

SGC 016/2024

18 April 2024

Subject: Notification of the Resolution of the 2024 Annual General Meeting of Shareholders  
To: President  
The Stock Exchange of Thailand

SG Capital Public Company Limited (the "Company") held the 2024 Annual General Meeting of Shareholders on Thursday 18 April, 2024 at 10.00 a.m. at the meeting room on No. 72, NT Bangrak Tower, Floor 30, Charoen Krung Road, Bangrak Sub-district, Bangrak District, Bangkok and via electronic media according to the Royal Decree on Electronic Conferencing B.E.2563 and other relevant laws (Hybrid Meeting). There were 77 shareholders attended the meeting in person and by proxies, representing a total of 2,673,088,223 shares (or 81.7458%) which is at least 25 attendees or not less than half of the total number of shareholders and having shares in aggregate not less than one-third of the total sold shares of the Company (total sold shares of the Company 3,270,000,000 shares). Therefore, a quorum was constituted and the meeting could be opened in accordance with according to Section 103 the Public Limited Companies Act B.E. 2535 (1992) Article 41 of the Company's Articles of Association. The resolutions which have been passed at the meeting are as follows:

- 1) Acknowledged the Company's performance report for the year 2023 ended 31 December 2023
- 2) Resolved to approve the Company's financial statements for the year 2023 ended 31 December 2023, by a majority votes of the total votes of the shareholders attended the meeting and casted the votes, as follows;

Approved	2,673,128,556	votes	Equivalent to	100.0000	percent
Disapproved	-	votes	Equivalent to	0.0000	percent
Abstained	-	votes	Equivalent to	0.0000	percent
Voided Ballot	-	votes	Equivalent to	0.0000	percent
Total	2,673,128,556	votes	Equivalent to	100.0000	percent

- 3) Resolved to approve the non-distribution of dividend from the operating result in respect of the year ended December 31, 2023, by a majority vote of the total votes of the shareholders attended the meeting and casted the votes.as follows;

Approved	2,673,142,453	votes	Equivalent to	100.0000	percent
Disapproved	-	votes	Equivalent to	0.0000	percent
Abstained	-	votes	Equivalent to	0.0000	percent
Voided Ballot	-	votes	Equivalent to	0.0000	percent
Total	2,673,142,453	votes	Equivalent to	100.0000	percent

- 4) Resolved to approve, the following matters, by a majority vote of the total votes of the shareholders attended the meeting and casted the votes;

- 4.1 To approve the appointment of the following auditors from KPMG Poomchai Audit Limited to be the auditor of the Company:

List of auditors	Certified Public Accountant No.
1. Mr. Chokechai Ngamwutikul	9728
2. Ms. Phanthip Kulsantithumrong	4208
3. Ms. Thitima Pongchaiyong	10728

- 4.2 To approve the auditors remuneration for the year 2024,at the amount of 3,200,000 Baht by the following vote results;

Approved	2,673,141,408	votes	Equivalent to	100.0000	percent
Disapproved	1,045	votes	Equivalent to	0.0000	percent
Abstained	-	votes	Equivalent to	0.0000	percent
Voided Ballot	-	votes	Equivalent to	0.0000	percent
Total	2,673,142,453	votes	Equivalent to	100.0000	percent

- 5) Resolved to approve the election of directors to replace the directors retired by rotation, by a majority vote of the total votes of the shareholders attended the meeting and casted the votes, as follows:



5.1 Mr. Bibit Bijaisoradat Independent Director

Approved	2,673,142,453	votes	Equivalent to	100.0000	percent
Disapproved	-	votes	Equivalent to	0.0000	percent
Abstained	-	votes	Equivalent to	0.0000	percent
Voided Ballot	-	votes	Equivalent to	0.0000	percent
Total	2,673,142,453	votes	Equivalent to	100.0000	percent

5.2 Mr. Narathip Wirunechatapant Director

Approved	2,673,142,453	votes	Equivalent to	100.0000	percent
Disapproved	-	votes	Equivalent to	0.0000	percent
Abstained	-	votes	Equivalent to	0.0000	percent
Voided Ballot	-	votes	Equivalent to	0.0000	percent
Total	2,673,142,453	votes	Equivalent to	100.0000	percent

- 6) Resolved to approve the remuneration of the Board of Directors and sub-committee for the year 2024, as following details;

(1) Monetary Remuneration

(1.1) Fixed remuneration to be quarterly paid for each position

Position	Remuneration for the year 2024 (Baht/Year)
Chairman of the Board of Directors	593,775
Director	371,175
Chairman of the Audit Committee	223,650
Member of the Audit Committee	179,550
Chairman of the Nomination and Remuneration Committee	63,525
Member of the Nomination and Remuneration Committee	38,325
Chairman of the Risk Management Committee	63,525
Member of the Risk Management Committee	38,325
Chairman of the Environment, Social and Governance (ESG) Committee	63,525

Position	Remuneration for the year 2024 (Baht/Year)
Member of the Environment, Social and Governance (ESG) Committee	38,325

**Remark** Fixed remuneration shall be paid to directors and members of sub-committees who are not the executives of the Company only.

(1.2) Directors' bonus

-None-

(2) Other benefits

-None-

Resolved to approve the following, by an affirmative vote of not less than two-thirds of the total number of votes of the shareholders attended the meeting:

Approved	2,673,142,620	votes	Equivalent to	100.0000	percent
Disapproved	-	votes	Equivalent to	0.0000	percent
Abstained	-	votes	Equivalent to	0.0000	percent
Voided Ballot	-	votes	Equivalent to	0.0000	percent
Total	2,673,142,620	votes	Equivalent to	100.0000	percent

#### 7) To consider other matters (if any)

-None-

Please be informed accordingly.

Sincerely yours,



(Mr. Anothai Sritiapietch)

Chief Executive Officer