

Minutes of the 2021 Annual General Meeting of Shareholders
Of
Solartron Public Company Limited

Date, time and place

The Meeting was held on April 29, 2021 at 14.00 hrs. at Company meeting rooms 1000/65,66,67 P.B. Tower 16th floor, Soi Sukhumvit 71, Sukhumvit Road, Klongtan nue, Wattana, Bangkok 10110, Thailand.

Directors attending the meeting

- | | | | |
|----|---------------|--------------|---|
| 1. | Mr.Cherdpong | Siriwit | Chairman of the Board of Director |
| 2. | Ms.Patama | Wongtoythong | Chief Executive Officer, Deputy Chairman of the Board and the company secretary |
| 3. | Prof.Dr.Dusit | Kruangam | Director |
| 4. | Mr.Waiwit | Udayachalerm | Director |
| 5. | Ms.Rawittha | Pongnuchit | Independent Director, Chairman of Audit Committee |
| 6. | Mr.Kitti | Pintavirooj | Independent Director, Audit Committee |
| 7. | Mr.Tanee | Temboonsak | Independent Director, Audit Committee |

Mr. Cherdpong Siriwit, The Chairman of the Meeting, informed the meeting of the voting method. To vote in approval of the issues on the agenda, the shareholders/proxies were not requiring indicating their approval in the ballots. Only the dissenting shareholders/proxies or those who wished to abstain from voting were required to indicate so in the ballots, which would accordingly be collected by officials. In the vote counting, the number of the shares of the dissenting and abstention votes, together with the invalid ballots, would be counted and deducted from the total shares of the shareholders/proxies present at the meeting and having voting rights. For any issues that needed the meeting's resolutions by the votes specifically required under the laws or rules of relevant authorities, the Company Secretary would give details to the meeting case by case. In this regard. The Company Secretary was assigned to notify the results of the vote counting.

The Meeting Commenced at 14.00 Hours

The Company Secretary informed the meeting that there were total of 27 shareholders attending this meeting in person and by proxies, representing a 274,694,189 shares or 50.48% of the Company's total shares (the company has 544,124,723 paid-up capital shares in total).

The Chairman then declared the 2021 Annual General Meeting of Shareholders open with the meeting in accordance with the following agenda and assigned Ms.Patama Wongtoythong, The Company Secretary to organize the meeting.

Agenda 1 To Certify the Minutes of the 2020 Annual General Shareholders Meeting held on July 30, 2020

The Company Secretary, proposed the Meeting to consider and certify the minutes of the 2020 Annual General Meeting of Shareholders dated July 30, 2020 the copy of the minutes was circulated to the each shareholder prior to this Meeting as Enclosure No.1 attached to the invitation letter.

The Company Secretary asked the meeting whether or not there was any comment/question concerning the minutes of the 2020 Annual General Meeting of Shareholders.

There was no further question from the meeting. The Company Secretary reported the result of vote counting that The Meeting certified this agenda by simple majority with the voting comprising

Approved	274,694,189	votes	equivalent to%	100.00
Objected	0	votes	equivalent to%	0.00
Abstained	0	votes	equivalent to%	0.00
Voided Ballot	0	votes	equivalent to%	0.00

Of the total votes of shareholders attending the Meeting and entitled to vote.

The Company Secretary then concluded as follows:

Resolution: The Meeting, by a unanimous vote of shareholders who attended the meeting and voted, approved the minutes of the 2020 Annual General Meeting of Shareholders in accordance with the details as proposed.

Agenda 2 **To acknowledge the Company’s annual operating results for the year 2020**

The Company Secretary summarized the Company and Board of Director’s operating results and Company Annual Report for 2020. The Company Secretary asked the meeting whether or not there was any comment/question concerning the change of the report of Board of Directors’ operating result for 2020.

Resolution: The Meeting acknowledged the report of the Company’s operating results for 2020.

Agenda 3 **To consider and approve the audited Statements of Financial Position and Statement of Comprehensive income for the Year ended 31 December 2020 and the auditor’s report**

According to the Public Limited Companies Act, B.E 2535, the Company must prepare a statement of financial position (balance sheet) and statements of income at the end of each fiscal year, which have been audited by an external auditor, and submit these to the shareholders’ meeting for approval.

The Statements of Financial Position and the Statements of Comprehensive Income for the Year ended 31 December 2020, which has been audited by the Auditor, is summarized as follows:

The details are as appeared in the copy of “Financial Statements”, which is sent to the Shareholders with this Invitation

The Board of Directors concurs with the Audit Committee’s recommendation and is of the opinion that the Statements of Financial Position and the Statements of Comprehensive Income, which is the report on the financial activities occurred in the Fiscal Year ended 31st December 2020, and has been audited by the Auditor, should be proposed to the Shareholders Meeting for approval.

