

Agenda 1

TO ADOPT AND APPROVE THE MINUTES OF THE 39TH ANNUAL GENERAL MEETING OF SHAREHOLDERS (YEAR 2024)

Background and Rationale

The Company convened the 39th Annual General Meeting of Shareholders (Year 2024) on Friday, April 19, 2024 from 10:00 hrs. to 12:40 hrs. at the Pinnacle Room 4-6, 4th Floor, Intercontinental Bangkok Hotel, 971, 973 Ploenchit Road, Lumpini, Pathumwan, Bangkok, according to the attached minutes of the meeting that had been disseminated on the Company's website (www.dbp.co.th) and forwarded to every shareholder in advance along with this meeting invitation.

Board of Directors' Opinion

The Board of Directors has considered that the aforementioned minutes of the meeting was correctly recorded in accordance with the resolutions of the Shareholders' Meeting. Therefore, the Board of Directors proposes that the minutes of the 39th Annual General Meeting of Shareholders (Year 2024) be considered and approved by the Shareholders' Meeting accordingly.

Voting Procedure

The resolution for this meeting agenda shall be based on the majority votes from all the votes of shareholders attending and voting at the meeting. If the vote counts are even, the Chairman of the meeting shall have the right for a casting vote.

MINUTES OF THE 39TH ANNUAL GENERAL MEETING OF SHAREHOLDERS (YEAR 2024) OF THE DIAMOND BUILDING PRODUCTS PUBLIC COMPANY LIMITED

The meeting was held on Friday, April 19, 2024 at 10:00 hrs. at the Pinnacle Room 4-6, 4th Floor, Intercontinental Bangkok Hotel, 971, 973 Ploenchit Road, Lumpini, Pathumwan, Bangkok.

Mr. Prakit Pradipasen, the Chairman of the Board of Directors, is the Chairman of the shareholders' meeting. The Chairman informed the meeting that in order to make this meeting of shareholders correctly, completely and cover all matters as required by law, therefore, Mr. Krit Kullertprasert and Ms. Chanan Poprasart, was assigned to briefly explain the voting and vote counting procedures for consideration in each agenda item. The details were shown in the invitation letter sent to all shareholders in the form of a QR code prior to this meeting.

- (1) The Company had disseminated announcement on the Company's website to provide opportunity and give right to the shareholders to propose the shareholders' meeting agendas that were deemed important and to propose names of qualified persons for new directorship appointment in advance during October 1, 2023 until December 31, 2023. Accordingly, there were no shareholders proposing any meeting agenda. Therefore, the meeting would be carried out according to the Company's regulations and consistent with the order of the meeting agendas as established within the meeting Invitation.
- (2) The Company had disseminated the Invitation to the 39th Annual General Meeting of Shareholders (Year 2024) on the Company's website to provide opportunity for the shareholders to forward important inquiries in advance from March 19, 2024 until April 9, 2024, and it appeared that there were no shareholders submitting any inquiry in advance.
- (3) Voting shall be conducted openly with one share being counted as one vote. In case of voting by proxy, the proxy holder must vote according to the remark that the proxy grantor has specified in the proxy form.
- (4) The resolutions of the shareholders' meeting shall consist of the following votes:
 - (4.1) **For normal case** the meeting resolution shall be based on the majority votes. If the vote counts are even, the Chairman of the meeting shall have the right for a casting vote. For this meeting, every meeting agenda is considered of normal case except for Meeting Agenda No. 6 and Agenda No. 8, which are considered as other cases.
 - (4.2) **In other cases** where different law and/or Company's regulation apply differently from the normal case, the voting and meeting resolution procedure shall proceed according to such law and/or regulation.
 - **Agenda No. 6 on the consideration for the remuneration of the Directors** where resolution must be approved at the shareholders' meeting with no less than two-third (2/3) of all the votes of shareholders attending the meeting with voting right. Accordingly, every Director has direct interest on this particular meeting agenda and therefore all the Directors shall abstain from voting on such meeting agenda.
 - **Agenda No. 8 on the Consider and Approve the Amendment of the Company's Articles of Association in Chapter General Provisions, Article 3, to Ensure Compliance with Legal Requirements** where voting in this agenda will require votes according to Article 42 (3) (d) of the Company's Articles of Association, by voting not less than three-quarters (3/4) of all the votes of shareholders attending the meeting with voting right.
- (5) In order to achieve a quick vote counting process for each meeting agenda, only "Disapprove" or "Abstain" votes shall be counted and the remaining shall be considered as "Approve" votes. Those who disapprove or abstain from voting should use the voting ballots, which were distributed during the registration prior to the meeting. At the end of each meeting agenda, the Chairman shall inform every shareholder to vote by filling out the said voting ballot and return it to the coordinating staff in the meeting room for vote counting using the Barcode system.

- (6) Due to the new spread of COVID-19 virus disease, the Company is concerned about the health and safety of shareholders and attendees at this meeting. Therefore, measures and practices have been established for meeting attendance according to government announcements. To prevent the spread of COVID-19 virus infection, the Company arranged to screen the meeting attendees by providing spacing and limiting the number of people in the meeting room and asked for cooperation for all shareholders to wear a mask during the meeting. However, the Company reserves the right not to allow persons who have not passed the screening measures, such as having excess body temperature, do not wear masks, and have recently returned from high-risk countries or in risky areas in the country according to government announcements to participate in this meeting.
- (7) The Company recorded the meeting in the form of video media throughout the Annual General Meeting of Shareholders.

Then, it was entered into the 39th Annual General Meeting of Shareholders (Year 2024) by introducing directors, executives, auditors from KPMG Phoomchai Audit Ltd., and representatives from the Thai Investors Association, with the following names:

- (A) **The following 10 directors attended this meeting** (the Company's Board of Directors comprises of 12 directors) or 83.33 percent of the total number of Directors of the Company, whose names are as follows:

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| (1) | Mr. Prakit Pradipasen | Chairman of the Board |
| (2) | Mr. Sakda Maneeratchatchai | Independent Director and Audit Committee Chairman |
| (3) | Mr. Anun Louharanoo | Independent Director, Audit Committee Member and Nomination and Remuneration Committee Member |
| (4) | Mr. Thanit Pulivekin | Independent Director, Audit Committee Member and Corporate Governance Committee Chairman |
| (5) | Mr. Woodthikrai Soatthiyanon | Independent Director and Corporate Governance Committee Member |
| (6) | Mr. Chatchai Teepsuwan | Director and Nomination and Remuneration Committee Member |
| (7) | Mr. Kamolaphat Teepsuwan | Director |
| (8) | Mr. Asanee Chantong | Director and Production Technology and Innovation Committee Chairman |
| (9) | Mr. Satid Sudbuntad | Director, Chief Executive Officer, Management Committee Chairman and Production Technology and Innovation Committee Member |
| (10) | Mr. Sunthorn Suwannajade | Director, Management Committee Member, Production Technology and Innovation Committee Member and Assistant Chief Executive Officer Production and Engineering |

- (B) **Executives Attending the Meeting** comprising of the following 3 persons:

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| (1) | Mr. Krit Kullertprasert | Production Technology and Innovation Committee Member, Management Committee Member, Assistant Chief Executive Officer Central Management and Company Secretary |
| (2) | Mr. Kamchub Vatanatham | Division Manager (Senior) Sales and Marketing |
| (3) | Mr. Supat Kietnithiamorn | Division Manager (Senior) Sales and Marketing |

- (C) **Representatives from KPMG Phoomchai Audit Ltd.**, comprising of the following 2 persons:

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| (1) | Ms. Chanarat Chanwa, certified public accountant No. 9052 |
| (2) | Ms. Chanlika Panya, certified public accountant No. 11872, who is the new auditor who will be proposed for approval to be appointed at this Annual General Meeting of Shareholders. |

- (D) **Representative from the Thai Investors Association:** one person, Mr. Songpol Sukonthapong

- (E) **Directors who will take over as independent directors instead of those who resigned and vacated the position upon completion of the term;** there were 2 persons with a list of names.

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| (1) | Assoc.Prof.Dr. Somjai Phagaphasvivat |
| (2) | Mr. Jark Chulakiet |

- (F) **Representative from minor shareholders who volunteered to inspect vote counting to ensure transparency in the shareholder meeting,** consisting of 1 person: Ms. Wassana Jantarakuha

The meeting started.

