

**Minutes of the Annual General Meeting of Shareholders No. 1/2025**  
**Simat Technologies Public Company Limited**  
**on April 25, 2025**  
**at the meeting room of Simat Technologies Public Company Limited, head office.**

**Date, time and venue of the meeting**

The meeting was held on April 25, 2025 at 10:00 hours at the meeting room of Simat Technologies Public Company Limited, head office.

**Proceeding at 10.00 Hours**

Simat Technologies Public Company Limited (the “**Company**”) by Ms. Tasnaporn Yodmongkol, as the moderator of the meeting (the “**Moderator**”) welcomed the shareholders to the annual general meeting no. 1/2025 at the meeting room of Simat Technology Public Company Limited, head office.

In this meeting, there were 2 shareholders attending the meeting in person and 54 shareholders attending by proxy, totaling 56 shareholders, representing a total of 315,555,597 shares or equivalent to 48.6546 percent of the total sold shares of the Company, forming a quorum according to the law and the Company's Articles of Association which specified that in order to constitute a quorum, there must be not less than 25 shareholders and proxies (if any) attending at a shareholders' meeting or not less than half of the total number of shareholders whichever is less and such shareholders must hold not less than one-third of the total number of the Company's shares sold.

Before proceeding with the agendas of the meeting, the Moderator introduced the Board of Directors, Auditor present at the meeting.

The Board of Directors are consisted of 8 persons, attending the meeting as follows:

- |                      |                  |   |
|----------------------|------------------|---|
| 1. Asst. Prof. Pisit | Saeng-Xuto       | Chairman of the Board of Directors and Independent Director |
| 2. Mr. Boonlerd      | Iewpornchai      | Vice Chairman of the Board of Directors                     |
| 3. Ms. Tasnaporn     | Yodmongkol       | Director and Company's secretary                            |
| 4. Mr. Tanawat       | Ueasiripan       | Director  |
| 5. Ms. Napaporn      | Mesayanon        | Independent Director and Chairman of the Audit Committee    |
| 6. Mr. Worapoj       | Lapwatanamongkol | Independent Director and Audit Committee                    |
| 7. Mr. Wutichai      | Anantakul        | Independent Director and Audit Committee                    |

Assoc. Prof. Dr. Sarayut Rueangsuwan, Independent Director had another mission. He could not attend the AGM, so there were 7 directors attending the meeting or representing 87.5 percent of the total number of directors of the Company.

Audit team from ANS Audit Co., Ltd.

1. Ms. Patcharee Siriwongsin
2. Ms. Bupphachat Hohum
3. Ms. Suphannee Thanikkul

In this regard, in order to be in accordance with the good corporate governance, the Moderator clarified the meeting about voting and how to vote, ask or suggest as follows:

**Voting**

1. The shareholders shall have votes equal to the number of shares held. A vote is counted as one share

equals one vote they hold, one share per one vote.

2. Voting for each agenda may differ, which the Chairman will inform the meeting on each agenda item before voting.
3. The chairman of the meeting will propose to the attendees to consider voting on each agenda item. In case the attendees disagree or abstain from voting, please mark the ballots and raise your hand for the staff to collect the votes. The remained attendees shall be regarded as agreeing votes without raising their hands.
4. The shareholders' votes in each agenda may not be equal because the shareholders and proxies gradually enter the meeting room.

In order to ensure transparency and in line with the good practices of the shareholders' meeting of the Securities and Exchange Commission, one shareholder representative was invited to witness the counting of votes at the meeting and sat with the Company's officers who were in charge of counting the votes. Mr. Pinphet Buaon, a shareholder, honored to witness the counting of votes at this meeting.

### **Asking Questions or Suggestions**

The Chairman or the person assigned by the Chairman will allow shareholders or proxies can ask questions about the agenda under consideration but must be inquired after the meeting facilitator the details of each agenda have been presented by means of:

- Inquiry by raising hands and inform the name, surname and status as a shareholder or proxy before asking or giving suggestions each time.
- For questions or suggestions, the company received in advance, the company will answer such questions or suggestions when conducting the meeting on the agenda related to those questions.

