retain their directorship for another term, their profile and qualification has been presented in the enclosure that delivered to the shareholders prior the meeting.

In order to comply with the principles of good corporate governance, request the shareholders to vote on the appointment of individual directors. Only the votes of the shareholders who voted approved and abstained will be counted, then deducted from the total number of votes of the shareholders who attended the meeting and voted, and announcing by individual scores.

The Chairman proposed that the Shareholders vote each director individually by majority votes of the shareholders attending the Meeting and casted their votes.

After receiving and checking the voting, details as follows;

Resolution:

The meeting approved to appoint those 3 directors, namely; 1) Gen.Chaiwat Satondee (Independent Director) 2) Mr.Thanya Wangthamrong (Director) 3) Mr.Wisarute Srirojanakul (Independent Director), as the Company's Director to retain their directorships for another term as proposed, resolved with the majority votes of the shareholders attending the Meeting and casted their votes, as per the following votes:

4.1 Gen. Chaiwat Satondee (Independent Director)

Resolution	Total Vote (one share=one vote)	% of Vote
Approved	104,429,636	99.9945
Disapproved	5,772	0.0055
Abstained	0	0.0000
Void ballots	0	-
Total (29 persons)	104,435,408	100.0000

4.2 Mr. Thanya Wangthamrong (Director)

Resolution	Total Vote (one share=one vote)	% of Vote
Approved	104,429,636	99.9945
Disapproved	1	0.0000
Abstained	5,771	0.0055
Void ballots	0	-
Total (29 persons)	104,435,408	100.0000

4.3 Mr. Wisarute Srirojanakul (Independent Director)

Resolution	Total Vote (one share=one vote)	% of Vote
Approved	104,429,636	99.9945
Disapproved	5,772	0.0055
Abstained	0	0.0000
Void ballots	0	-
Total (29 persons)	104,435,408	100.0000

Agenda 5 To consider the remuneration of director for 2022

The Chairman, Assoc.Prof. Ekachidd Chungcharoen, Ph.D. acting as the Chairman of Nomination and Compensation Committee informed that The Board of Directors considered with the consent from the Nominating and Compensating Committee have carefully scrutinized the appropriateness of duties and responsibilities of the directors, performance evaluation results of directors, company performance and size of its business and comparing with the same capacity and nature of similar business, motivation and considering the persuasion competency to invite qualified person to become company's directors, in complied to the criteria and procedure for determining remuneration for directors, transparency process which has been approved by the board of directors and propose to the shareholders for approval, relied on good practices including a survey report on the directors' remuneration conducted by the Thai Institute of Directors (IOD). The Board of Directors deemed its appropriate to propose to the Shareholder's meeting consider the determine remuneration 2021, as follows:

Remuneration Details	Monthly fee (month) ²		Meeting allowance (attendance) ³	
	Chairman	Director	Chairman	Director
1. Board of Director	25,000	12,000	22,500	15,000
2. Audit Committee	20,000	-	18,000	12,000
3. Nomination and Compensation Committee	15,000	-	18,000	12,000
4. Risk Management Committee	15,000	-	18,000	12,000
5. Others (if any)	-	-	-	-
6. Bonus from the operating result year 2021 ⁴	2.5 percent of total dividend payment to shareholders year 2021			
7. Bonus from the operating result year 2020 ⁴	amounts 1.518 MB (2.5 percent of total dividend payment year 2020)			
8. Total Remuneration 2022 ¹ (shall be effective from the date of resolution)	Monthly fee and meeting allowance not exceeding 4 MB/year and Bonus 2.5 percent of total dividend payment to shareholders.			

The Company does not impose any other benefits for directors. In addition to regular compensation meeting allowance and bonus for directors per above mention. However, the Company takes into duties and responsibilities of directors by insuring under the D&O Insurance Policy that covers the liability of directors and executive officers of amounts 100MB, premium 0.15mb for period of 1 year (1Nov.2022-1Nov.2023) the ¹¹th consecutive year.

The Chairman granted an opportunity for the shareholders to ask questions or express any opinions.

