

**Minutes of The 2024 Annual General Meeting of Shareholders
of Phol Dhanya Public Company Limited**

The Meeting was convened on Friday April 26, 2024 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 Chuongcharoen, Chairman of the Company and presided as the Chairman of the Meeting (the "Chairman"). The Chairman delegated the role to Mrs. Kwandao Duangjan, (the "Company Secretary") perform the secretary of the meeting, as moderator to conduct the Meeting together with clarification of meeting rules.

Mrs. Kwandao Duangjan acting as the meeting moderator and welcoming all shareholders and attendees attending the 2024 Annual General Meeting of Shareholders of Phol Dhanya Public Company Limited today. For the 2024 Annual General Meeting of Shareholders, this is a meeting via electronic only, which is broadcast live at the head office of the Company address 1/11 Moo 3 Lamlukka Road, Ladsawai, Lamlukka, Pathumthani 10120

The Annual General Meeting of Shareholders for 2024 ("the AGM"), to be held via electronics (E-AGM) according to the Emergency decree on Electronics Meeting B.E.2563 and used the system of management service from Online asset Co., Ltd., 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).

The company would like to inform, the 2024 Annual General Meeting, would like to inform you that the Company will take photographs and record the video during to comply with Thailand Personal Data Protection act.2019, the Company has announced the data protection for 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, unless the shareholder or proxy does not wish to specify his or her first and last name. The details of the company's personal data protection policy in addition to the meeting documents. Attachment 10. sent together with the meeting invitation letter in advance or study the details at the company's website. www.pdgt.com

Attending Directors: At present there were 9 directors and 9 directors attending the meeting representing 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. | Chairman of the Board /Independent Director/
Nomination and Compensation Committee |
| 2. Mr. Noppadol | Dheerabutrvingkul | Chairman of Audit Committee/ Nomination and Compensation
Committee/ Independent Director |
| 3. Mr. Thanya | Wangthamrong | Director/ Risk Management and Sustainability Oversight
Committee |

The name of Director attend the Meeting via Online

- | | | |
|-----------------|----------|--|
| 4. Gen. Chaiwat | Satondee | Chairman of Nomination and Compensation Committee/
Independent Director |
| 5. Dr. Pallapa | Ruangrog | Audit Committee/ Risk Management and Sustainability
Oversight Committee/ Independent Director |

- | | | |
|-------------------------|----------------|---|
| 6. Miss Mathusorn | Srikerd | Audit Committee/ Independent Director |
| 7. Mr. Wisratue | Srirojanakul | Independent Director |
| 8. Mr. Boonchai | Suwanvutthiwat | Director/ Risk Management and Sustainability Oversight Committee |
| 9. Mr. Apichart | Jarutangtrong | Director |
| 10. Asso.Prof.Dr.Suluck | Patharathammas | Chairman of Risk Management and Sustainability Oversight Committee (Experts from outside) |

The name of Executive Management attend the Meeting:

- | | | |
|---------------|--------------|--|
| 1. Mr. Thanya | Wangthamrong | Chief Executive Officer |
| 2. Mr.Pornsak | Chunhajinda | Vice President Corporate Support/
Chief Financial Officer (CFO) |

The Auditor form Auditor of ANS Audit Co., Ltd. to attending the Meeting via E-Meeting:

- | | |
|-----------------|----------------|
| 1. Miss Jidrada | Ramsiri |
| 2. Miss Supada | Suriyasupapong |
| 3. Miss Natcha | Boonkanraya |

The Legal from Dheerakupt Co., Ltd to attend the Meeting via E-Meeting:

- | | |
|-----------------|-------------|
| 1. Mr. Nattapol | Phuthanupab |
|-----------------|-------------|

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 the invitation letter for the 2024 Annual General Meeting of Shareholders (page 32-34) 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. When the meeting starts, a shareholder and a proxy can cast the vote in advance for each agenda or cast the vote of each agenda that is under consideration. The system counts the vote of each agenda when the agenda is closed. A shareholder and a proxy can cast, change or revise the votes of each agenda until there is an announcement to close the voting of each agenda. There is no voting for agendas that is for notification or acknowledgment
4. In case you join the meeting through electronic channel but complete the voting in advance or submit the proxy form to grant proxy to vote at your desire, the system does not allow to change the voting but you can watch the shareholding meeting and submit the related questions for each agenda
5. The company will give 1 minute to vote.