After the clarification, the Moderator welcomed Asst. Prof. Pisit Saeng-Xuto, the Chairman of the Board of Directors, act as the Chairman of the meeting (the "Chairman").

The Chairman welcomed the attendees and proceeded to convene the Annual General Shareholder's Meeting of the year 2024 in accordance with the agendas as follows:

### **Agenda 1** **To consider and adopt the Minutes of the Annual General Meeting of Shareholders No. 1/2024 which was held on April 26, 2024.**

The Chairman designated the Moderator to inform the information of this agenda item.

The Moderator proposed the meeting to consider and adopt the minutes of the Annual General Meeting of Shareholders No. 1/2024 which was held on April 26, 2024, and submitted such minutes of the meeting to the Stock Exchange of Thailand and Ministry of Commerce, within the period as required by law, including published on the Company's website ([www.simat.co.th](http://www.simat.co.th)) with a copy of the minutes of the meeting has been sent to the shareholders along with [Enclosure 1](#). Directors deems it appropriate to propose the minutes of the meeting which recorded correctly to shareholders for approval.

The Moderator allowed the shareholders sharing their opinions and asking questions about this agenda but no shareholders or proxy would like to inquire or express their opinions. The Chairman thus requested to vote on this agenda.

There was 1 more shareholder attending the meeting in person, amounting 3,460,000 shares, so there were 3 shareholders attending the meeting in person and 54 shareholders attending by proxy, totaling 57 shareholders, representing a total of 319,015,597 shares or equivalent to 49.1879 percent of the total sold shares of the Company.

### **Resolution**

The meeting considered and unanimously resolved to adopt the minutes of the Annual General Meeting of Shareholders No. 1/2024 which was held on April 26, 2024, as proposed details in all respects with the following votes:

| <b>Shareholders' votes</b> | <b>Number (votes)</b> | <b>Percentage of shareholders attending the Meeting and casting their votes</b> |
|----------------------------|-----------------------|---|
| Approved                   | 319,015,597           | 100.0000  |
| Disapproved                | -                     | -   |
| Abstained                  | -                     | -   |
| Invalid                    | -                     | -   |
| Total                      | 319,015,597           | 100.0000  |

### **Remarks**

The resolution for this agenda must be adopted by a majority of votes of the shareholders present at the meeting and casting their votes.

### **Agenda 2**

#### **To acknowledge the Board of Directors' report on the Company's Operating Performance for the year 2024.**

The Chairman designated the Chief Financial Officer (CFO) to report the operating performance for the year 2024 to the meeting.

Ms. Tasnaporn Yodmongkol - Chief Financial Officer (CFO) reported the Company's operating performance for the year 2024 is summarized as follows:

- In 2024, the total net profit of the Company and its subsidiaries (the portion of the parent company) was 41 million baht, increased from 2023 of 17 million baht due to:
  - 1) Loss on impairment of asset was decreased from the prior year about 27 million baht because 2023Q3, there were losses with relative high value transaction from broadband internet business asset impairment 20 million baht.
  - 2) Revenue from sales and services increased by 43 million baht. In 2023, the company had moved its silkscreen-printing factory and caused the losses of business opportunities. But the orders have been received back since 2524Q2.
- Key financial ratios such as Return on Assets (ROA) shows the company can make a profit of 2.15% from the average total assets in year 2024, current ratio shows the company had ability to pay short-term obligations within one year for 2.15 times at the end of 2024, Debt to Equity Ratio (DE Ratio) shows that the company used debt to finance its assets at 0.51 time relative to the value of shareholders' equity at the end of year 2024.
- Net cash inflow from financing 31 million baht, net cash outflow from investments 103 million baht due to the subsidiaries bought equipment, building, and assets for renewable

energy business. They made cash flow of the company and its subsidiaries for year 2024 had net increase of 44 million baht.

The Moderator allowed the shareholders sharing their opinions and asking questions about this agenda. but no shareholders or proxy would like to inquire or express their opinions. The Chairman was thus requested to vote on this agenda.

### **Remarks**

This agenda is for acknowledgement, therefore, no voting required.

