

(Translation)

**Minutes of the 2023 Annual General Meeting of Shareholders of
Matching Maximize Solution Public Company Limited (the “Company”)**

Date, Time and Place

The Meeting was held on 26 April 2023 at 10.00 a.m. at Ratchadamnoen Room, Royal Princess Hotel Larn Luang, Bangkok, 269 Larn Luang Road, Pomprab, Bangkok 10100. The Company recorded this AGM in a form of video.

Directors/Executives present at the Meeting

- | | | |
|----|---------------------------|--|
| 1. | Mr. Sansrit Yenbamrung | Chairman of the Board of Directors |
| 2. | Yaowalak Poolthong, Ph.D. | Director |
| 3. | Mr. Komkrit Sirirat | Director |
| 4. | Mr. Neil Wayne Thompson | Director |
| 5. | Mr. Poomchai Wacharapong | Director |
| 6. | Mr. Chayanont Ulit | Director and Chief Executive Officer |
| 7. | Mr. Akarat Na Ranong | Independent Director and Chairman of Audit Committee |
| 8. | Mr. Kamol Ratanachai | Independent Director and Audit Committee |
| 9. | Mr. Chatrapee Tantixalerm | Independent Director and Audit Committee |

At present, the Company has a total of 9 directors. All the 9 directors, which is equivalent to 100 percent of the total number of directors, have attended the 2023 Annual General Meeting of Shareholders.

Auditor and Legal Counsel in attendance

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| 1. | Mr. Sa-nga Chokenitisawat | Auditor from PricewaterhouseCoopers ABAS Limited |
| 2. | Ms. Petchada Kingwattanakul | Legal Advisor from Siam Premier International Law Office Limited |

Preliminary Proceedings

Mr. Sansrit Yenbamrung, the Chairman of the Board, was the Chairman of the Meeting (the “**Chairman**”). Mr. Nanat Sonsa-ad, the Company Secretary, acting as secretary of the Meeting (the “**Secretary**”) informed the Meeting of the number of attendees and voting procedures. Subsequently, the Chairman has entrusted Mr. Chayanont Ulit, Director and Chief Executive Officer, together with the Secretary, to proceed with the meeting, and clarify the details of each agenda, and procedures in relation to voting by shareholders.

The Secretary informed the Meeting that there were 8 shareholders attending the Meeting in person holding a total of 433,100 shares and 23 shareholders attending the Meeting via proxy holding a total of 688,953,614 shares whereby there were a total of 31 shareholders attending the Meeting constituting a total of 689,386,714 shares or 88.1987 percent of all the distributed shares of the Company (there were a total of 781,628,733 distributed shares of the Company), thereby forming a quorum under the Company’s Article of Association. After the Meeting was declared open, there were additional shareholders and proxies who came to register for Meeting attendance resulting in a total attendance of 34 persons holding a total of 689,394,652 shares or 88.1998 percent of all the distributed shares of the Company.

The Secretary then clarified about the measures and practices for Meeting attendees for the prevention of the spread of Coronavirus disease 2019 (“**Covid-19**”) in the details as follows:

- (1) The Company established the screening points; in case the Company found that an attendee had respiratory symptom, the Company reserved the right to not allow such shareholder or proxy of the shareholder to enter into the Meeting. (Whereby the shareholder attending in person could authorize the Director or other proxy holder to attend the Meeting on his/her behalf).
- (2) The Company has provided hand-cleaning alcohol gel for the shareholders and cleaned any point of contact from times to times. In addition, the Company requested Meeting attendees to wear a hygiene mask at all times during the Meeting.