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.

Vote Counting Criteria

1. One share shall be counted as one vote, under the Company's Article Association 43 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. When the meeting starts, a shareholder and a proxy can cast the vote in advance for each agenda or cast the vote of each agenda that is under consideration. The system counts the vote of each agenda when the agenda is closed. A shareholder and a proxy can cast, change or revise the votes of each agenda until there is an announcement to close the voting of each agenda. There is no voting for agendas that is for notification or acknowledgment
3. Announcing the votes of each agenda is done by the secretary of the meeting. The secretary is responsible for summarizing the voting result of each agenda and updating to the meeting to know how many voting are approve, disapprove, abstain and invalid calculated as the percentage of shareholders required for each agenda. Each agenda uses the latest share number of the participants in the meeting.

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.

Shall the shareholders have any questions or want to share any comments, you can submit the questions or comments that are relate to the agenda that is under consideration through the application by using the menu with question mark icon and typing the questions or turn on the microphone, camera to ask questions and comments into the chat box and clicking "send" button. The system orders the sequence of questions and comments based on the submission times. The company gives 1 min for submitting questions of each agenda and reserves the right to filter the questions that are appropriate to the meeting agenda when there are many questions to control the meeting times. The company collects all answers and publishes in the meeting report and the company's website, www.pdgh.com. The chairman of the meeting reads the questions in the sequence. The company reserves the right to answer the questions that is related to the agenda. Any questions that are not related to the agenda are considered later after the meeting.

To observe good practices for the shareholders' meeting of listed companies regarding vote counting, the Company would like to invite a representative from Dheerakupt Law Office 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.

In case the shareholders encounter any problem, please follow the guideline for the meeting by electronics method according to the company's requirements, please contact who is the system provider Tel: 02-022 6200 ext.2 ,626 or Line ID: @irplusgm

The company has fix Record Date on March 1, 2024 to entitle rightful shareholders to attend the 2024 Annual General Meeting of Shareholders, total 4,973 shareholders of 202,500,232 shares, summarized as follows:-

Registration	No. of Shareholders (in persons)	No. of shares (Shares)	Percent
Present in person	12	38,286,071	37.4900
Present by proxy	18	65,768,304	62.5100
Total	30	102,078,175	100.0000

There were a total of 30 shareholders attending the meeting, holding a total of 102,078,175 shares, accounting for 50.4089 percent of the total number of shares sold in the company, amounting to 202,500,232 shares. 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.

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 2024 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 2024 Annual General Meeting of Shareholders.

The Chairman informed that

1. The Company disclosed the previous minutes of the 2023 AGM on April 27, 2023 on the company website (www.pdgt.com) from May 11, 2023 and also posted via SET Link to Shareholders to review recorded correctly and completely or suggestion for correction by June 11, 2023. However, there were no objection or requested and amendment.

2. The Company allowed the minor Shareholders to exercise their rights to put forward the 2024 AGM's agenda and nominate director candidates in advance during October 19, 2023-December 30, 2023 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 5 April 2024 until 25 April 2024, 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 2023

The Chairman proposed to shareholders attend meeting to acknowledge the operating results of the Company and the annual report for the year 2023 along with the significant changes occurred during the year 2023, details appears in the 2023 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. Thanya Wangthamrong in the capacity of Chief Executive Officer to summarize the 2023 operating performance and key financial information of company in order to give overall picture.

Mr. Thanya Wangthamrong in the capacity of Chief Executive Officer (CEO) welcomed all shareholders attending today's meeting and reported the summary of the operating performance 2023 as below:-

The summary of key financial operation

In 2023, the revenue from sales and services was around THB 971.43 million, decreased if compared with that in 2022 by 2.9%. The major factor is during the beginning of 2022, the company had the revenue of sales related to COVID-19 outbreak but in 2023, the revenue of such sales was gone. Besides, the revenue was decrease due to lower price and demand of products under rubber and nitrile gloves group. The revenue was lower than the expectation since the overall economic condition was slow down or due to stagflation, which's consistent with lower industrial production index in 2023, which's lower than the forecast that expected to be better after COVID-19 situation. However, the company adjusted the strategy in product selection process to be more appropriate with the customer's budget and product price reduction making the company be able to maintain the sales volume to be slightly increased in the second half of the year although the trend of manufacturing industry has still been decreased.

