



GFPT PUBLIC COMPANY LIMITED

PLANT: 209 MOO 1, TEPARAK RD., K.M. 20.5 BANGSAOTONG, SAMUTPRAKARN 10570, THAILAND TEL. 02-315-9400 FAX: 02-315-9433-6
OFFICE: GFPT TOWER, 312, RAMA 2 ROAD, BANGMOD, JOMTHONG, BANGKOK 10150, THAILAND TEL. 02-473-8000, 02-473-8398

- Translation -

Minutes of the Electronic Annual General Shareholders' Meeting in 2023

GFPT Public Company Limited

Date	5 April 2023 at 9.41 a.m.
Venue	Electronic meeting platform via DAP e-Shareholder Meeting & Webex; broadcasting from the Company Conference Room, M Floor, GFPT Tower, 312 Rama 2 Road, Bangmod, Jomthong, Bangkok 10150
Attendees	<ul style="list-style-type: none">- 5 online-attended shareholders, holding an aggregate number of 10,209,500 shares which accounted for 0.81%- 273 proxies, holding an aggregate number of 730,269,157 shares which accounted for 58.24% Total of 278 shareholders attending, 740,478,657 shares or 59.05%

Directors Present at the Meeting (9 directors, representing 100.00%)

1. Mr. Prasit Sirimongkolkasem Chairman
2. Mr. Virach Sirimongkolkasem Vice Chairman and Managing Director
3. Dr. Anan Sirimongkolkasem Director, Chairman of the Executive Committee, NRGCSenior Deputy Managing Director, and Chief Financial Officer
4. Dr. Sathit Karanes Independent Director, Chairman of Audit Committee, Chairman of Nomination, Remuneration and Corporate Governance Committee (NRGC)
5. Mr. Paramet Hetrakul Independent Director, Audit Committee, and NRGCSenior Deputy Managing Director, and Chief Financial Officer
6. Mr. Thanathip Pichedvanichok Independent Director, Audit Committee, and NRGCSenior Deputy Managing Director, and Chief Financial Officer
7. Mrs. Somsiri Ingpochai Director
8. Ms. Wannee Sirimongkolkasem Director
9. Mr. Sujin Sirimongkolkasem Director, NRGCSenior Deputy Managing Director, and Chief Financial Officer and Risk Management Committee (RMC)

Auditor Present at the Meeting Mr. Naris Saowalaksakul, CPA No. 5369

Minutes Taker Dr. Jutamas Ingpochai (Company Secretary and Vice President Investor Relations)



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The Meeting started

The Company hold the Annual General Meeting of Shareholders by electronic meeting platform (E-AGM) by using DAP e-Shareholder Meeting operated by Digital Access Platform Co., Ltd., a subsidiary of SET Group and be a service provider for e-services.

Dr. Jutamas Ingpochai, Company Secretary, inform that there were 5 shareholders who attended the Meeting in person and 273 shareholders who attended the Meeting by proxies. Thus, total of 278 attendants holding an aggregate number of 740,478,657 shares, accounting for 59.05% of total outstanding shares of the Company, and thereby, constituting a quorum required under the Articles of Association of the Company.

The Company Secretary, introduced the Company's directors, executives, and auditor to the Meeting, then, invited, the Chairperson to open the Meeting.

Dr. Sathit Karanes, Chairman of Audit Committee and Independent Director, acted as the Chairperson declared the Meeting open and welcomed the shareholders who attended the Meeting and appointed Dr. Jutamas Ingpochai, the Company Secretary, acted as the secretary of the Meeting and considered each agenda onwards.

Before entering the agenda of the meeting, Company Secretary invited shareholders to watch video presentation about user manual of Electronics Meeting System (E-AGM) and explain about voting procedures, vote casting, vote counting, announcing vote result, and asking questions in the Electronic Annual General Meeting of Shareholders (E-AGM). Details are as follows:

Vote Casting (E-Voting):

- To cast a vote, one share shall have one vote.
- Voting for each agenda shareholders or proxies can vote only one of "Approve" or "Disapprove" or "Abstain"; only custodian can split shares for partial voting.
- If shareholders have assigned the proxy to vote on each agenda item as stated in the Proxy Form, the Company will record the votes as specified by the shareholders in the Proxy Form.