The Secretary has explained the voting procedure in each agenda as follows:

1. One share is entitled to one vote. Thus, each shareholder has votes in accordance with the shares held or by proxy.
2. Shareholder who has special interests on a given agenda has no right to cast the vote on such agenda. However, in the agenda on an appointment of the director; all shareholders can cast their votes without being regarded as constituting special interests. Furthermore, for the Good Corporate Governance Principles, in Agenda 6 on consideration and approval of the directors' remuneration, the Director who is a shareholder of the Company and has attended this Meeting had casted his/her abstaining vote in advance.
3. In each agenda, the Secretary will ask whether there is any shareholder who disapproves and abstains from voting. If there is no disapproving or abstaining vote, the Secretary will conclude the resolution in such agenda as approved with unanimity. Should any shareholders wish to disapprove or abstain from voting, they are required to mark on the voting ballot given during the registration procedure before the Meeting starts. In this regard, the shareholder shall mark a cross sign in the slot and raise their hands so that the officers can collect such voting ballots for voting collection. For shareholders who do not disapprove or abstain from voting, it shall be deemed that such shareholders approve the proposed agenda and do not require marking on the voting ballot. The Company will take disapprove and/or abstain from voting to deduct from the total vote of shareholders attending the Meeting to conclude the resolution in such agenda. For the shareholders who do not return the disapproving or abstaining vote ballots to the officers, the Company will deem that such shareholders have approved the proposed agenda.

However, for the Good Corporate Governance Principles of the Stock Exchange of Thailand, in Agenda 5 on the appointment of directors replacing those who retire by rotation; the shareholders who wish to approve, disapprove, or abstain from voting are requested to cast their votes in the given voting ballot and return the vote ballots to the officers for voting collection.

The following voting ballot shall be deemed voided:

- (1) Voting ballot marked in more than one slot;
 - (2) Voting ballot with any cross out with no certified signature; and
 - (3) Voting ballot with mark but with no certified signature;
4. For the proxy whom the grantor indicated the approving, disapproving, or abstaining votes on any agenda in the proxy form, the proxy is not required to vote in the voting ballot. The Company will count the votes as appeared in the proxy form. Meanwhile, for the proxy whom the grantor did not indicate the votes in the proxy form, the proxy shall cast his/her votes in each agenda as if the shareholder attending the Meeting in person.
 5. The Secretary will inform the Meeting for the conclusion of voting result in each Agenda, whereby the voting result shall be total votes of the latest number of shareholders attending the Meeting in person or via proxy of each agenda.
 6. The resolutions of the Meeting consist of the following votes:
Agenda 1, 3, 4, 5 and 7, to be approved by a simple majority of the total number of votes of the shareholders attending and casting their votes at the Meeting;
Agenda 6 to be approved by not less than two-thirds of the total number of votes of the shareholders attending the Meeting; and
Agenda 2 as a matter for acknowledgement for which no voting is required.

In this regard, the Company invited Ms. Natcha Wattanapoonchai, an Independent Legal Counsel, to verify the voting procedure together with OJ International Company Limited.

The Secretary to propose the Meeting to consider the following agenda:

Agenda 1 **To consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2022 held on 27 April 2022**

The Secretary proposed the Meeting to consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2022 held on 27 April 2022, the copy of which was sent to the shareholders together with the notice of this Meeting. Also, the Board of Directors considered that the Minutes of the Annual General Meeting of Shareholders for the year 2022 was correctly recorded therefore it is appropriate to propose to the Meeting to approve such Minute.

Resolution: The Meeting resolved by unanimous vote that the Minutes of the Annual General Meeting of Shareholders for the year 2022, held on 27 April 2022 be adopted as proposed in all respects with the votes of 689,386,804 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote abstaining and 0 voided ballot(s).

Agenda 2 **To acknowledge the Company's operating results for the year 2022**

The Secretary requested Mr. Chayanont Ulit, Director and Chief Executive Officer, to report the operating results of the Company for 2022 to the Shareholders' Meeting, which could be summarized as follows:

For the overall operation of the group companies in the year 2022, the Company had total income in an amount of Baht 343.13 million which was similar to the year 2021. Whereas the Company had loss in an amount of Baht 65.26 million which increased from the year 2021 by Baht 48.79 million. The reason why the Company had similar income but more loss was due to the differed income structure which can be considered separately as follows:

- (1) **Production equipment rental service business.** The business is operated by Gear Head Co., Ltd. ("**Gear Head**"). In the year 2022, Gear Head's income increased, as more foreign films could be filmed in Thailand after the Covid-19 spread situation. The increased income however came with variable cost in terms of the increased rate of wage.
- (2) **Studio rental service business.** The business is operated by The Studio Park (Thailand) Co., Ltd. ("**Studio Park**") whereby it is a part of businesses that has fix expense or cost. In the year 2022, the Studio Park had lesser income since major customers postponed the use of studios from 2022 to be in 2023. As a result, this business has suffered a loss.
- (3) **Content business.** The business is operated by the Company. The Company has adjusted the business direction from selling advertisements which had risks from digital TV market condition to content production services which had low risk and little chance to make loss.

