

Minutes of the 2025 Annual General Meeting of Shareholders

On Wednesday, April 30, 2025 at 2:00 p.m.

2025





PAE (Thailand) Public Company Limited

1146/110-113 Eakpailin Tower Fl8., Moo 5, Srinakarin Rd, Samrong Nuea,

Mueang Samut Prakan, Samut Prakan. 10270

Tel.(662) 322-0222, Public Registration No. 0107538000291 (No.552)

(Translation)

Minutes of the 2025 Annual General Meeting of Shareholders

PAE (Thailand) Public Company Limited

Meeting date : Wednesday, April 30, 2025. The meeting starts at 2:00 p.m.

Meeting format : Through electronic media (E-AGM)

Chairman of the meeting : Mr. Uthai Klangpimai, 2nd Vice Chairman of the Board of Directors

Secretary of the meeting : Mr. Uthai Klangpimai, 2nd Vice Chairman of the Board of Directors

and Executive Director

Persons entitled to attend the meeting : Number of shareholders as of April 9, 2025 (Book Closing Date)

The total number of shareholders is 8,253 persons,

Including the total number of shares 6,642,299,396 shares.

Start the meeting : The total number of shareholders and proxies attending the meeting

was 31 persons, counting the total number of shares 3,410,056,900 shares, accounting for 51.34 percent of total shares. A quorum was

formed according to the company's regulations.

Agenda 1-12 : The total number of shareholders and proxies attending the meeting

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Before the meeting begins

Ms. Nipaporn Luekong, acting as the facilitator of this meeting, welcomed all shareholders to attend the 2025 Annual General Meeting of Shareholders of PAE (Thailand) Public Company Limited and gave a statement. The meeting learned that there were 31 shareholders attending the meeting in person by electronic means (E-AGM) and by receiving proxies, including the total number of shares. 3,410,056,900 shares, accounting for 51.34 percent of the total number of shares sold in the company. A quorum was formed in accordance with Article 38 of the Company's regulations, including recommendations to the Company's Board of Directors and executives as follows:

List of Directors Attending the Meeting in Person at the Meeting Venue:

1. Mr. Uthai Klangpimai Vice Chairman of the Board of Directors No. 2

Executive committee and Company Secretary

2. Ms. Panadda Boonprakob Company Director, Executive committee

Remuneration Committee and Chief Financial Officer

List of Directors Attending the Meeting via Electronic Media:

1. Mr. Thitiporn Kaveevityavej Chairman of the Audit Committee

Chairman of the Remuneration Committee

and Independent Directors

2. Mr. Nirun Hengboriboonpong Audit Committee, Remuneration Committee

and Independent Directors

3. Mr. Kitti Atinun Audit Committee and Independent Directors

4. Ms. Laphassarin Kraiwongwanitrung Company Director, Executive committee

and Deputy Chief Executive Officer

List of Directors Unable to Attend the Meeting Due to Important Engagements:

1. Mr. Charlie Jangvijitkul Chairman of the Board of Directors

2. Mr. Anond Lekasthapon Vice Chairman of the Board of Directors No. 1

3. Mr. Chinchai Leenabunjong Company Director, Executive Chairman

and Chief Executive Officer

Currently, the Company has a total of nine (9) directors. A total of six (6) directors, or 66.66% of the Board, attended the meeting both in person at the meeting venue and via electronic media. In addition, Mr. Chaiwiwat Leenabanjong, Managing Director Operations, attended the meeting via electronic media. The Company's auditor, Ms. Susan Eiamvanicha, Certified Public Accountant No. 4306, from S.P. Audit Co., Ltd., also attended the meeting via electronic conferencing system.

As the Chairman of the Board and the First Vice Chairman were unable to attend the meeting, the Board assigned Mr. Uthai Klangpimai, the Second Vice Chairman, to act as the Chairman of the Meeting. He officially opened the 2025 Annual General Meeting of Shareholders of PAE (Thailand) Public Company Limited, and warmly welcomed all shareholders in attendance. Prior to the commencement of the meeting, the Chairman assigned Ms. Nipaporn Luekong, the meeting coordinator, to explain the voting procedures. The summary is as follows:

The meeting facilitator informed the shareholders of the Company's registered capital as follows:

Registered capital total 1,660,574,849 Baht and Paid-up capital total 1,660,574,849 Baht

And informed shareholders that The Company has complied with the principles of good corporate governance regarding the fair and equitable treatment of shareholders' rights as follows:

- 1. Give an opportunity to shareholders who cannot attend the meeting, can appoint an independent director as a proxy.
- 2. Provide an opportunity for shareholders to send questions to the company in advance.

