

Minutes of the 2024 Annual General Meeting of Shareholders
Jaymart Group Holdings Public Company Limited

The meeting was held on April 5, 2024, 02.00 p.m. at the meeting room, 2nd floor, Building B, Jaymart Group Holdings Public Company Limited, No. 189 Jaymart Building, Ramkhamhaeng Rd., Keawng Rat Phatthana Ket Saphan Soong, Bangkok, 10240.

In today's meeting, directors attended the meeting from live broadcasting locations and via electronic media, a total of 8 people out of 8 directors, representing 100% of the total number of directors.

Directors present at the meeting were listed as follows:

- | | | |
|----|---------------------------|---|
| 1. | Mr. Pisnu Pong-acha | Chairman of the Board |
| 2. | Mr. Adisak Sukumvitaya | Chief Executive Officer /Director |
| 3. | Ms. Yuvadee Pong-acha | Director/Nomination and Remuneration Committee and Corporate Governance for Sustainability |
| 4. | Mrs. Manee Soonthornvatin | Director |
| 5. | Mr. Phisit Dechanabhirom | Independent Director/Chairman of the Audit Committee/ Nomination and Remuneration Committee and Corporate Governance for Sustainability |
| 6. | Mr. Suwit Kingkaew | Independent Director/Chairman of the Nomination and Remuneration Committee and Corporate Governance for Sustainability/ Audit Committee |
| 7. | Mr.Somsak Nontakanok | Independent Director / Member of the Audit Committee |
| 8. | Mrs. Chitkasem Moo-Ming | Director |

Executives attending the meeting were as follows:

- | | |
|-------------------------|---|
| Mr. Kittipat Chonlawut | Deputy Chief Investment Officer |
| Ms. Ladda Waruntharakul | Director of Accounting & Finance/ Company Secretary |

Other attendees attending the meeting were as follows:

- | | |
|------------------------------|--|
| 1. Ms. Rosaporn Dejakom | The auditor from EY Office Company Limited, attending the meeting via online |
| 2. Ms. Potjane Siribawontham | The auditor from EY Office Company Limited, attending the meeting via online |
| 3. Mr. Teerapong Arinchayo | The auditor from EY Office Company Limited, attending the meeting via online |

4. Mr. Somchai Chinraksa The legal consultant of Thep Company Limited, attending the meeting at the venue

Meeting Preliminaries

Mr. Panya Chutisiriwong, the meeting moderator, greeted and welcomed all shareholders, the Board of Directors, and executives and invited attendees to the 2024 Annual General Meeting of Shareholders of Jaymart Group Holdings Public Company Limited.

In this meeting, the Company added a way to attend the meeting in the form of a hybrid system (Hybrid Meeting). The shareholders could participate in the meeting via electronic media (E-AGM) and vote in the system (AGM Voting) according to the laws related to meetings via electronic media or attended the meeting at the Company's meeting venue.

Before entering the agenda, the meeting moderator reported to the meeting that the Company would process, collect, use, and disclose the personal information of meeting participants, such as still images, sound and moving images of all meeting participants, etc., for recording and preparing meeting minutes, management, meetings, etc. and would like to clarify the methods and criteria for the meeting which had the following important matters:

Voting and Vote Counting at the Meeting Venue (Physical)

1. Voting at the meeting, all shareholders have votes equal to the number of shares they hold, following the laws and the Company's article of association.
2. In each agenda, the Chairman shall ask the shareholders with ballot papers to vote in all cases; Approve, Disapprove, or Abstain. The Company shall collect all ballots and count only the votes for Disapprove or Abstain, deducted from the total votes of the shareholders in attendance and casting their votes. The remaining votes are considered Approve votes.
3. When the shareholders cast their votes in the ballot papers, please pass the card to the staff to count the votes at the vote counting point.
4. In vote counting, except Agenda 2, an agenda for acknowledgment, voting is not required. Agenda 1, 3,4,5,7 must be approved by a majority vote of the shareholders attending the meeting and eligible to vote. For Agenda 5, a majority vote of the shareholders who attended the meeting and cast their votes was required (Vote individually). Agenda 6 must be approved by a vote of at least two-thirds of all shareholders attending the meeting.
5. In every agenda, if shareholders or proxies wish to express their opinions or ask a question, please raise your hand. After the Chairman's permission, he/she shall declare to the meeting first that be a shareholder or proxy, including name and surname, before further comments or questions so that the

Company would have summarized the comments or questions and answers to be recorded in the Company's meeting minutes.

The following cases would be considered voided ballots.

- (1) A ballot with more than one box marked or no box marked at all to indicate voting.
- (2) A ballot crossed out and without signature.
- (3) A ballot without signature

Resolutions and Vote Counting for Electronic Meeting Attendance (E-AGM)

1. Voting at the meeting, shareholders or proxies have one vote per share.
2. The meeting shall be conducted as agenda items in the order of the invitation letter. When the presentation of each agenda has ended, there shall be an opportunity for questioning.
3. Shareholders attend the meeting via the Application Zoom Meeting by logging in through the Username and Password that the Company has sent via your e-mail to watch the shareholders' meeting and consider the details of each agenda during the meeting. Those who have questions can send them via the Zoom meeting system through Chat.
4. Then, the attendees eligible for voting can vote through the Block chain AGM system by pressing the Pin to vote in each agenda after the Chairman calls for voting.
5. There are three types of voting; Approve, Disapprove, and Abstain. Press the Disapprove or Abstain button if any shareholder disapproves or abstains from voting. In case any shareholder approves, press Approve. The votes shall be included in the vote processing system. If you do not press any voting, the Company shall assume that you approved each agenda and shall announce the voting results in that agenda before considering the following ones.

The moderator informed the meeting that for shareholders who authorized others to attend the meeting on their behalf and voted in the proxy form, the Company recorded the said votes as the shareholders specified in the proxy form.

If shareholders wish to ask questions by typing a message, they can do the following:

1. Go to the Chat menu in the Application Zoom Meeting to type a message.
2. Press the Enter key to send the message to the system.

The moderator informed the meet that in case the shareholders wish to ask questions by discussion, they can do as follows:

1. Go to the Reactions menu at the top.
2. Press the Raise Hand button.
3. When the moderator calls the name, the staff shall open the mic for you to inquire. First, you have to press Unmute and turn on the mic on your device. If shareholders can not speak through the mic

(within 1 minute), please type questions via Chat so that the moderator reads the questions to the meeting on your behalf.

4. In each question, either through typing messages or through conversation, ask the attendees to notify their names and surnames every time for the benefit of taking accurate and completing the meeting's minutes.
5. The Company allows the shareholders to submit questions to each agenda. If no attendees inquire within 2 minutes, the Company shall continue the meeting. If shareholders have additional questions, they can type their questions through Chat. The staff shall read your questions later.
6. Press the "Lower Hand" button to put your hand down when the inquiry is complete.

Suppose it is an opinion or question that does not correspond to that agenda. In that case, the Chairman of the meeting shall ask for a new proposal or question during the consideration of that agenda or Agenda 8, another agenda for consideration.

The Company had opened channels asking questions by submitting questions in advance to be answered on the day of the meeting.

Mr. Somchai Chinraksa, the legal consultant of Thep Company Limited, was responsible for ensuring that the shareholder meeting was transparent and complied with the law and the Company's regulations and witnessed the counting of votes at today's meeting.

