



Minutes of the Annual General Meeting of the Shareholders Year 2025 Eureka Design Public Company Limited (Company)

The Annual General Meeting of Shareholders 2025 via electronic media (E-AGM) on Thursday, April 17, 2025 at 01:00 p.m., the company has recorded the meeting in the form of video media and broadcasted live at the meeting room, 3rd floor, Eureka Design Public Company Limited, No. 19, Village No. 11, Lat Sawai Subdistrict, Lam Luk Ka District, Pathum Thani Province, 12150

The meeting started at 01:00 p.m.

There were 1 shareholders attending the meeting in person and 32 shareholders by proxy, totaling 33 shareholders, holding 726,721,600 shares, representing 39.9549% of the total number of shares sold of the company, 1,818,856,954 shares. The number is considered to constitute a quorum in accordance with the Company's Articles of Association.

Mr. Paisit Kaenchan, the Chairman of the Board/Chairman of the Audit Committee/Independent Director, acted as the chairman of the meeting. Mr. Piyapot Kaewjamlong, Company Secretary/Chief Financial Officer and Ms. Chutintorn Pookjinda, Assistant Company Secretary, performed the duties of the ceremonies.

Directors attending the meeting

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|----|--------------|----------------|--|
| 1. | Mr. Paisit | Kaenchan | Chairman of the Board/Chairman of the Audit Committee/Independent Director/Acting as the Chairman of the Meeting |
| 2. | Dr. Noppadol | Mingchinda | Vice Chairman of the Board/Chairman of Executive Committee/Director |
| 3. | Ms. Rinnatha | Akeassavapirom | Executive Director/Director/Chief Executive Officer (CEO) |
| 4. | Mrs. Sopich | Intasaro | Audit Committee/Independent Director (meeting via electronic media) |
| 5. | Mr. Nukul | Ruangutai | Director |
| 6. | Mr. Kamol | Ratanachai | Audit Committee/Independent Director |
| 7. | Mr. Decha | Sakuntanakalap | Executive Director/Director |

(In summary, the number of directors of the Company attending this meeting was 7 people out of a total of 7 directors, accounting for 100 percent.)

Company Executives/Company Secretary/Auditor

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|----|----------------|---------------|--|
| 1. | Mr. Piyapot | Keawjamlong | Company Secretary/Chief Financial Officer/Executive Director |
| 2. | Ms..Chutintorn | Pookjinda | Assistant Company Secretary / performs the duties of the MC to conduct the meeting |
| 3. | Mr. Tanakit | Ngamnitidilok | Auditor Company Representative, AMC Office Company Limited |

The Chairman commenced the 2025 Annual General Meeting of Shareholders by saying hello to all shareholders and all the dignitaries along with showing details about the number of shareholders and the number of shares registered to attend the meeting.



From the information shown at this time, shareholders have registered to form a quorum in accordance with the Company's regulations. I, Mr. Paisit Kaenchan, as Chairman of the Board of Directors of Eureka Design Public Company Limited, would like to open the Annual General Meeting of Shareholders 2025, which will be held via electronic media as required by law at this time.

First of all, I would like to thank all shareholders for their cooperation in the electronic meeting and the Company's measures that provide opportunities for all shareholders according to the Company's criteria and those announced on the Company's website to propose agenda items in advance, nominate qualified persons for the Company's consideration to serve as directors, submit questions in advance, and during today's meeting, the Company also provides opportunities for all shareholders to ask additional questions on issues that they would like to know more about. I will have the operator supervise the system and provide opportunities for shareholders to submit questions or report questions or broadcast questions when each agenda item is completed. The questions will be reviewed so that all shareholders are equally informed of the questions in addition, the Board of Directors has considered and discussed the matter and agreed that organizing the electronic meeting is in line with the Company's policy to promote and drive environmental conservation by reducing travel that emits greenhouse gases from the carbon footprint of travel, reducing paper use that causes deforestation, and reducing the risk of accidents during travel and unexpected events.

For today's Board of Directors meeting, the venue is the meeting room located at the company's office. The session will be broadcast live and recorded for public dissemination, in compliance with the company's regulations.

I would like to inform the Board of Directors, executives, auditors, meeting observers, and participants attending the meeting via electronic means as an alternative to attending in person at the Stock Exchange of Thailand, that the company is required to disclose the names of shareholders who ask questions during the meeting in the meeting minutes, which will be made available to the public. Additionally, the recorded video of the meeting will be published on the company's website after the meeting. To protect your rights concerning personal data that will be disclosed to the public, if any shareholder is uncomfortable with or does not wish to have their personal information disclosed, please notify the company secretary or the meeting facilitator today.

The Board of Directors comprises seven members: six attended the meeting in person, and one participated electronically due to an unforeseen commitment. Next, I will introduce each board member. Their biographies, positions, and responsibilities are detailed in the 56-1 One Report, which was previously sent to all shareholders. Each member will also introduce themselves.

Following this, the company secretary will explain the procedures for electronic voting, vote counting, submitting questions, and providing comments, and will proceed with the meeting agenda as outlined in the notice of the Annual General Meeting of Shareholders sent to all shareholders in advance.

The company secretary, acting as the meeting facilitator, clarified to the meeting that, in accordance with the resolution of the Board of Directors' meeting No. 1/2025 held on February 26, 2025, it was decided to hold the 2025 Annual General Meeting of Shareholders solely via electronic means. The company will record the meeting in video format for public dissemination.

If any participant wishes to withhold their personal information from public disclosure, they may notify the company via the email provided in the meeting invitation.



The company has provided shareholders the opportunity to propose agenda items and nominate individuals for directorships in line with good corporate governance principles concerning shareholder rights. This opportunity was available from November 25, 2024, to December 30, 2024, for at least 30 days. The company disclosed the criteria and conditions for exercising these rights on its website and informed shareholders via the SET-Link system on November 25, 2024. During this period, no shareholder proposed any agenda items or nominated individuals for directorships, nor did any shareholder submit questions in advance.

The company has published all relevant documents related to the 2025 Annual General Meeting of Shareholders on its website and informed shareholders via the SET-Link system on March 12, 2025. Shareholders were required to submit their attendance confirmations, proxy forms, and identification documents by April 10, 2025.

In this meeting, the company used the services of OJ International Co., Ltd. to count the votes in order to comply with the principles of good corporate governance the processing was accurate and fast and displayed on the screen for the meeting to be informed. There were voting methods, counting the votes of shareholders in each agenda, and asking questions in the meeting. Every shareholder will have a vote equal to the number of shares they hold, counting 1 share to 1 vote. Shareholders who do not vote in the voting program or do not press to vote in the system will be considered to have agreed as proposed by the chairman to the meeting. In counting the votes, the votes of shareholders in the meeting will be counted only those who voted against and/or abstained from voting, and then deducted from the total number of votes of shareholders in the meeting. The remaining votes will be considered as votes of approval. The votes of the proxies who have already voted in the proxy form, which have been recorded in advance when registering for the meeting, will be counted. Shareholders who wish to ask questions by typing messages can do so. The company allows attendees to submit questions for each agenda. If no attendees ask questions within 1 minute, the company will continue the meeting. If shareholders have additional questions, they can type their questions through the Q&A channel so that the officer can read your questions later.

Then, Assistant Company Secretary / MC conducted the meeting according to the following agenda

Agenda 1 To consider and certify the minutes of the 2024 Annual General Meeting of Shareholders on Monday April 29, 2024

Assistant Company Secretary / MC Propose to the shareholder meeting to consider approving the minutes of the 2024 Annual General Meeting of Shareholders on Monday, April 29, 2024, and that a draft meeting report and a recording of the live broadcast of the meeting be published on the meeting be published of the company's website. The meeting report was also published on the Stock Exchange of Thailand's news website and the meeting minutes were submitted to the Stock Exchange of Thailand via the SET Link system on May 13, 2024. Therefore, the Board of Directors deems it appropriate to propose that this annual general meeting of shareholders consider approving the minutes via the electronic voting system, for which the Company has sent a copy of the meeting report to all shareholders together with the invitation letter (Attachment 1).



Board's opinion The Board of Directors was of the opinion that the draft minutes of the 2024 Annual General Meeting of Shareholders, held on Monday, April 29, 2024, has been prepared by presenting the essential content covering the content of each agenda item correctly and completely. Therefore, it is appropriate to propose that the Annual General Meeting of Shareholders approve the report of the 2024 Annual General Meeting of Shareholders held on Monday, April 29, 2024.