There was no further question raised on this Agenda item. The Chairman proposed the Shareholders casting their vote on this agenda item with the vote of not less than two-third of the total votes casted of the shareholders attending the meeting.

Resolution:

The Meeting approved the director’s remuneration for the year 2022, totaling not exceeding Baht 4 million and Bonus 2.5 percent of total dividend payment to shareholders year 2022, the directors’ bonus year 2021 amounts of 1.518 million baht as proposed, resolved with the vote of not less than two-third of the total votes casted of the shareholders attending the meeting, as per following vote:

Resolution	Total Vote (one share=one vote)	% of Vote
Approved	104,435,407	100.0000
Disapproved	1	0.0000
Abstained	0	0.0000
Void ballots	0	-
Total (29 persons)	104,435,408	100.0000

Agenda 6 To consider the appointment of the auditor and determine their remuneration for year 2022

The Chairman, assigned Mr.Noppadol Dhreerabutrvingkul the Chairman of Audit Committee present to this agenda.

Mr.Noppadol Dheerabutrvingkul inform the Meeting that section 120 of the Public Limited Companies Act. B.E.2535 (including its amendment) required that each annual general meeting of shareholders appoints an auditor and fixed their remuneration year to year.

The Board of Director with a consent from the Audit Committee depend on its expertise, experience and audit performance is in accordance with the plan, independently and satisfied performance during past year. It was deemed appropriate to propose the appoint formerly ANS Audit Co., Ltd. as the Auditor of the Company for the fiscal year ending December 31, 2022, by either one of the individuals namely below;

1. Mr.Sathien Vongsnan Certified Public Accountant No. 3495 or
2. Mr.Atipong Atipongsukul Certified Public Accountant No. 3500 or
3. Ms.Kulthida Pasurakul Certified Public Accountant No. 5946 or
4. Ms.Panita Chotesaengmaneekul Certified Public Accountant No. 9575

of ANS Audit Co., Ltd. to be the Company’s Auditor for the year 2022 (eleven consecutive years)

In the event that the aforementioned auditors cannot perform their duty, ANS Audit Co., Ltd. shall provide its alternative auditor to audit and provide an opinion on the financial statements in place of such auditors. The auditors who certify the financial statements have no relationship in any circumstances and have neither conflict of interest with the Company and/or its subsidiary companies nor the management, major shareholders or any related persons of the aforementioned.

The remuneration for the Auditors year 2022 amounts to Baht 1,672,000 were including subsidiaries company, which increasing Baht 42,000 or 3% from previously, due to the increased portion of income growth, no other non-service fee except the audit fee. Even though, the auditors of foreign subsidiaries are not affiliated with the same audit office, the Board will ensure that the financial statements can be completed on time.

The Chairman granted an opportunity for the shareholders to ask questions or express any opinions.

There was no further question raised on this Agenda item. The Chairman has proposed the Meeting to approve by majority votes of the shareholders attending the Meeting and casted their votes.

Resolution:

The Meeting approved the appointment of Mr.Sathien Vongsanan (CPA no. 3495) or Mr.Atipong Atipongsakul (CPA no.3500) or Mr.Vichai Ruchitanont (CPA no. 4054) or Ms.Kultida Pasurakul (CPA no. 5946) or Mr.Yuthtapong Chuamuangpan (CPA no. 9445) or Ms.Panita Chotesaengmaneekul (CPA no. 9575) of ANS Audit Company Limited to be the Company’s Auditor for the fiscal year 2022 and determined the Audit Fees of amounts Baht 1,672,000 as proposed with the majority votes of the shareholders attending the Meeting and casted their votes, as per the following votes:

Resolution	Total Vote (one share=one vote)	% of Vote
Approved	104,429,636	99.9945
Disapproved	5,772	0.0055
Abstained	0	0.0000
Void ballots	0	-
Total (00 persons)	104,435,408	100.0000

Agenda 11 Others Business (if any)

The Chairman informed the Meeting that the agenda proposed for consideration as specified by the Company in the Invitation to the 2022 Annual General Meeting of Shareholders has been considered.