Besides, in today's meeting, Ms. Raweevan Chaikong, a shareholder's rights protection volunteer and proxy of the Thai Investors Association, attended the meeting in a physical form, and Ms. Umassaya Charoenchai, a shareholder's rights protection volunteer, being a proxy of the Thai Investors Association, participated in the observation in the form of E-EGM.

Subsequently, Mr. Pisnu Pong-acha, the Chairman of the Board, presided over the meeting was invited to declare the meeting open and continue the session.

Mr. Pisnu Pong-acha, the Chairman of the Board, presided over the Meeting; "**the Chairman**" greeted and thanked all the shareholders who attended the 2024 Annual General Meeting of Shareholders of Jaymart Group Holdings Public Company Limited on April 5, 2024. It was at 02:08 p.m.

There were 43 shareholders attending the Meeting in person, holding 156,548,874 shares, representing 10.80 percent of the total 1,449,885,858 shares.

There were 42 proxies attending the Meeting, holding 718,543,666 shares, representing 49.56 percent of the total 1,449,885,858 shares.

27 people registered online by themselves, holding 3,828,655 shares, representing 0.26 percent of the total 1,449,885,858 shares.

The quorum was 112 persons, holding 878,921,195 shares, representing 60.62 percent of the total number of shares with voting rights, 1,449,885,858 shares, thereby constituting a quorum according to the Company's Articles of Association. The Chairman then declared the Meeting open.

The number of shares considered to be the voting base had been deducted from the number of treasury shares, 7,739,300 shares, to calculate the voting base for each agenda.

Then, the moderator declared to the meeting that in order to comply with good corporate governance principles. Therefore, the Company invited a representative from minority shareholders to witness the vote counting at the voting point by asking shareholders to raise their hands and notify their names for recording in the meeting minutes.

However, there was no shareholder present to witness the vote counting.

Meeting Commenced

Agenda 1. Consideration of approving the minutes of the Annual General Meeting of Shareholders for the fiscal year 2023

The Chairman asked the meeting to consider and approve the minutes of the Annual General Meeting of Shareholders for the fiscal year 2023, held on 4 April 2023, The Company submitted the minutes of the meeting to the Stock Exchange of Thailand (“SET”) and disclosed them to comply with good corporate governance principles. Jaymart Group Holdings Public Company Limited (“the Company”) disclosed the minutes of the Annual General Meeting of Shareholders for the fiscal year 2023 on the Company's website under the main heading “Investor Relations”, sub-heading “Information for Shareholders”, sub-heading “Shareholder Meetings” (<https://www.jaymart.co.th/th/investor-relations/document/shareholder-meetings>), and the Company also submitted copies of the minutes of the Annual General Meeting of Shareholders for the fiscal year 2023 to the Stock Exchange of Thailand through the SETLINK system since 17 April 2023, for disclosure to shareholders and general investors. It appeared that no one has objected to or requested amendments.

The Board of Directors considered and deemed it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider approving the minutes of the Annual General Meeting of Shareholders for the fiscal year 2023 of the Company, which was held on 4 April 2023. The Board of Directors of the Company was of the opinion that the minutes had been accurately recorded in accordance with the resolutions of the meeting, with copies of the minutes being accurately recorded as presented attachment no.1.

Mr. Panya Chutisiriwong, the moderator, asked the meeting whether there would be any shareholders wishing to ask questions or not.

Mr. Panya Chutisiriwong, the moderator said to the meeting that for Electronic Meeting Attendance (E-AGM):

If shareholders wish to ask questions by typing a message, they can do the following:

1. Go to the Chat menu in the Application Zoom Meeting to type a message.
2. Press the Enter key to send the message to the system.

In case the shareholders wish to ask questions by discussion, they can do as follows:

1. Go to the Reactions menu at the top and press the Raise Hand button.
2. When the moderator calls the name, the staff shall open the mic for you to inquire. The shareholder must press Unmute and turn on the microphone on the shareholder's device.

If shareholders cannot speak through the mic (within 1 minute), please type questions via Chat so that the moderator reads the questions to the meeting on your behalf.

For this agenda, no shareholders submitted questions before the meeting.

Since there was no further question, the Chairman asked the meeting to cast their votes for approval. This agenda had to be approved by a majority vote of the shareholders present and voting at the meeting.

Mr. Panya Chutisiriwong, the meeting moderator, declared to the meeting that prior to Agenda 1, shareholders had to verify their identity again before voting.

In voting, the shareholders were requested to press the pin to enter the voting system via Application Block chain AGM Voting. If anyone disapproves or abstains, please press vote on the Disapprove or Abstain button. Shareholders, who approve, please press vote on the Approve button.

If the shareholders log in to attend the meeting but do not vote on any agenda, the system assumes that the votes are in approval with the meeting. The time to vote was now due. I wanted to close the voting on this agenda. When the shareholders finish voting, please back to the Application Zoom Meeting to continue watching the video and audio of the meeting.

Resolution The Meeting considered and unanimously approved the minutes of the Annual General Meeting of Shareholders for the fiscal year 2023, held on 4 April 2023, as proposed in all respects, with the following votes:

Resolution	Number of Votes Cast (1 Share per 1 Vote)				%
	Present	Proxies	Online	Total	
Approved	156,548,874	718,543,666	885,579	875,978,119	100.00000
Disapproved	-	-	-	-	0.00000
Total	156,548,874	718,543,666	885,579	875,978,119	100.00000
Abstained	-	-	-	-	-
Voided Ballot	-	-	-	-	-

Agenda 2. Consideration for acknowledging the Company's performance report for the fiscal year 2023

The Chairman assigned Mr. Panya Chutisiriwong, the moderator, to declare the company's performance report for the fiscal year 2023 to the meeting.

Mr. Panya Chutisiriwong, the meeting moderator, summarized the Company's performance report for the fiscal year 2023 as follows.

In terms of the Company group's development and structure, the shareholding percentage of joint subsidiaries had been changed. The significant changes are as follows.

- The Company changed its name to Jaymart Group Holdings Public Company Limited after receiving approval from the 2023 Annual General Meeting of Shareholders.
- The Company's shareholding in JAS Asset increased to 72.0% from the end of 2023 due to the increase in capital in proportion to the shareholding in JAS Asset Company.
- Shareholding in KB J Capital decreased to 21.7% from a proportional capital increase, but the Company did not increase capital accordingly.
- The Company operated as a holding company, focusing on three main business groups: Commerce, Finance, and Technology.
- The vision reviewed by the Board of Directors in the past year was to create sustainable value for stakeholders by investing in retail, finance, and technology to generate a sustainable Synergy Ecosystem.

Mr. Panya Chutisiriwong explained the summary of the Company's operating results in the fiscal year ending December 31, 2023, to comply with good corporate governance. The Company would like to explain its operating results in 2023. The Company had essential developments. In terms of operating results, the details were as follows.

Total Revenue

- Total revenue was 14,586 million baht, a slight decrease of 156 million baht or 1 percent from the previous year, 2022.
- Revenue from the mobile phone and accessories distribution segment under the operations of Jaymart Mobile Company Limited was a decrease in sales of approximately 9 percent. It resulted from a reduction of distribution through the Synergy channel, such as distribution through SINGER. Meanwhile, the income of debt management and collection (JMT) businesses increased by 11 percent. Also, income from rental space management and shopping center development business (J) increased by 6 percent.

Total Cost 2023

Total costs were 9,138 million baht, a decrease of 5 percent from 2022. The lower costs were due to lower sales, especially in the mobile distribution business.