The Chairman opened the meeting and thanked all shareholders and proxies for attending the shareholders' meeting today. The Chairman stated that 107 shareholders were attending the meeting in person, holding 43,801,751 shares and by proxy, 60 shareholders holding 589,126,651 shares, totaling 167 shareholders, holding a total of 632,928,402 shares, representing 74.02 percent of total issued shares and voting rights. Therefore, it constituted a quorum according to the Company's requirements. The Company's directors of 10 people attended this meeting (the Company's Board of Directors comprises of 12 directors), representing 83.33 percent of the total number of directors of the Company. The meeting was then commenced according to the following agendas.

Agenda 1: TO ADOPT AND APPROVE THE MINUTES OF THE 38TH ANNUAL GENERAL MEETING OF SHAREHOLDERS (YEAR 2023)

The Chairman proposed that the shareholders' meeting consider approving the Minutes of the 38th Annual General Meeting of Shareholders (Year 2023) held on Friday, April 21, 2023. It has been submitted together with this invitation letter and has already published on the Company's website. The Board of Directors have considered and viewed that the aforementioned minutes of the shareholders' meeting was correctly recorded in accordance with the resolution of the shareholders' meeting.

The Chairman provided opportunities for shareholders to express opinions and raise questions. It appeared that no shareholders expressing opinions and making inquiries, the Chairman, therefore, proposed the meeting to certify the Minutes of the 38th Annual General Meeting of Shareholders (2023) as proposed above.

Resolution: The shareholders' meeting considered and resolved to approve the minutes of the 38th Annual General Meeting of Shareholders (Year 2023) held on April 21, 2023 as proposed above, with the following number of votes:

Approved :	633,133,359	votes	or	100.00	percent
Disapproved :	-	votes	or	0.00	percent
Abstained :	-	votes	or	0.00	percent
Voided Ballots :	-	votes	or	0.00	percent
Of the total	633,133,359	votes for those present at the meeting and eligible to vote.			

Agenda 2: TO ACKNOWLEDGE THE REPORT OF THE BOARD OF DIRECTORS ON THE OPERATING RESULTS OF YEAR 2023

The Chairman stated that for the operating results, the Company has reported on various activities prepared in the Annual Registration Statement / Annual Report 2023 (Form 56-1 One Report), published on the website of the Company. Therefore, the Chairman assigned the person to present the report as follows: Mr. Satid Sudbuntad, the Chief Executive Officer, and the Company's executives, namely: Mr. Kamchub Vatanatham Division Manager (Senior), Sales and Marketing, Mr. Supat Kietnithiamorn Division Manager (Senior), Sales and Marketing, Mr. Sunthorn Suwannajade, Assistant Chief Executive, Production and Engineering, and Mr. Krit Kullertprasert, Assistant Chief Executive Officer, Central Management. The report is summarized as follows:

(1) **Operating results for the year 2023 in summary:** Mr. Satid Sudbuntad, Chief Executive Officer, reported that for the past year, the Group's revenue from sales of goods and services was approximately 5,600 million baht, or an increase of 8 percent from the previous year, the highest sales since the Company was established more than 38 years ago. The Company can manage according to policy and maintain product sales in every channel, causing the Group of companies to have a net profit of approximately 638 million baht or an increase of 2 percent from the previous year. This is because the Company has an increased revenue growth rate from sales and services in all distribution channels, including product mix management. As a result, the Group's net profit increased from the previous year. Although gross margins decreased due to energy costs remaining stable at a high level and costs of critical raw materials such as cement, pulp, and asbestos increasing over the previous year. However, the Group of Companies maintains its operating results in line with its goals and has a total cash flow from operations of 1,150.49 million baht. It gives the Group of companies liquidity and sufficient cash flow to pay dividends, repay long-term loans, pay interest, etc. The Company has a proportion of income from sales of goods and services through 4 channels: (1) distributors (Agent) 52 percent (2) housing project work (Project) 19 percent (3) large retail stores (Modern Trade) 16 percent and (4) foreign market (Export) 13 percent.

(2) **Guidelines for operations and plans of the Company in year 2023-2024** : Mr. Kamchub Vatanatham Division Manager (Senior), Sales and Marketing and Mr. Supat Kietnithiamorn Division Manager (Senior), Sales and Marketing reported in summary as follows:

(2.1) **At present, the Company has four main distribution channels**, consisting of (1) distributors (Agents), (2) housing project work (Project), (3) large retail stores (Modern Trade), and (4) foreign markets (Export).

(2.2) **The distribution channel development plan** is as follows:

- Focus on maintaining relationships with key customer groups by restructuring the sales team to support and develop relationships thoroughly and increasing store activities with key wholesale distributors.
- Upgrade the store to develop into a main customer (Key Account) / large customer (L: Large) and set a goal to have a main customer (Key Account) / large customer (L: Large) / medium-sized customer (M: Medium) covering all main provinces.
- New customer groups, such as project groups in the region, include glass shops, gypsum shops, aluminum shops, etc.

(2.3) **Joint development with leading real estate companies in Thailand:** It is a continuous joint development to sell the entire product system, such as prefabricated roof frames, assemblies, flooring work, SPC (Stone Plastic Composite) stairs, and various accessories. Also, by adding agencies' specifications, the Company aims to penetrate the market among medium-sized and small-sized entrepreneurs and home construction companies, increasing the opportunity to sell new products and expand customer groups.

Thailand's leading real estate companies include Sansiri Public Company Limited, Frasers Property (Thailand) Public Company Limited, Supalai Public Company Limited, and Quality Houses Public Company Limited, etc.

(2.4) **For large retail channels (Modern Trade):** The Company focuses on planning to support the expansion of new branches. In year 2024, there are plans to expand more than 33 branches, while the existing branch group will focus on managing slow-moving products. It aims to have space to push new and best-selling products into stock, such as releasing slow-moving and non-moving products and controlling the relationship between sales entering stores and sales that stores sell out (Sell In & Sell Out) in each store branch.

(2.5) **For foreign market channels (Export):** The Company aims to expand the market among customers in distant zones such as India, China, the Philippines, etc., with standard board products, ceilings, and asbestos smooth sheets. Meanwhile, CLMV customers will adjust their pricing strategies to maintain sales.

(2.6) **Marketing plan for year 2024:** The Company has a strategy to expand product diversity and offer products with complete roof installation services, known as **"Diamond Roof Solutions"** It includes (1) Installation services such as roof truss, stud beam and roof tiles (2) various services called **"Diamond Services"** such as roof repair and replacement services (Re-Roof) and roof paint repair service (Re-Paint) (3) Offering roofing equipment for the entire Diamond Brand system such as heat insulation, heat-reflecting sheets, dry covering equipment sets, screws, and gyp sheets, etc.

(2.7) **New business development:** SPC Solutions, by creating opportunities for existing customers with SPC flooring and SPC staircase products. The Company intends to expand from roofing work to the vertical residential segment, where demand for this product group will likely grow.

(2.8) **Marketing communications:** To make the brand known domestically and abroad, the Company has produced various promotional media that can be adjusted to suit the area and users. It covers both Offline and Online channels as follows:

- Public relations media at the point of sale are essential to consumers' decision-making. Therefore, the Company has designed and installed a booth display and gallery to display all Diamond brand products, including roofing systems, ceilings, walls, and floors, so that customers can see actual product samples and decide on the purchase of products at the distributor's store and major construction material retailers nationwide.
- Public relations through online channels and various social media such as Facebook, Instagram, YouTube, TikTok, etc., with the aim of (1) communicating to customers conveniently and quickly adapting to trends and trends in consumer usage, (2) communicating to reach more target groups (3) have data that can be used for analysis and measurement.

(3) **Sustainable Development Plan:** Mr. Sunthorn Suwannajade, Assistant Chief Executive Officer, Production and Engineering reported in summary as follows:

The Company chooses to use a strategy for sustainable development to achieve ESG goals by setting up a circular economy process to accommodate climate change, which reduces resource scarcity; innovation processes to support the transition into an aging society and labor shortages; and energy management systems to minimize the impact of energy shortages and global warming. This includes CSR and CG processes for living together with society and communities and sustainably supporting each other. Finally, guidelines for sustainable design should be set by selecting future investments that use resources and energy cost-effectively and do not affect the environment, reducing the impact on greenhouse gas emissions (GHGs) and carbon dioxide (CO₂) emissions, etc.,

The Company received the THSI (Thailand Sustainability Investment) sustainable stock assessment from the Stock Exchange of Thailand for the 7th consecutive year. In year 2023, the name was changed to SET ESG Rating. The Company was ranked an organization that reflects sustainability goals, ESG Rating. Level AA, the Company's scores are higher than the construction group's average score. It has a rating scale divided into three aspects: environmental dimension, social dimension, and economic dimension. Therefore, it reflects investors' confidence in the Company's sustainable development.