Vote Counting:

- The Company will count the votes for "Approve" or "Disapprove" or "Abstain" including votes that the grantor cast votes in the proxy form which were recorded in advance during the meeting registration process.
- Voting rules for a resolution on each agenda items are:
 - In case the resolution shall be passed by majority votes of the shareholders attending the Meeting and casting their votes, abstention would not be counted and
 - In case the resolution shall be passed by number of votes not less than two-thirds and three-quarters of the total votes of the shareholders attending the Meeting, abstention would be counted.



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Required Votes:

- Voting for Agenda 1: no voting required for this agenda as it is an agenda for acknowledgment.
- Voting for Agenda 2, Agenda 3, Agenda 4 and Agenda 6: these agendas require majority votes of the shareholders who attend the Meeting and cast their votes.
- Voting for Agenda 5: to consider and approve the Board of Directors' remuneration, this agenda requires votes of not less than two-thirds of the number of the shareholders who attended the Meeting.
- Voting for Agenda 4: to consider and approve the appointment of directors in replacement of those who complete their terms by rotation, the Company will ask to vote for each director individually.

Vote Result:

- After vote counting for each agenda item is completed, the Company will announce the voting results as approval, disapproval, or abstention as a percentage of total votes.
- After closing the system on each agenda, the system will not be able to go back and edit any information.
- In case that the vote counting takes longer time than usual, the Company may proceed to the next agenda item and when the voting result is ready, the Meeting will be informed immediately.
- System will take latest number of shares from latest attendees who joined the Meeting in each agenda. Number of shareholders or proxies, number of shares, and number of votes in each agenda may not be the same due to additional shareholders registered during the Meeting or some signed out from the Meeting before closing the Meeting.

Questions and Comments:

- Before casting the vote in each agenda, shareholders may have an opportunity to make inquiries or comments on the issues related to such agenda as appropriate.
- In case shareholders want to make inquiries or comments, please wait for notification from the system administration by preparing to open microphone and camera in order to make inquiries and comments accordingly. Shareholders are requested to notify their name and surname before making the inquiries or comments in the Meeting.
- If any question is not related to such agenda, the Company will answer the question after voting for every agenda.

The Company Secretary informed the Meeting that there was no shareholder to propose the agenda for the 2023 Annual General Shareholder's Meeting and nominate a name of qualified candidate as the Company's director in advance during 1 October 2022 to 30 December 2022.

The Meeting then proceeded according to the agendas as follows:

Agenda 1 To acknowledge the Company's 2022 operating results

The Company Secretary informed the Meeting that the GFPT's operation result for the year 2022 was shown in the 2022 Annual Report in QR Code format which was sent to all shareholders together with the invitation



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letter of this Meeting and invited shareholders to watch the video presentation of 2022 operations results of the Company and its subsidiaries (VDO Link: [GFPT Operation 2022](#)) and informed that GFPT has renewed its certification of membership of Thai Private Sector Collective Action against Corruption (CAC). The certification will be valid for 3 years since 31 December 2020 to 31 December 2023. The company will renew CAC membership within this year.

The Company Secretary invited the shareholders attending the Meeting to raise questions and express their opinions.

No further question and comment were raised. Thus, the Meeting acknowledged the Company's 2022 operating results.

Agenda 2 To consider and approve the consolidated and separate statements of financial position and statements of comprehensive income of GFPT PCL. and its subsidiaries for the year ended 31 December 2022

The Company Secretary proposed the Meeting to consider and approve the consolidated and separate statements of financial position and statements of comprehensive income of GFPT PCL. and its subsidiaries for the year ended 31 December 2022 as stated in the annual report. (Enclosures 1: 2022 Annual Report "Financial Statements" Section on page 173) had been sent to the shareholders together with the invitation letter of this Meeting as summarized below:

- As of 31 December 2022, the Company and its subsidiary companies had total assets in amount of THB 23,415 million, increased by THB 2,191 million or 10.32% up from last year. The Company had total liabilities in amount of THB 6,809 million, increased by THB 270 million or 4.12% up from last year. The Company had total equities in amount of THB 16,606 million, increased by THB 1,921 million or 13.08% up from last year.
- In 2022, the Company had total consolidated revenues of THB 18,222 million, increased by THB 4,442 million or 32.23% up from last year. The consolidated net profit was THB 2,044 million, increased by THB 1,835 million or 876.61% up from last year. The earning per share was 1.63 Baht. As the detail of the Company's operating results in the video presentation in the Agenda 1.