Gross Profit 2023

- Gross profit was 4,606 million baht, an increase of 7 percent from 2022. It resulted from gross profit improving from controlling sales and service costs in the mobile phone distribution business, non-performing debt management business, including rental space management business, and developing shopping centers.

Selling, General and Administrative Expense

Selling, General and Administrative Expenses were 2,731 million baht, an increase of 20 percent from 2022. This increase was due to higher provisioning, mostly from the distressed debt management business and increased depreciation.

Net loss (Attributable to Major Shareholders)

- Net loss was 447 million baht, operating results decreased from 2022. However, the Company had unrealized profits (losses) from other financial assets from mark-to-market investments of 843 million baht. If this item was not included, the Company would profit from regular business of 396 million baht.

Total Assets

Total assets were equal to 62,240 million baht, an increase of 12 percent from 2022 as a result of an increase in:

- Loans to joint venture companies of subsidiaries
- Increased investment in distressed debt in subsidiaries operating distressed debt management businesses

Total Liabilities

- Total liabilities were equal to 29,512 million baht, an increase of 20 percent from 2022. It was a result of the Company issuing bonds, loans from financial institutions increased in 2023.

Shareholder's Equity

- Shareholders' equity was 32,728 million baht, an increase of 6 percent from 2022. It was due to the rise in share value from the conversion of warrants in subsidiaries and the share premium from the waiver of capital increase rights in subsidiaries.

At the end of 2023, the Company's debt-to-equity ratio was 0.90 times, and the interest-bearing debt-to-equity ratio was 0.80 times.

Sustainable Development

The Company prepared a Sustainability Report for 2023, details of which appeared on the Company's website. In this regard, I wanted to summarize the details of developments in sustainability operations as follows.

Jaymart Group Holdings Public Company Limited was aware of the importance of sustainable development for all stakeholder groups in terms of economic, social, and environmental dimensions. In the past year, 2023, Jaymart operated according to the linkage of performance that responded to Sustainable Development Goals (SDGs) in every important issue.

Environment

Jaymart has implemented environmental management and conserving resources continuously by developing to drive sustainable business. Emphasis was placed on implementing effective environmental management models and systems to encourage employees to be aware of environmental protection by starting to take responsibility for the environment on a large scale. In addition, the Company was aware of environmental protection in the areas where it operated by complying with relevant regulations and based on the principles of good corporate governance. The Company would operate in various places as follows:

1. To reduce the use of energy purchased from outside, the Company installed an On-Grid solar rooftop at Jaymart Head Office, covering the rooftop area of Buildings A and B. The installation was completed in January 2023. The installation was carried out by JGS Synergy Power Company Limited, a Jaymart subsidiary that distributed solar rooftop equipment. From the Company's electrical energy usage data in 2023, it purchased electricity from outside for use at Jaymart Building, Head Office in 2023, amounting to 2,163.2 MWh and 10,734,384 baht. As a result, the number of electricity units purchased decreased by 78.4 MWh or decreased by 3.5 percent compared to the previous year due to the production of electricity from solar energy by Solar rooftop in 2023, which produced a total of 210 MWh of electricity, accounting for 8.9 percent of electricity use in 2023, equivalent to a savings of approximately 1,042,249.4 baht. Besides, it reduced greenhouse gas emissions by up to 104,997.49 tCO₂e, equivalent to planting approximately 13,124.68 trees (an expected number for electricity production and greenhouse gas absorption per year).

2. The Company continuously joined the Care the Whale network with the Stock Exchange in managing corporate waste, campaigning to reduce waste generation from the source, sorting waste before throwing it away, and managing waste correctly according to the type. We're committed to returning waste to use as much as possible through recycling and upcycling. Summary of the "Invisible Garbage" operation from January 1 -

December 31, 2023, a total of 365 days, employees in the organization helped separate a total of 8,180.40 KG of waste, which could help reduce the amount of greenhouse gases by 17,799.71 kgCO₂eq, equivalent to planting a 10-year-old large tree, 1,978 trees.

3. On October 20, 2023, Jaymart Group Holdings Public Company Limited received the Greenhouse Gas Reduction Organization Award from the Stock Exchange of Thailand in collaboration with the Greenhouse Gas Management Organization (Public Organization) in the activity Climate Care Forum 2023: Time to reduce "reduce for the world" under the cooperation "Climate Care Platform" to encourage all sectors to see the importance and not delay in lowering and managing resources with value. At the event, certificates of honor were given to the "Project to support greenhouse gas reduction activities" (LESS Project) from the TGO with a special lecture, "Climate Crisis: Time to Reduce," with the symbol "Climate Clock" reflecting "time" and "time running out" to remind us not to wait to reduce for the world to reach the goal of Thailand being carbon neutral by 2050 and achieving net zero greenhouse gas emissions by 2065.

Social

1. The Company was committed to human resource management. Therefore, the Company managed labor practices and maintained employees with the skills and abilities to work with the organization in the long term, reducing the problem of personnel shortages. In addition, the human resource system was continuously developed to increase employees' capabilities while also considering compliance with ethical principles and avoiding all forms of human rights violations.

2. The Company provided a comprehensive and diverse skills development program to promote the advancement of employees' personal skills and career paths. It started by identifying skill gaps, training existing skills (Upskilling), and adding new skills (Reskilling) to ensure all employees had key skill sets relevant to the Company's business strategy and vision.

3. The Company focused on enabling its business operations to coexist harmoniously and sustainably with the community, society, and environment by strengthening good relationships with the community. In the past business activities in 2023, Jaymart had no disputes with the community or society. In this regard, it also valued strict compliance with human rights and environmental laws.

Governance

1. The Company was committed to operating according to the principles of good governance, which was an important foundation for sustainable business growth and efficient management. Therefore, guidelines for corporate governance were established based on the principles of good corporate governance, various laws and regulations issued by government agencies, and related regulatory agencies. The Company prepared measures to prevent and solve possible incidents and managed those risks to an acceptable level. In the

past year, the Company received a very good or 4-star corporate governance evaluation, intending to reach a 5-star level in 2024.

2. To emphasize the intention to fight corruption, the Company organized training on “The role of executives and employees in fighting corruption” (Anti-Corruption). There was also a signing ceremony declaring intent to prevent corruption together by executives and employees on October 19, 2023, along with associated companies and subsidiaries at the Jaymart Building, Head Office, and Online via the ZOOM system to broadcast live to employees in the Jaymart Group nationwide. The purpose of organizing this event was to raise awareness of the importance of fighting corruption and creating an organizational culture that would not support, tolerate, or be involved in all forms of corruption. These things were extremely important to the credibility of society, investors, and all stakeholders of the Company toward the organization.

Next, Mr. Panya Chutisiriwong, the meeting moderator, invited Mr. Adisak Sukhumwittaya, Chief Executive Officer, to provide direction for operational goals and essential plans for 2024 to the shareholders as follows.