### **Agenda 3**

**To consider and approve the financial statement and comprehensive income statement of the Company for the fiscal year ended December 31, 2024.**

The Chairman designated the Moderator to inform the information of this agenda.

The Moderator inform the Meeting that the financial statement and comprehensive income statement of the Company for the fiscal year ended December 31, 2024 was audited and endorsed by Ms. Patcharee Siriwongsin, the Company's auditor from ANS Audit Co., Ltd. and also reviewed by the Company's Audit Committee. The details appear in the "Financial Statements" section in the Annual Registration Statement 2024 (Form 56-1 e-One Report). The Board therefore deemed it appropriate to propose to the shareholders' meeting to consider and approve the statement of financial position. and statement of comprehensive income for the year ended December 31, 2024 and auditor's report.

The Moderator allowed the shareholders sharing their opinions and asking more questions about this agenda. but no shareholders or proxy would like to inquire or express their opinions. The Chairman thus requested to vote on this agenda.

### **Resolution**

The meeting considered and approve the financial statement and comprehensive income statement of the Company for the fiscal year ended December 31, 2024 with details as proposed in all respects with the following votes:

| <b>Shareholders' votes</b> | <b>Number (votes)</b> | <b>Percentage of shareholders attending the Meeting and casting their votes</b> |
|----------------------------|-----------------------|---|
| Approved                   | 319,015,597           | 100.0000  |
| Disapproved                | -                     | -   |
| Abstained                  | -                     | -   |
| Invalid                    | -                     | -   |
| Total                      | 319,015,597           | 100.0000  |

### **Remarks**

The resolution for this agenda must be adopted by a majority of votes of the shareholders present at the meeting and casting their votes.

### **Agenda 4**

**To consider and approve the omission of dividend payment.**

The Chairman designated the Moderator to inform the information of this agenda.

The Moderator inform the Meeting that the Company has the policy to pay out dividend to the shareholders at the rate of 50 percent of net profit. However, this is subject to the economic situation and the Company's future business projects and also not contradiction with The Public Limited Company Law in terms of the dividend payment.

The Company has allocated net profit for the year 2024 as legal reserve at the rate not less than 5% of net profit for the year 2024 amounting 1,498,000 Baht and considered omission of annual dividend payment for the year 2024 to maintain the Company's liquidity and for the Company's business expansion project in 2025.

The Moderator allowed the shareholders sharing their opinions and asking more questions about this agenda. but no shareholders or proxy would like to inquire or express their opinions. The Chairman thus requested to vote on this agenda.

### **Resolution**

The meeting considered and approved the omission of dividend payment with details as proposed in all respects with the following votes:

| <b>Shareholders' votes</b> | <b>Number (votes)</b> | <b>Percentage of shareholders attending the Meeting and casting their votes</b> |
|----------------------------|-----------------------|---|
| Approved                   | 319,015,597           | 100.0000  |
| Disapproved                | -                     | -   |
| Abstained                  | -                     | -   |
| Invalid                    | -                     | -   |
| Total                      | 319,015,597           | 100.0000  |

### **Remarks**

The resolution for this agenda must be adopted by a majority of votes of the shareholders present at the meeting and casting their votes.

### **Agenda 5**

**To consider and approve the directors retired by rotation to resume their directorships for another term.**

The Chairman designated the Moderator to inform the information of this agenda.

The Moderator inform the Meeting that According to Article 25 of the Company's Articles of Association, on each Annual General Meeting of shareholders, one-third (nearest to one-third) of the directors who served the Company longest must be retired by rotation. However, the retired directors may be re-elected. In this year, the name lists of the 2 directors who retired are as follows:

1. Ms. Tasnaporn Yodmongkol
2. Mr. Wutichai Anantakul

The Board of Directors has conducted the selection of directors by publishing on Company's website and disclosed through the Stock Exchange of Thailand since November 8, 2024, to let the shareholders have chance to nominate directors, to consider persons with knowledge, abilities and specialization in business related to the company

and has a good work history, leadership, vision, morals, ethics, as well as a good attitude towards the organization. Therefore, the Board of Directors deems it appropriate to elect 2 directors who have retired for another term and a new director (details brief biographies of the 2 persons are in [Enclosure 2](#)).