In 2023, the gross profit was THB 258.7 million, which's close to that in 2022 and the gross profit margin was 26.63% which's better since the sales of products under technique group with high gross profit margin had higher sales proportion if compared with that in last year. In last year, the proportion of product under gloves and COVID-19 related was high but the gross profit margin was not high, The other revenue was THB 10 million, increased from last year mainly due to fine and fees from village water supply project that the company received since the lawsuit was over. The company had the net profit of THB 58.3 million, accounted for net profit margin of 6.09%, increased if compared with that in last year.

Revenue structure

The company had revenue structure can be divided based on businesses. The proportion of trading business, products for safety, occupational health and environment is 97% while the proportion of water solution business is 3%.

Revenue structure can be divided based on product groups, which are Safety PPE- Personal Protective Equipment accounted for 60%, products related to safety workplace accounted for 11%, control environment (CE) products accounted for 22%, products related to healthcare accounted for 1%, products related to water system accounted for 4% and other products accounted for 2%.

In 2023, the revenue was decreased mainly from products under SAFETY PPE lower due to the industrial economic condition and partially from the customers who used PPE products during COVID but did not used it anymore in 2023. Also, the market price of product under glove group was decreased. For CE product group, the main customers are in electronic industry sectors that the production was slow down and decreased in 2023 leading the demand of CE products were decreased. For healthcare products, they are mainly products related to COVID. The demand, therefore, was decreased making revenue be lower. The revenue from the products under safety workplace was increased since the customers purchased more products after the orders were slow down during COVID. Besides, with the implement of law and regulations related to chemical substance management, the demand of products under SAFETY Workplace was increased. For water system business, the revenue was increased from the services of the water treatment system installation and system maintenance, which increased from that in last year. For the revenue from other product groups that were the products that company purchased for customers based on

their requirement such as hand tools, traffic signs and etc., the revenue was increased in 2023 showing the creditability of the company's procurement service that we can get the products based on the customers' demands.

Revenue structure can be divided by customer groups, which are direct sales to customers in industries and other businesses accounted for 75% and customers as dealers accounted for 25%. The main customers whose sales volume was decreased were the dealers and hospitals due to lower demand of products related to COVID-19

For the revenue from own brand, the revenue was lower in 2023 mainly due to the product under nitrile gloves since its demand and price was decreased if compared with that in last year.

Selling and Administrative Expenses

For the overall selling and administrative expenses, the main expense of the company was personnel related expenses (salary and other employee's benefits) including sales and support employees, accounted for 70% of total expense. Other main expenses were the expenses for transportation, various advertising and promotional cost, other service cost, the depreciation cost of fixed assets and etc. In 2023, the expenses were increased by THB 8.4 million or 4.5% if compared with that in last year mainly due to the expenses related to marketing, promotion and advertisement activities that was increased due to the sales activities.

Financial Position

Asset :In 2023, the company had the total asset of THB 643.4 million. The main assets of the company are inventory accounted for 38%, account receivables accounted for 25%, fixed assets accounted for 14%, cash and cash equivalent accounted for 10% and others. If compared with that in last year, there was no significant change in asset. The asset was increased by THB 4.57 million or 0.72%. The major assets that were increase were cash and account receivable while other assets were decreased.

Liability and Equity: In 2023, the main company's liability was account payable accounted for 21%, loans from financial institutions accounted for 14%, employee's benefit liability accounted for 5% and other. The major liability that was increased was account payables while the loans from financial institutions were decreased. For equity, it was THB 374.4 million, increased by 6% from net profit.

Financial Ratios

ROE /ROA was increased based on the operation profit or net profit that was increased if compared with that in last year.

D/E Ratio and Interest Bearing Debt to Equity Ratio were decreased if compared with than in last year depending on the loans from financial institutions that were decreased

Day in Inventory was increased due to the stock preparation during end of last year that was increased in order to support the recovery of economy. For AR period, it was close to that in last year and AP Period was decreased from last year due to increase in the proportion of domestic orders with short-term payment period than the oversea orders.

Company's information and other operations.

The company's structure

The company's structure currently consists of 2 subsidiaries with the ownership of 99.99% that are Phol Palladium Co., Ltd handling product distribution with the focus on government sector and Phol Water Co., Ltd handling the comprehensive services for water treatment system.