Based on the 3 foregoing businesses, it can be considered that, although the group companies generated income in the year 2022 similar to the year 2021, the group companies had more loss due to the differed income structure.

For the operation in the year 2022 and the business trend in the year 2023, they can be considered separately by the type of business as follows:

- (1) **Production equipment rental service business.** The business is operated by Gear Head. In the year 2022, foreign production crews which were the Gear Head's main income, increasingly come to carry out the production in Thailand. The Gear Head's income therefore increased. However, those foreign production crews were small sized crews which were different from the ones in the year 2021 that were big sized crews. In the year 2022, Gear Head generated an income in an amount of Baht 270.42 million which increased by Baht 21.5 million or 8.6 percent compared to the year 2021. As the spread of Covid-19 was still unpredictable, Gear Head decided to invest particularly in equipment which is essential for providing services. The investment was mainly in the Handy Gear's cameras equipment in response to a growing number of drama production within the country, Gear Head's lights equipment in response to a rising number of foreign production crews, and partially in grips mainly depending on the rental lists form of the customers. Also, Gear Head would proceed with the investment after the customer had confirmed to rent such equipment so as to mitigate the investment risk.
- (2) **Studio rental service business.** The business is operated by the Studio Park. The Studio Park's income decreased due to the similar reasons as the abovementioned production equipment rental service business operated by Gear Head. In addition, in the year 2022, no foreign production crew used the studios for a long period. Furthermore, the main customers who reserved the studio and made deposits have postponed the production due to their incomplete preparation. And the other big scale projects were under preparation for production stage. In the year 2022, Studio Park therefore had an income in an amount of Baht 30.70 million which decreased by Baht 42.76 million compared to the year 2021. In this regard, Studio Park still had a total of 5 studios for servicing and rental. Indeed, the area of studio No.4 has been used by the customer for producing "Master Chef" television program throughout this year. Besides, Studio Park still had several outdoor movie production locations namely sky train, outdoor pool, indoor pool, and backlot. For the investment in the year 2022, Studio Park invested in construction of a group of traditional Thai houses (Reurn Thai) to respond to the demand of the domestic TV drama production.
- (3) **Content business.** The business is operated by the Company. The Company just started content production service business for the first year in 2022 whereby the Company produced 1 TV drama called "Rodfai Ruemay Likay Talok" for Workpoint which was currently in editing stage. Additionally, the Company cancelled the production and lease of broadcasting timeslot for "Plod Nee Rong Laek Nee" program so as to prevent loss from advertisement sale risk. These caused the income in the year 2022 to increase with a total income of Baht 38.45 million which increased by Baht 13.12 million compared to the year 2021.

For the business operation in the year 2023, according to the statistic of Thailand Film Office, Department of Tourism, it reflects that the foreign production of movie, advertisement, and TV show businesses, which is main income of Studio Park and Gear Head, will recover and more production will be resumed in Thailand. Hence, it is expected that in the year 2023, the Company will generate greater amount of income than in the year 2022 as follows:

- Gear Head's business will grow at approximately 10-15 percent;
- Studio Park's business is expected to generate similar amount of income as in the year 2021 because the large scale projects which were postponed from the year 2022 have already used the all the studio space since March 2023 and the term of the agreements will end in the beginning of the year 2024; and
- Content business, the Company has continuously gained credibility from leading television stations. In this regard, the Company produced "Samoraphum Pleng Dang" program and "Pooyaiza gub Yajai" situation comedy broadcasting in 7HD Channel. Furthermore, the Company is in the process of developing TV dramas for Mono 29 Channel and Workpoint Channel whereby the TV dramas are expected to be produced in the middle of 2023. Moreover, the Company has also developed Content project with foreign partners to seek for international investors. It is expected that in the year 2023 the Content business will grow at approximately 5-10 percent compared to the previous year. To sum up, in the year 2023, it is expected that the group companies will generate more income at approximately 10-20 percent compared to the year 2022.