Assistant Company Secretary / MC an gave an opportunity for shareholders to ask questions and express your opinion. As it appeared that there were no further questions or comments from the shareholders on the agenda on the approval of the minutes, the meeting was requested to vote. The resolution of this agenda must be approved by a majority vote of the total number of votes of shareholders and proxies who attended the meeting and voted, excluding those who abstained from voting as the basis for counting votes. If there are equal votes, the chairman of the meeting shall have an additional vote as a casting vote.

meeting resolution The meeting considered and unanimously resolved to approve the minutes of the 2024 Annual General Meeting of Shareholders on Monday April 29, 2024, with the scores as follows:

| | Number of votes | Percentage |
|---|--------------------|---------------|
| Agreed | 726,721,600 | 100.00 |
| Disagreed | 0 | 0.00 |
| Total number of voters (33 people) | 726,721,600 | 100.00 |
| Abstain | 0 | 0.00 |

Agenda 2 To consider and acknowledge the Company's operating results report for the year 2024 and annual report 2024 according to the report from 56-1 One Report

Assistant Company Secretary / MC proposed that the meeting with the Company's performance report for 2024 and the 2024 Annual Report and the significant changes that occurred in the Company during 2024. She invited Ms. Rinnatha Akeassavapirom, Chief Executive Officer (CEO)/Director/Executive Director, to report to the meeting on the Company's performance in 2024, details of which are shown in the Company's 2024 Annual Information Form 56-1 (One Report), which shareholders can download via QR Code (Attachment 2).

Ms. Rinnatha Akeassavapirom Chief Executive Officer (CEO)/Director/Executive Director informed to the meeting by showing the Company presentation.

The year 2024 is full of challenges in many dimensions that affect the business sector as a whole, both from geopolitical uncertainties and the impact on the global supply chain, including weather variability that increases the cost of managing natural resources, macroeconomic risks from the slowdown of the domestic and international economies, including rising interest rates that affect the financial costs of the business sector as a whole.

The Company operates under a strategic framework that focuses on stable and sustainable growth by diversifying its investments in businesses with potential and the ability to create long-term value, taking into account sustainable benefits for all stakeholders.



The company's current business structure is divided into two main groups:

1. Tap water production and distribution business, which is a business under a 10-year long-term concession contract with the Provincial Waterworks Authority, where the company receives the minimum income as specified in the contract, enabling the Company to create a stable and steady stream of income. Currently, projects are being carried out in 2 areas: Nong Kha Kha Water Supply Station and Phan Thong Water Supply Station, Chonburi Province, with a total income in 2024 of 98.3 million baht.
2. Recycled plastic pellet business is another business that the company focuses on, focusing on meeting the circular economy by using plastic and using existing resources to the greatest benefit for society and for the economy to grow sustainably alongside the environment this is one of the company's missions to conduct business in accordance with the concept of sustainable corporate development that takes into account 3 main factors: environment, society, and governance, or ESG. In 2024, the Company had a total income of 176 million baht.

In 2024, the Company had a total operating income of 274.55 million baht. The income decreased from the previous year, but the Company was still able to effectively manage costs, resulting in a net profit of 63.62 million baht, an increase of 12% from the previous year, and a net profit margin that increased from 17.53% to 23.17%. The Company continued to maintain good performance, generating net profit for the 4th consecutive year, resulting in a retained profit in the consolidated financial statements of 136.14 million baht, and in the separate financial statements, the retained loss decreased to only 3.04 million baht.

Throughout the past year, the company has developed and improved in various aspects, including:

- Improving the financial structure to enable efficient operations and long-term financial stability, with the aim of reducing financial costs and increasing competitive potential.
- Reducing the registered capital and amending the memorandum of association due to the expiration and expiration of the rights on June 30, 2023, which were previously reserved to support the exercise of the rights of the company's common stock purchase warrant holders, to a new registered capital of 476,526,251.75 baht.
- Improving the Audit Committee Charter to make the Audit Committee's work more efficient and to comply with relevant standards or laws correctly.
- Expressing intention to join the "Private Sector Collective Action Coalition Against Corruption" (CAC).

In addition, the company has an anti-corruption and bribery policy that has been communicated to stakeholders and allows stakeholders to report clues via email and letters to the company.

Channel for reporting clues

- 1) Email: whistleblowing@eurekadesign.co.th
- 2) Letter: Sent to the Chairman of the Board of Eureka Design Public Company Limited, No. 19 Moo. 11, Lat Sawai Subdistrict, Lam Luk Ka District, Pathum Thani Province 1215

The policy has the following general principles:

- Operations must be transparent, lawful, and not intended to induce inappropriate actions or intentionally commit corruption.



- Giving or receiving donations or support must be transparent and lawful, with the assurance that donations or support are not used as an excuse for bribery and must comply with the company's disbursement regulations.
- Contacting the government or private sector must be transparent, honest, and must be conducted in accordance with relevant laws.

In 2024, the Company did not encounter any corruption, did not encounter any use of inside information for personal gain, did not encounter any conflicts of interest, or issues that need to be monitored, whether direct or indirect, of the Company's and the Group's conflicts of interest. As a result of the Company's adherence to the principles of good corporate governance in the Company's management and operations, the Company was assessed by various external organizations in 2024 and disclosed the information in the annual report, Form 56-1 One Report, in electronic form, which was sent to shareholders together with the meeting invitation letter. The assessment results are as follows:

- Results of the assessment of corporate governance of Thai listed companies on the Stock Exchange, assessed by the Thai Institute of Directors Association (IOD), in which the company was assessed at the level of "very good"
- Results of the assessment of the quality of the 2024 Annual General Meeting of Shareholders, assessed by the Thai Investors Association, in which the Company was assessed at the level of "Excellent"

In 2025, the Company will continue to drive the organization according to the main strategic plan that emphasizes sustainable growth under 3 main pillars: stability, growth and sustainability, which are the framework for creating stable and continuous returns for all stakeholders the company also aims to find new business partners, including seeking investment opportunities in both our existing businesses and new businesses with potential to drive the company's performance to grow continuously at the same time, the company still adheres to the principles of sustainable development, taking into account economic, social, environmental and governance factors, which are applied in every process, from risk analysis, selection and management of business portfolios and investment portfolios, in order for the company's growth to be balanced and truly create value in the long term.

The Company would like to thank all shareholders, customers, employees and all partners for their continued support. We would like to assure you that we will conduct our business with transparency, good governance and strictly adhere to our corporate mission in order to create good returns on investment for our shareholders and all stakeholders.

Board's opinion It is deemed appropriate to propose to the shareholders' meeting to acknowledge the Company's 2024 operating results and annual report 2024 according to the report from 56-1 One Report.

Assistant Company Secretary/MC gave an opportunity for shareholders to ask questions and comment when it appeared that no shareholders raised any further questions or comments

meeting resolution The agenda is for acknowledgment, therefore there is no vote.



Agenda 3 To consider and approve the Certified Public Accountant's report Statement of financial position and the Company's comprehensive income statement for the year ended December 31, 2024

Assistant Company Secretary / MC informed to the meeting that the Company complied with Section 112 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) and Section 55 of the Company's Articles of Association, the Company must prepare the balance sheet and profit and loss statement as of the end of the Company's fiscal year, audited by the licensed auditor, before presenting them to the shareholders at the Annual General Meeting. The Company has prepared the financial statements for the year 2024, ending on December 31, 2024, which show in the "Financial Statements" section of the 2024 Annual Report (Form 56-1 One Report). These financial statements have been audited by the Company's certified public accountant, AMC Limited, and have been reviewed and endorsed by the Audit Committee and the Board of Directors during the Board Meeting No. 1/2025 held on February 26, 2025. Shareholders can download the financial statements via the QR Code provided in the documents sent to shareholders along with the meeting invitation letter (Attachment 3). Mr. Piyapot Kaewjamlong, Chief Financial Officer, was invited to provides financial details in the section of "Financial Statements"

Mr. Piyapot Kaewjamlong, Chief Financial Officer, explained to the meeting and showed the presentation which contained the details as follows:

3.1 Reports on the Company's comparative performance for the year 2024 as of December 31, 2024

In 2024, the company had its net profit for the year of 63.62 million baht or 23.00 percent. When considering operating results excluding non-cash expenses, the company's EBITDA would 84.89 million baht. For 2023, its net profit for the year of 56.71 million baht or 18.00 percent. When considering the operating results excluding non-cash expenses, the company's EBITDA would be 80.11 million baht, with the following key points:

1. The company reported total income of 274.55 million baht for the year 2024, a decrease of 48.88 million baht or 15 percent compared to the same period of the previous year, which recorded income from sales and services of 323.43 million baht. The decline was primarily due to a reduction income from the production and sale of recycled plastic pellets, as oil price volatility led to higher raw material costs used in the manufacturing process.

2. The company had cost of sales and services for 2024 in the amount of 156.48 million baht, a decrease of 24.96 million baht or 14 percent from the same period of the previous year, which had cost of sales and services of 181.44 million baht, due to decreased in cost of sales and services due to a decrease income from the recycled plastic pellet business, resulting in a decrease in cost of sales as well.

3. The Company had distribution costs and administrative expenses for 2024 of 33.18 million baht, a decrease of 28.70 million baht or 46 percent from the same period of the previous year, which had cost of sales and services of 61.88 baht, the reason for the decrease in distribution costs and administrative expenses was due to lower export expenses in line with lower sales volume, fines from the Provincial Waterworks Authority, and allowance for doubtful accounts.

