

**Minutes of the 2024 Annual General Meeting of Shareholders  
Of  
Solartron Public Company Limited**

**Date, time and place**

The Meeting was held on April 29, 2024 at 10:00 A.M. at the Magnolia 1 room of the TK. Palace Hotel & Convention, located at 54/7 Chaengwattana Rd., Soi 15, Thungsonghong, Laksi, Bangkok, Thailand 10210

**Directors attending the meeting.**

- |    |                      |                 |  |
|----|----------------------|-----------------|--|
| 1. | General Pudit        | Tattiyachot     | Chairman of the Board, Chairman of Audit Committee and the delegated proxy of certain minority shareholders. |
| 2. | Mrs. Patama          | Wongtoythong    | Deputy Chairman of the Board, and Company Secretary  |
| 3. | Mr. Sittichai        | Kritvivat       | Director   |
| 4. | Mr. Somchai          | Cheewasutthanon | Director   |
| 5. | Pol Lt Gen Saridchai | Anakevieng      | Independent Director, Audit Committee and the delegated proxy of certain minority shareholders.              |

**Directors who did not attend the meeting.**

- |    |           |              |                                       |
|----|-----------|--------------|---------------------------------------|
| 1. | Mr. Pupaa | Taecharonng  | Director                              |
| 2. | Mr. Vipon | Vorasowharid | Independent Director, Audit Committee |

**Auditor and Lawyer**

1. Auditor from Pitisevi Company Limited
2. Lawyer from Bangkok Law Office & Associates Company Limited

Mrs. Patama Wongtoythong, the Company Secretary, informed the meeting of the voting method. To vote in approval of the issues on the agenda, the shareholders/proxies were not required to indicate 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 invited Auditor (Pitisevi Company Limited), Lawyer (Bangkok Law Office & Associates Company Limited) to witness the vote counting procedure of all the issues on the agenda. The Company Secretary was assigned to notify the results of the vote counting.

**The Meeting Commenced at 10:00 A.M.**

General Pudit Tattiyachot, The Chairman of the Meeting welcomed attendants of the meeting, that there were total of 45 shareholders attending this meeting in person and by proxies, representing a total 453,862,819 shares or 37.91 % of the Company's total shares (the company has 1,197,073,701 paid-up capital shares in total).

The Chairman then declared the 2024 Annual General Meeting of Shareholders open with the meeting in accordance with the following agenda and assign Mrs. Patama Wongtoythong, Company Secretary to organize the meeting.

**Agenda 1 To Certify the Minutes of the 2023 Annual General Meeting of Shareholders held on April 26, 2023.**

The Company Secretary, proposed the Meeting to consider and certify the minutes of the 2023 Annual General Meeting of Shareholders dated April 26, 2023 the copy of the minutes was circulated to each shareholder prior to this Meeting as Enclosure No.1 attached to the invitation letter.

The Minutes of the 2023 Annual General Meeting of Shareholders held on April 26, 2023 was submitted to SET and the Ministry of Commerce as well as posted on the Company's website ([www.solartron.co.th](http://www.solartron.co.th)) within 14 days after the meeting date and the copy is attached together with this notice of meeting (Enclosure No. 1).

The Board of Directors agreed that the shareholders should acknowledge the minutes of the 2023 Annual General Meeting of Shareholders

This agenda shall not be determined by votes since it is only a report for shareholders' acknowledgement.

**Resolution:** The Meeting acknowledged the minutes of the 2023 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 2023**

The Company Secretary informed the meeting that The Board of Directors considered that the Company's operating results indicated in the 2023 Annual Report were correct and sufficient disclosure, which are attached with this notice of meeting (Enclosure No. 2).

The Board of Directors agreed that the shareholders should acknowledge the report of the Company's operating results for 2023.

This agenda shall not be determined by votes since it is only a report for shareholders' acknowledgement.

**Resolution:** The Meeting acknowledged the report of the Company's operating results for 2023.

**Agenda 3 To consider and approve the audited Statement of financial Position and Statement of Comprehensive Income for the year ended 31 December 2023 and the auditor's report.**

The Company Secretary informed the meeting that according to the Public Company Limited Act, B.E 2535, (as amended in B.E.2544) the Company must prepare a statement of financial position and statements of Comprehensive 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 details are appeared in the copy of "Financial Statements", which is sent to the Shareholders with this Invitation, The details are as appeared in the copy of "Financial Statements", which is sent to the Shareholders with this Invitation (Enclosure No. 2).