Sustainable development operations from year 2019-2023 include a total of 71 investment projects, divided into projects as follows:

- (1) Automation and robots: 32 projects (20 sets of robots), reducing labor usage by approximately 108 positions;
- (2) Circular economy system: 10 projects, reducing resource use by 2.5 percent per year through the 3R (Reduce Reuse Recycle) process;
- (3) The Internet Of Things system accumulated 15 projects and energy conservation 14 projects, for a total of 29 projects, reducing CO₂ emissions by 285 tons CO₂

At the end of year 2022, it was estimated that the growth trend of sales of concrete roof tiles and autoclaved aerated concrete in year 2023 would increase. Therefore, improvements are planned to improve production efficiency. The goal is to improve the production efficiency of smooth and wavy concrete roof tiles by increased an average of 4.5 percent. However, it was found that the sales of smooth concrete roof tiles had grown significantly, so production efficiency was improved only in the production of smooth tiles, which can be increased by 25 percent compared to production in year 2022.

For autoclaved aerated concrete, the goal was to increase efficiency at the Saraburi and Chiang Mai plants by increased an average of 6.5 percent. It was found that the Chiang Mai plant had a continuous improvement plan and began to see results immediately. Therefore, the process was accelerated to increase efficiency by 14.8 percent compared to year 2022. The Saraburi factory went to see work abroad and brought it for improvement in the 4th quarter of year 2023, which had successful improvement results from year 2024 onwards.

The investment plan to expand production capacity between year 2023-2025 to support the Company's growth has the following details:

- (1) Production expansion project concrete roof tiles (CT-6) can be produced in smooth tiles (Adamas), wavy ones (Gran Onda), and smooth tile ridges. It has a production capacity of 100,000 tons per year and can begin production from May 2024 onwards.
- (2) Project to expand the production capacity of roof truss and stud beam (Truss-2) with a production capacity of approximately 11,000 tons per year to support sales of the entire Diamond Roof Solution system. Production can begin from May 2024 onwards.
- (3) autoclaved aerated concrete (AAC-2) production expansion project has a production capacity of 163,200 tons per year, which, according to the plan, will be completed within the 2nd quarter of year 2025.

(4) **Other Management:** Mr. Krit Kullertprasert, Assistant Chief Executive Officer, Central Management reported in summary as follows:

(4.1) **Corporate governance:** The Company has received four awards of pride from the Stock Exchange of Thailand and other institutions as follows:

(1) Award from the assessment of corporate governance of Thai listed companies: The Company received 101 points and a 5-star prize, classified as excellent.

(2) Award for evaluating the quality of organizing annual general meetings for shareholders of listed companies: The Company received 99 points, classified as excellent.

(3) **“Thailand Sustainability Investment (THSI)”** : The Company received for the 7th consecutive year from year 2017 – 2022. In year 2023, the Stock Exchange of Thailand changed its name from THSI to SET ESG Ratings. The Company is rated AA in the Real estate and construction group.

(4) ESG 100 Award: The Company has been selected as one of the ESG 100 securities groups with outstanding performance in environmental, society, and governance (Environmental Social and Governance: ESG).

(4.2) **Anti-corruption aspect:** The Company was first certified as a Thai Private Sector Collective Action Coalition Against Corruption (CAC) member in year 2015. After that, the Company completed its anti-corruption policy, created an anti-corruption manual, and disseminated and organized training for employees to be informed. Later, the Company received renewal of certification as a member of the Thai Private Sector Collective Action Coalition against Corruption (CAC) for the second time on August 21, 2018. After that, the Company Created a No Gift Policy in year 2019 and reviewed the anti-corruption manual for dissemination and training for employees. In year 2020 and year 2021, the Company’s Anti-Corruption Committee prepared a revised 71-item self-evaluation form, version 4.0, to submit for the third time to renew CAC membership certification. On June 30, 2021, the Thai Private Sector Collective Action Coalition Against Corruption (CAC) project passed a resolution to renew the certification of the Company’s CAC membership for three years, which will expire on June 30, 2024. In year 2023, the Company added channels for reporting clues or complaints about corruption via QR code, created public relations media through the online system, posted announcements to employees and stakeholders, and reviewed anti-corruption policies and manuals. In year 2024, the Company prepared a 71-point assessment to submit for renewal of CAC membership certification for the fourth time by September 30, 2024.

(4.3) **Social and environmental responsibility (CSR activities)** In year 2023, the Company organized activities in the surrounding communities, including the **“Diamond Heart Technician”** project in collaboration with Muak Lek Technical College, Saraburi Province, to provide theoretical and practical knowledge about installing the Company’s products. It supported products and equipment in creating a **“Nordic Style Security Fortress”** and joined Phra Dabos School by supporting products and equipment for building **“Sala Phra Dabos”** The Company organized various activities with the community such as Children’s Day activities, **“Diamond Pansuk”** activities, and **“Diamond Social Development”** activities. It donated money to the **“Siriraj Foundation”** It also supported the Company’s products in improving the homes of the underprivileged contacted by the Panya Pansuk program, etc.

The Chairman allowed the shareholders to express their opinions and make inquiries as follows:

Mr. Songpol Sukonthapong, a representative from the Thai Investors Association, inquired about the Company’s use of tax benefits from investments, including the NT-11 Project, the CT-6 Project, and the AAC-2 Project. How much and when will results be seen?

Mr. Krit Kullertprasert, Assistant Chief Executive Officer, Central Management, responded to clarify that the Company has already received tax benefits from the CT-6 project. For the AAC-2 project, it is not yet known whether the entire amount will be received the Company has received tax benefits from the investment budget since year 2015. The Company will receive full benefits from year 2020 to 2024 but will be reduced proportionately after this.

Mr. Songpol Sukonthapong, a representative from the Thai Investors Association, asked about the Project to expand concrete tile production capacity to 100,000 tons per year in May 2024. How much production capacity is expected to be used in year 2024?

Mr. Sunthorn Suwannajade, Assistant Chief Executive Officer, Production and Engineering, answered and clarified that regarding the sales behavior of the construction business, there is a sales period, which is the first six months of the year, and a low season period, which is the second half of the year. When the Company starts operating the machinery in May 2024, it is estimated that at least the Company will use a production capacity of not less than 50 percent because it is not the sales period. Therefore, the year's second half may depend on government support, including the remaining stock of low-rise houses of approximately 200,000 units. However, the Company has joint plans for production and sales. In addition, the Company has strong distribution channels. Therefore, the Company can use a production capacity of not less than 50 percent.

Mr. Songpol Sukonthapong, a representative from the Thai Investors Association, asked the following questions: Is the AAC-2 project machine expected to be completed on time? If not, will there be a penalty paid according to the contract? And in the case where the machine is used perfectly, within how many months will the production capacity be 80%?

Mr. Sunthorn Suwannajade, Assistant Chief Executive Officer, Production and Engineering, answered that the current machine-making system is unlike the past. We have studied the information and expect it to be completed in 14 months. But the machinery may be completed within five months. In addition, it is construction work and connection work, etc. According to the contract, the Company has already collected a security fee of not less than 10 percent if there is a problem in breach of the contract. As for the AAC-2 project, when will 80 percent production be possible? It is still impossible to answer because, at present, the original machinery is still producing at total capacity. So, it depends on the sales, market situation, and economic environment.

Mr. Songpol Sukonthapong, a representative from the Thai Investors Association, asked the following questions. As for distribution channels for plans or possibilities in year 2024, the group of distributors (Agents) selling 675 branches is likely to increase by how much? And are large retail stores (Modern Trade) likely to grow? As for project work where the demand for sales is greater than the demand for purchase (Over Supply), how much will this affect the income in this section?

Mr. Satid Sudbuntad, Chief Executive Officer, answered that the overall picture of the Company in terms of distribution channels is the primary channel being distributors (Agents) 80-90 percent and starting to sell products abroad. Over the past 5-7 years, it has been seen that large retail stores (Modern Trade) and project work have grown. As for investments over the past several years, it has increased production capacity from 800,000 to 1,000,000 - 2,000,000 tons per year. And will invest more in product groups that have a future according to the strategy of **"Build your dream home with DIAMOND"** For example, investing in a roof truss and related equipment is the right direction. It also studies various channels to market in more channels to reduce risk. For large retail stores (Modern Trade), last year, there were approximately 80 branches nationwide, and this year, approximately 30 additional branches. For the international market, in the past 2-3 years, there have been problems with currency, COVID-19, etc. For housing project work in year 2024, the lowest growth rate is aimed at expanding to the region to expand opportunities and reduce risks. The Company, thus, manages risks in all four distribution channels, including balancing and managing products to be ready for sale. Therefore, the availability of all four distribution channels in the 1st quarter of year 2024 grew to large retail stores (Modern Trade). From the strategy that the Company has laid out, it is hoped that it will drive sales to improve in the 2nd quarter of year 2024.