4. The Company has financial costs for 2024 in the amount of 20.58 million baht, a decrease of 1.84 million baht or 8 percent from the same period of the previous year, which had financial costs of 22.42 million baht, the reason for the decrease in financial costs was due to the reduction in the principal borrowed from the bank.



3.2 Income and cost comparison by business type of the Company for 2024

Income from selling plastic pellets plastic pellet sales volume in 2024 amounted to 176.00 million baht, a decrease of 59.60 million baht when compared to the same period last year. When considering the past 2 years, it can be seen that the sales volume fluctuates somewhat depending on the price of crude oil in the world market, which is the main raw material for production and economic conditions.

Income from water production and distribution in 2024 amounted to 92.29 million baht, an increase of 9.81 million baht when compared to the same period last year. This is due to improvements in the production process, making it possible to produce and distribute more tap water.

3.3 The financial statement report shows the company's consolidated financial position for the year 2024, ending on December 31, 2024.

Financial statements show the company's consolidated financial position. There are important items as follows:

1. The company has total assets for 2024 in the amount of 1,869.08 million baht, divided into current assets of 189.43 million baht, which main components include cash and cash equivalents of 40.65 million baht and accrued receivables, accrued income and other current assets, totaling 148.78 million baht, and non-current assets of 1,679.65 million baht, of which the main components include land, buildings and equipment of 1,342.16 million baht. Total assets increased by 104.55 million baht, or an increase of 6 percent, which was mainly due to an increase in land, buildings and equipment, and increased inventories.

2. The company had liabilities as of December 31, 2024 in the amount of 369.68 million baht, an increase of 39.53 million baht or an increase of 12 percent from liabilities as of December 31, 2023 in the amount of 330.15 million baht, which was mainly caused by increased overdrafts and short-term loans from related parties.

3. Shareholders' equity increased due to better operating results. Due to the continuous profitability of the operating results, the company had retained earnings as of December 31, 2024 of 136.14 million baht, an increase of 64.04 million baht when compared to retained earnings as of December 31, 2023, which had retained earnings of 72.40 million baht.

Board's opinion It is deemed appropriate to propose to the 2025 annual shareholder meeting to consider approving the certified public accountant's report. Statement of financial position and the company's comprehensive income statement for the year ending December 31, 2024, which has been audited and given the opinion of a certified public accountant. and has been reviewed by the Audit Committee to be complete, correct, and shows the true operating results and financial position of the Company.

Assistant Company Secretary / MC an gave an opportunity for shareholders to ask questions and express your opinion it appeared that there Shareholders at the meeting asked and expressed additional opinions. The questions were from Ms. Punsri Karnchareonkoonwong, proxy of the Thai Investors Association. She asked the following 5 questions:

1. The reason why the inventory increased 3.6 times from 5 million baht to 18 million baht.
2. According to Note 8.1 to the financial statements, the trade receivables over 12 months worth 6.6 million baht, which have been fully provisioned for expected credit losses, are these receivables? What has the company done to collect or sue?
3. According to Note 9 to the financial statements, the assets from the contract worth 4.482 million baht, which the company has set up a full provision for expected credit losses, are these assets? What has the company done to follow up?



4. According to Note 10 to the financial statements, the short-term loan to other businesses worth 14.836 million baht, which the company has set up a full provision for expected credit losses, has the company done to follow up and sue?

5. What is the company's policy for the assets not used in operations worth 44.2 million baht?

Mr. Piyapot Kaewjamlong, explained to shareholders that from the questions, the answer is as follows:

Item 1. The reason for the increase in inventory is that it is a type of raw material that must be prepared for production in 2025 for the recycled plastic pellet production business. Because last year, oil prices were very volatile, causing the company to predict the economic situation, oil prices, and related issues, causing the company to consider increasing the storage of raw materials at the end of the year.

Item 2. The debtors that occurred were debtors from abroad from the original business operation, related to the production and distribution of machinery and the company has sent invoices, followed up, and demanded all along but since it is a customer who is abroad, in collecting or taking legal action, the company sees that the cost of the operation is not worth the lawsuit.

Item 3. It is a job of the original business operation, related to the production and distribution of machinery and there is 1 employment contract. The company has made machinery but there is a problem in the operation causing the customer to not accept this piece of work. The company has investigated the issues that occurred and cannot deliver the product to the customer. Therefore, the contract has been canceled.

Item 4. The company has already filed a lawsuit at present, the case is in court.

Item 5. For assets that are not used in operations, because the original business is a company that manufactures and distributes machinery. Later, the company changed the business group causing some assets that are machinery to not be used, but the company has a plan to improve and sell the machinery. Currently, it is in progress.

If there were no additional questions from shareholders, the meeting was asked to vote. and inform the meeting that Resolutions in this agenda must be approved by a majority vote of the total number of votes of shareholders and proxies who attend the meeting and cast their votes. Without counting those who abstained from voting as the basis for counting votes. If there are equal votes The chairman of the meeting shall cast an additional vote as the deciding vote.

meeting resolution The meeting has considered there was a unanimous decision to approve the report of the certified public accountant statement of financial position and the company's comprehensive income statement for the year 2024 ending December 31, 2024 by a unanimous vote of the total number of votes of shareholders who attended the meeting and had the right to vote. The result of the vote counting was as follows:

| | Number of votes | Percentage |
|---|--------------------|---------------|
| Agreed | 726,721,600 | 100.00 |
| Disagreed | 0 | 0.00 |
| Total number of voters (33 people) | 726,721,600 | 100.00 |
| Abstain | 0 | 0.00 |



Agenda 4 To consider and approve the omission of dividend payment and refrain from allocation profits to set up legal reserves

Assistant Company Secretary/MC proposed to the shareholders' meeting propose to the shareholder meeting to consider not paying dividends and consider refraining from allocating profits to set up a legal reserves detail information was given to shareholders that the company has a policy of paying dividends to shareholders of not less than 40 percent of net profits according to the separate financial statements. However, such dividend payments may change depending on operating results. Business expansion plans, liquidity, necessity, and other suitability in the future, which the company will authorize the Board of Directors to consider such action must bring the greatest benefit to shareholders, such as using it as a reserve fund for loan repayment. Used as working capital to invest further in the company's business and subsidiaries of in the case of predictions about changes in economic and market conditions that may affect the company's cash flow in the future and the payment of dividends must not affect the normal operations of the company. Significantly, in addition, according to Section 116 of the Public Limited Companies Act B.E.2535 (and the amendments) and the Company's Articles of Association, Article 50, which stipulates that the Company Part of the annual profit must be allocated as a reserve fund of not less than five percent of the annual net profit to deducted by the accumulated loss carried forward (if any) until this reserve fund shall be not less than ten percent of the registered capital.

As of December 31, 2024, the Company's separate financial statements there is still a net accumulated loss equal to 3,036,943.59 baht when considering investments in projects currently in progress that will bring the greatest benefit to shareholders in the future, financial status, economic conditions and operating results of the company that must maintain the ability to pay principal and interest and comply with the terms of the long-term loan contract the company considers it appropriate to propose to the general meeting of shareholders to consider not paying dividends and do not allocate net profits to legal reserves.

Board's opinion After considering the matter, the Board of Directors is of the opinion that the 2025 Annual General Meeting of Shareholders should acknowledge and resolve to approve the suspension of dividend payment from the 2024 operating results and the suspension of the allocating profits to set up legal reserves because the company's separate financial statements is still a net accumulated loss for the accounting period ending on December 31, 2024.

Assistant Company Secretary / MC an gave an opportunity for shareholders to ask questions and express your opinion. As it appeared that there were no further questions or comments from the shareholders on the agenda on the approval of the minutes, the meeting was requested to vote. The resolution of this agenda must be approved by a majority vote of the total number of votes of shareholders and proxies who attended the meeting and voted, excluding those who abstained from voting as the basis for counting votes. If there are equal votes, the chairman of the meeting shall have an additional vote as a casting vote.

meeting resolution The meeting has considered there was a unanimous resolution to approve the omission of dividend payment and refrain from allocating profits as legal reserves by a unanimous vote of the total number of votes of shareholders who attended the meeting and had the right to vote. The results of the vote counting appear as follows:



| | Number of votes | Percentage |
|---|--------------------|---------------|
| Agreed | 726,721,600 | 100.00 |
| Disagreed | 0 | 0.00 |
| Total number of voters (33 people) | 726,721,600 | 100.00 |
| Abstain | 0 | 0.00 |

Agenda 5 To consider and appoint the Company's auditors and determine their audit fees for the year 2025

Assistant Company Secretary / MC presented to the meeting that in order to comply with Section 120 of the Public Company Limited Act B.E. 2535 and the amendments and the Company's Articles of Association, Articles 58, 59, and 60, which require that the annual general meeting of shareholders appoint auditors and determine the amount of the audit fee every year in appointing the auditor, the same auditor may be appointed again and Section 121 of the Public Limited Companies Act B.E. 2535 and the amendments, the auditor must not be a director, employee, employee or person holding any position of the Company, including in accordance with the announcement of the Capital Market Supervisory Board No. Tor.Jor. 44/2013, which requires listed companies to arrange for the rotation of auditors and additional announcements from the office of the Securities and Exchange Commission at No.P.5/2018 dated 20 May 2018 regarding guidelines for the rotation of auditors in the capital market and relaxation of the rotation of auditors in the capital market.