Then, Mr. Kamol Ratanachai, Independent Director and Audit Committee, informed the Meeting about the policy on Good Corporate Governance and Anti-Corruption of the Company during the previous year, which could be summarized that the Company has applied the balance from the inside out principle and emphasizes on the staffs. The Company focuses on building awareness, participation, teamwork, practice, and implementation in order to create harmonization and also adjusts the controlling environment to be suitable. In addition, the Company has also developed Anti-Corruption, Social and Environmental Responsibilities, Sustainable Development as organizational culture. The principles can be categorized into 4 sections as follows: (1) Review - reviewing policies, regulations, and guidelines by mainly referring to the laws; (2) Revising - revising Company's policies, regulations, and procedures to be in accordance and suitable mainly to the Company's environment and context; (3) Push - pushing, encouraging, supporting Board of Directors, executives, chief officers and employees to comply with policies of Thai Private Sector Collective Action Against Corruption (CAC), Personal Data Protection Policy (PDPA), Environmental, Social, and Governance Policy (ESG); (4) Follow and assess - assessing of the implementation whether it is in line or comply with the purpose. In this regard, the Company has been continuously implementing the foregoing procedures and linked with management system under the organizational structure.

Mr. Chayanont Ulit, Director and Chief Executive Officer, thanked the shareholders and promised that the Board of Directors, executives, and employees will continue to devote to the Company and the shareholders in the year 2023.

The Secretary then proposed the Meeting to acknowledge the Company's operating results for the year 2022, the details of which were set out in the 2022 Form 56-1 One Report of the Company that was sent to the shareholders together with the notice of this Meeting. In addition, the Secretary informed that the Company will provide the opportunity for the shareholders to ask any question on the matters relating to this Agenda in Agenda 3.

Resolution: The Meeting acknowledged the Company's operating results for the year 2022 as proposed in all respects.

Agenda 3 To consider and approve the Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) in respect of the fiscal year ended 31 December 2022 as audited by the certified auditor and to acknowledge the Auditor's report

The Secretary requested Mrs. Ladawan Khumsap, the person taking the highest responsibility in finance and accounting, to inform the details of the Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) in respect of the fiscal year ended 31 December 2022 which have been audited by the certified auditor and to acknowledge the Auditor's report, the details of which were set out in the Company's financial statements which formed part of the 2022 (Form 56-1 One Report) sent to the shareholders together with the notice of this Meeting and can be summarized as follows:

Financial Statements ended 31 December (Consolidated) (Unit: Baht million)

| Account Record | 2022 | 2021 | Increase (Decrease) | |
|----------------------------|----------|----------|------------------------|-------|
| | | | Amount Baht Million | % |
| Total Assets | 1,537.42 | 1,612.49 | (75.07) | -4.66 |
| Total Liabilities | 280.57 | 290.38 | (9.81) | -3.38 |
| Total Shareholders' Equity | 1,256.85 | 1,322.11 | (65.26) | -4.94 |

Statement of Comprehensive Income (Loss) ended 31 December (Consolidated) (Unit: Baht million)

| Account Record | 2022 | 2021 | Increase (Decrease) | |
|---|----------------|----------------|------------------------|---------------|
| | | | Amount Baht Million | Percentage |
| Total Revenue | 343.13 | 350.84 | (7.71) | -2.20 |
| Cost | (282.72) | (254.84) | 27.88 | 10.94 |
| Gross Profit | 60.41 | 96.00 | (35.59) | -37.07 |
| Other Revenue (Expense) | 1.37 | 3.82 | (2.45) | -64.14 |
| Selling, General & Administrative Expense, Financial Cost | (127.21) | (114.49) | 12.72 | 11.11 |
| Profit (Expense) before Income Tax | (65.43) | (14.66) | 50.77 | 346.32 |
| Tax Income (Expense) | 0.17 | (1.81) | 1.98 | 109.39 |
| Net Annual Profit (Loss) | (65.26) | (16.47) | 48.79 | 296.24 |

Mr. Preecha Sapkitjakarn, a shareholder, voiced support for the executives and asked the following:

- 1) The trend of rental rate and target customers for all 5 studios in the year 2023;
- 2) The rate of rental of filming equipment and target customers in the year 2023;
- 3) The impact on the Company following the government's measure facilitating the foreigners to produce movie or documentary in Thailand by granting tax exemption; and an increased number of foreign customers from such measure;
- 4) The executives' strategy on recovering the Company's profit in the year 2023;

- 5) The opportunity in merger and acquisition to gain competitive advantage.