The Moderator allowed the shareholders sharing their opinions and asking questions about this agenda but no shareholders or proxy would like to inquire or express their opinions. The Chairman thus requested to vote on this agenda.

### **Resolution**

The meeting considered and approved the directors retired by rotation to resume their directorships for another term with details as proposed in all respects with the following votes:

#### **5.1 Ms. Tasnaporn Yodmongkol**

This agenda, Ms. Tasnaporn had the conflict of interest, therefore, she asked for permission to leave the meeting room temporarily and request the chairman to be the moderator of the meeting instead.

| <b>Shareholders' votes</b> | <b>Number (votes)</b> | <b>Percentage of shareholders attending the Meeting and casting their votes</b> |
|----------------------------|-----------------------|---|
| Approved                   | 319,015,597           | 100.0000  |
| Disapproved                | -                     | -   |
| Abstained                  | -                     | -   |
| Invalid                    | -                     | -   |
| Total                      | 319,015,597           | 100.0000  |

### **Remarks**

The resolution for this agenda must be adopted by a majority of votes of the shareholders present at the meeting and casting their votes.

#### **5.2 Mr. Wutichai Anantakul**

This agenda, Mr. Wutichai had the conflict of interest, therefore, he asked for permission to leave the meeting room temporarily.

| <b>Shareholders' votes</b> | <b>Number (votes)</b> | <b>Percentage of shareholders attending the Meeting and casting their votes</b> |
|----------------------------|-----------------------|---|
| Approved                   | 319,015,597           | 100.0000  |
| Disapproved                | -                     | -   |
| Abstained                  | -                     | -   |
| Invalid                    | -                     | -   |
| Total                      | 319,015,597           | 100.0000  |

### **Remarks**

The resolution for this agenda must be adopted by a majority of votes of the shareholders present at the meeting and casting their votes.

### **Agenda 6** **To consider and approve the determination of directors' remuneration for the year 2025.**

The Chairman designated the Moderator to inform the information of this agenda.

The Moderator informed the Meeting that in section 90 of the Public Limited Company Act indicated that "the remuneration payment for directors requires approval from the shareholders and the resolution shall be supported by a vote of not less than two-third of the total number of shareholders present at the meeting and entitled to vote"

The Board of Directors reviewed the remuneration for the Company's Directors in 2025, took into account the remuneration's appropriateness which is compatible with roles and responsibilities and compared with other operators in the similar industry and size as stated in Survey on Remuneration of the Listed Companies' Directors by Thai Institute of Directors Association and business expansion. The Board of Directors thus agreed to propose to the shareholders the Directors' Remuneration as follows:

| Position  | Remuneration of Directors<br>Year 2025 | Remuneration of Directors<br>Year 2024 |
|---|--|--|
| Chairman of the Board of Directors                      | THB12,000 / Meeting                    | THB10,000 / Meeting                    |
| Director /<br>Independent Director /<br>Audit Committee | THB12,000 / Meeting                    | THB10,000 / Meeting                    |

In this regard, for any director who receives remuneration in the form of salary or other remuneration as an executive management or employee of the Company and/or subsidiary(s) or associated companies, will not receive the above-mentioned compensation

In this regard, the Board of Directors recommends that the shareholders' meeting approve the directors' remuneration for the year 2024 as detailed above.

The Moderator allowed the shareholders sharing their opinions and asking questions about this agenda. but no shareholders or proxy would like to inquire or express their opinions. The Chairman thus requested to vote on this agenda.

### **Resolution** The meeting considered and approved the determination of directors' remuneration with details as proposed in all respects with the following votes:

| Shareholders'<br>votes | Number (votes) | Percentage of shareholders<br>attending the Meeting and casting<br>their votes |
|------------------------|----------------|--|
|------------------------|----------------|--|

|             |             |          |
|-------------|-------------|----------|
| Approved    | 319,015,597 | 100.0000 |
| Disapproved | -           | -        |
| Abstained   | -           | -        |
| Invalid     | -           | -        |
| Total       | 319,015,597 | 100.0000 |

### **Vote required**

This agenda requires not less than two-thirds (2/3) of the votes of the shareholders present at the meeting.