Mr. Adisak Sukhumvitaya, Chief Executive Officer, said that based on past operating results, the Company tried to adjust the business to return to profit. Last year, the Company was affected by the loss of an associated company in which it holds shares, namely Singer Thailand Public Company Limited, which was affected by the loan business to customers affected by the COVID situation. In the past, many shareholders probably heard the news that there was a transaction in which Mr. Adisak agreed to buy back Singer shares from Rabbit Holdings Public Company Limited at the agreed-upon price of 20 baht per share for a period of 3 years. Mr. Adisak reasoned that in the recent past, the business had been adjusted by using more technology. In the past, we learned from the experience of doing the Samsung Finance Plus project, which was a project to provide loans to purchase Samsung-branded locked phones if the customer did not pay the installments. This project was operated by KBJ Capital Company Limited, which, at the beginning of 2024, had monthly sales of over 600 million baht by lending approximately 65,000 devices per month. It had a relatively low NPL. The Company would use this business model to develop other brands, such as Xiaomi, Oppo, and Vivo, under the operations of Singer Thailand's subsidiary, SG Capital Public Company Limited. These three brands had a total market of more than 47%. We saw a great opportunity for growth. This business model would allow Singer and SG Capital to return to having a business with potential and would not impact the Company in the future.

For this agenda, Ms. Raweevan Chaikong, a shareholder's rights protection volunteer and proxy of the Thai Investors Association, sent questions in advance of the meeting, asking about the Company issued its first debentures on March 12, 2021, valued at 2,500 million baht, due on September 12, 2024. I would like to know if the Company had a plan to deal with the risk that Roll Over might not be achieved as planned or not.

Mr. Panya Chutisiriwong, the moderator, explained that the Company already prepared cash flow to support it. This part came from capital funds that the Company had deposited in investments in marketable

securities totaling approximately 3,100 million baht and cash flow from dividends from subsidiaries and associated companies, which was expected to receive approximately 3,100 million baht. 800-900 million baht.

Ms. Ladda Waruntharakul, Director of Accounting & Finance, further declared that for the bonds that would mature in the amount of 2,500 million baht, the Company had cash flow from stocks that were in market demand with a total value of 3,100 million baht and dividends that would be received from subsidiaries and associated companies of approximately 800 million baht. In addition, the Company also had a credit line received from financial institutions in the amount of 500 million baht and warrants to purchase the Company's common shares No. 4 (JMART-W4) that would mature in June 2024. It ensured the Company had sufficient cash flow to repay the maturing bonds.

Ms. Raweevan Chaikong, a shareholder's rights protection volunteer and proxy of the Thai Investors Association, sent questions in advance of the meeting, asking whether the Company had any strategies that would cause poor debt management and the business of selling products on credit/installments could be carried out quickly, efficiently, and at a sustainable profit.

Mr. Panya Chutisiriwong, the moderator, explained that Mr. Adisak Sukhumwittaya, the Chief Executive Officer, already explained that in the financial business, the Company used more technology, such as the Samsung Finance+ project and the SG Finance+ project. The amount was over 600 million baht per month in KBJ Capital. We would bring this technology to use with other brands. From experience, Mobile Lock had a relatively low NPL. It resulted in the operating results of this loan group being quite good.

A shareholder attending the meeting in person asked where the funding source for the SG Finance+ project came from.

Mr. Adisak Sukhumvitaya, Chief Executive Officer, said that SG Capital Public Company Limited (SGC) had a debt portfolio worth 14,000 million baht and a Car for Cash debt portfolio worth 11,000 million baht. The Company planned cash flow management for maximum efficiency using a platform that J Ventures Company Limited developed.

A shareholder attending the meeting in person asked if the Samsung Finance+ loan project was only available at Jay Mart stores, right?

Mr. Adisak Sukhumvitaya, Chief Executive Officer, said that the Samsung Finance+ loan program was available at the AIS Shop, True Shop, DTAC Shop, and mobile phone shops in the MBK Department Store that participated in this project.

Shareholders attending the meeting in person asked about the Samsung Finance+ project and what risks the Company had.

Mr. Adisak Sukhumvitaya, Chief Executive Officer, said that initially, the Company could check the risk from the Credit Bureau (NCB), and there would be additional checks in other areas.

Mr. Panya Chutisiriwong, the moderator, further explained that DOPA selected the Company to do (E-KYC) through the digital identity verification and verification system with DOPA Digital ID (NDID). The

Company developed an identity verification system through the JDID system, which was used within the group of companies.

Mr. Supasit Jiracharoenyang, a shareholder attending the meeting via the online system, inquired about Jaymart Mobile Company Limited. Most of the mobile phone market had turned to open more stand-alone branches in other provinces, and some were appointed representatives of the istudio center. What was the Company's plan to maintain market share?

Mr. Panya Chutisiriwong, the moderator, explained that Jaymart Mobile Company Limited did not sell mobile phones only in storefronts. The Company also had distribution channels through Singer's storefront and the Company's stand-alone products as well.

Mr. Adisak Sukhumwittaya, Chief Executive Officer, further clarified about branch expansion that the Company did not focus on branch expansion. Since customers used more and more services through online channels, the Company had to consider the cost and appropriateness of opening more branches.

Mr. Supasit Jiracharoenyang, a shareholder attending the meeting via the online system, asked why Samsung Finance+ had low NPLs even though there was no credit screening like general loans. If the customer did not pay in installments with SG, would the Company take back the mobile phone and sell it as a second-hand product?

Mr. Adisak Sukhumvitaya, Chief Executive Officer, explained that Samsung Finance+ had low NPL because there was a deposit of 30%-70%. Therefore, it was difficult for customers to abandon their phones and not continue with their installments.

The Chairman asked the meeting whether there would be any shareholders wishing to ask questions or not.

Mr. Panya Chutisiriwong, the moderator said to the meeting that for Electronic Meeting Attendance (E-AGM):

If shareholders wish to ask questions by typing a message, they can do the following:

1. Go to the Chat menu in the Application Zoom Meeting to type a message.
2. Press the Enter key to send the message to the system.

In case the shareholders wish to ask questions by discussion, they can do as follows:

1. Go to the Reactions menu at the top and press the Raise Hand button.
2. When the moderator calls the name, the staff shall open the mic for you to inquire. The shareholder must press Unmute and turn on the microphone on the shareholder's device.

If shareholders cannot speak through the mic (within 1 minute), please type questions via Chat so that the moderator reads the questions to the meeting on your behalf.

For this agenda, no shareholders submitted questions before the meeting.

The moderator asked if any shareholders had additional questions at the meeting. It turned out that no one asked questions. The moderator, therefore, informed the meeting of the Company's operating results for the

fiscal year ending December 31, 2023, which the Company's auditor had audited according to the details offered. This agenda item was for acknowledgment. There would be no voting.

Agenda 3. Consideration for the approval of the Company's financial statements for the year ending 31 December 2023

The Chairman assigned Mr. Panya Chutisiriwong, the moderator, to report the Company's financial statements for the year ending 31 December 2023 to the meeting.

Mr. Panya Chutisiriwong, the moderator, stated to the meeting that in accordance with Section 112 of the Public Limited Companies Act B.E. 2535, which stipulate that the board of directors must prepare balanced financial statements and profit and loss accounts as of the end of the company's fiscal year to be presented to the shareholders' meeting at the annual general meeting for approval, the board of directors must ensure that the company's auditors complete the examination of the financial statements before presenting them to the shareholders' meeting. The Board of Directors arranged for the preparation of financial statements for the fiscal year ending on December 31, 2023, audited by the auditor to present to the shareholders' meeting for consideration and approval at the Annual General Meeting of Shareholders as required by Section 112 of the Public Limited Companies Act B.E. 2535.