The Board of Directors concurs with the Audit Committee's recommendation and is of the opinion that the Statement of Financial Position and the Statement of Comprehensive Income for the Year ended 31 December 2023, and the auditor's report, should be proposed to the Shareholders Meeting for approval. The Company Secretary asked the meeting whether or not there was any comment/question. There was no comment from the meeting.

A resolution under this agenda can be passed with a simple majority vote of the shareholders attending the meeting and casting votes.

The Company Secretary reported the result of vote counting that the total count of the shareholders and proxies' votes was 453,862,819 approval votes or equivalent to 100% of the total votes of shareholders attending the meeting and casting their votes. The Company Secretary then concluded as follows;

**Resolution:** The Meeting, by a majority 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 2023 and Report of the independent Certified Public Accountants.

**Agenda 4 To consider and approve omission of allocation of net profit to the legal reserve and omission of the dividend payment for the year 2023.**

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 2023, the company has negative retain earning. The Board of directors proposed the omission of allocation of net profit to the legal resolve and omission of the dividend payment.

The Company secretary asked the meeting whether or not there was any comment/question. There was no further question from the meeting.

The Company Secretary reported the result of vote counting that the total count of the shareholders and proxies' votes was 453,713,619 approval votes or equivalent to 99.97% of the total votes of shareholders attending the meeting and casting their votes.

The Company Secretary then concluded as follows;

**Resolution:** The Meeting, by a majority 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 2 directors who retired by rotation and the appointment of a new director.**

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 3 directors retired by rotation from the company are;

- 1) Mr.Sittichai Kritvivat
- 2) Mrs.Patama Wongtoythong
- 3) Mr.Vipon Vorasowharid

The Board of Directors approved 2 directors as follows;

- 1) Mr.Sittichai Kritvivat
- 2) Mrs.Patama Wongtoythong

The Board of Directors approved the appointment of a new director who is

- 1) Mr.Jumphol Vatasunthonkun

The Company Secretary, asked the meeting whether or not there was any comment/question concerning the Re-appointment of 2 directors who retired by rotation as directors of the Company and additional appointment of 1 new director.

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

- (1) Mr.Sittichai Kritvivat, with 453,838,619 approval votes or equivalent to 99.99% of the total votes of shareholders attending the meeting and casting their votes,
- (2) Mrs.Patama Wongtoythong, with 453,713,619 approval votes or equivalent to 99.97% of the total votes of shareholders attending the meeting and casting their votes,
- (3) Mr.Jumphol Vatasunthonkun , with 453,862,819 approval votes or equivalent to 100% of the total votes of shareholders attending the meeting and casting their votes.

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) Mr. Sittichai Kritvivat and 2) Mrs. Patama Wongtoythong who retired by rotation be re-elected to return to office for another term and Mr. Jumphol Vatasunthonkun to be a new director. Therefore, the Board of Director shall consist of

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|------------------------------------|--|
| 1) Gen.Pudit Tattiyachot           | Chairman of the Board, Independent Director, Chairman of the Audit Committee |
| 2) Mr.Sittichai Kritvivat          | Chief Executive Officer, Director  |
| 3) Mrs.Patama Wongtoythong         | Deputy Chairman of the Board, Company Secretary                              |
| 4) Mr.Pupaa Taechanarong           | Director   |
| 5) Pol.lt.gen.Saridchai Anakevieng | Independent Director, Audit Committee  |
| 6) Mr.Somchai Cheewasutthanon      | Independent Director, Audit Committee  |
| 7) Mr.Jumphol Vatasunthonkun       | Director   |

**Agenda 6 To consider and approve the director's remuneration for year 2024.**

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 committee for year 2024 as follows:

Committee Type	Monthly Remuneration (Baht/Person/Month)			Meeting Allowance (Baht/Person/Time)		
	2024	2023	2022	2024	2023	2022
1. The Board of Directors	12,000	12,000	12,000	25,000	25,000	25,000
2. The Audit Committee	4,000	4,000	4,000	20,000	20,000	20,000
3. The Nomination and Remuneration Committee	-	-	-	20,000	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, 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 Company Secretary asked the meeting whether or not there was any comments/question concerning the remuneration of the Directors for the year 2024. There was no further question from the meeting.