Opinion of the Audit Committee Audit Committee meeting in the first meeting on February 26, 2025, considered evaluating the quality of work. Performing duties in auditing according to standards Professionalness and the independence of the current auditors in giving their opinions and consider selecting auditors based on their performance, experience, and readiness of personnel. Having acceptable standards of practice Independence of the auditor Audit service fees and other expenses related to the auditor's services according to the auditor's scope of responsibility amount of work that must be reviewed and inspected and the complexity of business transactions, The Audit Committee meeting therefore had an opinion to submit to the Board of Directors meeting to propose to the 2025 Annual General Meeting of Shareholders to appoint the auditor of the office of AMC Office Company Limited to be the auditor of the company and subsidiaries for the year 2025 using the same auditing firm this is the same auditor that was approved at the previous 2024 Annual General Meeting of Shareholders because it has always had good work standards and performed duties, has expertise in accounting auditing have independence and offer appropriate audit fees by nominating 6 auditors of the company for the year 2025 (Attachment 4) as follows:

| Auditors | License number | Number of years of auditing |
|-------------------------|----------------|--|
| Mr.Ampol Chamnongwat | 4663 | Never been a signatory to the company's financial statements |
| Ms.Praphasri Leelasupha | 4664 | Never been a signatory to the company's financial statements |
| Mr.Naris Saowalagsakul | 5369 | Never been a signatory to the company's financial statements |
| Ms.Gunyanun Punyaviwat | 12733 | Signed the company's financial statements Q4 for 2022 |
| Mr.Burin Prasongsamrit | 12879 | Signed the company's financial statements for 2023 and 2024, total of 2 years |
| Ms.Pimjai Kerdumrai | 13975 | Never been a signatory to the company's financial statements |



By designating one person to inspect and express opinions on the company's financial statements and subsidiaries the proposed audit remuneration rate for 2025 is 1,921,000 baht, which does not include other expenses related to audit services that will actually be paid when incurred. This is rate reduced from 2024 in the amount of 54,000 baht.

| Auditor's fee (Eureka Design Public Company Limited) and its subsidiaries | Audit fee year 2024 | Audit fee year 2025 |
|---|---------------------|---------------------|
| Financial Statement / Quarterly Review Fee | 917,000.00 | ** 891,000.00 |
| Annual financial statement audit fee | 1,058,000.00 | 1,030,000.00 |
| Total audit fee | 1,975,000.00 | 1,921,000.00 |
| Other expenses | 203,818.00 | Actually pay |
| Total | 2,178,818.00 | Actually pay |

**Eureka Energy Company Limited expects to review 1 quarter at 16,000 baht per quarter

Note : The office reserves the right to adjust the service fee as appropriate in the event that the company of the group of companies changes the nature of business, changes in trade transactions, or there is a significant increase in transactions. The office reserves the right to adjust the audit fee later

Board's opinion Considered and agreed with the Audit Committee's proposal and saw that the 2025 Annual General Meeting of Shareholders should have a resolution approving the appointment of the auditor of AMC Office Company Limited, which the office and the auditor of the office proposed to consider and approve no relationship do not have any conflict of interest with the company, executives, major shareholders or persons related to such persons in any way. Therefore, they are independent in auditing and expressing opinions on the Company's financial statements and subsidiaries and approve the audit remuneration rate that the Audit Committee has considered, scrutinized and negotiated appropriately.

Assistant Company Secretary / MC an opportunity was given to shareholders to ask questions. and express opinions it appeared that there were no shareholders at the meeting who asked questions or expressed additional opinions, therefore asked the meeting to vote and inform the meeting that Resolutions in this agenda must be approved by a majority vote of the total number of votes of shareholders and proxies who attend the meeting and cast their votes without counting those who abstained from voting as the basis for counting votes if there are equal votes The chairman of the meeting shall cast an additional vote as the deciding vote.

meeting resolution The meeting has considered there was a unanimous resolution to approve the appointment of the auditor and determine the remuneration for auditing according to the accounts in accordance with the opinion of the committee by approving the appointment of AMC Office Company Limited by any one of the auditors the names of the auditors are as follows: 1.Mr.Ampol Chamnongwat License number 4663, 2.Ms.Praphasri Leelasupha License number 4664, 3.Mr.Naris Saowalagsakul License number 5369, 4. Ms.Gunyanun Punyaviwat License number 12733, 5. Mr.Burin Prasongsamrit License number 12879, 6. Ms.Pimjai Kerdumrai License number 13975 or other certified public accountants assigned by AMC Office Company Limited to be the auditors of the Company and its subsidiaries as the Company's auditors for the year 2025 and



approve the annual audit remuneration 2025 in an amount not exceeding 1,921,000 baht, excluding other expenses related to providing audit services that will be paid when incurred by a unanimous vote of the total number of votes of shareholders who attended the meeting and had the right to vote. The result of the vote counting was as follows:

| | Number of votes | Percentage |
|---|--------------------|---------------|
| Agreed | 726,721,600 | 100.00 |
| Disagreed | 0 | 0.00 |
| Total number of voters (33 people) | 726,721,600 | 100.00 |
| Abstain | 0 | 0.00 |

Agenda 6 To consider and approve the appointment of directors who must retire by rotation for the year 2025 to return to their positions for another term

Before entering Agenda 6, Assistant Company Secretary/MC Invited two directors to leave the meeting and returned to attend the meeting again after completing consideration of the agenda for appointing directors was completed.

Assistant Company Secretary / MC proposed to the shareholder meeting to consider and approve the appointment of directors who must retire by rotation to return to the position for another term to comply with Section 71 of the Public Limited Companies Act B.E. 2010 and the amendments and the Company's Articles of Association, Article 18, which requires that the annual general meeting of shareholders elect directors to replace those who retire by rotation by allowing at least one-third of the directors to retire from office, the number of directors cannot be divided exactly into three parts, if the number of directors cannot be divided exactly into three parts, the number closest to one-third shall retire directors who retire by rotation may be re-elected.

In order to comply with the principles of good corporate governance and according to the company's policy to maintain and provide rights to all shareholders, the company has given every shareholder an opportunity to nominate a person with appropriate qualifications and does not have prohibited characteristics according to the Public Company Limited Act according to the Securities and Exchange Act and according to the announcement of the Office of the Securities and Exchange Commission (SEC) to be nominated for selection as a director of the company from 25 November 2024 to 30 December 2024, announced through electronic media, website owned by the company and it was also announced through the news website of the Stock Exchange of Thailand on November 25, 2024. When the time for exercising rights expired, the company found that no shareholder had nominated a person to be considered for selection as a company director to consider appointing.

As of February 1, 2024, the Company has a total of 8 directors, of whom 3 are independent directors, 6 are male directors, and 2 are female directors. This year, there are directors who have resigned from their positions upon completion of their terms. Number of 3 people:



- | | |
|-----------------------------|---|
| 1. Mr. Nukul Ruangutai | Director, Has held the position for 3 year and 2 months. |
| 2. Mr. Decha Sakuntanakalap | Director/Executive Director Has held the position for 2 year and 6 months. |
| 3. Mr. Thawatwong Phalinsut | Director |

However, Mr.Thawatwong Phalinsut does not wish to continue his position for another term and has submitted a resignation letter, effective from 26 February 2025. Therefore, there are 2 directors left: Mr.Nukul Ruangutai and Mr.Decha Sakuntanakalap, which must be considered and approved to return to the position for another term from the general shareholders' meeting this year.

A brief biography and information of the 2 directors which the company has sent to shareholders with meeting invitation letter according to Attachment 5 and shareholders can scan the QR Code or see additional details in the 2024 annual report, pages 224.

Board's opinion The Company's Board of Directors excluding the interested director has carefully considered and reviewed the suitability of the individual proposed for nomination. This individual has undergone the company's prescribed selection process and meets the qualifications according to the relevant regulations, and is deemed suitable for continuing as a director of the company for another term. The review was done on an individual basis with thoroughness, caution, and attention to detail, taking into account the diversity of the board's composition (Board Diversity), the suitability of qualifications, and the necessary skills of directors. The board has reviewed the qualifications of the two directors whose terms are expiring and agrees that these individuals possess the knowledge, capabilities, experience, and expertise that are beneficial to the company's operations. They also meet the qualifications and do not have any disqualifications under the Public Limited Companies Act and the Securities and Exchange Act, as well as related announcements. They are capable of dedicating their time and expertise for the benefit of the company, its shareholders, and all stakeholders. Therefore, the board deems it appropriate for them to continue serving as directors of the company for another term.

