

**Minutes of the 2022 Annual General Meeting of Shareholders**  
**Of**  
**Solartron Public Company Limited**

---

**Date, time and place**

The Meeting was held on April 28, 2022 at 13.00 hrs. at Bunga Room, 3rd Fl. Golden Tulip Sovereign Hotel Bangkok, 92 Soi Seangchan, Rama 9 Road, Huay Kwang, Bangkok 10320 Thailand

**Directors attending the meeting**

- |                  |              |  |
|------------------|--------------|--|
| 1. Mr.Cherdpong  | Siriwit      | Chairman of the Board of Director                      |
| 2. Ms.Patama     | Wongtoythong | Deputy Chairman of the Board and the company secretary |
| 3. Mr.Waiwit     | Udayachalerm | Director   |
| 4. Ms.Rawittha   | Pongnuchit   | Independent Director, Audit Committee                  |
| 5. General Pudit | Tattiyachot  | 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 13.00 Hours**

The Company Secretary informed the meeting that there were total of 44 shareholders attending this meeting in person and by proxies, representing a 404,770,749 shares or 37.19% of the Company's total shares (the company has 1,088,249,446 paid-up capital shares in total).

The Chairman then declared the 2022 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 acknowledge the Minutes of the 2021 Extra Ordinary General Shareholders Meeting held on November 22, 2021**

The Company Secretary, proposed the Meeting to acknowledge the minutes of the 2021 Extra Ordinary General Shareholders Meeting held on November 22, 2021 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 then concluded as follows:

**Resolution:** The Meeting, acknowledge the Minutes of the 2021 Extra Ordinary General Shareholders Meeting held on November 22, 2021

**Agenda 2 To acknowledge the Company's annual operating results for the year 2021**

The Company Secretary summarized the Company and Board of Director's operating results for 2021.

**Resolution:** The Meeting acknowledged the Company's annual operating results for the year 2021.

**Agenda 3 To consider and approve the audited Statement of financial Position and Statement of Comprehensive Income for the year ended 31 December 2021 and the auditor's report.**

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 for the Year ended 31 December 2021, which has been audited by the Auditor. (Please see the Enclosure 2 which is sent to the Shareholders with this Invitation ) should be proposed to the Shareholders Meeting for approval

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

Approved	404,770,749	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, the audited Statement of financial Position and Statement of Comprehensive Income for the year ended 31 December 2021 and the auditor's report

**Agenda 4 To consider and approve omission of allocation of net profit to the legal reserve and omission of the dividend payment..**

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 2021, the consolidated of company has negative performance. Therefore the company refrains from the payment of dividend and the allocation of the legal reserve

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

Approved	404,770,749	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 omission of allocation of net profit to the legal reserve and omission of the dividend payment.

**Agenda 5**      **To consider and approve the appointment of new directors who replace those retired by rotation.**

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. This year 3 directors retired by rotation from the company are;

- |    |               |            |                                       |
|----|---------------|------------|---------------------------------------|
| 1) | Mr. Cherdpong | Sirivich   | Chairman of the Board                 |
| 2) | Mrs.Ravitha   | Pongnuchit | Audit committee/ Independent Director |
| 3) | Mr.Tanee      | Temboonsak | Audit committee/ Independent Director |

The Board of Directors proposed 3 new directors who replace those retired by rotation to be the company directors as follows:

- |    |                      |                |                                      |
|----|----------------------|----------------|--------------------------------------|
| 1) | Pol Lt Gen Saridchai | Anakevieng     | Audit committee/Independent Director |
| 2) | Mr.Vipon             | Vorasowharid   | Audit committee/Independent Director |
| 3) | Mr.Nuttapong         | Patrathiranond | Director                             |

The Board of Directors agreed that the shareholders should approve the appointment of 1) Pol Lt Gen Saridchai Anakevieng 2) Mr.Vipon Vorasowharid 3) Mr.Nuttapong Patrathiranond 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 reported the result as follows;

Pol Lt Gen Saridchai Anakevieng to be the Audit committee/Independent Director

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

Approved	404,770,749	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.

Mr.Vipon Vorasowharid to be the Audit committee / Independent Director

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

Approved	404,770,749	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.

Mr.Nuttapong Patrathiranond to be the Company director

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

Approved	404,770,749	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) Pol Lt Gen Saridchai Anakevieng, 2) Mr.Vipon Vorasowharid, 3) Mr.Nuttapong Patrathiranond as directors of the company.

**Agenda 6**      **To consider and approve the director’s remuneration for year 2022.**

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 director’s remuneration for year 2022 as follows:

Committee Type	<u>Monthly Remuneration</u> <u>(Baht/Person/Month)</u>		<u>Meeting Allowance</u> <u>(Baht/Person/Time)</u>	
	<u>Revised</u>	<u>Previous</u>	<u>Revised</u>	<u>Previous</u>
	<u>2022</u>	<u>2021</u>	<u>2022</u>	<u>2021</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.-
3. The Nomination and Remuneration Committee	-	-	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 and the Chairman of the Nomination and Remuneration Committee higher than of director members by 20 percent and other remuneration total amount not to exceed 4,000,000 baht.

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	404,770,749	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 2022.

**Agenda 7**      **To consider and approve the appointment of auditors for year 2022 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 2022 Audit Committee recommended Miss Chawana Wiwatpanachat, CPA no.4712 or Miss Wanpen Aoonruan CPA no.7750 or Miss Pornthip Amornchailertpattana CPA no.9589 or 4. Miss Nanthira Khun-ngam CPA No. 12707 from Office of Office of Pitisevi Company Limited as the Auditor. The auditors do not have any related activities with major shareholders, Company, management or shareholders.

Audit Committee and The Board of Directors proposed the meeting that the auditor's remuneration for 2022 is 1,700,000 Baht and auditor's financial report for BOI is 40,000 baht/report.

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

Approved	404,917,949	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 Aoonruan CPA no.7750 or Pornthip Amornchailertpattana CPA no.9589 or Miss Nanthira Khun-ngam CPA No. 12707 from Office of Pitisevi Company Limited as the Auditor of the Company for the year 2022 with the remuneration is 1,700,000 Baht, and auditor's financial report for BOI is 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 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. The Chairman paid gratitude to all shareholders and declared the meeting adjourned.

**The Meeting Commenced at 14.00 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**