The Company Secretary reported the result of vote counting that the total count of the shareholders and proxies' votes was 453,713,619 approval votes or equivalent to 99.97% of the total votes of shareholders attending the meeting and casting their votes,

The Company Secretary then concluded as follows;

**Resolution:** The Meeting, by more than 2/3 of the total vote of shareholders who attended the meeting and voted, approved the remuneration of the Directors for the year 2024.

**Agenda 7 To consider and approve the appointment of auditors for year 2024 and their auditing fee.**

According to Public Company Limited Act B.E. 2535 (as amended in B.E. 2544), the Annual General Meeting of Shareholders 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.

The Board of Directors, with the approval of the Audit Committee, has considered the independence, performance and services of the auditors and their auditing fee. Therefore, the Audit Committee proposed approval to appointment of

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| 1. Miss Kannika Wipanut CPA Reg No.7305      | 2. Mr. Komin Linphrachaya CPA Reg No.3675    |
| 3. Mr. Jadesada Hungsapruet CPA Reg No. 3759 | 4. Mr. Pojana Asavasontichai CPA Reg No.4891 |
- from Karin Audit Company Limited or persons assigned by Karin Audit Company Limited to be the Company's auditors for the year 2024.

The auditor has no relationship or interest in the company/executives/major shareholders or anyone related to the said persons in any way. The auditing fee for Solartron Public Company Limited and its subsidiaries are set at a total of 2,840,000 baht,

The Company Secretary asked the meeting whether or not there was any comment / question. There was no further question from the meeting.

The Company Secretary reported the result of vote counting that the total count of the shareholders and proxies was 453,713,619 approval votes or equivalent to 99.97% of the total votes shareholders attending the meeting and casting their votes.

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. Miss Kannika Wipanut CPA Reg No.7305 2. Mr. Komin Linphrachaya CPA Reg No.3675 3. Mr. Jadesada Hungsapruet CPA Reg No. 3759 4. Mr. Pojana Asavasontichai CPA Reg No.4891 from Karin Audit Company Limited

บริษัท โซลาร์ตรอน จำกัด(มหาชน) เลขที่ 77/31,32,33 ซอยแจ้งวัฒนะ 15 แยก 2 แขวงทุ่งสองห้อง เขตหลักสี่ กรุงเทพมหานคร 10210

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Registration number 0107547000877

or persons assigned by Karin Audit Company Limited to be the Company's auditors for the year 2024 and approve the audit fee in the amount of 2,840,000 baht.

**Agenda 8 To consider and approve the decrease of the Company's registered capital from the original registered capital of the 1,904,433,807 baht to an amount 1,307,120,744 baht by reducing of the unpaid capital from the exercise of warrant SOLAR- W1 and unpaid capital from the increase capital by General Mandate according to the resolution of the AGM 1/2023, in the amount 597,313,063 shares with a par value of 1 baht per share, totaling 597,313,063 baht. And approve to amend the Clause 4 of the Company's Memorandum of Association to be accordance with the decrease of the registered capital.**

1. According to the resolution of the Extraordinary General Meeting of Shareholders No. 1/2021 on November 22, 2021. Allocation of the New Shares in the amount of not exceeding 272,062,361 shares with Baht 1 par value per share to accommodate the exercise of SOLAR-W1 to the existing shareholders (PPO) in the ratio of 1 new share to 1 unit of SOLAR-W1 at no cost. The SOLAR-W1 have a term of 2 years from the issuance date and its exercise price is Baht 2 per share, with the first exercise of the right on June 29, 2022 and the last exercise on January 12, 2024, with the SOLAR-W1 at the total amount 255 shares. There are 272,062,106 unexercised shares remaining. The company proposes to shareholders to consider reducing the registered capital remaining from preparation to support the exercise of rights under the SOLAR-W1 warrants, amounting to 272,062,106 shares, valued at 272,062,106 baht.
2. According to the Company's resolution of the Annual General Meeting of Shareholders No. 1/2023 on April 26, 2023, approved the increase of the Company's registered capital from the original 1,360,311,807 baht to 1,904,433,807 baht by issuing 544,122,000 common shares with a par value of 1 baht per share to support the increase in registered capital under General Mandate by
  - 2.1 The Board of Directors' Meeting No. 3/2023, held on April 28, 2023, approved the allocation of the New Shares in the amount of not exceeding 108,824,000 shares for Private Placement: PP. Reserve and pay for shares on 2 - 8 May 2023, exercising the rights in full amount.
  - 2.2 The Board of Directors' Meeting No. 3/2024, held on February 29, 2024, approved the allocation of the New Shares in the amount 217,649,000 shares for existing shareholders according to their shareholding by not allocating to shareholders that will make the Company have duties under the relevant foreign law (Preferential Public Offering: PPO). The reservation and payment of shares is open from 11 - 22 April 2024. The amount of exercising the rights equal to 110,047,043 shares  
  