There were no shareholders who sent questions to the company in advance.

Including explaining to shareholders how to vote as follows:

- 1) In voting at the shareholder meeting according to the Company's Articles of Association, Section 40, one share is counted as one vote.
- 2) When shareholders want to vote, switch from E-meeting to the main page in the Browser and press the E-voting button. A new window will then appear, as shown in the slide, for shareholders to vote in voting at the meeting, it must be done openly. In which shareholders who register to attend the meeting via electronic media E-Meeting can vote to agree, disagree or abstain from voting on each agenda. By the vote counting method, the company will count the votes of shareholders who registered to attend the meeting through the electronic media E-Meeting by pressing the voting button of every shareholder. By pressing one of the buttons to agree, disagree or abstain from voting. You can do this from the time the meeting operator notifies you to vote on that agenda. After the meeting operator informed them to vote, shareholders had 1 minute to vote after the agenda was closed. If the shareholder or proxy does not press the voting button, the system will assume that the shareholder or proxy has approved the company's proposal and cannot change the vote.
- 3) In the case that a shareholder appoints a proxy to an independent director, it shall be as specified by the shareholder in the proxy form.
- 4) If shareholders or proxies have questions, please send them by typing a message. By clicking on the Q&A menu and typing a message in the message box and pressing Enter to send a message. If shareholders have any problems during the electronic meeting, please contact the OJ International Company Limited team at telephone number 02-079-1811.

5) For questions related to the agenda, the Company Secretary will compile questions received before the meeting and during the meeting to submit to the Board of Directors for answering on that agenda.

When the meeting facilitator has finished explaining the voting method. It was proposed that the shareholders' meeting consider various matters according to the agenda as follows:

Agenda 1 To consider and certify the minutes of the 2024 Annual General Meeting of Shareholders.

Mr. Uthai Klangpimai, Chairman of the meeting announced to the meeting that The Company has prepared minutes of the 2024 Annual General Meeting of Shareholders held on April 29, 2024, which the Board of Directors considered to be correctly recorded and prepared the minutes within 14 days and submitted them to the Securities and Exchange Commission and the Department of Business Development, Ministry of Commerce within 1 month from the date of the shareholders' meeting, in accordance with the period prescribed by law, and published on the Company's website.

Therefore, it is deemed appropriate to present the minutes of the 2024 Annual General Meeting of Shareholders to the shareholders' meeting for approval. The company has already sent a copy of the said meeting minutes together with the meeting invitation to the shareholders. Details appear in Attachment No. 1.

Mr. Uthai Klangpimai, Chairman of the meeting asked shareholders if they had any questions. When there were no shareholders asking questions, the shareholder meeting was asked to vote to consider certifying the minutes of the 2024 Annual General Meeting of Shareholders.

Resolution of the meeting

The shareholder meeting considered and unanimously resolved to certify the minutes of the 2024 Annual General Meeting of Shareholders with the following votes:

Resolution	Number of votes (1 share equals 1 vote)	Percentage of shares attending the meeting and having the right to vote	
Agree	3,410,056,900	100.0000	
Disagree	0	0.0000	
Abstain	0	0.0000	
Number of shar	Number of shareholders attending the meeting and having the right to vote on the agenda 3,410,056,900 votes.		

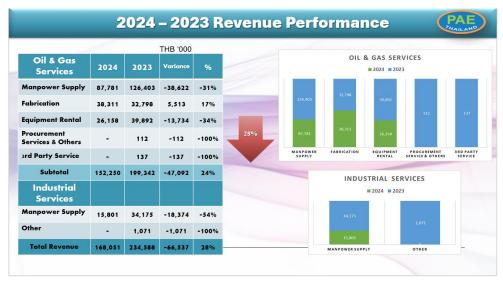
Agenda 2 Acknowledge the company's operating results for the year ending December 31, 2024.

Mr. Chaiwiwat Leenabanjong, Managing Director of Operations, reported to the meeting that the Company has summarized the report of the Board of Directors and the Company's performance in the year 2024, which appears in the Annual Report 2024 / Form 56-1 One Report as delivered to shareholders in QR Code format with the invitation letter to the Annual General Meeting of Shareholders 2025 in advance.