### **Agenda 7**

#### **To consider and approve the appointment of auditor and fix his/her remuneration for the year ended December 31, 2025.**

The Chairman designated the Moderator to inform the information of this agenda.

The Moderator inform the Meeting that in section 120 of the Public Limited Company Act indicated that “In every Annual General Meeting, the shareholders have to appoint and determine the remuneration for auditor and auditor of preceding year can be re-elected.”

The Audit Committee considered proposing the independence and appropriateness of auditor and their remuneration and has the resolution to propose to appoint as follows:

- (1) Mr. Sathien Vongsnan Certified public accountant no. 3495 or
- (2) Mr. Atipong Atipongsakul Certified public accountant no. 3500 or
- (3) Mr. Vichai Ruchitanont Certified public accountant no. 4054 or
- (4) Ms. Kultida Pasurakul Certified public accountant no. 5946 or
- (5) Mr. Yuttapong Chuamuangpan Certified public accountant no. 9445 or
- (6) Ms. Patcharee Siriwongsin Certified public accountant no. 9037 or
- (7) Ms. Panita Chotesaengmaneekul Certified public accountant no. 9575

from ANS Audit Co., Ltd. which has no relationship and interest with the Company/subsidiaries/executives/major shareholders or persons related to such persons. Ms. Patcharee Siriwongsin is the Company's original auditor since 2018. And the audit fee for the year 2025 is set at Baht 4,240,000, with details which are compared to the previous year as follows:

| Auditor's Remuneration     | Year 2025 | Year 2024 |
|----------------------------|-----------|-----------|
| Audit fee for Company only | 1,590,000 | 1,590,000 |
| Audit fee for subsidiaries | 2,650,000 | 2,800,000 |
| Total                      | 4,240,000 | 4,390,000 |

The Moderator allowed the shareholders sharing their opinions and asking questions about this agenda. but no shareholders or proxy would like to inquire or express their opinions. The Chairman thus requested to vote on this agenda.

### **Resolution**

The meeting considered and approved the appointment and determination of the auditor's remuneration with details as proposed in all respects with the following votes:

| <b>Shareholders' votes</b> | <b>Number (votes)</b> | <b>Percentage of shareholders attending the Meeting and casting their votes</b> |
|----------------------------|-----------------------|---|
| Approved                   | 319,015,597           | 100.0000  |
| Disapproved                | -                     | -   |
| Abstained                  | -                     | -   |
| Invalid                    | -                     | -   |
| Total                      | 319,015,597           | 100.0000  |

### **Remarks**

The resolution for this agenda must be adopted by a majority of votes of the shareholders present at the meeting and casting their votes.

### **Agenda 8**

**To consider and approve the reduction of registered capital prepared to support the Simat-W5 warrants in the amount of Baht 160,000,000.**

The Chairman designated the Moderator to inform the information of this agenda.

The Moderator informed the meeting that in accordance with the resolution of the Extraordinary General Meeting of Shareholders No. 1/2021 on August 11, 2021, the Company has approved the increase of registered capital of Baht 160,000,000 to support the issuance of SIMAT-W5 warrants. And the Company issued 159,347,695 SIMAT-W5 warrants on September 3, 2021, but there was no-one exercise the right on the last exercise date on September 2, 2024.

The Board of Directors deems it appropriate to propose the shareholders' meeting to approve the reduction of the registered capital prepared to support the Simat-W5 warrants in the amount of Baht 160,000,000, which will reduce the registered capital from Baht 860,870,005 to Baht 700,870,005, and to the delegation of authority to the Chief Executive Officer to undertake any necessary actions which are required to complete the reduction of the registered capital. The authorization covers carrying out amendment the documents in the case that the Public Company Registrar and/or the regulatory authority have an order and/or suggestions for amendments to such documents in order to comply with the Public Company Registrar's and/or the regulatory authority's orders without significantly affecting to the reduction of the Company's registered capital as approved.

The Moderator allowed the shareholders sharing their opinions and asking questions about this agenda. but no shareholders or proxy would like to inquire or express their opinions. The Chairman thus requested to vote on this agenda.