The Board of Directors considered and deemed it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the Company's financial statements for the year ending December 31, 2023 and the auditor's report. These documents were audited by the auditors and reviewed by the Audit Committee. The details appeared in the 2023 annual report (Form 56-1 One Report) (The statement of financial position section) as shown in attachment no. 3.

Items	Consolidated Financial Statements	Separate Financial Statements
Total assets (Million Baht)	62,239.6	28,742.2
Total liabilities (Million Baht)	29,511.8	10,123.2
Total shareholders' equity (Million Baht)	32,727.8	18,619.0
Issued and fully paid up (Million Baht)	1,457.6	1,457.6
Total revenues from sales (Million Baht)	13,743.5	70.3
Net Profit (Loss) (Million Baht)	(447.0)	(447.0)
Earnings per share (Baht/share)	(0.308)	(0.308)

The details of the operating results and a summary of the financial status were reported in the previous agenda.

The Chairman asked the meeting if anyone else would be asking questions or offering opinions regarding this agenda.

The Chairman asked the meeting to consider and approve the Company's financial statements in the voting system for the fiscal year ending on December 31, 2023. This agenda had to be approved by a majority vote of the shareholders present and voting at the meeting.

The Chairman asked the meeting whether there would be any shareholders wishing to ask questions or not.

Mr. Panya Chutisiriwong, the moderator said to the meeting that for Electronic Meeting Attendance (E-AGM):

If shareholders wish to ask questions by typing a message, they can do the following:

1. Go to the Chat menu in the Application Zoom Meeting to type a message.
2. Press the Enter key to send the message to the system.

In case the shareholders wish to ask questions by discussion, they can do as follows:

1. Go to the Reactions menu at the top and press the Raise Hand button.
2. When the moderator calls the name, the staff shall open the mic for you to inquire. The shareholder must press Unmute and turn on the microphone on the shareholder's device.

If shareholders cannot speak through the mic (within 1 minute), please type questions via Chat so that the moderator reads the questions to the meeting on your behalf.

For this agenda, no shareholders submitted questions before the meeting.

Since there was no further question, the Chairman asked the meeting to cast their votes for approval. This agenda had to be approved by a majority vote of the shareholders present and voting at the meeting.

Mr. Panya Chutisiriwong, the meeting moderator, declared to the meeting that prior to Agenda 3, shareholders had to verify their identity again before voting.

In voting, the shareholders were requested to press the pin to enter the voting system via Application Block chain AGM Voting. If anyone disapproves or abstains, please press vote on the Disapprove or Abstain button. Shareholders, who approve, please press vote on the Approve button.

If the shareholders log in to attend the meeting but do not vote on any agenda, the system assumes that the votes are in approval with the meeting. The time to vote was now due. I wanted to close the voting on this agenda. When the shareholders finish voting, please back to the Application Zoom Meeting to continue watching the video and audio of the meeting.

Resolution The Meeting considered and unanimously approved the Company's financial statements for the year ended December 31, 2023, as proposed in all respects, with the following votes:

Resolution	Number of Votes Cast (1 Share per 1 Vote)				%
	Present	Proxies	Online	Total	
Approved	156,557,774	718,543,666	941,734	876,043,174	100.00000
Disapproved	-	-	-	-	0.00000
Total	156,557,774	718,543,666	941,734	876,043,174	100.00000
Abstained	-	-	-	-	0.00000
Voided Ballot	-	-	-	-	-

Agenda 4. Consideration for approving the retention of profits from the operations for the fiscal year ended 2023 as reserves according to the law, and the decision to non-payment dividend for the fiscal year 2023

The Chairman assigned Mr. Panya Chutisiriwong, the moderator, to report to the meeting.

Mr. Panya Chutisiriwong, the moderator, declared to the meeting that in accordance with Section 115 of the Public Limited Companies Act B.E. 2535 and Article 46 of the Company Regulations, it is prohibited to distribute dividend payments from sources other than profits when the company has accumulated losses. Dividend payments must be distributed equally per share, unless specified otherwise in the regulations. The board of directors may temporarily distribute dividends to shareholders when it deems the company's profits sufficient to do so, subject to approval by the shareholders' meeting or the board of directors, as appropriate. Additionally, Article 47 of the Company Regulations stipulates that the company must allocate a portion of its net profits each year to reserves, which must be no less than 5% of the net profits minus accumulated losses, until the reserves reach at least 10% of the registered capital. The Company has a policy to distribute dividends of no less than 50% of the net profits after tax and statutory reserves, considering the overall financial situation. However, the board of directors has the authority to temporarily exempt or modify this policy as deemed necessary.

Due to the Company's losses according to both the consolidated financial statements and separate financial statements for the fiscal year ended 31 December 2023, amounting to 447.0 million baht, it was not possible to allocate profits for reserves according to the law or to distribute dividend payments.

The Board of Directors considered and deemed it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the retention of profits from the operations for the fiscal year ended 2023 as reserves according to the law, and the decision to non-payment dividend for the fiscal year 2023.

The Chairman asked the meeting whether there would be any shareholders wishing to ask questions or not.

Mr. Panya Chutisiriwong, the moderator said to the meeting that for Electronic Meeting Attendance (E-AGM):

If shareholders wish to ask questions by typing a message, they can do the following:

1. Go to the Chat menu in the Application Zoom Meeting to type a message.
2. Press the Enter key to send the message to the system.

In case the shareholders wish to ask questions by discussion, they can do as follows:

1. Go to the Reactions menu at the top and press the Raise Hand button.
2. When the moderator calls the name, the staff shall open the mic for you to inquire. The shareholder must press Unmute and turn on the microphone on the shareholder's device.

If shareholders cannot speak through the mic (within 1 minute), please type questions via Chat so that the moderator reads the questions to the meeting on your behalf.

For this agenda, no shareholders submitted questions before the meeting.

Since there was no further question, the Chairman asked the meeting to cast their votes for approval. This agenda had to be approved by a majority vote of the shareholders present and voting at the meeting.

Mr. Panya Chutisiriwong, the meeting moderator, declared to the meeting that prior to Agenda 4, shareholders had to verify their identity again before voting.

In voting, the shareholders were requested to press the pin to enter the voting system via Application Block chain AGM Voting. If anyone disapproves or abstains, please press vote on the Disapprove or Abstain button. Shareholders, who approve, please press vote on the Approve button.

If the shareholders log in to attend the meeting but do not vote on any agenda, the system assumes that the votes are in approval with the meeting. The time to vote was now due. I wanted to close the voting on this agenda. When the shareholders finish voting, please back to the Application Zoom Meeting to continue watching the video and audio of the meeting.

Resolution The Meeting considered and unanimously approved the retention of profits from the operations for the fiscal year ended 2023 as reserves according to the law, and the decision to non-payment dividend for the fiscal year 2023, as details proposed in all respects, with the following votes:

Resolution	Number of Votes Cast (1 Share per 1 Vote)				%
	Present	Proxies	Online	Total	
Approved	156,557,774	718,543,666	934,779	876,036,219	100.00000
Disapproved	-	-	-	-	0.00000
Total	156,557,774	718,543,666	934,779	876,036,219	100.00000
Abstained	-	-	-	-	-
Voided Ballot	-	-	-	-	-

Agenda 5. Consideration for approving the appointment of directors to replace those who retired by rotation for the year 2024

The Chairman assigned Mr. Panya Chutisiriwong, the moderator, to report the appointment of directors to replace those who retired by rotation for the year 2024 to the meeting.