Therefore, the Company's Board of Directors deems it appropriate to propose to the 2025 Annual General Meeting of Shareholders to approve the appointment of 2 directors whose terms have expired to return to their positions for another term consisting of the following people:

- | | |
|----------------------------|-------------------------------|
| 1. Mr.Nukul Ruangutai | Director |
| 2. Mr.Decha Sakuntanakalap | Director / Executive Director |

Assistant Company Secretary / MC an opportunity was given to shareholders to ask questions and express your opinion It appeared that there were no shareholders at the meeting who asked questions or expressed additional opinions therefore asked the meeting to vote and inform the meeting that voting in this agenda will be voting for individual directors. and must be approved by a majority vote of the total number of votes of shareholders and proxies who attend the meeting and cast their votes without counting those who abstained from voting as the basis for counting votes if there are equal votes The chairman of the meeting shall cast an additional vote as the deciding vote.



meeting resolution The meeting has considered It was unanimously resolved to approve the appointment of the two directors who must retire from their positions upon completion of their terms to return to office for another term by a unanimous vote of the total number of votes of shareholders who attended the meeting and had the right to vote with individual votes as follows:

1. Mr.Nukul Ruangutai Director, elected with the following votes:

| | Number of votes | Percentage |
|---|--------------------|---------------|
| Agreed | 726,721,600 | 100.00 |
| Disagreed | 0 | 0.00 |
| Total number of voters (33 people) | 726,721,600 | 100.00 |
| Abstain | 0 | 0.00 |

2. Mr.Decha Sakuntanakalap Director / Executive Director, elected with the following votes:

| | Number of votes | Percentage |
|---|--------------------|---------------|
| Agreed | 726,721,600 | 100.00 |
| Disagreed | 0 | 0.00 |
| Total number of voters (33 people) | 726,721,600 | 100.00 |
| Abstain | 0 | 0.00 |

Agenda 7 To consider and approve of the appointment of directors to replace directors who have resigned.

Before Miss Chutintorn Pookjinda left the meeting room has assigned Mr. Piyapot Kaewjamlong, Company Secretary acting as the host of the meeting, because of this agenda Miss Chutintorn Pookjinda have a vested interest in this agenda and returned to the meeting again after the consideration of the agenda for appointing directors was completed.

Due to agenda 6, the directors who retire from their positions for the year 2025 do not wish to hold office for another term and submitted his resignation from the position of director of Mr.Thawatwong Phalinsut, effective from February 26, 2025, in order to comply with Section 71, Section 72 and Section 75 of the Public Limited Companies Act B.E. 2010 and its amendments and Section 18 and Section 20 of the Company's Articles of Association, Miss Chutintorn Pookjinda, who is capable and experienced, has been proposed, and has no history of wrongdoing or prohibited qualifications. The brief biography of Miss Chutintorn Pookjinda is herewith (Enclosure No 6)

Opinion of the Board: The Board of Directors carefully considered and reviewed the suitability of the individual proposed for nomination by thoroughly and prudently assessed the individual's qualifications, knowledge, capabilities, and experience. This individual has undergone the company's prescribed selection process, meets the qualifications according to the relevant regulations, aligning with the company's business requirements and does not have any disqualifications under the Public Limited Companies Act and the Securities



and Exchange Act, along with relevant announcements. The individual is capable of dedicating time and expertise for the benefit of the company, its shareholders, and all stakeholders. Therefore, the board of directors deems it appropriate to propose the appointment of Ms. Chutinthorn Pookjinda as a director to replace the director who resigned, for approval at the 2025 Annual General Meeting of Shareholders.

Assistant Company Secretary / MC an gave an opportunity for shareholders to ask questions and express your opinion. As it appeared that there were no further questions or comments from the shareholders on the agenda on the approval of the minutes, the meeting was requested to vote. The resolution of this agenda must be approved by a majority vote of the total number of votes of shareholders and proxies who attended the meeting and voted, excluding those who abstained from voting as the basis for counting votes. If there are equal votes, the chairman of the meeting shall have an additional vote as a casting vote.

meeting resolution The meeting has considered There was a unanimous resolution to approve the appointment. Miss Chutintorn Pookjinda, director position Replace the directors who resigned By a unanimous vote of the total number of votes of shareholders who attended the meeting and had the right to vote. The results of the vote counting appeared as follows:

| | Number of votes | Percentage |
|---|--------------------|---------------|
| Agreed | 726,721,600 | 100.00 |
| Disagreed | 0 | 0.00 |
| Total number of voters (33 people) | 726,721,600 | 100.00 |
| Abstain | 0 | 0.00 |

Agenda 8 To consider and approve the directors' remuneration for the Year 2025

Assistant Company Secretary / MC Propose to the meeting to consider the remuneration of directors for the year 2025 in accordance with Section 90 of the Public Limited Companies Act B.E. 2535 (and amendments) and the Company's Articles of Association, Section 33, which stipulates that directors are entitled to receive remuneration from the company in the form of salary, rewards, meeting allowances, retirement benefits, bonuses, or other benefits in accordance with the regulations or as considered by the shareholders' meeting. The Company is prohibited from paying any money or other assets to directors, except as remuneration in accordance with the Company's Articles of Association in the event that the Company's Articles of Association do not specify, the payment of remuneration shall be in accordance with the resolution of the shareholders' meeting, which shall consist of no less than two-thirds of the total number of votes of shareholders attending the meeting, the details of the remuneration of directors in accordance with the Company's Articles of Association were presented, and the consideration was presented at the same rate as in 2024 total remuneration of directors shall not exceed 2,500,000 baht, with details as follows:



| position | meeting allowance (Only the directors attending the meeting) (Baht/meeting/person) | | Other benefits |
|---------------------------------|---|-----------|----------------|
| | Year 2025 (proposed year) | Year 2024 | |
| Board of Directors | | | |
| Chairman | 25,000 | 25,000 | None |
| director | 10,000 | 10,000 | None |
| Audit Committee | | | |
| Chairman of the Audit Committee | 20,000 | 20,000 | None |
| Audit Committee | 15,000 | 15,000 | None |
| Executive Board | | | |
| Chairman of the Executive Board | 10,000 | 10,000 | None |
| Executive Board | 5,000 | 5,000 | None |

Board's opinion The company has a policy of paying directors compensation at an appropriate level by comparing and referring to the levels practiced in the industry and taking into account the company's operating results including suitability with the duties and responsibilities of the directors. Directors assigned to act as members of the audit committee will receive remuneration for performing their duties and responsibilities as announced by the relevant regulatory agencies for remuneration of company directors audit committee for the year 2025 the board of directors has the opinion to maintain the remuneration rate at the same rate as for 2024 and sees it appropriate to propose to the 2025 Annual General Meeting of Shareholders to consider and approve the directors' remuneration for the year 2025, which the rate of compensation in the form of meeting allowances per person per meeting is the same as in 2024, and the remainder is allocated as directors' bonuses with no additional benefits or other privileges and the amount is not more than 2,500,000 baht.

Assistant Company Secretary / MC an opportunity was given to shareholders to ask questions. and express opinions it appeared that there were no shareholders at the meeting who asked questions or expressed additional opinions therefore asked the meeting to vote and inform the meeting that resolutions in this agenda must be approved by a vote of not less than two-thirds of the shareholders who attend the meeting and cast their votes by counting the votes of those who abstained as the base for counting votes if there is an equal vote, the chairman of the meeting shall cast an additional vote as the deciding vote.

meeting resolution The meeting has considered therefore, there was a unanimously resolution to approve the determination of directors' remuneration for the year 2025 in the form of meeting allowances per person per meeting, equal to the previous year and the rest is allocated as directors' bonuses with out and additional benefits or privileges as proposed in an amount not exceeding 2,500,000 baht by a unanimous vote of the total number of votes of shareholders who attended the meeting and had the right to vote. The results of the vote counting were as follows:



| | Number of votes | Percentage |
|---|--------------------|---------------|
| Agreed | 726,721,600 | 100.00 |
| Disagreed | 0 | 0.00 |
| Abstained | 0 | 0.00 |
| Total number of voters (33 people) | 726,721,600 | 100.00 |

Agenda 9 To consider and approval of the reduction of the Company's registered capital by 21,812,013.50 baht from 476,526,251.75 baht to 454,714,238.50 baht by canceling the registered ordinary shares that have not yet been issued, amounting to 87,248,053 shares with a par value of 0.25 baht per share and the amendment of the company's memorandum of association, Section 4, to be consistent with the reduction of the company's registered capital and authorizing the authorized signatory directors of the company and/or the authorized signatory directors of the company to make the amendment

Assistant Company Secretary / MC Propose to the meeting that Due to the 2022 Annual General Meeting of Shareholders on April 7, 2022, a resolution was approved for the issuance and offering of convertible debentures by the company, with a total offering value of not exceeding 1,000 million Baht, to be offered to specific investors, namely Advance Opportunities Fund ("AO Fund") and Advance Opportunities Fund 1 ("AO Fund 1"), within a period of 3 years from the date of the approval by the shareholders' meeting. A resolution was also passed to increase the registered capital to accommodate the exercise of conversion rights of the convertible debentures, in the amount of 90,840,950.25 baht, increasing from the previous registered capital of 408,784,276.50 Baht to a new registered capital of 499,625,226.75 Baht, by issuing up to 363,363,801 new common shares, with a par value of 0.25 Baht per share. Subsequently, at the Extraordinary General Meeting of Shareholders No. 1/2022, held on October 10, 2022, a resolution was passed to further increase the company's registered capital to accommodate the exercise of conversion rights of the convertible bonds by an additional amount of 34,821,295.00 Baht, increasing from the previous registered capital of 499,625,226.75 Baht to a new registered capital of 534,446,521.75 Baht, by issuing up to 139,285,180 new common shares, with a par value of 0.25 Baht per share, in order to accommodate the conversion rights of the convertible bonds. The total increase in registered capital over the two rounds amounted to 125,662,245.25 Baht, representing 502,648,981 shares with a par value of 0.25 Baht per share. The company issued convertible bonds with a term of 3 years for a total amount of 525,000,000 Baht, and the registered capital was increased as a result of the exercise of the conversion rights of the convertible bonds, amounting to 103,850,232.00 Baht, representing 415,400,928 shares. The remaining registered capital allocated for the conversion rights amounted to 21,812,013.25 Baht, representing 87,248,053 shares, with a par value of 0.25 Baht per share.