### **Resolution**

The meeting considered and approved the reduction of the registered capital, and the delegation of authority to the Chief Executive Officer to undertake any necessary actions which are required to complete the reduction of the registered capital. The authorization covers carrying out amendment the documents in the case that the Public Company Registrar and/or the regulatory authority have an order and/or suggestions for amendments to such documents in order to comply with the Public Company Registrar's and/or the regulatory authority's orders without significantly affecting to the reduction of the Company's registered capital with details as proposed in all respects with the following votes:

| Shareholders' votes | Number (votes) | Percentage of shareholders attending the Meeting and casting their votes |
|---------------------|----------------|--|
| Approved            | 319,015,597    | 100.0000   |
| Disapproved         | -              | -  |
| Abstained           | -              | -  |
| Invalid             | -              | -  |
| Total               | 319,015,597    | 100.0000   |

### **Remarks**

This agenda requires not less than three-fourths (3/4) of the votes of the shareholders present at the meeting and entitled to vote.

### **Agenda 9**

#### **To consider and approve the amendment of Article of the Company's Memorandum of Association to reflect the capital reduction.**

The Chairman designated the Moderator to inform the information of this agenda.

The Moderator inform the Meeting that being in line with the reduction of registered capital, the Company has to amend the Article of the Company's Memorandum of Association, Clause 4 (Increase / Decrease in Registered Capital) from the registered capital of Baht 860,870,005 decreased to Baht 700,870,005.

The Board of Directors deems it appropriate to propose to the shareholders' meeting to approve the amendment of Article of the Company's Memorandum of Association, Clause 4 (Increase / Decrease in Registered Capital) from the registered capital of Baht 860,870,005 decreased to Baht 700,870,005 to be in line with the reduction of the registered capital, and to the delegation of authority to the Chief Executive Officer to undertake any necessary actions which are required to complete the amendment of Article of the Company's Memorandum of Association. The authorization covers carrying out amendments the documents in the case that the Public Company Registrar and/or the regulatory authority have an order and/or suggestions for amendments to such documents in order to comply with the Public Company Registrar's and/or the regulatory authority's orders without significantly affecting to the reduction of the amendment of Article of the Company's Memorandum of Association as approved.

The Moderator allowed the shareholders sharing their opinions and asking questions about this agenda. but no shareholders or proxy would like to inquire or express their opinions. The Chairman thus requested to vote on this agenda.

### **Resolution**

The meeting considered and approved the amendments of the Company's Memorandum of Association to be consistent with the reduction of registered capital, and the delegation of authority to the Chief Executive Officer to undertake any necessary actions to complete the amendment of Article of the Company's Memorandum of Association. The authorization covers carrying out amendments the documents in the case that the Public Company Registrar and/or the regulatory authority have an order and/or suggestions for amendments to such documents in order to comply with the Public Company Registrar's and/or the regulatory authority's orders without significantly affecting to the amendment

of Article of the Company's Memorandum of Association with details as proposed in all respects with the following votes:

| Shareholders' votes | Number (votes) | Percentage of shareholders attending the Meeting and casting their votes |
|---------------------|----------------|--|
| Approved            | 319,015,597    | 100.0000   |
| Disapproved         | -              | -  |
| Abstained           | -              | -  |
| Invalid             | -              | -  |
| Total               | 319,015,597    | 100.0000   |

### **Remarks**

This agenda requires not less than three-fourths (3/4) of the votes of the shareholders present at the meeting and entitled to vote.

### **Agenda 10** **To review and approve the requirements to prohibit the actions obtaining characteristics as business dominated by foreigner(s).**

The Chairman designated the Moderator to inform the information of this agenda.

The Moderator inform the Meeting that since the Company has been a licensee to render service of internet type 3 from National Broadcasting and Telecommunication Commission "NBTC", who must comply with the Notification of NBTC about Determination of Prohibition for Any Action Considered as Business Takeover by Foreigner(s) B.E. 2012, which determined a licensee to review the aforesaid prohibition as well as must get approval from the Shareholders' Meeting.