Therefore, to propose to shareholders to consider reducing the registered capital. By cutting off the remaining registered ordinary shares from preparation to support this PPO capital increase amount of 107,601,957 shares valued at 107,601,957 baht
  - 2.3 According to the resolution of the AGM No. 1/2023, approved the allocation of the New Shares in the amount 217,649,000 shares for Public Offering : PO. But the company has not yet used the capital increase of PO. There remain 217,649,000 unexercised shares. The company proposes to shareholders to consider reducing the registered capital remaining from preparation to support the increase in registered capital under the general mandate for PO, amounting to 217,649,000 shares, valued at 217,649,000 baht.

The company has already allocated common shares to shareholders. and has reported to the Stock Exchange of Thailand.

The Board would like to propose approve the decrease of the Company's registered capital from the original registered capital of the 1,904,433,807 baht to an amount not exceeding 1,307,120,744 baht by reducing of the unpaid capital from the exercise of warrant SOLAR- W1 and unpaid capital from the increase capital by General Mandate according to the resolution of the AGM 1/2023, in the amount of not less than 597,313,063 shares with a par value of 1 baht per share, totaling 597,313,063 baht. And approve to amend the Clause 4 of the Company's Memorandum of Association to be accordance with the decrease of the registered capital as follows:

Clause 4	Registered capitals	:	1,307,120,744	Baht	(One billion, three hundred and seven million, one hundred and twenty thousand, seven hundred and forty-four Baht)
	Divided into	:	1,307,120,744	shares	(One billion, three hundred and seven million, one hundred and twenty thousand, seven hundred and forty-four shares)
	Par value and classified into	:	1	Baht	(One Baht)
	Ordinary shares	:	1,307,120,744	shares	(One billion, three hundred and seven million, one hundred and twenty thousand, seven hundred and forty-four shares)
	Preferred shares	:	0	share	(Zero share)

The Company Secretary asked the meeting whether or not there was any comment / question. There was no further question from the meeting.

The Company Secretary reported the result of vote counting that the total count of the shareholders and proxies was 453,713,519 approval votes or equivalent to 99.967% of the total votes shareholders attending the meeting and casting their votes.

The Company Secretary then concluded as follows ;

**Resolution:** The Board of Directors agreed that the shareholders should approve the decrease of the Company's registered capital from the original registered capital of the 1,904,433,807 baht to an amount not exceeding 1,307,120,744 baht by reducing of the unpaid capital from the exercise of warrant SOLAR- W1 and unpaid capital from the increase capital by General Mandate according to the resolution of the AGM 1/2023, in the amount of not less than 597,313,063 shares with a par value of 1 baht per share, totalling 597,313,063 baht. And approve to amend the Clause 4 of the Company's Memorandum of Association to be accordance with the decrease of the registered capital.

**Agenda 9 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 are no any shareholders propose additional agenda; therefore,

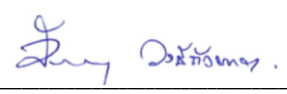
The Chairman declared that the meeting already considered all the matters under the agenda of this meeting and after inquiring the meeting, no shareholders proposed other matters, or made any inquiry, or gave more recommendation.

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 12.00 Hours**

Signed   
(General Pudittattiyachot)  
Chairman of the Board  
And Chairman of the Meeting

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