In proposing other agendas other than those specified in the invitation letter under Section 105 paragraph 2 of the Public Limited Companies Act B.E.2535 (including revision) stipulated that when the meeting has considered the agenda according to the agenda set in the notice of the meeting Shareholders holding shares in aggregate not less than one-third of the total number of shares paid-up capital may request the meeting to consider others matter than those specified in the notice calling for the meeting.

The Chairman provided the following answers:

Mr. Bhuriphat Na Songkhla, a proxy from the Thai Investors Association, asked:

1) How have the increase in energy price and the Russia-Ukraine crisis affected the Company’s cost? If so, what are the protocols to cope with them?

Mr. Boonchai Suwanvutthiwat explained that there may be some impact, but since the Company’s business is not factory-based, so it can be 1) office expenses; electricity and water expenses based on actual uses, but due to COVID-19, many staff members are working from home 2) transportation expense and staff vehicles especially sales team, which can be minimized by less commute to work and conducting meetings online. Transportation vehicles are equipped with the GPS to optimize routes to save cost. With the prevalence of electric vehicles (EV), the Company may consider changing to EV to save on fuel expenses and minimize pollution. Besides, the import cost may have increased, whereby the Company has managed the supply chain to ensure adequate stock under the appropriate cost in relation to the purchase quantity and customers’ requirements.

2) Many people have lost their jobs and turned to bakery to earn a living. This can be an opportunity for a subsidiary, and the Company has the policy to maintain ingredient prices such as different types of flour, as bakery makers feedback on high ingredient cost and try to source ones with a cost-effective option.

The Chairman stated that bakery is outside of the Company’s vision and objective, but the business direction resonates with the vision “To be a leading and sustainable provider of Safety, Occupational Health and Environment (SHE) products and services in Thailand and ASEAN”, and key products are;

1) Occupational Safety, Health and Environment Products or SAFETY, divided Personal Protective Equipment “PPE” This product is for the person or workers used to wear on any part(s) of their body during work operation in order to prevent from any dangers that may arise from the working environments and Safety and Environment Products “CE” is used to enhance safety in the working place or other places.

2) Control Environment Products or CE used to control the environment for the cleanliness and safety in the workplace, such as Cleanroom for Hospital, Cleanroom for electronic component manufacturing industry etc.

3) Water Solution Products or WATER Comprehensive water treatment system services, design and structural engineering, production, installation or construction of systems in the form of Engineering Procurement and Construction or EPC, Build-Own-Operate or BOO and Build-Operate-Transfer or BOT etc.

Mr. Tanin Ngamvitayapong, a shareholder, asked whether the Company will resume operating the community water supply project.

Mr. Boonchai Suwanvutthiwat explained that the community water supply business has not been in operations in the past 3-4 years, but the Company is still overseeing projects with contractual obligations, for instance, ones with completed inspection and delivery. Meanwhile, lawsuits that are being processed with the municipality to protect the rights of the Company in claiming for excessive legal fines are currently being considered by the court.

The Chairman informed the Meeting that the Company would prepare the minutes of the Annual General Meeting of Shareholders for the year 2022 within 14 days from the date of this Meeting, which would be posted on the Company’s website: www.pdgth.com respectively. The shareholders who would like to propose suggestion and amendment of minutes of shareholders meeting, please inform the Company Secretary at address: cs@pdgth.com within 30 days after the dissemination, if the company does not receive a proposal to amend the said minutes of the meeting, it is considered that the Minutes of the Meeting of Shareholders have been approved by the shareholders.

As well as giving the shareholders an opportunity to ask more question, if there is no more additional questions, expressed the sincere thankful to the shareholders to attending the Meeting, the Meeting was adjourned at 3.30 pm.

Ekachidd Chungcharoen

Signed.....Chairman to the Meeting

(Assoc.Prof. Ekachidd Chungcharoen, Ph.D.)

Chairman of the Board

Saowapa choorujiporn

Signed.....Minutes Recorder

(Miss Saowapa Choorujiporn)

Company Secretary