Mr. Panya Chutisiriwong, the moderator, declared to the meeting that in order to comply with good corporate governance principles, the moderator invited 2 directors who retired by rotation, namely Mr. Somsak Nontakanok and Mrs. Chitkasem Moo-Ming, to leave the meeting temporarily while waiting for the approval of the appointment of directors to replace the retired directors for the year 2024.

Mr. Panya Chutisiriwong, the meeting moderator of the Company, informed the Chairman and the meeting that this agenda would be divided into 2 sub-agenda to comply with good corporate governance principles. The Company would vote separately for each agenda. Accordingly, it would be divided into Agenda 5.1 and 5.2, respectively.

According to the Public Company Limited Act B.E. 2535 Section 71 and the Company's articles of association Item 18, requires that at least one-third (1/3) of the number of directors shall vacate office at every Annual General Meeting of Shareholders. If the number of directors is not a multiple of three, then the number nearest to one-third (1/3) shall vacate office. At the 2024 Annual General Meeting of Shareholders, the following directors would retire by rotation:

<u>List of Directors</u>	<u>Position</u>
(1) Mr. Somsak Nontakanok	Independent Director / Audit Committee
(2) Mrs. Chitkasem Moo-Ming	Director

The Company announced on the Company's website and through the Stock Exchange of Thailand's news system, opening the opportunity for shareholders to propose individuals for consideration for election as directors of the company at the Annual General Meeting of Shareholders for the year 2024 between 12 October 2023, and 31 January 2024, following the principles of good corporate governance of the registered company. However, upon the expiration of the period specified by the Company, no shareholder proposed any individual for consideration for election as directors of the Company.

The Board of Directors (excluding interested directors) conducted the nomination by considering the qualifications as specified in the law, the Company's Articles of Association, relevant requirements, and composition of the Board of Directors (Skill Matrix), qualifications, skills, experience, expertise as appropriate that would be of the most significant benefit to the Company's operation and through a careful screening process.

The shareholding information of the directors proposed for re-election in this instance.

List of Persons Nominated as Directors	No. of Shares	%	Voting Rights
1. Mr. Somsak Nontakanok	*0	0%	-None-
2. Mrs.Chitkasem Moo-Ming	*0	0%	-None-

* Note: Number of shares, book closing information as of 28 December 2023

It was deemed appropriate to propose that the 2024 Annual General Meeting of Shareholders to elect two person(s) to be the Company's Board of Directors to replace those who were due to retire by rotation, namely 1. Mr. Somsak Nontakanok 2. Mrs.Chitkasem Moo-Ming which have been carefully considered and reviewed by the Nomination and Remuneration Committee and subsequently endorsed by the Board of Directors. The nominated director in 1 was qualified as independent director as prescribed in applicable laws and regulations pertaining to independent directors and possesses complete independence in accordance with the definition of an independent director of the Company. Profiles of the nominated directors, as well as definition of an independent director, were shown in Enclosure 5 and Enclosure 7, respectively. Besides, the directors who were considered to have potential conflicts of interest in this election were not in the meeting room and did not vote for the proposal at the Board of Directors' Meetings.

The Board of Directors resolved to approve the appointment of Mr. Somsak Nontakanok as an independent director/audit committee member for another term (if reappointed for this term 3-years, the total period of being an independent director is 9 years). This decision was based on Mr. Somsak Nontakanok's knowledge and expertise, allowing him to provide valuable advice and recommendations to the company. The board had thoroughly considered and concluded that the proposed individual for the position of independent director could provide independent opinions and met the qualifications as required by relevant laws and regulations regarding the criteria for independent directors.

Therefore, it was deemed to propose to the Annual General Meeting of Shareholders to consider re-appointing the two directors to serve for another term.

Mr. Panya Chutisiriwong, the moderator said to the meeting that for Electronic Meeting Attendance (E-AGM):

If shareholders wish to ask questions by typing a message, they can do the following:

1. Go to the Chat menu in the Application Zoom Meeting to type a message.
2. Press the Enter key to send the message to the system.

In case the shareholders wish to ask questions by discussion, they can do as follows:

1. Go to the Reactions menu at the top and press the Raise Hand button.
2. When the moderator calls the name, the staff shall open the mic for you to inquire. The shareholder must press Unmute and turn on the microphone on the shareholder's device.

If shareholders cannot speak through the mic (within 1 minute), please type questions via Chat so that the moderator reads the questions to the meeting on your behalf.

For this agenda, no shareholders submitted questions before the meeting.

There were no additional questions from shareholders. The meeting moderator invited Mr. Somsak Nonthakanok and Mrs.Chitkasem Moo-Ming to return and continue the meeting.

Agenda 5.1 Mr. Somsak Nontakanok The meeting was asked to consider voting. This agenda had to be approved by a majority vote of the shareholders present and voting at the meeting.

In voting, the shareholders were requested to press the pin to enter the voting system via Application Block chain AGM Voting. If anyone disapproves or abstains, please press vote on the Disapprove or Abstain button. Shareholders, who approve, please press vote on the Approve button.

If the shareholders log in to attend the meeting but do not vote on any agenda, the system assumes that the votes are in approval with the meeting.

When the shareholders finish voting, please back to the Application Zoom Meeting to continue watching the video and audio of the meeting.

Resolution The Meeting considered and approved the appointment of Mr. Somsak Nonthakanok to return to the position of Independent Director for another term, with the following votes:

	Number of Votes Cast (1 Share per 1 Vote)				
Resolution	Present	Proxies	Online	Total	%
Approved	156,557,774	690,386,071	990,733	847,934,578	96.78600
Disapproved	-	28,157,595	-	28,157,595	3.21400
Total	156,557,774	718,543,666	990,733	876,092,173	100.00000
Abstained	-	-	-	-	-
Voided Ballot	-	-	-	-	-

Agenda 5.2 Mrs.Chitkasem Moo-Ming The meeting was asked to consider voting. This agenda had to be approved by a majority vote of the shareholders present and voting at the meeting.

In voting, the shareholders were requested to press the pin to enter the voting system via Application Block chain AGM Voting. If anyone disapproves or abstains, please press vote on the Disapprove or Abstain button. Shareholders, who approve, please press vote on the Approve button.

If the shareholders log in to attend the meeting but do not vote on any agenda, the system assumes that the votes are in approval with the meeting.

When the shareholders finish voting, please back to the Application Zoom Meeting to continue watching the video and audio of the meeting.

Resolution The Meeting considered and approved the appointment of of Mrs.Chitkasem Moo-Ming to return to the position of Director for another term, with the following votes:

Resolution	Number of Votes Cast (1 Share per 1 Vote)				%
	Present	Proxies	Online	Total	
Approved	156,557,774	690,339,371	991,733	847,888,878	96.78067
Disapproved	-	28,204,295	-	28,204,295	3.21933
Total	156,557,774	718,543,666	991,733	876,093,173	100.00000
Abstained	-	-	-	-	-
Voided Ballot	-	-	-	-	-

Agenda 6. Consideration of approving the remuneration of the Board of Directors for the fiscal year 2024

The Chairman assigned Mr. Panya Chutisiriwong, the moderator, to report the remuneration of the Board of Directors for the fiscal year 2024 to the meeting.

Mr. Panya Chutisiriwong, the moderator, stated to the meeting that according to Section 90 of the Public Limited Company Act B.E. 2535 and Article 34 of the Company's Regulations, directors are entitled to receive remuneration from the company in the form of salaries, bonuses, meeting allowances, gratuities, bonuses, or other compensation as determined by the shareholders' meeting, which may be fixed amounts, based on criteria, or temporarily specified until changed. Additionally, they may receive allowances and various benefits according to the company's regulations.