The head office is located in Lamlukka, Pattumthani and there are 2 branches located in Rayong and Chiang Mai.

Key company resources

Sales and marketing team consists of 77 people

The warehouse area including head office and branches is more than 6,000 square meters

B2B customer base is around 3,500 users

Exclusive brand or sole distributor are Ansell, Kings, Honeywell, Spill Tech and 3M scott

3 Own-branded products are Synos, Roccs that are Safety PPE products. In 2023, the company launched new own- branded product related to health under the trade name of Ergozo.

The operation related to anti-corruption

The company received the renewal of Thai Private Sector Collective Action Against Corruption (CAC) for the second year on September 30th, 2022. The company continuously implemented the operation or activities supporting anti-corruption policy. Here were the lists of operation activities done in 2023, Annually reviewed the policy and procedures for prevention and anti-corruption, assessed and reviewed the risk assessment related to corruption and implemented the measures to minimize the risks and created the organizational culture related to anti-corruption by communicating and providing trainings to employees in the company as well as supporting the business partners doing the business in accordance with anti-corruption policy or measures. In 2023, the company had no complaints related to the violation of anti-corruption.

Key awards in 2023

The company was awarded the A rating from SET ESG Rating

The company was awarded as “Excellence” scoring for the ninth consecutive years from the Corporate Governance Report of Thai Listed Companies (CGR)

The company was awarded with full scores for the fourth consecutive years from AGM Quality Assessment Project organized by Thai Investors Association.

Operations related to sustainability

The company operates the business in accordance with ESG Framework which can be divided into 3 main areas as follows

1. Safer living - participation in creating good safety and occupational health with people living in the society within or outside the organization. For the society within the company, the company focuses on developing employees and creating the working environment that is good, safe and in line with ISO45001 standard. For the society outside the organization, the company develops the website named thaisafetywiki as the communication channel for safety knowledge to all people and distributes the safety products to government sector and educational institutions.
2. Operation Efficiency - It is the continuous improvement and development in order to increase the operation and service efficiency for the substantial and stable growth of the business. The operation is done in accordance with the standard of quality management system which is ISO9001. The company applies the information technology system in each process and develops Robotic Process Automation (RPA) replacing manual processed done by employees in order to minimize human errors and reduce working times. Also, CRM system is developed.
3. Minimize Environmental Footprint - it's related to the pollution control from operation and efficient usage of natural resources and the participation in the resource management. In 2023, the company installed solar rooftops and films around the building in order to reduce the energy consumption and implement the waste separation project as well as communicating to continuously increase environmental awareness.

For Operation for sustainability, apart from 56-1 One Report, the company prepares the sustainability report for 2023 published in the company's website.

The company's strategy and direction

Vision

The company announced the new vision

“Make Every Day Safer and Better” We provide the best things for life that is safe and better in every day.

Phol Dhanya – we commit to be the company that everyone has the confidence in term of quality, professionalism, expertise in products and services and to be the company that everyone thinks about first when there is the demand of safety and health for both work and daily life.

We aim to be the center of warehouse and service serving all demands related to the safety for people, products, and environment. The scopes of operation can be divided into 3 areas.

1. People & Workers Safety: to create the safety for people including the safety for work and daily life.
2. Product Safety: to create the safety for products in production process.
3. Environment Safety: to create the safety for environment and to operate the business related to water solution system and other environment including selecting the products that are eco-friendly and supporting the better environment.

Strengths and Abilities of Competition

The company is an expert in procuring products or services that are related to safety and health.

Exclusive Brand – A sole distributor of world class's safety product brands.

Selection & Supply Expert – An expert in selecting products and services that meet the needs of customers.

Reliable Service – The acceptable services that are credible and standard resulting in being trust by the big-sized customers

Competitive price – The best cost of product due to high purchasing power based on the high number of orders

Easy Accessibility – There are sales teams and channels that are accessible to all groups of customers and easily accessible for both online and offline

Products and Services

Products and services can be divided into 5 main groups as follows

1. Personal Protective equipment or PPE
2. Safety and Environment Products
3. Control Environment Products or CE
4. Water Solution Products or WATER
5. Healthcare and Medical products – this is a new product group that plans to be expanded

Growth Strategies in 2024

1. Growth from customers in industrial sectors

The growth from customers in industrial sectors is from existing customer and new customer groups such as EV industry, SME customers and etc.