The Company Secretary asked the meeting whether or not there was any comment/question.

The Meeting certified this agenda by simple majority with the voting comprising

Approved	274,694,189	votes	equivalent to%	100.00
Objected	0	votes	equivalent to%	0.00
Abstained	0	votes	equivalent to%	0.00
Voided Ballot	0	votes	equivalent to%	0.00

Of the total votes of shareholders attending the Meeting and entitled to vote.

The Company Secretary then concluded as follows;

Resolution: The Meeting, by a unanimous vote of shareholders who attended the meeting and voted, approved the audited Statements of Financial Position and Statements of Comprehensive income for the years ended 31 December 2020 and Report of the independent Certified Public Accountants.

Agenda 4 **To consider and approve refraining from the payment of dividends.**

The Company Secretary informed the meeting that the dividends are usually paid at the maximum rate of 40% of the net profit after tax and legal reserves. The year 2020, the consolidated of company has negative performance and already reserved full legal reserve. Therefore the company refrains from the payment of dividends

The Company secretary asked the meeting whether or not there was any comment/question.

The Meeting certified this agenda by simple majority with the voting comprising

Approved	274,694,189	votes	equivalent to%	100.00
Objected	0	votes	equivalent to%	0.00
Abstained	0	votes	equivalent to%	0.00
Voided Ballot	0	votes	equivalent to%	0.00

Of the total votes of shareholders attending the Meeting and entitled to vote.

Resolution: The Meeting, by a unanimous vote of shareholders who attended the meeting and voted, approved annual dividends payment from the 2020 business operation result in accordance with the details as proposed

Agenda 5 **To consider and approve the appointment of directors replacing those retired by rotation from the company.**

The Company Secretary informed the meeting that According to Article of Association of the Company No.18, at every annual general meeting of shareholders, one-third of the directors shall vacate in proportion. If the number of directors is not a multiple of three, the number of directors closest to one-third shall vacate. The directors vacating from the company in the first and second years after the registration of the

company shall be selected by drawing lots. In subsequent years, the director who has held office longest shall vacate. The directors who would retire by rotation from the company may be re-elected. This year 2 directors retired by rotation from the company are;

Approved 2 directors who will be retired by rotation from the Company

- 1) Mrs. Patama Wongtoythong
- 2) Mr. Tanee Temboonsak

Approved the re-election of 2 directors who will be retired by rotation to be the directors of the Company for another term.

- 1) Mrs. Patama Wongtoythong
- 2) Mr. Tanee Temboonsak

In compliance with the Good Corporate Governance Principles, the Company provides opportunities for the minority shareholders to propose director nominees in advance of the Meeting, through an announcement on the Company's website since 15^h February – 16th March 2021 regarding the criteria of proposing nominees so that the Nomination and Remuneration Committee could consider the matter. For this meeting, there are no director nominees proposed by minority shareholder.

The Board of Directors has agreed that 2 directors should be appointed as Director who have qualification with experience, knowledge and good understanding in Company's business as well as should contribute many valuable things to the Company. The Board of Directors agreed that the shareholders should approve the appointment of 1) Mrs. Patama Wongtoythong, 2) Mr. Tanee Temboonsak to be the directors. To facilitate the decision making of the Shareholders, summarized qualifications of each director are provided to the Shareholders with this Invitation.

The Company Secretary, asked the meeting whether or not there was any comment/question concerning the Re-appointment of 2 director who retired by rotation as directors of the Company.

There was no further question from the meeting. The Company Secretary reported the result as follows;

5.1. Mrs. Patama Wongtoythong to be the Board

The Meeting approved this agenda by simple majority with the voting comprising

Approved	274,694,189	votes	equivalent to%	100.00
Objected	0	votes	equivalent to%	0.00
Abstained	0	votes	equivalent to%	0.00
Voided Ballot	0	votes	equivalent to%	0.00

Of the total votes of shareholders attending the Meeting and entitled to vote.

5.2 Mr. Tanee Temboonsak to be the Audit committee / Independent Director

The Meeting approved this agenda by simple majority with the voting comprising

Approved	274,694,189	votes	equivalent to%	100.00
Objected	0	votes	equivalent to%	0.00
Abstained	0	votes	equivalent to%	0.00
Voided Ballot	0	votes	equivalent to%	0.00

Of the total votes of shareholders attending the Meeting and entitled to vote.

The Company Secretary then concluded as follows;

Resolution: The Meeting, by a majority vote of shareholders who attended the meeting and voted, approved the appointment of 1) Mrs. Patama Wongtoythong, 2) Mr. Tanee Temboonsak as directors of the company.