Mr. Niran Phongklam, a minor shareholder, asked about expanding the production capacity for concrete tiles, roof truss, and autoclaved aerated concrete. In this regard, it is not known whether the investment in the Company's expansion will have a break-even point within how many years to support increased sales and what the Company's strengths in the market are?

Mr. Satid Sudbuntad, Chief Executive Officer, responded to clarify that the Company, established in the 39th year, has grown by selling all 3 product groups: concrete tiles, roof truss, autoclaved aerated concrete, fiber cement tiles, and other products so that an entire house can be built under the words **"Build your dream home with DIAMOND"** How will the production capacity be increased for the fiber cement tile group, concrete tile group, and autoclaved aerated concrete (AAC) group? In the past, AAC was a burden to the Company. In Company investment, the Board of Directors had several meetings before receiving approval. AAC will make a profit and allow the Company to grow its business because, compared to other materials, AAC can be built faster. As for the AAC factory in Chiang Mai province has a production capacity of 1 million blocks per month, produced for sale in the northern region, including Chiang Mai, Chiang Rai, and neighboring countries or where transportation can take place. As for the AAC production plant in Saraburi Province, there are currently 3 million blocks per month. Most of these are sold to large retailers (Modern Trade) and distributors nationwide. However, housing project work is still not available for sale. This is because AAC products are insufficient for sales. The average annual production capacity is at least 80-90 percent. In the 1st quarter of year 2024, the production capacity is at 95%. For the various investment projects that the Company carries out, they are worth the investment.

Mr. Nirun Phongklam, a minor shareholder, asked that the autoclaved aerated concrete group have relatively high numbers. How does the Company plan to compete with other manufacturers?

Mr. Satid Sudbuntad, Chief Executive Officer, explained that investment in the AAC-2 project was considered because there was an average product backlog of 2 million blocks per month last year. Therefore, customer satisfaction is essential. Consequently, investing in new production lines and expanding new markets is necessary. Today, everyone knows about global warming. Thus, the Company must create understanding with consumers and designers to make them use the product. At present, only 6 percent of the project work is sold because there is not enough autoclaved aerated concrete product to sell. Therefore, we believe that increasing production capacity will enable us to market it.

Mr. Nirun Phongklam, a minor shareholder, inquired about Diamond Cafe's progress. For the elderly customer group, it is interesting, but they don't know where to buy it or how much it costs?

Mr. Satid Sudbuntad, Chief Executive Officer, answered and clarified that the Company creates products that customers can touch. How to make it a ready-made product that takes time to create? There is a 5-6 year process for building a brand. At present, the Company has penetrated the coffee shop market, which is popular. Make it possible for those interested in creating a coffee shop within the specified time and budget. The Company has a coffee shop in front of the Company. Saraburi Province is an example and has partners such as Dioro Chaodoi, etc. The Company is not only looking at being a coffee shop but also looking at opportunities for cat houses, dog houses, etc. There may be various sizes to choose from. The Company has finished products that can be assembled.

Mr. Rangsang Ngamprasertphong, a minor shareholder, inquired: autoclaved aerated concrete still has a product backlog monthly of 2 million blocks. After investing in the AAC-2 project, He would like to know if the product can be delivered immediately. Or is there still outstanding left, and what will the future be?

Mr. Satid Sudbuntad, Chief Executive Officer, answered that autoclaved aerated concrete (AAC) has been in the market for many years, and the Company has been in this business for approximately ten years. In the beginning, there were problems with price and operating results. The Company views it as a product that will help supplement the distribution channels. Moreover, the production capacity will increase approximately 40-50 percent. As of today, the product backlog amount has decreased due to the slow business. However, the AAC-2 project will be completed in the 2nd quarter of year 2025. When the AAC-2 project is finished, it cannot be said that the management of the product backlog will have a better direction. But expect it to be an option that will help reduce risk. Because the Company is in the central region, the gateway to the northeastern region, it must present products through new channels such as project work, etc.

Mr. Rangsang Ngamprasertphong, a minor shareholder, asked what the percentage of transportation costs to expenses was?

Mr. Krit Kullertprasert, Assistant Chief Executive Officer, Central Management, responded that the transportation cost was less than 10 percent of the total cost. The Company has customers who deliver the products themselves and the Company delivers them. The factor that affects transportation costs is the price of oil. The main costs of the Company are raw materials, followed by energy costs such as gas, steam, and electricity, which fluctuate according to the price of fuel oil. Because the Company's product structure uses raw cement materials, increasing prices will affect the Company.

Mr. Rangsang Ngamprasertphong, a minor shareholder, asked that how can transportation reach customers through various channels?

Mr. Krit Kullertprasert, Assistant Chief Executive Officer, Central Management, answered further to clarify that the cost of transportation is less than 10% of the total cost because it includes both the customer picking it up and the Company delivering it. The proportion is approximately half if the product is not full; the customer can also receive products from other companies.

Mr. Rangsang Ngamprasertphong, a minor shareholder, asked about the Company's current inventory turnover rate?

Mr. Satid Sudbuntad, Chief Executive Officer, responded that the sales period for autoclaved aerated concrete is less than 15 days, which is relatively low. For other products, the period does not exceed 30 days. Therefore, before entering the sales period, it may be necessary to increase production capacity to store products to sell during the sales period.

Mr. Prinya Tieworn, a minor shareholder, asked to Thank you for increasing the production capacity of the Company's autoclaved aerated concrete. In this regard, investing in the AAC-2 project in the amount of 648 million baht and borrowing money from financial institutions in the amount of 500 million baht, what is the approximate financial cost, and will it affect the dividend payment?

Mr. Krit Kullertprasert, Assistant Chief Executive Officer, Central Management, responded that the CT-6 project uses a fixed interest rate. The interest rate is 3.5 percent per year and lasts four years. The Company hopes the AAC-2 project will not exceed this amount, but it depends on government policy and the Bank of Thailand. However, the Company will try to get the lowest interest rate.

Mr. Prinya Tieworn, a minor shareholder, further clarified that, as seen in the transportation of the Company's autoclaved aerated concrete products, only the Company's brand was attached to one side. It was recommended that it be attached to all four sides.

Mr. Prinya Tieworn, a minor shareholder, inquired: Is the war's impact on the cost of raw materials and transportation costs abroad affecting the Company?

Mr. Satid Sudbuntad, Chief Executive Officer, answered and clarified that during that period it affected the Company in many matters. As for the shortage of primary raw materials, it does not affect the Company but cannot be predicted in the future. The energy cost remains unchanged. As for the costs, the Company can manage them and should be able to maintain gross profit margins. And for freight charges during the pre-COVID period, the Company had freight charges while the market slowed down. But at present, it has returned to normal, which does not affect the Company.

Mr. Chayaphon Prasertkamonchai, a minor shareholder, asked how many autoclaved aerated concrete manufacturers there are?

Mr. Satid Sudbuntad, Chief Executive Officer, responded that there were approximately 6-7 autoclaved aerated concrete (AAC) manufacturers. As of today, construction costs have increased. Compared to other materials, AAC is easier and faster to build and saves energy, making it more suitable.

Mr. Chayaphon Prasertkamonchai, a minor shareholder, inquired whether autoclaved aerated concrete has the properties of making the house cooler and soundproofing better?

Mr. Satid Sudbuntad, Chief Executive Officer, responded that the autoclaved aerated concrete is strong, cool, and soundproof.

Mr. Chayaphon Prasertkamonchai, a minor shareholder, asked whether the Company thought the Company had products covering construction and what products it was missing?

Mr. Satid Sudbuntad, Chief Executive Officer, responded that the Company must first look at its strengths. Then, we began to find roofs made from various materials to accommodate changing consumer preferences. However, it is still looking for products in the roofing group first and then looking further into the walls and floors to give the Company more selling points.

Mr. Chayaphon Prasertkamonchai, a minor shareholder, inquired whether the Company's distribution channels for project work, when the project contacts to purchase products, will buy all the products that the Company has or not?

Mr. Satid Sudbuntad, Chief Executive Officer, responded that the Company has created the Diamond brand to be known and accepted at a certain level. Therefore, whether the customer will purchase every product the Company has depends on whether the style and price of the product match the customer's need.

Mr. Chayaphon Prasertkamonchai, a minor shareholder, asked whether the Company has contractor distribution channels?

Mr. Satid Sudbuntad, Chief Executive Officer, answered that there was.