Customer group extension to the consumer market, new products or product design for products related to personal protective equipment to meet the requirements or needs of the customers in the consumer market and normal users, new products related to health and ergonomic

Increase in business partners, manufacturers and product owners for new products such as SKETCHER

2. The New Market Extension

Customer extension in medical and health industries, increase in product group related to Disposable Medical Hygiene Products and products related to elderly people such as adult diapers

3. Increasing operation efficiency and reducing cost of products and other expenses for internal management

Restructuring the structure of subsidiary, Phol Water Co., Ltd, to focus more on joint venture products in order to reduce subsidiary's cost of operation

Continuously Improving information technology systems and applying technology systems to the operation processes as Cloud-Base which helps to reduce the company's infrastructure cost and operation expense related to paper or document and reduce working times and mistakes or errors. Increasing the efficiency in warehouse management, managing the warehouse area with maximizing benefits, managing warehouse stock that is in line with the customer's needs or demand as well as doing the market for new products.

Overall business outlook in 2024

The overall industrial economy in 2024 is expected to have the good growth and forecasted that Manufacturing PMI will be better recovered. The product market related to safety and occupational health is expected to grow around 7% on average, Manufacturers of products related to safety and occupational health or brand owners that the company is appointed as distributor continuously have the new product development and innovation, and safety awareness and environment conservation is a sustainability topic that everyone around the world gives the priority. The overall market for safety, occupational health and environment tends to be continuously expanded showing the opportunity for the company's business growth.

Medical and health industry sector is the industry that has high market value and the continual growth. It's expected to grow around 10% due to aging society and the increase in trend of health care. The company expects that the customers will consume more our projects. Currently, the company's the sale volume in this product group is not that high. The company aims to expand the market to this industry in order to increase the growth opportunity in the future. During the initial stage, the company focuses on the disposal products like operation instruments used for prevention of infection from body fluid and other secretions and products for elderly people like adult diapers and etc.

Targets in 2024

In 2024, the company aims to have the sales volume growth of 10% from the customers in industry sectors and other businesses, to maintain the re-purchasing rate of the existing customer groups to be more than 80% and to do a new product market in medical and health industry with the expected revenue growth of 5%.

Lastly, Mr. Thanya Wangthamrong 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. Thanin Ngamwittayapong, shareholder, asked if there is any compensation from village water supply project in 2024.

The chairman assigned Mr. Thanya Wangthamrong to answer the question.

Mr. Thanya Wangthamrong updated that the compensation from the village water supply project in 2024 is small amount

Resolution: The Meeting acknowledged the Company's performance for the year 2023.

Agenda 2 To consider and approve of the Audited Consolidated Financial Statements of the Company for the financial year end as of 31 December, 2023

The Chairman informed that the Company has proposed the said Financial Position, Statement of Comprehensive Income for the fiscal year ended on December 31, 2023 in which such has already been audited by Mr. Sathien Vongsnan, 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 2023 (56-1 One Report) with covering Management Discussion and Analysis 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, 2023 as proposed, resolved with the majority votes of the shareholders attending the Meeting and casted their votes, a total of 30 shareholders attended the meeting, totaling 102,078,175 shares as per the following votes:

Resolution	Total Vote (one share=one vote)	% of Vote
Approved	102,078,175	100.0000
Disapproved	0	0.0000
Void	0	0.0000
Total	102,078,175	100.0000
Abstained	0	0.0000
All	102,078,175	100.0000

Agenda 3 To consider and approve dividend payment 2023 and the allocation of net profit as legal reserve

The chairman announced in the meeting that in accordance with Public Limited Company Act B.E 2535 section 115 and the articles of association no. 49, in the case where the company still has an accumulated loss, no dividends shall be paid. The company has the dividend payment policy that is to pay dividends to not lower than 40% of total net profit after reserve deduction according to the articles of association and law. Also, the company shall have enough cash flow for dividend payments and there are no other necessary reasons or future projects for business operations and dividend payments has no impact on the company's normal operation according to Board of directors' approval and in accordance with Public Limited Company Act B.E. 2535 (revision) section 116 and the article of association no. 50, it states that the company shall allocate not less than 5% of its annual net profit less the accumulated losses brought forward (if any) to reserve fund until this fund attains an amount not less than 10% of the registered capital. The Board deemed its appropriate to propose to the AGM to acknowledge the interim dividend and approved the dividend payment for 2023, as follow:-

1. The Interim dividends for the first half of 2023 operating results

The Company, by the Resolutions of the Board of Directors' meeting no.6/2023 held on August 10, 2023 approved the payment of the interim dividends for the first half of the year 2023 at the rate 0.09 baht per share, totaling 18.23 million baht paid on 8 September 2023.