The provisions in one paragraph do not affect the rights of employees or staff of the Company who have been elected as directors of the Company to receive compensation or benefits from the Company as employees of the Company.

Determining appropriate director compensation is considered one of the practices under good corporate governance principles to maintain shareholder benefits and motivate capable directors to perform their duties for the company. The board should establish policies and criteria for determining director compensation that align with the duties and responsibilities of the directors, considering both the format and amount of compensation compared to similar industries, companies with similar revenue, and companies with comparable market capitalization in the same group.

For the director's remuneration for the fiscal year 2024 to be proposed at the shareholder's meeting for approval, it would be paid in the form of monthly compensation. In determining the director's compensation for the year 2024, the Company considered the following criteria: appropriateness based on their responsibilities, the Company's performance, the board's performance, the level of delegated responsibilities, and good corporate governance practices. The Company also conducted a benchmarking exercise based on the Director

Remuneration Survey 2022 by the Thai Institute of Directors (IOD) and found that the proposed compensation falls within the median range and is comparable to the market average. Therefore, it was deemed appropriate to propose to the shareholders' meeting to set the director's remuneration at an amount not exceeding 5,000,000 Baht, with no additional benefits, and to be paid in monthly compensation at the same rate as the previous year.

The components of compensation	2023	2024 (Proposed Year)
1. Remuneration for the Board of Directors		
Monthly benefits	Baht/Person/Month	Baht/Person/Month
Chairman of the Board	50,000	50,000
Vice Chairman of the Board	40,000	40,000
Director	30,000	30,000
2. Sub-committee remuneration		
2.1 Audit committee		
Monthly benefits	Baht/Person/Month	Baht/Person/Month
Chairman of the Audit Committee	50,000	50,000
Audit Committee	30,000	30,000
2.2 Nomination and Remuneration Committee		
Chairman of Nomination and Remuneration Committee	-None-	-None-
Nomination and Remuneration Committee	-None-	-None-
Other Compensation Benefits	-None-	-None-

The Board of Directors considered and deemed appropriate to propose to the Annual General Meeting of Shareholders for consideration and approval the determination of the remuneration for the Board of Directors and sub-committee members for the year 2024 at the same rate as in 2023 to be aligned with the industry practice in setting director compensation rates with other companies in the same industry and of similar size. This proposal came from the recommendation of the Nomination and Remuneration Committee, which had considered the appropriateness based on the scope of duties and responsibilities of the board members, the Company's performance, and suitability in various aspects such as continuous business expansion, company success, and growth, which had led to increased responsibilities for the board and sub-committee members. Additionally, in determining the compensation for the board of directors, committees, and sub-committees of the company, no other benefits were received apart from meeting allowances, as detailed above, and without any additional compensation as employees of the Company.

The Board of Directors and sub-committees did not receive any benefits other than the remuneration detailed above. The details of the scope of duties and responsibilities of the Company's Board of Directors and sub-committees appeared in the Annual Report (Form 56-1 One Report) under Section 2 Part 2.2 Management and Corporate Governance.

The Chairman asked the meeting whether there would be any shareholders wishing to ask questions or not.

Mr. Panya Chutisiriwong, the moderator said to the meeting that for Electronic Meeting Attendance (E-AGM):

If shareholders wish to ask questions by typing a message, they can do the following:

1. Go to the Chat menu in the Application Zoom Meeting to type a message.
2. Press the Enter key to send the message to the system.

In case the shareholders wish to ask questions by discussion, they can do as follows:

1. Go to the Reactions menu at the top and press the Raise Hand button.
2. When the moderator calls the name, the staff shall open the mic for you to inquire. The shareholder must press Unmute and turn on the microphone on the shareholder's device.

If shareholders cannot speak through the mic (within 1 minute), please type questions via Chat so that the moderator reads the questions to the meeting on your behalf.

For this agenda, no shareholders submitted questions before the meeting.

Since there was no further question, the Chairman asked the meeting to cast their votes for approval. This agenda had to be approved by not less than two-thirds (2/3) of the total number of votes of shareholders attending the meeting.

Mr. Panya Chutisiriwong, the meeting moderator, declared to the meeting that prior to Agenda 6, shareholders had to verify their identity again before voting.

In voting, the shareholders were requested to press the pin to enter the voting system via Application Block chain AGM Voting. If anyone disapproves or abstains, please press vote on the Disapprove or Abstain button. Shareholders, who approve, please press vote on the Approve button.

If the shareholders log in to attend the meeting but do not vote on any agenda, the system assumes that the votes are in approval with the meeting. The time to vote was now due. I wanted to close the voting on this agenda. When the shareholders finish voting, please back to the Application Zoom Meeting to continue watching the video and audio of the meeting.

Resolution The Meeting considered and unanimously approved the remuneration of the Board of Directors for the fiscal year 2024, as details proposed in all respects, with the following votes:

Resolution	Number of Votes Cast (1 Share per 1 Vote)				%
	Present	Proxies	Online	Total	
Approved	156,557,774	718,543,666	991,733	876,093,173	100.00000
Disapproved	-	-	-	-	-
Abstained	-	-	-	-	-
Total	156,557,774	718,543,666	991,733	876,093,173	100.00000
Voided Ballot	-	-	-	-	-

Agenda 7. Consideration for the approval of the appointment of auditors and the determination of auditors' compensation for the fiscal year 2024

The Chairman assigned Mr. Panya Chutisiriwong, the moderator, to report the appointment of auditors and the determination of auditors' compensation for the fiscal year 2024 to the meeting.

Mr. Panya Chutisiriwong, the moderator, declared to the meeting that according to Section 120 of the Public Company Limited Act B.E. 2535 and Item 41 of the Company's articles of association, the business to be conducted at the Annual General Meeting of Shareholders shall include (5) appointing the auditor(s) and determining their remuneration. Furthermore, according to Notification of the Securities and Exchange Commission (SEC) No. 44/2556 regarding the criteria, conditions, and methods for disclosing financial status and performance of securities issuers dated 22 October 2013 ("Notification No. 44/2556"), companies issuing securities, whose shares are listed on the Stock Exchange of Thailand, are required to rotate their auditors to ensure auditor independence. This is because such companies have direct responsibility for financial reporting and selecting suitable auditors. The notification mandates that these companies rotate their auditors every 7 consecutive accounting periods, regardless of whether they are consecutive or not. The rotation does not necessarily require changing the auditing firm; the company may appoint other auditors within the audit office to replace the outgoing auditor. However, the company may reappoint an auditor who has completed 5 consecutive accounting periods since their last rotation, provided they have ceased to perform their duties from the rotation process.

For the year 2024, the Audit Committee considered the auditors' qualifications by considering the quality of their performance and their pricing both in terms of quality (Performance), which was based on experience, qualifications of auditors, and the price (Price). As a result, it was of the opinion that the auditors from EY Office Company Limited ("EY") were reliable audit firms with good performance, sufficient personnel, and knowledge. Therefore, the Audit Committee gave the opinion to the Board of Directors to propose to the shareholders to approve the appointment of EY as the Company's audit firm and its subsidiaries. Besides, it was deemed appropriate to appoint one of the following persons from EY to be the Company's auditor and express an opinion on the Company's financial statements for 2024.