Mrs. Khanung Makthiranuwat, a minor shareholder, inquired how Superblock is related to the Company?

Mr. Satid Sudbuntad, Chief Executive Officer, responded that Superblock has been merged with Insee Super and is unrelated to the Company.

After that, the Chairman asked the shareholders if they had any further inquiries. It appeared that no shareholder asked any additional questions. The Chairman, therefore, proposed the shareholders' meeting to acknowledge the report of the Board of Directors on the year 2023 operating results as proposed above.

Resolution: The shareholders' meeting acknowledged the report of the Company's Board of Directors on the operating results of the year 2023 as presented above.

Agenda 3: TO CONSIDER AND APPROVE THE BALANCE SHEETS AND STATEMENTS OF INCOME FOR THE YEAR ENDED DECEMBER 31, 2023

The Chairman proposed the meeting to consider approving the balance sheet and income statement for the year ended December 31, 2023, which has already been audited by the certified public accountant of KPMG Phoomchai Audit Co., Ltd. It has been prepared in the 56-1 One Report for the year 2023 (in QR Code format) page 209 under the topic of “Financial Statements”, including an analysis of the Company’s financial position and performance for the year 2023, page 104 under the subject line “Management Discussion and Analysis (MD&A)” published on the Company’s website (www.dbp.co.th) and sent to all shareholders in advance together with the notice of this meeting. The Audit Committee has reviewed the aforementioned financial statements and oversees the compliance with accounting standards as well as the disclosure of information in the financial statements completely and sufficiently following the report on the performance of the duties of the Audit Committee as shown in the 56-1 One Report for the year 2023 (in the form of QR Code) page 185. The Company’s Board of Directors has considered that the balance sheet and income statement for the year ended December 31, 2023, have shown correct, complete, and adequate financial status and operating results following generally accepted accounting principles.

After that, the Chairman allowed the shareholders to express their opinions and ask questions as follows:

Mr. Songpol Sukonthapong, a minor shareholder, asked the following questions.

(1) Trade receivables that exceed 180 days are expected to cause a bad debt of 4.5 million baht. What type of customers are they?

(2) Inventories include finished goods, semi-finished goods, and goods purchased for resale, totaling approximately 357.45 million baht. Is it expected to be sold out in year 2024? And is there a chance of impairment of the goods?

(3) Real estate, which is land in Lampang Province. When are there future investment plans to use the assets? In recent years, what has been the value of this asset loss?

(4) The Cash flow from the investment is approximately 451 million baht. Please explain this and how the Company plans to operate in this area in year 2024?

Mr. Krit Kullertprasert, Assistant Chief Executive Officer, Central Management, responded with clarification as follows.

(1) It is a distributor (Agent) customer, and the Company has already set up a reserve arising from a debtor who has gone bankrupt and is investigating assets to repay the debt.

(2) Products purchased for sale cannot be produced ourselves; they cost approximately 23 million baht. Semi-finished products are white tiles. Finished products are products ready for sale. In most years, the Company has organized Diamond Warehouse promotions during sales to allow customers to stock up on products. However, due to changing customer behavior, there is a tendency to store less product stock, but the Company still has to store more. Customers may immediately order from others if no products are ready to sell. Substitute products are also coming into competition. Therefore, it is risky if you cannot respond to customers immediately. However, I would like to inform you that the allowance for decreased product value in year 2023 is approximately 9 million baht, reflecting the situation due to the provision for slow-moving products or products with a higher cost than the market price. If there is a large amount, there is a risk that the products will become outdated or obsolete, which has decreased from year 2022 to approximately 17 million baht. In year 2022, the Company encountered problems with raw materials ordered from Europe due to war problems, so it had to keep a stock of raw materials. However, in year 2023, raw materials decreased, but during this time, there was a new war, and the old war still existed. As a result, the Company must stock raw materials in the case.

(3) Investment real estate is land in Lampang Province. At present, the Company has no investment plans. Due to the expansion of the city plan, factories cannot be built because it is a green area. Therefore, it is likely that this property, which has a value of 20 million baht, must be sold.

(4) Cash flow from investment of approximately 451 million baht consists of 2 parts: (1) annual investment, with the management’s policy that investment will not be less than or close to annual depreciation (2) Investment in new assets to improve or increase production capacity or comply with the law. As for cash flow, it comes from additional investment due to the CT-6 project.

After that, the Chairman allowed the shareholders to express their opinions and raise questions. It turned out that no shareholders were expressing any opinions and inquiries. The Chairman proposed that the shareholders' meeting consider approving the Balance Sheets and Statements of Income for the year ended December 31, 2023, as proposed above.

Resolution: The shareholders' meeting considered and resolved to approve the Balance Sheets and Statements of Income for year ended December 31, 2023 as presented above with the following number of votes:

Approved :	640,727,910	votes	or	99.99	percent
Disapproved :	-	votes	or	0.00	percent
Abstained :	1,000	votes	or	0.01	percent
Voided Ballots :	-	votes	or	0.00	percent
Of the total	640,728,910	votes for those present at the meeting and eligible to vote.			

Agenda 4: TO CONSIDER AND APPROVE THE APPROPRIATION OF EARNINGS

The Chairman stated that the Company's dividend payment policy for each year is not less than 50 percent of the net profit according to the separate financial statements after deductions of all provisions as required by the Company's Articles of Association and the law, if there are no other necessities and the dividend payment will have no significant impact on the Company's normal business operation. The Board of Directors has considered the appropriation of earnings and resolved to propose to the shareholders' meeting for consideration and approval of the payment of dividend to shareholders at 0.52 baht per share or 71.23 percent of the net profit per share. Accordingly, the Board of Directors had already approved the payment of interim dividend no.1/2023 on September 15, 2023 at 0.26 baht per share. Therefore, there remains a dividend of 0.26 baht per share for the dividend payment no. 2/2023 to the shareholders, which is expected to be paid on May 10, 2024 to the eligible shareholders having their names appear on the share register book on the Record Date of March 5, 2024 and must be approved at the 39th Annual General Meeting of Shareholders (Year 2024). Accordingly, the shareholders must pay income tax for the dividend received in accordance with the Revenue Code. The Company shall pay the dividend from net profit after deduction of corporate income tax at the rate of 20 percent.

After that, the Chairman allowed the shareholders to express their opinions and raise questions. It appeared that no shareholders were expressing their opinions. The Chairman, therefore, proposed the shareholders' meeting to consider and approve the appropriation of earnings and dividend payment for the Company's operating results for the year ended December 31, 2023, as proposed above.

Resolution: The shareholders' meeting considered and resolved to approve the appropriation of earnings and dividend payment for the operating results for the year ended December 31, 2023, as presented above with the following number of votes:

Approved :	640,731,710	votes	or	99.99	percent
Disapproved :	-	votes	or	0.00	percent
Abstained :	1,000	votes	or	0.01	percent
Voided Ballots :	-	votes	or	0.00	percent
Of the total	640,732,710	votes for those present at the meeting and eligible to vote.			

Agenda 5: TO CONSIDER THE APPOINTMENT OF DIRECTORS RETIRED BY ROTATION

The Chairman stated that during this Annual General Meeting of Shareholders, the following 4 Directors would be retired by rotation; namely (1) Mr. Chaoyut Srivikorn (2) Mr. Asanee Chantong (3) Mr. Satid Sudbuntad and (4) Mr. Anun Louharanoo who had notified that he would not take up the position of Director again at the end of his office term. In this regard, it is proposed that Assoc.Prof.Dr. Somjai Phagaphasvivat will be appointed as an independent director instead.

At this meeting, there was a change of 2 directors, Mr. Anun Louharanoo and Mr. Sakda Maneeratchatchai, who resigned effective on April 19, 2024. The current directors have been directors since being listed on the Thailand Stock Exchange. We are delighted and proud of the efficiency of this committee's management. Because it has made the Company progress steadily for 19 years, when directors change, we will see new visions or innovations that benefit the Company. The two new directors are asked to present their vision to shareholders in this regard.

Assoc.Prof.Dr. Somjai Phagaphasvivat said that it is an honor to be appointed as a director of the Company. Everyone will see that every business must face changes, and the Middle East war impacts both macro and micro businesses. Therefore, he will use his knowledge and abilities to do his job as best as possible.

Mr. Jark Chulakiet said it is a great honor to join a high-quality company that has been operating for a long time. As a decorator, he will try to use all of his knowledge and abilities for the Company's maximum benefit.