2. The dividends for the second half of 2023 operating results

2.1 The allocate net profit for legal reserve 5% of net profit from the 2023 operating results, amounting 2.80 million baht.

2.2 The resolutions of the Board's meeting, therefore passed a resolution to approve the dividend payment from the Company's profit as of December 31, 2023 at the rate 0.21 baht per share from the amount of paid-up ordinary share of 202,500,232 shares, totaling not exceeding 42.53 million baht, or 75.96% of net profit, in compliance with the Company's policy. Therefore the company has paid the interim dividend at rate 0.09 per share, the remaining payment at rate 0.12 baht per share, totaling 24.30 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 1, 2024. The dividend will be payable on May 20, 2024.

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 0.09 baht per share, has a resolution to allocated legal reserved amounting 2.80 million baht and the dividend payment for the year 2023 at rate 0.21 baht per share, totaling not exceed 42.53 million baht, the remain payment at rate 0.12 baht per share, totaling 24.30 million baht, the dividend payment on 20 May 2024, resolved with the majority votes of the shareholders attending the Meeting and casted their votes, a total of 30 shareholders attended the meeting, totaling 102,078,175 shares as per the following votes:

Resolution	Total Vote (one share=one vote)	% of Vote
Approved	102,078,175	100.0000
Disapproved	0	0.0000
Void	0	0.0000
Total	102,078,175	100.0000
Abstained	0	0.0000
All	102,078,175	100.0000

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

The chairman announced in the meeting that following with the best practices, the committees or directors who stake with this agenda shall leave the meeting and Mr. Noppadol Dheerabutrvingkul is appointed to be the chairman of the meeting to continuously conduct the meeting

Mr. Noppadol Dheerabutrvingkul announced in the meeting that in accordance with Public Limited Company Act B.E. 2535 (Revision) section 71 and the articles of association no. 20, it states that at every annual ordinary meeting, one-third of

committees shall vacate in the proportion. If the number of committees cannot be divided as one-third, the number of committees closet to one-third shall vacate. The committees vacating from the position in the first and second year after the registration of the company shall be selected based on drawing lot. In other years, the committees who have been the position with the longest service years shall be selected. Such committees shall be re-selected or re-appointed for another term.

In 2024 There are 3 (three) directors to retired by their rotation, namely:

1. Assoc.Prof.Dr.Ekachidd Chungcharoen Independent Director
2. Mr.Boonchai Suwanvutthiwat Director
3. Dr.Pallapa Ruangrong Independent Director

In accordance the Good Corporate Governance, the Company allowed the minor shareholders to exercise their rights to proposed director candidates for being considered to be elected as directors in advance during October 19,2023 - December 30, 2023 and disclosed the criteria through SET and the company's website (www.pdgth.com). However, there were no anyone to propose the nominated person to the company.

The Board of Directors through the review of the Committee of Nominations and Remuneration (in which the committees who are the stakeholder with this regard did not review) considered the appropriate structure and composition of Board of Directors to still consist of 9 committees or directors. There is the consideration to ensure that the nominees are suitable according to the policy, criteria and procedures of committee nominations and have the qualifications in accordance with relevant laws and regulations and be appropriate to operate the company's business complying with the roles and responsibilities of committees by considering the company's the maximum benefits. The Board of Directors proposed to the meeting to appoint the committees replacing those who retired by the rotation by re-appointing 2 committees for another a term.

1. Assoc.Prof.Dr.EKachidd Chungcharoen appointed for Independent Director, Chairman of Board, the Committee of Nomination and Remuneration
2. Mr. Boonchai Suwanvutthiwat appointed for Director, the Committee of Risk Management and Sustainability Oversight.

There was an appointment of a new committee replacing the committee who retired by the rotation, named Mr. Pornsak Chunhachinda who was appointed as the director of company replacing Dr. Pallapa Ruangrong who retired by the rotation and did not wish to continue the term due to the mission.