Mr. Chayanont Ulit, Director and Chief Executive Officer, clarified that:

- 1) At the present for Studio No.4, Master Chef Program, there is still an ongoing agreement to use the studio. For the Studio No. 1,2,3, and 5, the Scene, Workshop (B6) Building, and Canteen, the foreign production crew customers have already entered into agreements to use all areas whereby the servicing term will be effective until the beginning of the year 2024. In this regard, the end of movie production period is still uncertain. Most movie production may extend the production period from the expected time.
- 2) After the spread of Covid-19, Gear Head aims at customers from foreign countries since the Gear Head's main income arises from the foreign movie and advertising business with a high profit margin. However, during the spread of Covid-19, Gear Head had to adjust the business to respond to the need of Thai movie and advertising business with a low profit margin. According to the statistic of the Thailand Film Office which had been mentioned previously, in the year 2023, quite a number of foreign movies will come to film in Thailand and the Gear Head's rental equipment has mostly been reserved. March and April are prime time of rental of production equipment business since all Gear Head's rental equipment including cameras and lights have mostly been rented. Furthermore, the foreign production crews which use the studios will mainly use Gear Head's rental gear. At the present, the production crews have used the studio service for setting service and will commence the production in July.
- 3) Since it has been publicly announced that the movie production will get tax privilege, many foreign production crews have been interested in producing movies in Thailand. In addition, in the year 2021, the Company had provided the studios service for several foreign movie productions namely Thai Cave Rescue from Netflix and Shantaram from Apple TV+. This therefore attracts attention of the foreign movie business including Hollywood to Thailand because Thailand has never provided movie production services of this amount and size before. In addition, at this present foreign movie businesses have high demand in using studio. Moreover, with an increasing number of movies, the movie producers in other countries have come to pay attention to Thailand and Malaysia. Meanwhile, studios in India are still unavailable. Hence, foreign movie businesses particularly large scaled production crews are inclined to come to Thailand. For the small scaled production crews, they have already come to Thailand in several locations. Whereas the studio-based production crews will start coming in 2023.
- 4) The main business operation of the Company which generates most income is the equipment and studio rental service. In the year 2022, the customers postponed the use of studio resulting in lesser income for Studio Park. Since Studio Park's business contains fix cost, even if Studio Park does not generate any income but still incur the same expense. Hence, if Studio Park generates more income with the same expense, Studio Park will have more margin. For the equipment rental service for domestic customers by Gear Head, there is relatively low margin. However, in the year 2023, there will be more foreign production crews coming to Thailand in which the Gear Head will have relatively high margin in providing servicing to foreign production crews compared to domestic customers. Therefore, the overall Gear Head's margin will be raised. In the year 2023, it is expected that the Company will mainly rely on the income from foreign movie businesses. For the Content business, since the Company is in the beginning stage, its income is steady

whereby it is expected that this business sector will not have relatively high margin.

5) The Company has no plan in merger and acquisition.

After that, the Secretary proposed the Meeting to consider and approve the Company's Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) in respect of the fiscal year ended 31 December 2022 which have been audited by the certified auditor and to acknowledge the Auditor's report.

Resolution: The Meeting resolved by unanimous vote that the Company's Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) in respect of the fiscal year ended 31 December 2022 which have been audited by the certified auditor be approved and the Auditor's report be acknowledged with the votes of 689,394,652 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote abstaining and 0 voided ballot(s).