The Company Secretary invited the shareholders attending the Meeting to raise questions and express their opinions.

No question and comment were raised. The Company Secretary thus asked the Meeting to consider the matter and cast their votes.

Resolution: The Meeting considered and resolved to approve the consolidated and separate statements of financial position and statements of comprehensive income of GFPT PCL. and its subsidiaries for the year ended 31 December 2022. The resolution was passed by a unanimous vote of shareholders attending the Meeting and casting their votes. The voting result was as follows: -



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Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the Meeting and casting their votes
Approve	739,923,058	100.0000
Disapprove	0	0.0000
Abstain	556,600	not constituted as voting base

Agenda 3 To consider and approve dividend payment for year 2022

The Company Secretary proposed the Meeting to consider and approve dividend payment for year 2022.

- The dividend policy of GFPT is set as to pay dividend not more than 50% of net profit of Company's separate financial statement after all deductions required by law or by the Company, subjected to the Company's cash flow, liquidity, future investment plans of the Company and its subsidiaries, and economic situation.
- In 2022, the separate financial statement of GFPT showed THB 660,423,652.31 or equivalent to THB 0.53 per share in net profit and carried no retained loss. GFPT has sufficient cash flow to pay dividend. In consideration of the future investment plan of GFPT and its subsidiaries, the Board considered and proposed the Meeting of Shareholders to approve the cash dividend payment for the year 2022 performance at the rate of THB 0.20 per share in the total amount of THB 250,764,200 equivalent to 37.97% of net profit of the separate financial statements. The dividend payment is in accordance with the Company's dividend policy. Dividend will be paid from net profit of separate financial statements for year 2022, in which shareholders must be deducted withholding tax.
- The date for determining the rights of shareholders to receive dividend payment will be on 8 March 2023 (Record Date) and the dividend payment will be made on 27 April 2023.

The Company Secretary invited the shareholders attending the Meeting to raise questions and express their opinions.

No question and comment were raised. The Company Secretary thus asked the Meeting to consider the matter and cast their votes.

Resolution: The Meeting considered and resolved to approve dividend payment for year 2022 at rate of THB 0.20 per share in total amount of THB 250,764,200. The resolution was passed by a unanimous vote of shareholders attending the Meeting and casting their votes. The voting result was as follows: -

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the Meeting and casting their votes
Approve	740,479,758	100.0000
Disapprove	0	0.0000
Abstain	0	not constituted as voting base



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Agenda 4 To consider and approve the appointment of directors in replacement of those who complete their terms by rotation in 2023

The Company Secretary informed the Meeting that there were 3 directors who are retiring by rotation in this year, namely:

- 1) Dr. Anan Sirimongkolkasem as Director
- 2) Mrs. Somsiri Ingpochai as Director
- 3) Mr. Paramet Hetrakul as Independent Director

GFPT invited shareholders to nominate qualified candidates for the director position through the SET announcement and its website during 1 October 2022 to 30 December 2022. However, no shareholder nominated any qualified candidate.

The Nomination Remuneration and Governance Committee (excluding the committee members who may have conflict of interest) considered qualification of director and independent director in accordance with the nomination procedure. In consideration of various aspects of appropriate candidates including qualification, contribution, diversity among the Board of Directors, knowledge, work experience, and expertise.

The Nomination Remuneration and Governance Committee excluding the committee members who may have conflict of interest, proposed 3 retired directors by rotation to be re-elected to hold the position for another term as follow: -

- 1) Dr. Anan Sirimongkolkasem re-election as Director
- 2) Mrs. Somsiri Ingpochai re-election as Director
- 3) Mr. Paramet Hetrakul re-election as Independent Director

The 3 candidates' profiles of nominated directors for re-appointment of retired director by rotation are shown in the Enclosure 2.