List of prohibition of actions considered obtain characteristics as business takeover by foreigner are the followings:

1. Business takeover through allowing foreigners, representatives, private agents hold the shares no matter what direct nor indirect for avoiding this notification.
2. Business takeover through holding the shares by foreigners themselves or through representatives or private agents of foreigners by the said shares obtain preferred right to cast the votes in Shareholders' Meeting exceeding proportion of the shares actually held; or being the shares obtain preferred right upon the shares held by Thai nationality.
3. Business takeover through foreigners obtain controlling power or influence no matter what direct nor indirect in determining policy, managing, operating, or appointing Directors or Executive Management.

Executive Management means Chairman of the Board of Directors, Managing Director, Manager, Director, Chief of Purchase, Chief of Finance, or any other persons obtain controlling power or influence on management or perform telecommunication in business of the applicant or the licensee.

4. Business takeover through legal relationship with source of fund and loan from foreigners or affiliate entity(s) such as guarantee for loan, giving loan at interest rate lower than market price, guarantee for business risk, or giving credit loan in characteristic of prejudice.
5. Business takeover through doing contract concerning intellectual property, franchise, or contract granting the sole right to foreigners or affiliate entity(s). And such contract results to transfer expenses and benefits returned to foreigners.
6. Business takeover through doing purchase and hire contract or contract to hire management services with foreigners or affiliate entity(s) or employee(s) or staff of foreigners. And the said contract results to transfer expenses and benefits returned to foreigners.
7. Business takeover through joint venture with foreigners or affiliate entity(s) by allocating or dividing cost in business operation in characteristic obtains result to transfer expenses and benefits returned to foreigners.
8. Business takeover through transaction in characteristic of transfer pricing or mutual consent in price aspect with foreigners or affiliate entity(s).

The Board of Directors had determined that the Company has followed the Determination of Prohibition for Any Action Considered as Business Takeover by Foreigner(s), and there is no action that constitutes domination by aliens, and therefore should propose the shareholders to approve the requirements to prohibit the actions obtaining characteristics as business dominated by foreigner(s).

The Moderator allowed the shareholders sharing their opinions and asking questions about this agenda. but no shareholders or proxy would like to inquire or express their opinions. The Chairman thus requested to vote on this agenda.

### **Resolution**

The meeting unanimously resolved to review the requirements to prohibit the actions obtaining characteristics as business dominated by foreigner(s) with details as proposed in all respects with the following votes:

| <b>Shareholders' votes</b> | <b>Number (votes)</b> | <b>Percentage of shareholders attending the Meeting and casting their votes</b> |
|----------------------------|-----------------------|---|
| Approved                   | 319,015,597           | 100.0000  |
| Disapproved                | -                     | -   |
| Abstained                  | -                     | -   |
| Invalid                    | -                     | -   |
| Total                      | 319,015,597           | 100.0000  |

### **Remarks**

This agenda requires not less than three-fourths (3/4) of the votes of the shareholders present at the meeting and entitled to vote.

**Agenda 11 Other Business (if any)**

The Chairman explained that this agenda is an opportunity for shareholders to propose other matters apart from the agenda specified in the invitation letter by submitting any other matters under the rules and procedures prescribed by law.

In proposing agenda items other than those specified in the notice of the meeting, Section 105, paragraph 2 of the Public Limited Companies Act, B.E. 2535 (1992) (and the amendment) stipulates that when the meeting considers the agenda in the order specified in the notice of the meeting, shareholders whose shares are counted at least 5% of the total number of shares outstanding, may request the meeting to consider other matters other than those specified in the notice of the meeting.

However, there is no shareholders or proxies propose other matters for consideration. The Chairman, then, informed the meeting that the Annual General Shareholder's Meeting of the year 2025 had been proceeded in all agendas as specified in the invitation letter for this meeting and gave the shareholders and proxies an opportunity to ask questions and express the opinions.

When no more shareholders and proxies asked any question and no additional opinion, the Chairman, thus, declared to close the meeting, thanked the shareholders for attending the Meeting and giving opinions that is great benefit to the Company.

The meeting closed at 10:45 a.m.

Yours faithfully,  
**Simat Technologies Public Company Limited**



(Asst. Prof. Pisit Saeng-Xuto)  
Chairman of the Meeting