The convertible debentures reached their 3-year maturity on April 7, 2025, with the registered capital being paid from the conversion of the convertible bonds in the amount of 103,850,232.00 THB, representing 415,400,928 shares. The remaining registered capital allocated for conversion is 21,812,013.25 THB, representing 87,248,053 shares, with a par value of 0.25 THB. The details are summarized in Table 9.1.

Table 9.1: Details of Registered Capital Increase and Remaining Shares Not Yet Allocated

| Item | Change in Registered Capital (Shares) | Change in Registered Capital (THB) |
|---|---------------------------------------|------------------------------------|
| As of April 7, 2022, resolution to increase capital for the purpose of supporting the conversion of convertible bonds (1st increase) | 363,363,801 | 90,840,950.25 |
| As of October 10, 2022, resolution to increase capital for the purpose of supporting the conversion of convertible bonds (2nd increase) | 139,285,180 | 34,821,295.00 |
| Total capital increase for supporting the conversion of convertible bonds | 502,648,981 | 125,662,245.25 |
| Conversion of convertible bonds | 415,400,928 | 103,850,232.00 |
| Remaining registered capital allocated for conversion | 87,248,053 | 21,812,013.25 |

After receiving the resolution from the Annual General Meeting of Shareholders to reduce the registered capital by eliminating unsold and unallocated shares, the company will have a fully paid-up registered capital of 454,714,238.50 THB, equivalent to 1,818,856,954 common shares with a par value of 0.25 THB per share. The details are summarized in Table 9.2.

Table 9.2: Details of the Registered Capital Adjustment

| Item | Registered Capital (Shares) | Registered Capital (THB) |
|---|-----------------------------|--------------------------|
| Current registered capital | 1,906,105,007 | 476,526,251.75 |
| Approval to reduce capital at the Annual General Meeting of Shareholders 2025 | 87,248,053 | 21,812,013.25 |
| Adjusted registered capital if the resolution is approved | 1,818,856,954 | 454,714,238.50 |



Additionally, the company will need to amend its Memorandum of Association, Article 4, to align with the reduction in the company's registered capital as follows:

From

“Clause 4. Registered capital amount 476,526,251.75 baht (four hundred seventy-six million five hundred twenty-six thousand two hundred fifty-one baht seventy-five satang)
divided into 1,906,105,007 shares (one thousand nine hundred six million one hundred five thousand seven shares)
par value 0.25 baht (twenty-five satang)
divided into
common stock 1,906,105,007 shares (one thousand nine hundred six million one hundred five thousand seven shares)
Preferred shares - shares (- shares)”

Editing to

“Clause 4. Registered capital amount 454,714,238.50 baht (four hundred fifty-four million seven hundred fourteen thousand two hundred thirty-eight baht fifty satang)
divided into 1,818,856,954 shares (one thousand eight hundred eighteen million eight hundred fifty-six thousand nine hundred fifty-four shares)
par value 0.25 baht (twenty-five satang)
divided into
common stock 1,818,856,954 shares (one thousand eight hundred eighteen million eight hundred fifty-six thousand nine hundred fifty-four shares)
Preferred shares - shares (- shares)”

In the registration of amendments to the memorandum of association with the Department of Business Development, amendments to the memorandum of association, including various registration application documents of the Company, may be required in accordance with the order or advice of the registrar of public limited companies. The Company therefore deems it appropriate to propose to the shareholders' meeting to consider approving the authorization of the authorized signatory directors of the Company and/or the authorized signatory directors of the Company to amend the text in order to comply with the order or advice of the registrar of public limited companies in order to successfully complete the registration of amendments to the memorandum of association of the Company with the Department of Business Development.



Board's opinion The 2025 Annual General Meeting of Shareholders should approve the reduction of the Company's registered capital by THB 21,812,013.25 from the original registered capital of THB 476,526,251.75 to the new registered capital of THB 454,714,238.50, which is equivalent to the number of shares to be reduced by 87,248,053 shares, with a par value of THB 0.25 per share by canceling the registered ordinary shares that are not issued for sale to accommodate the conversion resulting from the issuance and sale of the Company's convertible debentures, which will expire on April 7, 2025. Furthermore, the meet should approve to amend the company's Memorandum of Association, Article 4, to align with the reduction in registered capital, and approve the delegation of authority to the authorized directors of the company and/or the person authorized by the company's authorized directors to make the necessary amendments until completion.

Assistant Company Secretary / MC an opportunity was given to shareholders to ask questions. and express your opinion it appeared that there were no shareholders at the meeting who asked questions or expressed additional opinions therefore asked the meeting to vote and inform the meeting that resolutions in this agenda must be approved by a vote of not less than three-quarters of the total number of votes of shareholders who attend the meeting and have the right to vote by counting the votes of those who abstained as the base for counting votes.

meeting resolution The meeting has considered there was a unanimous resolution to approve the reduction of the company's registered capital and amending Section 4 of the Memorandum of Association to be consistent with the reduction of the Company's registered capital and grant authority to the authorized director of the Company and/or the person authorized by the authorized director of the Company is the person who made the correction until it was completed according to the opinion of the directors with a unanimous vote of the total number of shareholders who attended the meeting and had the right to vote. The result of the vote counting was as follows:

| | Number of votes | Percentage |
|---|--------------------|---------------|
| Agreed | 726,721,600 | 100.00 |
| Disagreed | 0 | 0.00 |
| Abstained | 0 | 0.00 |
| Total number of voters (33 people) | 726,721,600 | 100.00 |



Agenda 10 To consider and approve of the increase in the Company's registered capital by 272,828,543.00 baht from the original registered capital of 454,714,238.50 baht to 717,542,781.50 baht by issuing 1,091,314,172 additional ordinary shares with a par value of 0.25 baht per share and the amendment of Clause 4 of the company's memorandum of association to be consistent with the increase in the company's registered capital and authorizing the authorized signatory directors of the company and/or the authorized signatory directors of the company to make the amendment.

Assistant Company Secretary / MC Propose to the shareholder meeting that the company aims to increase its registered capital by 272,828,543.00 baht from the original registered capital of 454,714,238.50 baht to a new registered capital of 727,542,781.50 baht by issuing no more than 1,091,314,172 additional common shares with a par value of 0.25 baht per share to support

1. the allocation of additional common shares to the Company's existing shareholders in proportion to their shareholding (Rights Offering) in an amount not exceeding 545,657,086 shares

2. the exercise of rights under the Company's Warrants to Purchase Ordinary Shares, Series 3 ("UREKA-W3 Warrants") to allocate to the Company's existing shareholders who subscribed for and were allocated additional common shares issued and offered to the Company's existing shareholders in proportion to their shareholding (Rights Offering) in an amount not exceeding 545,657,086 shares

The details of the Company's registered capital increase are as shown in the Capital Increase Report Form (F53-4) (enclosure 7) and the summary of the Company's rights to purchase ordinary shares, Series 3 ("UREKA-W3 Warrants") is as shown in enclosure 8 and the amendment to the Company's memorandum of association, Section 4, regarding registered capital, to be consistent with the Company's registered capital increase, with the following details:

from before

| | |
|--------------------------------------|--|
| "Clause 4. Registered capital amount | 454,714,238.50 baht (four hundred fifty-four million seven hundred fourteen thousand two hundred thirty-eight baht fifty satang) |
| Divided into | 1,818,856,954 shares (one thousand eight hundred eighteen million eight hundred fifty-six thousand nine hundred fifty-four shares) |
| Par value | 0.25 baht (twenty-five satang) |
| Divided into | |
| Common stock | 1,818,856,954 shares (one thousand eight hundred eighteen million eight hundred fifty-six thousand nine hundred fifty-four shares) |
| Preferred shares | - shares (- shares)" |

**edit to**

| | |
|--|---|
| “Clause 4. Registered capital amount 727,542,781.50 baht (seven hundred twenty-seven million five hundred forty-two thousand seven hundred eighty-one baht and fifty satang) | |
| Divided into | 2,910,171,126 shares (two thousand nine hundred ten million one hundred seventy-one thousand one hundred twenty-six shares) |
| Par value | 0.25 baht (twenty-five satang) |
| Divided into | |
| Common stock | 2,910,171,126 shares (two thousand nine hundred ten million one hundred seventy one thousand one hundred twenty-six shares) |
| Preferred shares | - shares (- shares)” |

In addition, in the registration of amendments to the memorandum of association with the Department of Business Development, amendments to the memorandum of association, including various registration application documents of the Company, may be required in accordance with the order or advice of the registrar of public limited companies. The Company therefore deems it appropriate to propose to the shareholders’ meeting to consider approving the authorization of the authorized signatory directors of the Company and/or the authorized signatory directors of the Company to amend the text in order to comply with the order or advice of the registrar of public limited companies in order to successfully complete the registration of amendments to the memorandum of association of the Company with the Department of Business Development.