Agenda 4 **To consider and approve no appropriation of profit as the legal reserve and no distribution of dividend in respect of the operating results for the year 2022**

The Secretary informed the Meeting that according to Section 116 of the Public Companies Act B.E. 2535 (as amended) and the Company's Article of Association, the Company is required to allocate part of the annual net profit as a reserve fund in an amount not less than 5 percent of the annual net profit and subtracted with the sum of accumulated loss brought forward (if any) until the reserve fund amounts to not less than 10 percent of the registered capital. Furthermore, the Company's dividend policy prescribes that the dividend shall be paid in the amount of approximately 40 percent of the net profit during the accounting period. However, the dividend payment shall be made subject to the condition that the Company is not required to use such funds and the dividend payment shall not have material effect on the Company's normal business operation. The Company's operating results for the fiscal year ended 31 December 2022 (according to Separate Financial Statements ended 31 December 2022 audited by the certified auditors) shows the accumulated deficit. Thus, the Board of Directors considered and deemed it appropriate to propose to the Meeting as follows:

1. No appropriation of profit as the legal reserve; and
2. No dividend payment from the operating results of the year 2022.

After that, the Secretary proposed the Meeting to consider and approve no appropriation of profit as the legal reserve and no distribution of dividend in respect of the operating results for the year 2022.

Resolution: The Meeting resolved by unanimous vote that no appropriation of profit as the legal reserve and no distribution of dividend in respect of the operating results for the year 2022 be approved as proposed in all respects with the votes of 689,394,652 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote abstaining and 0 voided ballot(s).

Agenda 5

To consider and approve the appointment of directors replacing those who retire by rotation

The Secretary informed the Meeting that according to the law and the Company's Articles of Association, at every annual general meeting of shareholders, at least one-third of the directors must retire from office. If the number of directors is not a multiple of three, then the number nearest to one-third shall retire from the office and the retired directors are eligible for re-appointment. There are 3 directors who shall retire by rotation at the Annual General Meeting of Shareholders for the year 2023, namely:

1. Mr. Sansrit Yenbamrung Chairman
2. Mr. Akarat Na Ranong Independent Director and Chairman of Audit Committee; and
3. Mr. Chayanont Ulit Director

To comply with the Good Corporate Governance Principles, all 3 directors who must retire by rotation in this Meeting have temporarily left the Meeting room and will come back after the completion of voting on this agenda.

The Secretary informed the Meeting that, in compliance with the Good Corporate Governance Principles, the Company had provided opportunities through an announcement on the Stock Exchange of Thailand's Electronic Listed Companies Information Disclosure System (ELCID) and the Company's website from 14 September 2022 to 31 December 2022 through the determination of criteria so that shareholders may nominate persons to be selected as the Company's directors in advance so that the Nomination and Remuneration Committee may consider the appropriateness. In this Meeting, no shareholder proposed any person to be elected as director to the Company.

The Board of Directors (upon the approval of the Nomination and Remuneration Committee) considered and deemed it appropriate that the 3 directors are qualified persons with the knowledge, expertise and experience in the Company's business and have performed their duty professionally and possess full qualifications under the law. For the independent director who was proposed to be re-appointed as the independent director at this Meeting, he can provide an independent opinion freely in accordance with relevant rules and regulations. The Board of Directors (upon the suggestion and approval of the Nomination and Remuneration Committee) deemed appropriate to nominate the 3 directors aforementioned to be re-appointed as the Company's directors for another term. The persons who were proposed on this Meeting had passed the procedures specified by the Company and are suitable for the Company's business operation. Mr. Akarat Na Ranong has been the Independent Director of the Company for 13 years 3 months. In this regard, the Board of Directors considered and deemed that Mr. Akarat Na Ranong is a person with knowledge and well familiar with the business which will further contribute to the Company. Nevertheless, he has performed his duty excellently throughout his terms and is capable to provide an independent opinion freely and possess full qualifications under the relevant laws and regulations concerning the independent director.

The profiles and the information regarding to the position in other businesses of 3 directors who shall retire by rotation was sent together with the notice of this Meeting to the shareholders.

And for the Good Corporate Governance, in this Agenda, the Secretary proposed the Meeting to consider and approve the re-appointment of each of the 3 directors who are due to retire by rotation.