Ms. Chanan Poprasart, clarified that the criteria for the nomination of directors are as follows: The Company has criteria for selecting directors through the Nomination and Remuneration Committee. It considered the qualifications in various fields and performance in the past year. It was resolved to approve the reappointment of all four directors for another term, namely (1) Mr. Chaiyut Srivikorn (2) Mr. Asanee Chantong (3) Mr. Satid Sudbuntad and (4) Mr. Anun Louharanoo has notified his decision to decline the appointment as a director following the end of his term, therefore has proposed Assoc.Prof.Dr. Somjai Phagaphasvivat to assume the position of Independent Director, for the following reasons:

(1) All of the four individuals are experienced and capable professionals with expertise in various fields which will benefit the Company's business operation in the future.

(2) All of the four individuals possess the qualifications for Directorship position of the listed Company according to the Company's regulations and the regulations of the Securities and Exchange Commission (SEC).

(3) During the past year, all three individuals have performed their duties consistently having made various suggestions which are beneficial to the Company.

(4) The works performances of Directors retired by rotation are as follows.

(4.1) **Mr. Chaiyut Srivikorn:** currently the Director and the NRC Committee Chairman, has performed his duties well during the past years. He has closely monitored and made inquiries into several important matters, particularly in the succession plan to ensure that the Company has appropriate selection system to recruit employees for important management positions at every level in order to prepare for employees whom will retire in the future and recruit high-ranking executives with knowledge and capabilities and potential as the successors according to the nomination process of the NRC Committee, including establishing effective manpower development plan by introducing and utilizing modern technology and controlling Company's manpower sufficiently or as necessary to be of most benefit to Company's business operations.

(4.2) **Mr. Asanee Chantong:** currently the Director and Production Technology and Innovation Committee Chairman, has performed his duties well during the past years. He has placed importance on bringing in innovation to develop the manufacturing process and new product development, improve of manufacturing process in order to increase efficiency and reduce production cost, undertake energy management by organizing energy reduction project, such as the 152-kw Solar Rooftop CT-KK Installation Project after the success of the Solar Rooftop AAC-SB Installation Project, etc. For innovation aspect, manufacturing process has been developed and modernized by bringing in robotic machines to replace human labors in difficult working areas, areas with work repetitiveness and accident-prone areas, by which currently development of 6 robotization projects and 5 automation projects, totaling 11 projects, have already been undertaken with reduction of over 40 workers and there are currently other several other projects in the pipeline. In year 2020, the Company had submitted the Efficiency Improvement Project on Curved Head Rounding Machine for Diamond Fence to compete in the Kaizen Award year 2020 held by the Technology Promotion Association (Thailand-Japan) (TPA) and received the Bronze Award in the Genba Kaizen Group amongst the submission of over 369 projects from 112 organizations. The Production Technology and Innovation Committee (PTI Committee) believes that the employees of the Company have knowledge and capabilities in creating innovation and are keys to foster **"Innovative Culture"** for Company's business operations to maintain stability and sustainability into the future.

(4.3) **Mr. Satid Sudbuntad:** currently the Director, Chief Executive Officer, Management Committee Chairman and Production Technology and Innovation Committee Member, as well as having been appointed as the Chairman of the Risk Management Committee (RMC Committee) and Chairman of the Sustainability Committee (SC Committee), Chairman of the Anti-Corruption Committee (ACC Committee) and overseeing the Investor Relations Office. Mr. Satid Sudbuntad has performed his duties well during the past years, having managed, developed and improved the sales and marketing system to become more effective and modern by utilizing information technology including online media such as Facebook, YouTube, Instagram, Twitter, TikTok, Line Official Account and Mobile Application under the name "@DiamondBrandOfficial"

to enhance communication regarding product usage aligned with the current social condition, and also enabled online sales through platforms like Facebook Live, and the Web Sale system, thereby continually improving sales efficiency and effectiveness. Additionally, overseeing production, engineering, and central administrative functions has ensured their cohesive alignment with the Company's objectives and main goals to increase competitive ability. These efforts have resulted in increased sales of products and services, reduced production costs, and a continuous rise in profits, especially during the severe outbreak of the novel coronavirus 2019 (COVID-19) from year 2020 to 2022 throughout the world, including Thailand. Despite many businesses closing down, the Company's operating results have remained outstanding, even amidst fierce competition and an unprecedented economic downturn, including shrinking purchasing power.

(4.4) As **Mr. Anun Louharanoo** has notified his decision to decline the appointment as a director following the end of his term, the Board of Directors therefore has proposed **Assoc.Prof.Dr. Somjai Phagaphasvivat** to assume the position of Independent Director, succeeding Mr. Anun Louharanoo, whose term will conclude on the date of the 39th Annual General Meeting of Shareholders (Year 2024), scheduled for April 19, 2024. This recommendation aligns with the considerations made by the NRC Committee, which have taken into account the curriculum vitae and qualifications of Assoc.Prof.Dr. Somjai Phagaphasvivat as follows:

(4.4.1) Possesses sufficient knowledge, abilities, skills, experience, and expertise in a specific profession that are advantageous to the Company's operations.

(4.4.2) Possesses sufficient knowledge and experience to effectively review the reliability of financial statements.

(4.4.3) Does not engage in a business of similar nature and in competition with the Company's operations, either for personal benefit or for others, in a manner that could create any conflict of interest or benefit in any form.

(4.4.4) Possesses the qualifications required to serve as a director of a listed company in accordance with the guidelines established by the Securities and Exchange Commission ("**SEC**") and relevant legal provisions.

After that, the Chairman allowed the shareholders to express their opinions and raise questions. It appeared that no shareholders were expressing their opinions. The Chairman, therefore, proposed the shareholders' meeting to consider and approve the appointment of the three directors to return to serve as directors for another term. In this regard, a new director was appointed to replace the director who had informed that he would not wish to be reappointed as a director once his term expired. All directors who retired by rotation had direct interests and could not vote on this agenda item. The Chairman proposed to consider the appointment individually as follows:

(1) The Chairman, proposed that the shareholders' meeting consider re-appointing **Mr. Chaiyut Srivikorn**, the **Director** who was retired by rotation, as the **Director** for another term of directorship.

Resolution: The shareholders' meeting considered and resolved to approve the reappointment of **Mr. Chaiyut Srivikorn**, the **Director** who was retired by rotation, as the **Director** for another term of directorship as proposed above, with the following number of votes.

Approved :	640,707,510	votes	or	99.98	percent
Disapproved :	24,200	votes	or	0.01	percent
Abstained :	1,000	votes	or	0.01	percent
Voided Ballots :	-	votes	or	0.00	percent
Of the total	640,732,710	votes	for those present at the meeting and eligible to vote.		

(2) The Chairman, proposed that the shareholders' meeting consider re-appointing **Mr. Asanee Chantong**, the **Director** who was retired by rotation, as the **Director** for another term of directorship.

Resolution: The shareholders' meeting considered and resolved to approve the reappointment of **Mr. Asanee Chantong**, the **Director** who was retired by rotation, as the **Director** for another term of directorship as proposed above, with the following number of votes.

Approved :	639,659,410	votes	or	99.83	percent
Disapproved :	24,200	votes	or	0.01	percent
Abstained :	1,049,100	votes	or	0.16	percent
Voided Ballots :	-	votes	or	0.00	percent
Of the total	640,732,710	votes	for those present at the meeting and eligible to vote.		

(3) The Chairman, proposed that the shareholders' meeting consider re-appointing **Mr. Satid Sudbuntad**, the **Director** who was retired by rotation, as the **Director** for another term of directorship.

Resolution: The shareholders' meeting considered and resolved to approve the reappointment of **Mr. Satid Sudbuntad**, the **Director** who was retired by rotation, as the **Director** for another term of directorship as proposed above, with the following number of votes.

Approved :	634,731,610	votes	or	99.06	percent
Disapproved :	-	votes	or	0.00	percent
Abstained :	6,001,100	votes	or	0.94	percent
Voided Ballots :	-	votes	or	0.00	percent
Of the total	640,732,710	votes	for those present at the meeting and eligible to vote.		

(4) The Chairman, proposed that the shareholders' meeting consider **Assoc.Prof.Dr. Somjai Phagaphasvivat** is to assume the position of **Independent Director** in place of Mr. Anun Louharanoo , who has informed the meeting that he will not request reappointment as a director when his term expires.

Resolution: The shareholders' meeting considered and resolved to approve the reappointment of **Assoc.Prof.Dr. Somjai Phagaphasvivat**, the **Independent Director**, is to assume the position of **Independent Director** in place of Mr. Anun Louharanoo, who has informed the meeting that he will not request reappointment as a director when his term expires as proposed above, with the following number of votes

Approved :	640,731,610	votes	or	99.99	percent
Disapproved :	-	votes	or	0.00	percent
Abstained :	1,100	votes	or	0.01	percent
Voided Ballots :	-	votes	or	0.00	percent
Of the total	640,732,710	votes	for those present at the meeting and eligible to vote.		