Mr. Paramet Hetrakul, who has been proposed to be the Independent Director, hold qualifications in accordance with the Company's definition of independent director which is higher than minimum requirement of Securities and Exchange Commission (Enclosure 3). The Independent Director who has been proposed to be re-elected still perform and express the opinions independently.

The Company Secretary invited the shareholders attending the Meeting to raise questions and express their opinions.

No question and comment were raised. The Company Secretary thus asked the Meeting to consider the matter and cast their votes for each proposed individual candidate as follows: -

Resolution: The Meeting considered and resolved to approve the re-election of 3 retiring directors: 1 Dr. Anan Sirimongkolkasem, 2) Mrs. Somsiri Ingpochai and 3) Mr. Paramet Hetrakul, to serve as the Company's directors for another term. The voting results were as follows: -



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- 1) Dr. Anan Sirimongkolkasem to be re-election as Director. The resolution was passed by a majority vote of shareholders attending the Meeting and casting their votes.

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the Meeting and casting their votes
Approve	702,348,523	94.8505
Disapprove	38,131,235	5.1495
Abstain	0	not constituted as voting base

- 2) Mrs. Somsiri Ingpochai to be re-election as Director. The resolution was passed by a majority vote of shareholders attending the Meeting and casting their votes.

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the Meeting and casting their votes
Approve	730,393,588	98.6379
Disapprove	10,086,170	1.3621
Abstain	0	not constituted as voting base

- 3) Mr. Paramet Hetrakul to be re-appointed as Independent Director. The resolution was passed by a majority vote of shareholders attending the Meeting and casting their votes.

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the Meeting and casting their votes
Approve	726,290,288	98.0837
Disapprove	14,189,470	1.9163
Abstain	0	not constituted as voting base

Agenda 5 To consider and approve the 2023 Board of Directors' remuneration

The Company Secretary announced that The Nomination Remuneration and Governance Committee has considered the directors' appropriateness of the directors' remuneration based on the above-mentioned criteria and comparison with the Director Compensation Survey 2022 prepared by the Thai Institute of Directors (IOD) and proposed to maintain the rate of remuneration for directors similar to the approved rate from the 2023 Annual General Shareholders' Meeting as follow:

Monthly Remuneration

Chairman of the Board of Directors	50,000 Baht/Month
Chairman of Audit Committee and Independent Director	50,000 Baht/Month
Director of Audit Committee and Independent Director	45,000 Baht/Month



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Director

45,000 Baht/Month

Annual Bonus

One month remuneration

Directors who are the company's employee will receive monthly remuneration and annual bonus excluded the remuneration as an employee of the company

Non-monetary compensation

- None -

The Company Secretary invited the shareholders attending the Meeting to raise questions and express their opinions.

No question and comment were raised. The Company Secretary thus asked the Meeting to consider the matter and cast their votes.

Resolution: The Meeting considered and resolved to approve the 2023 Board of Directors' remuneration. The resolution was passed with number of votes not less than two-thirds of the total votes of shareholders attending the Meeting. The voting results were as follows: -

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the Meeting
Approve	740,375,604	99.9859
Disapprove	104,154	0.0141
Abstain	0	0.0000

Agenda 6 To consider and approve the appointment of auditor and the 2023 auditor's fee

The Company Secretary proposed the Meeting to consider and approve the appointment of auditor and auditors' remuneration for year 2023 as proposed by the recommendation of the Audit Committee. The Audit Committee has considered that Sam Nak – Ngan A.M.C. Company Limited is a reliable, well-perform, have sufficient and capable staffs, and offers reasonable fee. Thus, the Audit Committee proposed to the Board of Director to appoint the auditors namely:

1. Mr. Naris Saowalaksakul, CPA No. 5369 or
(He has initialed on the financial statements of the Company and its subsidiaries for 5 years since 2018)
2. Ms. Praphasri Leelasupha, CPA No. 4664
(Never certified in the Company's and its subsidiaries financial statements)

From Sam Nak – Ngan A.M.C. Company Limited. to be the auditor of Company and 5 subsidiary companies for the year 2023. In the event that the aforementioned certified auditors are unable to perform their duties, Sam Nak - Ngan A.M.C. Company Limited (AMC) is able to find other certified auditors of AMC. Therefore, AMC and the above-mentioned auditors have neither relationship nor conflict of interest with the Company and its subsidiaries,



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joint ventures, the executives, the major shareholders, or other related persons of these parties. Thus, the auditors are independent to perform audit activities and express their opinions on the Financial Statements of the Company and its subsidiaries.