Board’s opinion The 2025 Annual General Meeting of Shareholders should approve the increase of the Company’s registered capital by THB 272,828,543.00 from the original registered capital of THB 454,714,238.50 to the new registered capital of THB 727,542,781.50 by issuing 1,091,314,172 additional ordinary shares with a par value of THB 0.25 per share and amending Section 4 of the Memorandum of Association to be in line with the increase of the Company’s registered capital and authorizing the authorized signatory of the Company and/or the authorized signatory of the Company to make the amendment until completion, as detailed above and in the Capital Increase Report Form (F53-4) (enclosure 7) and the summary of the Company’s rights to purchase ordinary shares, Series 3 (“UREKA-W3 Warrants”) as shown in enclosure 8.

Assistant Company Secretary / MC an opportunity was given to shareholders to ask questions and express your opinion it appeared that there were no shareholders at the meeting who asked questions or expressed additional opinions therefore asked the meeting to vote. and inform the meeting that Resolutions in this agenda must be approved by a vote of not less than three-quarters of the total number of votes of shareholders who attend the meeting and have the right to vote. By counting the votes of those who abstained as the base for counting votes.



meeting resolution The meeting considered and unanimously resolved to approve the increase of the Company's registered capital by 272,828,543.00 baht from the original registered capital of 454,714,238.50 baht to 727,542,781.50 baht by issuing 1,091,314,172 additional ordinary shares with a par value of 0.25 baht per share and the amendment of the Company's memorandum of association, Section 4, to be consistent with the increase of the Company's registered capital and authorizing the authorized signatory of the Company and/or the authorized signatory of the Company to make the amendment by a unanimous vote of the total number of votes of the shareholders attending the meeting and having the right to vote. The results of the vote counting were as follows:

| | Number of votes | Percentage |
|---|--------------------|---------------|
| Agreed | 726,721,600 | 100.00 |
| Disagreed | 0 | 0.00 |
| Abstained | 0 | 0.00 |
| Total number of voters (33 people) | 726,721,600 | 100.00 |

Agenda 11 To consideration of approval of the issuance of UREKA-W3 warrants in an amount not exceeding 545,657,086 units to be allocated to the company's existing shareholders who have subscribed for and received additional common shares.

Assistant Company Secretary / MC Propose to the meeting that the company has an objective to issue warrants in the amount of not more than 545,657,086 units to allocate to the Company's existing shareholders who have subscribed and received the allocation of additional common shares issued and offered to the existing shareholders in proportion to their shareholding (Rights Offering) in the ratio of 3 new additional common shares to 3 UREKA-W3 warrants without any consideration (offering price per unit equal to 0 baht) and with an exercise price of 2.00 baht per share and an exercise period of 2 years. In the event that there is a fraction of UREKA-W3 warrants remaining from the calculation according to the allocation ratio, such fraction shall be rounded down as a whole amount, as appears in the preliminary summary of the details of the UREKA-W3 warrants (enclosure 8)

Board's opinion The 2025 Annual General Meeting of Shareholders should approve the issuance of no more than 545,675,086 UREKA-W3 warrants to be allocated to the Company's existing shareholders who have subscribed for and received additional common shares as detailed above and in accordance with the preliminary details of the UREKA-W3 warrants (enclosure 8)

Assistant Company Secretary / MC an opportunity was given to shareholders to ask questions and express your opinion it appeared that there were no shareholders at the meeting who asked questions or expressed additional opinions therefore asked the meeting to vote. and inform the meeting that Resolutions in this agenda must be approved by a vote of not less than three-quarters of the total number of votes of shareholders who attend the meeting and have the right to vote. By counting the votes of those who abstained as the base for counting votes.



meeting resolution The meeting considered and unanimously resolved to approve the issuance of UREKA-W3 warrants in an amount not exceeding 545,657,086 units to be allocated to the Company's existing shareholders who subscribed for and were allocated additional common shares by a unanimous vote of the total number of votes of shareholders who attended the meeting and had the right to vote. The results of the vote counting were as follows:

| | Number of votes | Percentage |
|---|--------------------|---------------|
| Agreed | 726,721,600 | 100.00 |
| Disagreed | 0 | 0.00 |
| Abstained | 0 | 0.00 |
| Total number of voters (33 people) | 726,721,600 | 100.00 |

Agenda 12 To consider and approval of the allocation of additional common shares.

Assistant Company Secretary / MC Propose to the meeting to consider approving the allocation of additional common shares, Following the issuance of additional common shares and the issuance of UREKA-W3 warrants in accordance with agenda items 10 and 11 above, the Company deems it appropriate to propose to the shareholders' meeting to consider and approve the allocation of not more than 1,091,314,172 common shares, with a par value of 0.25 baht per share, with details as follows:

1. Allocate no more than 545,657,086 common shares for capital increase, with a par value of 0.25 baht per share, to be offered for sale to the Company's existing shareholders in proportion to their shareholding (Rights Offering), either once or several times, at an allocation ratio of 10 original common shares to 3 common shares for capital increase, with an offering price of 0.85 baht per share. In the event of a fraction of a share resulting from calculation, that fraction of a share shall be rounded down.

Existing shareholders may oversubscribe to purchase additional common shares in excess of their rights (Oversubscription), whereby existing shareholders who oversubscribe will be allocated oversubscribed shares only when there are shares remaining from the allocation to the Company's existing shareholders who have fully subscribed according to their rights.

In allocating additional common shares to the Company's existing shareholders in proportion to their shareholding (Rights Offering) this time, if there are additional common shares remaining from the allocation to the Company's existing shareholders in proportion to their shareholding in the first round, the Company will allocate the remaining additional common shares to the existing shareholders who wish to subscribe for additional common shares in excess of their rights in proportion to their shareholding at the same price as the shares allocated according to their rights. In allocating such additional common shares, the Company will proceed to allocate the remaining additional common shares until there are no additional common shares remaining from the allocation or until no shareholder wishes to subscribe for such additional common shares anymore or cannot allocate them because they are fractional shares, with the following details:



1) In the case of excess unsubscribed common shares from the first round of Rights Offering, where the amount exceeds or equals the number of common shares subscribed by the existing shareholders in proportion to their shareholding, the company will allocate the remaining unsubscribed common shares to those existing shareholders who have subscribed beyond their entitlement and fully paid for their subscriptions, according to the amount they expressed an intention to subscribe beyond their entitlement.

2) In the case of fewer remaining common shares from the first round of Rights Offering than the number of common shares subscribed by existing shareholders beyond their entitlement, the company will allocate the remaining common shares to the existing shareholders who subscribed beyond their entitlement as follows:

(a) Allocate the remaining common shares in proportion to the original shareholding of each shareholder who subscribed in excess of their rights by multiplying the original shareholding of each shareholder who subscribed in excess of their rights by the number of remaining common shares to be allocated. This will result in the number of common shares that each shareholder who subscribed in excess of their rights is entitled to receive (in the case where there is a fraction of a share from the calculation, such fraction shall be discarded). The number of common shares allocated will not exceed the amount the shareholder subscribed for and fully paid.

(b) In the case where there are still common shares remaining after the allocation in accordance with Section 2)(a) above, the Company shall allocate such remaining common shares to each shareholder who subscribed in excess of their rights who has not yet been allocated in full according to the number of shares subscribed in excess of their rights according to the method in Section 2)(a) above until there are no more shares left to be allocated. The number of common shares allocated will not exceed the number of common shares the shareholder subscribed for and fully paid.

In any case, the allocation of shares exceeding the rights as detailed above must not cause any shareholder who subscribes for additional ordinary shares exceeding their rights to hold the Company's shares in a manner that violates the shareholding limitation of foreigners as specified in the Company's regulations. Currently, the company allows foreign ownership of up to 49 percent of the total shares issued and sold. If the allocation of additional ordinary shares to any shareholder of the Company who subscribes in excess of their rights causes such shareholder (including persons under Section 258 of the Securities and Exchange Act B.E. 2535 (including amendments)) to hold the Company's shares in a manner that increases to or crosses the point at which a tender offer must be made as specified in the Capital Market Supervisory Board's Notification No. TorJor. 12/2554 on the Criteria, Conditions and Methods for Acquisition of Securities to Take Over a Business (including those that have been Amendment) ("Announcement No. TorJor. 12/2554"), and the shareholder is not exempted from making a Tender Offer under the specified exceptions, that shareholder must make a Tender Offer for all of the company's securities, as outlined in the Notification No. TorJor. 12/2554.