Agenda 6 **To consider and approve the directors' remuneration for year 2021**

The Company Secretary informed the meeting that the Policy of Directors' Remuneration has been clearly and transparently set to be comparable to the general practice and be appealing enough to attract and retain qualified directors. The Nomination and Remuneration Committee has considered the remuneration of the Board of Directors and Audit Committee for year 2021 as follows:

Committee Type	<u>Monthly Remuneration</u>		<u>Meeting Allowance</u>	
	<u>(Baht/Person/Month)</u>		<u>(Baht/Person/Time)</u>	
	<u>Revised</u>	<u>Previous</u>	<u>Revised</u>	<u>Previous</u>
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
1. The Board of Directors	12,000.-	12,000.-	25,000.-	25,000.-
2. The Audit Committee	4,000.-	4,000.-	20,000.-	20,000.-

Furthermore, the monthly remuneration and meeting allowance of the Chairman of the Board of Directors, the Chairman of the Audit Committee higher than of director members by 20 percent and other remuneration total amount not to exceed 4,000,000 baht.

The Company Secretary asked the meeting whether or not there was any comments/question concerning the remuneration of the Directors for the year 2021.

The Meeting has approved this agenda by requires a vote of not less than 2/3 of the total votes of the shareholders attending the meeting with the voting comprising

Approved	274,694,189	votes	equivalent to%	100.00
Objected	0	votes	equivalent to%	0.00
Abstained	0	votes	equivalent to%	0.00
Voided Ballot	0	votes	equivalent to%	0.00

Of the total votes of shareholders attending the Meeting and entitled to vote.

The Company Secretary then concluded as follows;

Resolution: The Meeting, by a unanimous vote of shareholders who attended the meeting and voted, approved the remuneration of the Directors for the year 2021.

Agenda 7 **To consider and approve the appointment of auditors for year 2021 and their remuneration**

According to Public Limited Company Act B.E. 2535 (as amended in B.E. 2544), the Annual General Shareholders Meeting shall appoint the auditor and determine the auditing fee of the Company every year. But every five years, Listed Company shall set the auditor rotation. Therefor the year 2021 Audit Committee recommended Miss Chawana Wiwatpanachat, CPA no.4712 or Miss Wanpen Aonruan CPA no.7750 or Miss Pornthip Amornchailertpattana CPA no.9589 from Office of Office of Pitisevi Company Limited as the Auditor. The auditors do not have any related activities with major shareholder, Company, management or shareholder.

Audit Committee and The Board of Directors propose the meeting that the auditor's remuneration for 2021 is 1,700,000 Baht and auditor's financial report for BOI = 40,000 baht/report.

Miss Wanpen Aonruan CPA no.7750 is the company's auditor in 2020 and 2019

The Meeting approved this agenda by simple majority with the voting comprising

Approved	274,694,289	votes	equivalent to%	100.00
Objected	0	votes	equivalent to%	0.00
Abstained	0	votes	equivalent to%	0.00
Voided Ballot	0	votes	equivalent to%	0.00

Of the total votes of shareholders attending the Meeting and entitled to vote.

The Company Secretary then concluded as follows;

Resolution: The Meeting, by a majority vote of shareholders who attended the meeting and voted, approved the appointment of Miss Chawana Wiwatpanachat, CPA no.4712 or Miss Wanpen Aonruan CPA no.7750 or Pornthip Amornchailertpattana CPA no.9589 from Office of Pitisevi Company Limited as the Auditor of the Company for the year 2021 with the remuneration is 1,700,000 Baht, and auditor's financial report for BOI = 40,000 baht/report.

Agenda 8 Other matters (if any)

According to the Public Limited Company Act B.E.2535 (as amended in B.E.2544), Clause 2 of Section 105, which provides that the shareholders with an aggregate number shares of not less than 1/3 of all issued shares may request the meeting to consider matters other than those set out in the invitation letter to the meeting. As such, the Company's Board of Directors deems it appropriate to include this agenda to allow the shareholders who wish to propose matters other than those determined by the Board of Directors to this meeting.

The Company Secretary asked the meeting whether or not there was any comment /question. There is no any shareholders propose additional agenda; therefore,

The Chairman declared that the meeting already considered all the matters under the agenda of this meeting and after inquiring the meeting, no shareholders proposed other matters, or made any inquiry, or gave more recommendation. The Chairman paid gratitude to all shareholders and declared the meeting adjourned.

The Chairman thanked the shareholders and proxies for their meeting attendance and for all the beneficial comments and suggestions given at the meeting, which the Board of Director would accordingly bring into consideration.

The Meeting Commenced at 14.30 Hours

Signed



(Mr.Cherdpong Sirivich)
Chairman of the Board
And Chairman of the Meeting

Signed



(Ms.Patama Wongtoythong)
Deputy Chairman of the Board
And Company Secretary