Resolution: The Meeting resolved by the vote that the 3 directors who shall retire by rotation be approved for re-appointment as directors of the Company for another term as follows:

1. Mr. Sansrit Yenbamrung Chairman

with the unanimous votes of 689,394,652 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), with 0 vote disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote abstaining and 0 voided ballot(s);

2. Mr. Akarat Na Ranong Independent Director and the Chief Audit Committee

with the majority votes of 689,394,034 votes approving (99.9999 percent of the total votes of the shareholders attending and casting their votes at the meeting), with 618 votes disapproving (0.0001 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote abstaining and 0 voided ballot(s); and

3. Mr. Chayanont Ulit Director

with the unanimous votes of 689,394,652 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), with 0 vote disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote abstaining and 0 voided ballot(s).

Agenda 6 To consider and approve the directors' remuneration for 2023

The Secretary informed the Meeting that the Nomination and Remuneration Committee considered the directors' remuneration for the year 2023 according to the expansion of business, the growth in profit of the Company as well as the duties and responsibilities of each director. Therefore, the Board of Directors (upon the suggestion and approval of the Nomination and Remuneration Committee) deemed it appropriate to propose the Meeting to determine the directors' remuneration for the year 2023, the details of which were as appeared in the notice of this Meeting in the same rate as for the year 2022 as follows:

Monthly remuneration (per person)

Board of Directors

| | |
|----------|-------------|
| Chairman | Baht 60,000 |
| Director | Baht 30,000 |

Other Sub-Committees

| | |
|----------|-------------|
| Chairman | Baht 30,000 |
| Director | Baht 20,000 |

The Nomination and Remuneration Committee and the Corporate Governance Committee will not receive the monthly remuneration.

Meeting allowance (per person per meeting)

Nomination and Remuneration Committee

| | |
|---|-------------|
| Chairman of Nomination and Remuneration Committee | Baht 30,000 |
| Nomination and Remuneration Committee | Baht 20,000 |

| | |
|--|-------------|
| <u>Corporate Governance Committee</u> | |
| Chairman of Corporate Governance Committee | Baht 30,000 |
| Corporate Governance Committee | Baht 20,000 |

The Board of Directors and other Sub-Committees will not receive the meeting allowance.

The Company's current sub-committees consist of the Executive Committee, the Audit Committee, the Nomination and Remuneration Committee and the Corporate Governance Committee. The other sub-committees being in the position of the directors of the Company will also receive the remuneration in the capacity of directors.

Moreover, the Company has no policy to offer benefits other than in monetary benefits to the directors.

After that, the Secretary proposed the Meeting to consider and approve the directors' remuneration for the year 2023 as aforementioned which will be effective until the Shareholders' Meeting resolves otherwise.

Resolution: The Meeting resolved by more than two-thirds of the shareholders who are attending the Meeting that the directors' remuneration for 2023 be approved to be effective until the Shareholders' Meeting resolves otherwise as proposed in all respects, with the votes of 689,393,652 votes approving (99.9999 percent of the total votes of the shareholders attending the meeting), with 0 vote disapproving (0 percent of the total votes of the shareholders attending the meeting), 1,000 votes abstaining (0.0001 percent of the total votes of the shareholders attending the meeting) and 0 voided ballot(s).

Agenda 7 To consider and approve the appointment of the Company's auditors and their remuneration for 2023

The Secretary informed the Meeting that Section 120 of the Public Companies Act B.E. 2535 (as amended) requires that the annual general meeting of shareholders for each year appoints the Company's auditors and determines their remuneration. Existing auditors can be re-appointed.

The Board of Directors (according to the consideration and recommendation of the Audit Committee) has selected the Company's auditors and proposed the Meeting to appoint the following persons:

1. Mr. Sa-naga Chokenitisawat, Certified Public Accountant No. 11251; and/or
2. Mr. Krit Chatchawalwong, Certified Public Accountant No. 5016; and/or
3. Mr. Kan Tanthawirat, Certified Public Accountant No.10456

from PricewaterhouseCoopers ABAS Ltd., or other auditor(s) certified by the Office of Securities and Exchange Commission entrusted by PricewaterhouseCoopers ABAS Ltd. to be the Company's auditor(s). Any of these auditors may audit or certify the Company's Financial Statements. Such auditors will be the auditors for the Company for the fiscal year ended 31 December 2023.