The 3 nominated committees are qualified as per the policy and criteria of the company's nomination and as per the aforementioned qualifications. They, therefore, should be appointed as the directors of company.

If Assoc. Prof. Dr. Ekachidd Chungcharoen is re-appointed to continue the term, he is appointed in the position for more than 9 years. In accordance with good corporate governance, there was the consideration that Assoc. Prof. Dr. Ekachidd Chungcharoen is a director who is independent from the operation and has the qualifications according to the related laws and regulations regarding to independent committees. He shows the opinions or comments that are independent and there is no any relationship with the company that prohibits him to independently express his opinions. He is very experienced, knowledgeable and expertise that is benefit to the strategies of business operations and performs the duty with caution, carefulness and honesty including dedicating times for performing the duties with his best ability. He, therefore is qualified to be appointed as independent committee of the company and has no prohibited characteristics described in Public Limited Company Act B.E. 2535 (revision), Securities and Exchange Act B.E 2535 (revision), the regulations of the Securities and Exchange Commission, Thailand and the company's regulations.

The 3 nominated committees were not appointed as committees or directors in any activities that can create the conflicts of interest with the company or become the business competitors of the company. The profile and related information of the nominated committees appointed for independent committee are shown in Appendix 2, provided to the shareholders.

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

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.

During the meeting, there were additional attending 1 shareholder with 1,150,000 shares attending. Therefore, the total number of shareholder attending the meeting was 31 shareholders have 103,228,175 shares with 50.9768 % of the total paid-up capital shares of 202,500,232 ordinary.

After receiving and checking the voting, details as follows;

4.1 Assoc.Prof.Dr.Ekachidd Chungcharoen (Independent Director)

Resolution	Total Vote (one share=one vote)	% of Vote
Approved	103,191,884	99.9939
Disapproved	6,291	0.0061
Void	0	0.0000
Total	103,198,175	100.0000
Abstained	30,000	-
All	103,228,175	100.0000

4.2 Mr. Boonchai Suwanvutthiwat (Director)

Resolution	Total Vote (one share=one vote)	% of Vote
Approved	103,222,004	99.9940
Disapproved	6,171	0.0060
Void	0	0.0000
Total	103,228,175	100.0000
Abstained	0	-
All	103,228,175	100.0000

4.3 Mr. Pornsak Chunhachinda (Director)

Resolution	Total Vote (one share=one vote)	% of Vote
Approved	103,228,175	100.0000
Disapproved	0	0.0000
Void	0	0.0000
Total	103,228,175	100.0000
Abstained	0	-
All	103,228,175	100.0000

Resolution:

The meeting approved to appoint those 3 directors, namely; 1. Assoc.Prof.Dr.Ekachidd Chungcharoen (Independent Director) 2) Mr. Boonchai Suwanvutthiwat (Director), as the Company's Director to retain their directorships for another term and appointment of new director, namely; 3) Mr. Pornsak Chunhachinda (Director), resolved with the majority votes of the shareholders attending the Meeting and casted their votes, as per the following votes:

After the resolution has completed, the company's staff invited those re-election of 2 directors and Mr.Pornsak Chunhachinda back to the meeting to proceed the meeting.

Agenda 5 To consider the remuneration of director for 2024

The chairman announced in the meeting that in accordance with Public Limited Company Act B.E. 2535 (revision) section 90, it states that the company shall not pay the money or give any property to the committees unless it's the compensation in comply with the articles of association. In accordance with the articles of association no 25, it states that the committees shall receive the remunerations of duty. The remunerations are salary, attendance fees, allowances, bonus, pension and other benefits according to the regulations or as considered by the meeting of shareholders in which the number shall be specified or depends on the criteria that are specified with the given periods or effective until there is any further change. Besides, allowances and benefits shall be paid in accordance with the company's regulations.

any paragraph shall not impact on the rights of the company's employees and workers who are appointed to be a director receiving the remuneration and benefits as the company's employees and workers.