Agenda 6: TO CONSIDER THE REMUNERATIONS OF THE DIRECTORS

The Chairman stated that Mr. Chaoyut Srivikorn, the Chairman of the NRC Committee, could not attend this meeting due to ill health. Therefore, Mr. Krit Kullertprasert was asked to mention the criteria for determining directors' remuneration in this meeting agenda.

Mr. Krit Kullertprasert, concluded that, the Public Limited Companies Act B.E.2535 (1992), Section 90, paragraph one, stipulates that the Company is prohibited from paying money or any other assets to directors unless paid following the regulations of the Company and the second paragraph states that If the Company's Articles of Association are not stipulated, the payment of remuneration under the first paragraph shall be following the resolution of the shareholders' meeting consisting of votes of not less than two-thirds (2/3) of the total number of the shareholders attending the meeting with the voting right. Article 35 of the Company's Articles of Association stipulates that the directors are entitled to receive remuneration from the Company in salaries, rewards, meeting allowances, gratuity, bonuses, or other types of benefits as the regulations or as the shareholders' meeting will approve. It may be set as a fixed number or as a rule which can be scheduled from time to time or will be of the fixed effect until it is changed. In addition, directors may receive allowances and welfare according to the Company's regulations.

The Company has established rules for consideration of the Directors' remunerations by comparing with other companies within the same industrial sector in the Stock Exchange of Thailand and also from Company's operating results each year. Accordingly, the shareholders' meeting was proposed to consider and approve the remunerations for the Directors for year 2024, which can be summarized as follows.

(1) The Company's Board of Directors receives the following directors' remunerations:

(1.1) The monthly remunerations for the Board of Directors are of the same with the Chairman of the Board at 80,000 baht per month and the other 11 Directors at 50,000 baht per month each.

(1.2) The annual bonus for the Directors: During year 2023, the Company encountered the impacts of rising raw materials prices and energy costs. Nonetheless, the Company managed to achieve good operating results in year 2023. Therefore, the annual bonus payment to the Directors for the year 2023 is proposed to increase from the previous year as follows: the annual bonus payment for the Chairman is proposed to increase from Baht 350,000 to Baht 400,000, and the annual bonus payment for each of the 11 Directors is proposed to increase from Baht 300,000 to Baht 350,000.

(2) The sub-committees receive fixed monthly remuneration by which in the past, the Company has paid remunerations to 4 sub-committees as follows:

(2.1) The Audit Committee comprising of 3 members receives a fixed monthly remuneration which are to be kept the same as follows; The Chairman of the Audit Committee receiving 30,000 baht per month and the other 2 Audit Committee Members receiving 20,000 baht per month each.

(2.2) The Nomination and Remuneration Committee comprising of 3 members receives a fixed monthly remuneration which are to be kept the same as follows: The Chairman of the Nomination and Remuneration Committee receiving 20,000 baht per month and the other 2 Nomination and Remuneration Committee members receiving 10,000 baht per month each.

(2.3) The Corporate Governance Committee comprising of 3 members receives a fixed monthly remuneration which are to be kept the same as follows; the Chairman of the Corporate Governance Committee receiving 20,000 baht per month and the other 2 Corporate Governance Committee Members receiving 10,000 baht per month each.

(2.4) The Production Technology and Innovation Committee (PTI Committee), comprising of 5 PTI Committee members, namely 4 executive directors and 1 non-executive director. The remuneration is paid to one non-executive director, receiving a fixed monthly remuneration, which shall be kept the same as before with the Chairman of the PTI Committee receiving Baht 20,000 per month and PTI Committee members receiving Baht 10,000 per month per person.

After that, the Chairman allowed the shareholders to express their opinions and raise questions. It appeared that no shareholders were expressing their opinions. The Chairman, therefore, proposed the meeting of shareholders to consider and approve the remuneration of directors for the year 2024 as detailed above. The meeting's resolution in this agenda must be approved by the shareholders' meeting with a vote of not less than two-thirds (2/3) of the total number of the shareholders attending the meeting with voting rights. For this agenda, all directors have direct interests and thus cannot vote on this agenda item.

Resolution: The shareholders' meeting considered and resolved to approve the remuneration of the Directors for year 2024, as presented above with the following number of votes:

Approved :	621,944,110	votes	or	97.06	percent
Disapproved :	1,000	votes	or	0.01	percent
Abstained :	18,787,600	votes	or	2.93	percent
Voided Ballots :	-	votes	or	0.00	percent
Of the total	640,732,710	votes for those present at the meeting and eligible to vote.			

Agenda 7: TO CONSIDER THE APPOINTMENT OF THE AUDITOR AND DETERMINATION OF AUDIT FEE

The Chairman stated that since the annual appointment of the auditor and determination of the audit fee must pass through consideration of the Audit Committee; therefore, Mr. Sakda Maneeratchatchai, Audit Committee Chairman, was assigned to mention the rules and criteria in selecting the auditor and determining the audit fee for year 2024 in this meeting agenda.

Mr. Sakda Maneeratchatchai, the Chairman of the Audit Committee, stated that according to the Company's Articles of Association concerning with the appointment of the auditor and determination of the audit fees for the Company, specifying that the matter should be carried out according to the governing law; by which the Public Limited Company Act B.E. 2535, Section 120 stipulates that the Company's financial auditor must be chosen and fees are reviewed and approved by the Annual General Meeting of Shareholders where the meeting may vote for the same auditor to continue as the Company's financial auditor; and Section 121 stipulates that the financial auditor must not be a director, employee, or take any position in the Company. According to the Notification of the Capital Market Supervisory Board No. TorJor. 44/2556 stipulates that the listed company shall rotate an auditor in the occurrence that the auditor has performed his/her duties on auditing or reviewing and expressed opinion on financial statement of the same listed company for 7 consecutive years and the listed company can appoint a new auditor from the same audit firm of the changed auditor. Nonetheless, the listed company may re-appoint the changed auditor who has vacated from his/her duty at least 5 fiscal years from the date on which such auditor has vacated from his/her duty.

In the selection of the auditor, the Audit Committee has considered the auditors who possesses the qualification, quality, working standard, expertise and auditor independence, as well as the past work experience to be in good standard. After consideration and comparison of the workload and audit fee, the Audit Committee selected the previous auditor from KPMG Phoomchai Audit Ltd., who is a qualified public accountant according to the regulations of the Securities and Exchange Commission, according to details as appeared within the meeting invitation that had been forwarded to every shareholder in advance. The Audit Committee and Board of Directors has considered and resolved to propose to the shareholders' meeting to consider and approve the appointment of the previous auditor from KPMG Phoomchai Audit Ltd.; namely year 2024.

(1) Ms. Chanlika Panya, certified public accountant registration No. 11872; will be the new auditor replacing Ms. Chanarat Chanwa, certified public accountant registration No. 9052

(2) Ms. Thanyalux Kaedkeaw, certified public accountant registration No. 8179;

(3) Ms. Sophit Prompol, certified public accountant registration No. 10042,

However, in the event that the certified auditors as aforementioned are unable to perform duties, KPMG Phoomchai Audit Ltd., is authorized to procure another certified public accountant of KPMG Phoomchai Audit Ltd., to perform an audit and express opinions on the Company's financial statements instead of the auditors mentioned above.

To be the Company's financial auditor for year 2024, having the yearly audit fee, quarterly reviewed financial statements and quarterly and yearly consolidated financial statements preparation for year 2024, totaling 1,620,000 baht, which is the same as the previous year.

After that, the Chairman allowed the shareholders to express their opinions and raise questions. It appeared that no shareholders were expressing any opinions and inquiries. The Chairman, therefore, proposed the shareholders' meeting to consider and approve the appointment of the former auditor from KPMG Phoomchai Audit Ltd., to be the auditor of the Company for the year 2024. The annual audit fee, review fee, quarterly financial statements, and quarterly and annual financial statements preparation fee for year 2024 is totaling Baht 1,620,000, as detailed above.