In addition, if there are any additional common shares remaining from the allocation to the Company's existing shareholders in proportion to their shareholding (Rights Offering) and the allocation to the existing shareholders who have subscribed in excess of their rights (Oversubscription), it shall be proposed to the shareholders' meeting for consideration and approval of the reduction of the Company's registered capital by cutting the remaining additional common shares from the offering.

In this regard, the Board of Directors' Meeting resolved to approve the determination of the date for determining the list of existing shareholders entitled to receive the allocation of additional ordinary shares in proportion to their shareholding (Record Date) on March 14, 2025 and the determination of the subscription date for the Company's additional ordinary shares between April 28, 2025 and May 8, 2025. However, the right to subscribe for additional ordinary shares is still uncertain as it must await approval from the shareholders' meeting.

In addition, the Board of Directors' Meeting has resolved to approve the submission to the shareholders' meeting for consideration and approval of the authorization of the Board of Directors and/or the Chief Executive Officer and/or persons assigned by the Board of Directors and/or the Chief Executive Officer to act on the allocation of additional common shares of the Company in order to comply with the law, including but not limited to the authority to act as follows:

- (a) Determine or amend details related to the allocation of additional common shares to be offered for sale to the Company's existing shareholders in proportion to their shareholding (Rights Offering) in order to comply with the Company's regulations, laws and/or regulations related to the issuance and offering of securities.
- (b) Determine or amend the method of allocating additional common shares, such as allocating in one time or multiple times, offering period, offering method, payment of offering price, offering ratio, offering price, subscription, payment for shares, as well as any other conditions and details related to the allocation of additional common shares as deemed appropriate, such as changing the date for determining the list of shareholders entitled to receive the allocation of additional common shares, subject to the conditions of the relevant laws.
- (c) Sign relevant documents and contracts, application forms, requests for waivers, notices, and any documents related to the allocation of additional common shares, including the certification of relevant documents, contacting and/or submitting or receiving documents from officers or representatives of any relevant agencies, as well as listing the Company's additional common shares as listed securities on the Stock Exchange of Thailand, and performing any necessary and relevant actions related to the allocation of additional common shares to the Company's existing shareholders. In proportion to shareholding (Rights Offering) in all respects, subject to the conditions of the relevant laws.
- (d) Register the change of paid-up capital with the Department of Business Development, Ministry of Commerce, and have the power to take necessary actions to comply with the registrar's orders in order to complete the registration process.



(Please consider the details of the allocation of additional common shares in the capital increase report form (F53-4), enclosure 7)

2. Allocate no more than 545,657,086 common shares, with a par value of THB 0.25 per share, to support the exercise of rights under the UREKA-W3 Warrants. These shares will be allocated to existing shareholders of the company who have subscribed to and received new common shares issued and offered to them in proportion to their existing holdings (Rights Offering) at a ratio of 3 new common shares for every 3 UREKA-W3 warrants, with no value assigned (the offering price per unit is 0 THB). In the process of allocating common shares to accommodate the exercise of the UREKA-W3 warrants, the Board of Directors and/or the Chief Executive Officer and/or persons authorized by the Board of Directors and/or the Chief Executive Officer shall have the authority to determine or amend any necessary details and conditions and/or related to the issuance and allocation of the UREKA-W3 Warrants in all respects, subject to the conditions of the relevant laws and within the framework of the approval of the general meeting of shareholders. These details include, but are not limited to, the following:

- (a) preparing the terms and conditions of the UREKA-W3 Warrants, including specifying details related to the allocation of the UREKA-W3 Warrants, etc.
- (b) providing information, contact, prepare, sign, deliver, submit documents necessary or related to the issuance and allocation of the UREKA-W3 Warrants to the Securities and Exchange Commission, the Stock Exchange of Thailand, the Thailand Securities Depository Company Limited, the Ministry of Commerce, and other relevant agencies or persons.
- (c) listing the Warrants and common shares resulting from the exercise of the right to purchase common shares under the UREKA-W3 Warrants on the Stock Exchange of Thailand.
- (d) appointing a sub-attorney to have the authority to take necessary and appropriate actions related to the issuance and allocation of the UREKA-W3 Warrants in order for the issuance and allocation of the UREKA-W3 Warrants to be completed in all respects.
- (e) registering the change of paid-up capital with the Department of Business Development, the Ministry of Commerce, and have the authority to take actions necessary to comply with the registrar's orders in order for the registration process to be completed.

(Please consider additional details in the summary of preliminary details of the Company's common stock purchase warrants as attached in enclosure 8)

Board's opinion The 2025 Annual General Meeting of Shareholders should approve the allocation of the Company's additional shares in an amount not exceeding 1,091,314,172 shares, with a par value of THB 0.25 per share, divided into the allocation of additional ordinary shares in an amount not exceeding 545,657,086 shares, with a par value of THB 0.25 per share, to be offered to existing shareholders of the Company in proportion to their shareholding (Rights Offering) and the allocation of additional ordinary shares in an amount not exceeding 545,657,086 shares, with a par value of THB 0.25 per share, to support the exercise of rights under the UREKA-W3 warrants, to be allocated to existing shareholders of the Company who have subscribed for and



received the allocation of additional ordinary shares issued and offered to existing shareholders in proportion to their shareholding (Rights Offering) as detailed above.

Assistant Company Secretary / MC an opportunity was given to shareholders to ask questions and express your opinion it appeared that there were no shareholders at the meeting who asked questions or expressed additional opinions therefore asked the meeting to vote. and inform the meeting that Resolutions in this agenda must be approved by a vote of not less than three-quarters of the total number of votes of shareholders who attend the meeting and have the right to vote. By counting the votes of those who abstained as the base for counting votes.

meeting resolution The meeting considered and unanimously resolved to approve the allocation of additional common shares by a unanimous vote of all votes of shareholders who attended the meeting and had the right to vote. The results of the vote counting were as follows:

| | Number of votes | Percentage |
|---|--------------------|---------------|
| Agreed | 726,721,600 | 100.00 |
| Disagreed | 0 | 0.00 |
| Abstained | 0 | 0.00 |
| Total number of voters (33 people) | 726,721,600 | 100.00 |

Agenda 13 Consider other matters (if any)

Assistant Company Secretary / MC Informed to the meeting that according to the Public Company Limited Act B.E. 2535 and its amendments, Section 105, paragraph 2, stipulates that shareholders whose shares total not less than one-third of the total number of shares sold you may request the meeting to consider matters other than those specified in the meeting invitation letter, The Company deems it appropriate to include this agenda in order to provide an opportunity for shareholders who wish to propose to the meeting to consider matters other than those proposed by the Board of Directors scheduled for this meeting, the company announced the news at the Stock Exchange to allow shareholders to propose agenda items or submit questions in advance of the 2025 Annual General Meeting of Shareholders from November 25, 2024 to December 30, 2024, the announcement was made on November 25, 2024 and there were no shareholders who proposes an agenda and no questions were sent in advance to the company.

In addition, the company determines the list of shareholders who have the right to attend the 2025 Annual General Meeting of Shareholders (Record Date) on Friday, March 14, 2025, which is not less than 14 days after the board meeting date onwards until the 2025 Annual General Meeting of Shareholders

There will be a question and suggestion period during the meeting. Assistant Company Secretary / MC Informed to the meeting be a reader of questions and suggestions, at the end of the meeting there were question and suggestions sent by Ms. Punsri Karnchareonkoonwong, a proxy of the Thai Investors Association, who proposed that the company organize an AGM as a hybrid, i.e. both physical and online, to provide shareholders with an opportunity to communicate directly and smoothly between the company's executives and the board



of directors, which would be in line with the SEC's letter requesting cooperation in this direction dated March 19, 2025.

The Chairman expressed his gratitude and acknowledged the concerns of the shareholders. The Board of Directors will consider this proposal at the next shareholders' meeting.

Assistant Company Secretary / MC he asked the meeting if any shareholders would like to express their opinions or inquire about any additional issues when there were no shareholders with additional questions Assistant Company Secretary / MC therefore invited Mr. Paisit Kaenchan, Chairman of the Board of Directors / Chairman of the Audit Committee / Independent Director Closing speech of the 2025 annual shareholder meeting

Mr. Paisit Kaenchan Chairman of the Board / Chairman of the Audit Committee / Independent Director thanks to all shareholders and honorable persons who sacrificed their time to attend this meeting and closed the Annual General Meeting of Shareholders for the year 2025

The meeting was closed at 03:45 p.m.

Yours sincerely

Eureka Design Public Company Limited

(Mr. Paisit Kaenchan)

(Mr. Paisit Kaenchan)

Chairman of the Board / Chairman of the Meeting

(Mr. Piyapot Kaewjamlong)

Company Secretary

meeting recorder