The Board of Director with scrutinizing from the Committees of Nomination and Remunerations scrutinized and considered the appropriateness and the duties and responsibilities of the committees, the performance of the committees and the performance of the company as well as doing the comparison with other companies in the industry that have the similar size and the same business nature to maintain the remunerations to be appropriate, sufficient and fair including to be independent and motivate the committees that have the quality as well as to in line with the company's objectives and strategies and in comply with the company's the criteria and procedure of determining the remuneration of committees and Director Compensation Best Practices of Thai Institution of Directors Association (IOD) that is applied to be in line with the company. With aforementioned reasons, there is a proposal to the meeting of shareholders to review the remuneration of committees in 2024.

The Board of Directors reviewed 2024 remuneration in accordance with the criteria and procedure of determining the remuneration of the committees including IOD's Directors Compensation Survey and SET Committee and Directors Compensation Report. It's appropriate to propose to the 2024 annual general meeting of shareholder for review and approval of 2024 remuneration for Board of Directors and Sub-Committees as well as to propose to AGM for acknowledge of the committee's bonus payment based on the annual performance. The Board of Directors deemed its appropriate to propose to the Shareholder's meeting consider the determine remuneration 2024, as follows:

- 1) Remuneration; monthly compensation and attendance, same as previously in 2023 to be an amount not exceeding of 4 MB. (excluding bonus)
- 2) Bonus; 2.5% of yearly dividend payment (allocated 1.5 part for the Chairman, 1 part to all directors member)
- 3) Others: none

Remuneration Details	Monthly fee (month)		Meeting allowance (attendance)	
	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 and Sustainability Oversight Committee	15,000	-	18,000	12,000
5. Others (if any)	-	-	-	-
6. Bonus from the operating result year 2024	2.5 percent of total dividend payment to shareholders			
7. Bonus from the operating result year 2023	amounts 1.06 MB (2.5 percent of total dividend payment year 2023)			
8. Total Remuneration 2024 (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 100 MB., premium 0.15 MB. for period of 1 year (1 Nov.2023-1 Nov.2024) the 13rd 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 2024, totaling not exceeding Baht 4 million and Bonus 2.5 percent of total dividend payment to shareholders year 2023, the directors' bonus year 2023 amounts of 1.06 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	103,228,175	100.0000
Disapproved	0	0.0000
Void	0	0.0000
Abstained	0	0.0000
All	103,228,175	100.0000

Agenda 6 To consider the appointment of the auditor and determine their remuneration for year 2024

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, 2024, 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 or
5. Mr.Yuttapong Chuamuanpan Certified Public Accountant No. 9445

of ANS Audit Co., Ltd. to be the Company's Auditor for the year 2024 (thirteen 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 2024 amounts to Baht 1,625,000 were including subsidiaries company, decreasing Baht 55,000 or decreasing 3.27% 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.Yuthapong Chuamuangpan (CPA no. 9445) or Ms.Panita Chotesaengmaneekul (CPA no. 9575) or Mr.Yuttapong Chuamuanpan (CPA no. 9445) of ANS Audit Company Limited to be the Company's Auditor for the fiscal year 2024 and determined the Audit Fees of amounts Baht 1,625,000 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	103,222,004	99.9940
Disapproved	6,171	0.0060
Void	0	0.0000
Total	103,228,175	100.0000
Abstained	0	-
All	103,228,175	100.0000

Agenda 7 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 2024 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:

Ms.Phaijit Singharchot, the Right Protection Volunteer Club of the Thai Investor Association and Khun Virath Chaiassawanun, shareholder submitted the question through the chat.

Question : Thai Investor Association has the policy to let the listed companies in SET to arrange the Annual General Meeting in form of on-site and online meeting, which is known as Hybrid meeting to conveniently communicate or ask questions among shareholders, executives and the Board of Directors which is in line with the circular letter of SEC Nor. Ror. (Wor.) 2/2024 regarding to the cooperation of hosting of the shareholder’s meeting dated January 10th 2024. So, I would suggest to consider on arranging the meeting as Hybrid meeting aligning with the policy of Thai Investor Association as mentioned earlier

The chairman thanked for the suggestion. It’s very useful. We will consider it for the next meetings

The Chairman informed the Meeting that the Company would prepare the minutes of the Annual General Meeting of Shareholders for the year 2024 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 3.50 pm.

Ekachidd Chungcharoen

Signed.....Chairman to the Meeting

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

Chairman of the Board

Kwanda Dao Duangjan

Signed.....Minutes Recorder

(Mrs. Kwanda Dao Duangjan)

Company Secretary