- 1 Ms. Sumana Punpongsanon, or
2. Ms. Orawan Techawatanasirikul, or
3. Ms. Saranya Pludsri, or
4. Mrs. Nummon Kerdmongkhonchai, or
5. Ms. Wilaiporn Chaowiwatkul, or
6. Ms. Somjai Khunapasut, or
- 7 Ms. Suchada Tantioran, or
8. Ms. Chutiwan Chanswangphuwana

In the event that the aforementioned auditor was unable to fulfill their duties, EY is authorized to appoint another licensed auditor from their office to act as the Company's auditor and provide opinions on the Company's financial statements in place of the aforementioned auditor.

Additionally, it was proposed to set the auditing fees for the Company for the year 2024, as well as the quarterly audit fees for the year 2024 for the Company and its subsidiaries, at a total amount of 23,701,000 Baht. This proposal had been duly considered and approved by the Audit Committee and the Board of Directors. The details of the auditor's remuneration were as follows:

Comparison of auditor's remuneration from 2023 to 2024

Unit: Baht

Description	2023	2024	Percentage of change
Audit fee of the Company			
- Jaymart Group Holdings Public Company Limited	3,130,000	260,000	4.15 %
- Subsidiaries	19,112,500	20,441,000	6.95 %
Out-of-pocket expenses	actual payment	actual payment	
Total	22,242,500	23,701,000	6.56 %

Additionally, there were no additional fees (Non-Audit Fee). The Company and its subsidiaries engage the services of the same auditing firm.

In addition, the audit fees for the Company and its subsidiaries increased from the previous year due to the expansion of operations in additional business sectors related to increased investment activities. This included operations related to digital asset transactions and the integration of technology into the Company's operations.

The Chairman asked the meeting whether there would be any shareholders wishing to ask questions or not.

Mr. Panya Chutisiriwong, the moderator said to the meeting that for Electronic Meeting Attendance (E-AGM):

If shareholders wish to ask questions by typing a message, they can do the following:

1. Go to the Chat menu in the Application Zoom Meeting to type a message.
2. Press the Enter key to send the message to the system.

In case the shareholders wish to ask questions by discussion, they can do as follows:

1. Go to the Reactions menu at the top and press the Raise Hand button.
2. When the moderator calls the name, the staff shall open the mic for you to inquire. The shareholder must press Unmute and turn on the microphone on the shareholder's device.

If shareholders cannot speak through the mic (within 1 minute), please type questions via Chat so that the moderator reads the questions to the meeting on your behalf.

For this agenda, no shareholders submitted questions before the meeting.

A shareholder attending the meeting in person asked how many years the Company had used auditor services from EY Office Company Limited and whether there had been any changes to the auditors.

Mr. Panya Chutisiriwong, the moderator, explained that the company had used auditor services from EY Office Company Limited for eight years and had not changed companies. However, the certified public accountant had changed, following the criteria of the Securities and Exchange Commission (SEC) and the announcement of the Capital Market Supervisory Board.

A shareholder attending the meeting in person asked the Company to consider the issue of auditor rotation to ensure that the auditor was independent in performing his duties for the benefit of the Company's shareholders.

Mr. Panya Chutisiriwong received a matter from a shareholder to present to the board meeting for consideration. If there were changes, the Company would inform the shareholders.

Since there was no further question, the Chairman asked the meeting to cast their votes for approval. This agenda had to be approved by a majority vote of the shareholders present and voting at the meeting.

Mr. Panya Chutisiriwong, the meeting moderator, declared to the meeting that prior to Agenda 7, shareholders had to verify their identity again before voting.

In voting, the shareholders were requested to press the pin to enter the voting system via Application Block chain AGM Voting. If anyone disapproves or abstains, please press vote on the Disapprove or Abstain button. Shareholders, who approve, please press vote on the Approve button.

If the shareholders log in to attend the meeting but do not vote on any agenda, the system assumes that the votes are in approval with the meeting. The time to vote was now due. I wanted to close the voting on this agenda. When the shareholders finish voting, please back to the Application Zoom Meeting to continue watching the video and audio of the meeting.

Resolution The Meeting considered and unanimously approved the appointment of auditors and the determination of auditors' compensation for the fiscal year 2024 as proposed in all respects, with the following votes:

Resolution	Number of Votes Cast (1 Share per 1 Vote)				%
	Present	Proxies	Online	Total	
Approved	156,557,774	718,543,666	990,733	876,092,173	100.00000
Disapproved	-	-	-	-	0.00000
Total	156,557,774	718,543,666	990,733	876,092,173	100.00000
Abstained	-	-	-	-	0.00000
Voided Ballot	156,557,774	718,543,666	990,733	876,092,173	100.00000

Agenda 8. Consider other matters (if any)

The Chairman asked the meeting if anyone would propose other matters or inquire to consider further.

For this agenda, Ms. Raweevan Chaikong, a shareholder's rights protection volunteer and proxy of the Thai Investors Association, sent questions in advance of the meeting, asking if Rabbit Holdings Public Company Limited (RABBIT) entered into an agreement to sell shares of SINGER, an associated company of JMART, to JMART, totaling 195.1 million baht, buying at 36.3 baht per share and selling at 20 baht per share within three years. There were two essential trading conditions: If all shares were not purchased within the contract period, the Company had to pay a fine of 400 million baht to RABBIT. RABBIT would continue to hold SINGER shares, receiving 400 million baht in cash. If the market price of the traded shares was higher than 20 baht per share for five days, RABBIT had the right to sell the rejected shares to third parties. I would like to know the facts and progress on the issue.

Mr. Panya Chutisiriwong, the moderator, explained that this stock purchase was part of Mr. Adisak Sukhumwittaya and RABBIT, not part of the JMART company that entered into the contract in any way. The Company was not obliged to pay the fine to RABBIT in any way.

Ms. Raweevan Chaikong, a shareholder's rights protection volunteer and proxy of the Thai Investors Association, asked if JMART was looking for a new partner to launch a branchless bank (Virtual Bank) to cooperate and apply for a Virtual Bank license from the Bank of Thailand. I would like to know the facts and what stage of progress was.

Mr. Panya Chutisiriwong, the moderator, explained that the matter was still being discussed with relevant partners. However, the Company expected Virtual Bank to be part of its strategic direction in Fintech. Cooperation with the Company would be carried out cautiously. The Company would be a partner in creating a Virtual Bank Ecosystem to meet the needs of the government sector and the Bank of Thailand, opening up opportunities for customers who did not have access to banking services. These included customer groups such

as those living far away and unable to access bank services (Unserved customers). Customers could not borrow money from general commercial banks (Unserved customers) to have entered the use of financial services.

Mr. Kittipat Chonlawut, Deputy Chief Investment Officer, further declared that if the Company received a license from Virtual Bank, it would help supplement the Fintech. The Company set up a working group to work with J Ventures Company Limited (JVC), a company in the Jaymart group.

Since no one proposed other matter to be discussed and asked additional questions, the Chairman then asked all shareholders to deliver the signed ballots to the Company's employees to be recorded and kept as further evidence. Finally, the Chairman appreciated the meeting and declared the meeting closed.

The Meeting was adjourned at 03.40 p.m.

Signed _____ Chairman of the Meeting
(Mr. Pisnu Pong-acha)
Chairman of the Board

Signed _____ the Minutes Taker

(Ms. Ladda Waruntharakul)
Company Secretary