None of the proposed auditors has any relationship with or interest in the Company, its subsidiaries, management, majority shareholders or the related persons of such persons. Therefore, the said auditors are independent to audit and comment on the Company's Financial Statements. In addition, none of the proposed auditors has audited or reviewed and given opinion on the

Company's Financial Statements for seven consecutive fiscal years. Mr. Sa-nga Chokenitisawat was an auditor of the Company for the fiscal year 2017-2022. Mr. Krit Chatchawalwong and Mr. Kan Tanthawirat has never performed any services as auditor of the Company.

In addition, the Board of Directors (according to the consideration and recommendation of the Audit Committee) then proposed the Meeting to consider and appoint the Company's auditors for the fiscal year ended 31 December 2023 as aforementioned and determined their remuneration in the amount of Baht 879,750 (the auditors as aforementioned shall also be appointed as the auditors of the subsidiaries of the Company with the fee for auditing the financial statements of the subsidiaries being Baht 1,355,850 and therefore the total auditors' fee is Baht 2,235,600).

In this regard, PricewaterhouseCoopers ABAS Ltd. has reviewed and audited the Financial Statements of the Company and its subsidiaries since the fiscal year 2012 and duly performed their duties all along. Moreover, PricewaterhouseCoopers ABAS Ltd. is an auditing firm of international standard which is certified by the Office of Securities and Exchange Commission. It is therefore able to prepare the Financial Statements of the Company and its subsidiaries within the period as required by law.

After that, the Secretary proposed the Meeting to consider and approve the appointment of the Company's auditors and their remuneration for 2023.

Resolution: The Meeting resolved by unanimous vote that the appointment of the Company's auditors and their remuneration for year 2023 be approved as proposed in all respects with the votes of 689,394,652 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), with 0 vote disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote abstaining and 0 voided ballot(s).

Agenda 8 Other Business (if any)

Mr. Saritpong Teesabumrung, a proxy of Thai Investors Association, asked the followings:

- 1) The Company's approach strategy on seeking additional lessees since the Company's income structure consists of production equipment rental service business for approximately 80 percent, studio rental business for approximately 10 percent and Content for approximately 10 percent. Though, the Company has an asset including land amounted to Baht 1,000,000,000, the Company only receives a consideration of only 10 percent of such amount.
- 2) The trend that the Company will produce interesting documentary for Netflix since some movies in Netflix i.e., Indian movies may not be interesting.

Mr. Chayanont Ulit, Director and Chief Executive Officer, clarified that:

- 1) As previously informed to the shareholders that if the studio service has been fully used, it is capable of generating decent profit to the Company. However, when the studio business was recently opened, it had faced with the spread of Covid-19 situation. In this year, the Company therefore aims to promote its studios business sector to the foreign customers, which are the Company's main customers, to be informed and recognized. Since the customers in Thailand may not have sufficient budget, the Company thereby aims at initiating foreign market. For the next year project, the existing customers, who already used the

Company's studio service, are inclined to renew the agreement with the Company. Meanwhile, the Company does not neglect and endeavors to initiate the foreign market for seeking potential customers and become recognized globally.

- 2) The Company foresees an opportunity in collaborating with Netflix Thailand. However, there were a large number of producers who are ready to collaborate with Netflix Thailand. Furthermore, in the process of proposing the project to Netflix Thailand, it takes approximately minimum of 2 years in considering each project. The Company therefore seeks other additional channels which is to proceed with a negotiation with other service providers in foreign countries instead. The shareholders can be assured that the Company does not neglect the Content business and continues to seek an opportunity in producing content through Over The Top (OTT) media service in foreign countries.

No other business was proposed to the Meeting.

The Meeting closed at 11:08 a.m.

(Signed by) Mr. Sansrit Yenbamrung Chairman of the Meeting
(Mr. Sansrit Yenbamrung)

(Signed by) Mr. Nanat Sonsa-ad Company's Secretary
(Mr. Nanat Sonsa-ad)