Resolution: The shareholders' meeting considered and resolved to approve the appointment of Ms. Chanlika Panya, certified public accountant registration No. 11872; or Ms. Thanyalux Kaedkeaw, certified public accountant registration No. 8179; or Ms. Sophit Prompol, certified public accountant registration No. 10042 of KPMG Phoomchai Audit Ltd., to be the financial auditor for year 2024, having the yearly audit fee, quarterly reviewed financial statements and quarterly and yearly consolidated financial statements preparation for year 2024, totaling 1,620,000 baht, which is the same as the previous year. However, in the event that the certified auditors as aforementioned are unable to perform duties, KPMG Phoomchai Audit Ltd., is authorized to engage another certified public accountant of KPMG Phoomchai Audit Ltd., to perform an audit and express opinions on the Company's financial statements instead of the auditors mentioned above, as recommended by the Audit Committee, with the following number of votes.

Approved :	640,731,710	votes	or	99.99	percent
Disapproved :	1,000	votes	or	0.01	percent
Abstained :	-	votes	or	0.00	percent
Voided Ballots :	-	votes	or	0.00	percent
Of the total	640,732,710	votes	for those present at the meeting and eligible to vote.		

Agenda 8: TO CONSIDER AND APPROVE THE AMENDMENT OF THE COMPANY’S ARTICLES OF ASSOCIATION IN CHAPTER GENERAL PROVISIONS, ARTICLE 3, TO ENSURE COMPLIANCE WITH LEGAL REQUIREMENTS

The Chairman stated that In order to ensure compliance with the Public Limited Companies Act (No. 4), B.E. 2565 (2022), the Announcement of the Department of Business Development Regarding Criteria for Sending Letters or Documents via Electronic Means, B.E. 2565 (2022), and the Announcement of the Department of Business Development Regarding Publication via Electronic Media, B.E. 2565 (2022), the amendment to the Company’s Articles of Association, Chapter General Provisions, Article 3, is hereby proposed, having details as follows:

Original Statements (Current Version)	Amended Statements
CHAPTER OF THE GENERAL PROVISIONS	
<p>ARTICLE 3: Where no other provisions are stated in these Articles, the provisions of the law concerning public limited companies shall apply and govern in every respect.</p>	<p>ARTICLE 3: In cases where the Company or its Board of Director is obligated to send letters or documents to directors, shareholders, or creditors of the Company, and upon the request or consent of such individuals to receive such letters or documents electronically, the Company or its Board of Directors is allowed to transmit said letters or documents electronically, subject to the criteria prescribed by the Registrar.</p> <p style="padding-left: 40px;">In cases where the law or regulations necessitate any individual to provide notification, warning, advertisement or publication of any statement regarding a public limited company to other individuals or the public through newspaper, said individuals may choose electronic media instead, subject to the criteria prescribed by the Registrar</p> <p style="padding-left: 40px;">In this regard, where no other provisions are stated in these Articles, the provisions of the law concerning public limited companies shall apply and govern in every respect.</p>

During the registration of the amended Articles of Association of the Company with the public company limited registrar, as approved by the shareholders' meeting above, the language of the amendment may need to be changed according to the recommendation of the registrar. For flexibility during the registration, the shareholders' meeting shall then be proposed to grant authorization to the Company’s Board of Directors or Company’s employee or authorized representative of the Company to further amend, revise, delete or cancel the language of the amendment as recommended by the registrar without restrictions.

After that, the Chairman allowed the shareholders to express their opinions and raise questions. It appeared that no shareholders were expressing any opinions and inquiries. The Chairman, therefore, proposed the shareholders' meeting to consider approving the amendment to the Company’s Articles of Association in Chapter General Provisions, Article 3, to Ensure Compliance with Legal Requirements, in compliance with the established laws. This agenda must be approved by the shareholders' meeting with a vote of not less than three-fourths (3/4) of the total number of the shareholders attending the meeting with voting rights.

Resolution: The shareholders' meeting has considered and resolved to approve the amendment to the Company’s Articles of Association in Chapter General Provisions, Article 3, to Ensure Compliance with Legal Requirements, in compliance with the established laws as detailed above with the following votes:

Approved :	640,731,710	votes	or	99.99	percent
Disapproved :	1,000	votes	or	0.01	percent
Abstained :	-	votes	or	0.00	percent
Voided Ballots :	-	votes	or	0.00	percent
Of the total	640,732,710	votes for those present at the meeting and eligible to vote.			

Agenda 9: OTHER MATTERS

After that, the Chairman allowed the shareholders to express their opinions and ask questions as follows:

Mr. Pongpol Jakkarn, a minor shareholder, asked for the information in Form 56-1 One Report (Year 2023), page 182, which states, "In year 2023, the Company had one complaint regarding corruption. The Office of the internal audit has concluded and closed the matter, which has had no significant impact on the Company's operations." Page 183 states, "Record the information from the complainant as follows: (1)The complainant's name is classified as an outsider or an insider unless the name is specified. (2) The date of the complaint. (3) The name of the person or event complained of. (4) The name of the person responsible for the investigation. (5) Other relevant information". During the year 2023, the results of the complaints have already been reported. Is this the same case as stated on page 182?

Mr. Sakda Maneeratchatchai, Independent Director and Audit Committee Chairman, responded that the Company had appointed a committee to audit, investigate the facts, and report to the Company Chairman. From such consideration, it was concluded that punishment must be carried out according to the Company's regulations, after which the complainant was informed of the results of the action. As for the punishment, it is a secret of the Company that cannot be disclosed.

Mr. Pongpol Jakkarn, a minor shareholder, asked that there be 2 cases of complaints: (1) regarding work regulations concerning the use of authority to force subordinates to do personal work of their superiors during work hours, (2) violating the anti-corruption policy. Therefore, he would like to know whether, from the investigation, it was wrong in both cases or not?

Mr. Sakda Maneeratchatchai, Independent Director and Audit Committee Chairman, answered that the investigation revealed an outline regarding anti-corruption and another that the Company never had regulations regarding operations in that matter. The committee considered and investigated what punishment would be given and reported it to the Company's president.

Mr. Prakit Pradipasen further clarified that the Company is very proud of its compliance with the anti-corruption conditions. In the case of shareholders who have inquired, the Board of Directors, Audit Committee, and Management Committee have determined that it is not corruption but only a matter of misunderstanding.

Mr. Pongpol Jakkarn, a minor shareholder, asked what the process was and how to manage it after going through the investigation?

Mr. Satid Sudbuntad, Chief Executive Officer, clarified that management has set up an investigation committee to investigate the complaints. There are punishments within the Company. However, some matters are unclear. At present, work on this matter has been completed and has been established as Company regulations for further compliance.

Mr. Chayaphon Prasertkamonchai, a minor shareholder, asked Mr. Jark Chulakiet, a director, to provide additional details about his history to the shareholders.

Mr. Jark Chulakiet, Independent Director, explained that he currently operates his own business, Define Studio Company Limited, which has been in business for 20 years. It is related to interior design and decoration, such as restaurants, model rooms of real estate companies, etc.

Mr. Chayaphon Prasertkamonchai, a minor shareholder, asked the auditor whether KPMG Phoomchai Audit Company Limited has used an Artificial Intelligence (AI) system to audit the Company?

Ms. Chanarat Chanwa, certified public accountant No. 9052, explained that for annual audit planning, KPMG Phoomchai Audit Company Limited (KPMG) has continuously developed a program system and various tools for auditing accounts. At present, we analyze existing data from the past to the present in order to predict the future (Data Analytics) and analyze important trade transactions at the Company. Accounting is recorded by bringing in more program systems and software to inspect, such as randomly checking the Company's assets using software to select assets with abnormalities or corruption risks to be examined. In addition, software is used for data analysis, comparison, and various reports to reduce time consumption and make work more systematic.

Mr. Chayaphon Prasertkamonchai, a minor shareholder, further asked the auditor because KPMG Phoomchai Audit Company Limited has used more programs and various software systems to assist the examination. So, can the audit fee be reduced next year?

Ms. Chanarat Chanwa, certified public accountant No. 9052, explained that various program systems and software are investments of KPMG worldwide so that companies in the KPMG network around the world can use multiple program systems and software. In this case, companies in the network that are users must pay related copyright expenses. Therefore, it is a long-term investment to make auditing more efficient. At the same time, it allows the auditors in the auditing team to investigate more complicated matters that the program system and software cannot perform. This ensures that all risks related to the financial statements have been fully audited according to auditing standards. As for the audit fee proposed this year, it is appropriate. The audit fee has remained the same for three years.

The Chairman inquired whether any shareholder has any further matters to propose for this meeting to consider.

It appeared that no one proposed any other matter for consideration.

The Chairman therefore moved to close the meeting and expressed thanks to all the shareholders for attending this meeting.

The meeting was closed at 12:40 hrs.

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Mr. Prakit Pradipasen
Chairman of the Meeting

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Mr. Krit Kullertprasert
Company Secretary
Meeting Minutes Taker