In addition, the Audit Committee proposed the Board of Director to approve the audit remuneration of the Company and its 5 subsidiaries for the accounting year of 2023 in the amount of THB 3,720,000 increased by THB 60,000 or 1.64% up from the audit fee of year 2022 (excluding VAT and other travelling expenses for auditing service outside Bangkok) as illustrated in the table below:

Audit Fee	2022	2023 (Proposal)
Audit Fee of GFPT PCL.	1,230,000.-	1,290,000.-
Audit Fee of 5 Subsidiaries	2,430,000.-	2,430,000.-
Non-Audit Fee	-	-
Total Audit Fee	3,660,000.-	3,720,000.-
Change (%)		1.64

The Company Secretary invited the shareholders attending the Meeting to raise questions and express their opinions.

No question and comment were raised. The Company Secretary thus asked the Meeting to consider the matter and cast their votes.

Resolution: The Meeting considered and resolved to approve the appointment of Mr. Naris Saowalaksakul CPA No. 5369 or Ms. Praphasri Leelasupha, CPA No. 4664 from Sam Nak – Ngan A.M.C. Company Limited to be the auditors of the Company and its 5 subsidiaries for year 2023 and the auditor's fee for the year 2023 in the amount of THB 3,720,000. The resolution was passed by a unanimous vote of shareholders attending the Meeting and casting their votes. The voting result was as follows: -

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the Meeting and casting their votes
Approve	740,479,758	100.0000
Disapprove	0	0.0000
Abstain	0	not constituted as voting base



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Agenda 7 Other businesses (if any)

The Company Secretary informed the Meeting that all agenda items as listed in the invitation letter had been completed and then invited the shareholders attending the Meeting to raise questions and express their opinions.

Summarization of the shareholders' opinions and questions was as follows:

Khun Saranporn Nakbutr Shareholder	What will be the trend of raw material price which used in feed production?
Dr. Anan Sirimongkolkasem Chairman of the Executive Committee	<p>The trend of raw material price which used in feed production in 2023 compared to 2022 is not much different. Corn and soybean meal which are major raw materials in feed production have relatively stable price. Currently, corn price is around 13.00 - 13.50 Baht and soybean meal price is around 22.50 - 23.50 Baht.</p> <p>What is the outlook for Thai chicken export in 2023?, what is the expected growth for the Company's export?</p> <p>In 2022, Thai chicken industry exported about 1,030,000 tons, the growth rate of Thai chicken export in 2023 is expected to be around 2 - 3% due to the increasing export base while the Company's export should increase around 3 - 5%.</p>
Khun Teerapan Ungphakorn Shareholder	Is there any progress on establishment of provident fund for executives and employees of the Company?
Dr. Anan Sirimongkolkasem Chairman of the Executive Committee	<p>It is currently under consideration. The Company is taking into account the employees' benefits and the impact on the Company's operations. If it is concluded, it will be presented to the Board of Directors for further consideration.</p>

No further question and comment were raised, the Company Secretary informed the Meeting that the Company will post the minutes of 2023 Annual General Meeting of Shareholders, both in Thai and English, on the Company's website and distribute them via the SET Portal within 14 days from the meeting date. If shareholders have any queries or would like to correct on the minutes of Meeting, please notify or contact the Company Secretary within 1 month from release date. If there is no correction from shareholders, we will consider that shareholders certify the aforementioned minutes of Meeting. In addition, the Company also recorded the Meeting in form of video media and published on the Company's website.

Therefore, the Chairman thanked shareholders and declared the Meeting adjourned.

After the Meeting started, additional shareholders registered, and some signed out. At the closing time of the Meeting, there were 281 shareholders, who presented either in person or by proxy, representing 740,479,758 shares or 59.05% of the total outstanding shares of the Company.



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The Meeting was adjourned at 10.29 a.m.

Signed Independent Director

(Dr. Sathit Karanes)

Chairman of the Meeting

Signed.....Corporate Secretary

(Dr. Jutamas Ingpochai)

Recorder of the Meeting