We would also like to provide an additional report regarding the company's operational plans and overall business performance for the years 2023 to 2024, categorized into two main segments:

- 1. Oil & Gas Business the company's core business
- 2. Industrial Service Business

Details of the performance and strategic direction for each segment are presented in the diagram below.



Business Overview: Oil & Gas and Industrial Service Sectors in 2024

In 2024, the company's businesses in the Oil & Gas sector covering manpower supply, fabrication, equipment rental, as well as industrial services generated total revenue of THB 168.05 million, representing a decrease of THB 66.53 million compared to 2023. The decline in revenue was primarily due to the company not being selected as a contractor for PTTEP's project under the Provision of Offshore Construction and Operation Support Services Contract for G1/61, Non-G1/61, and PTT Assets (Call-off).

In response, the company actively pursued alternative opportunities by providing specialized manpower to other clients, including Experteam, Unithai, Tantawan, ThaiNippon, Adisorn, among others. A current industry survey indicates that offshore drilling platforms in the Gulf of Thailand are operated approximately 70% by PTTEP, 20% by Chevron, and the remaining share by other operators. Major production sites include G1 and G2 blocks. Despite the market challenges, demand for skilled offshore personnel remains high. The company continues to supply manpower to clients undertaking projects for PTTEP. In 2024, the company deployed a total of 695 personnel to various clients. Looking ahead to 2025, it is anticipated that additional drilling platforms will be developed in the Gulf of Thailand. The company stands ready to support such expansion through the provision of skilled personnel and rental of equipment tailored to offshore operational needs. Further details are presented in the diagram below.

Summary of	Manpower	Supply for G1											
2024	February	March	April	May	June	July	August	September	October	November	December	Total	%
Experteam	10	1	6	4	15	26	14	15	13	54	40	198	28.5
Unithai	5	16	29	24	16	27	19	4	12	7	3	162	23.3
Tantawan	16	18	29	16	30	31	12	19	26	12	12	221	31.8
ThaiNippon	6	2	-	27	5	10	9	4	1	-	2	66	9.5
Adisorn	-	2	-	-		3	-	-	-	-		5	0.7
CES	-	-	-	-			1	-	1	-		2	0.3
EEST	-	-	-	-	-		-	6	5	-		11	1.6
KobChock	-	-	-	-	-		-	-	8	-		8	1.2
AVP	-	-	-	-			-	-	2		3	5	0.7
MMSVS	-	-	-	-			-	-	-	4	1	5	0.7
PAE (PJ)	-	12	-	-	-	-	-	-	-	-		12	1.7
	37	51	64	71	66	97	55	48	68	77	61	695	100



The company's potential projects and revenue forecast for the year 2025 are estimated at THB 265.22 million, categorized as follows:

- Offshore Services: Manpower Supply: THB 123.16 million, Equipment Rental: THB 26.43 million
- Onshore Services and Fabrication: THB 98.92 million, Industrial Services: THB 16.70 million Further details are provided in the summary table below.

Potential Project and Forecast 2025							
o.	Customer Name	Project	Scope of Work	Bidding Date	Contract Duration	Value of contract	Total Forecast 2025
Offs	hore SKL						
1 Ma	npower Supply		_				
ı PT	FTEP Energy Development Co.,Ltd.	Manpower Supply	Manpower Supply	-	Jan - Mar 2024	16,607	-
	nai Nippon Steel Engineering & Construction orporation LTD.	Manpower Supply	Manpower Supply	13-Nov-23	17 Feb 24 - 16 Feb 25	3,200	5,324
Та	antawan Construction and Services Co.,Ltd.	Manpower Supply	Manpower Supply	-	1 Feb 24 - 31 Jan 29	Call-Off	18,343
ur.	nithal Shipyard & Engineering Limited	Manpower Supply	Manpower Supply	-	1 Feb 24 - 31 Jan 29	Call-Off	18,538
E N	pert Team Co.,Ltd.	Manpower Supply	Manpower Supply	-	1 Feb 24 - 31 Jan 29	Call-Off	9,031
Ad	lisom Songkhia Co.,Ltd.	Manpower Supply	Manpower Supply	-	-	Call-Off	aoa
Ot	thers (Enerflex, EEST, Kobchok, MMSVS)	Manpower Supply	Manpower Supply	-	-	Call-Off	3,178
гч	FTEP Energy Development Co.,Ltd.	CFT 2024.0035-Provision of Offshore Construction Call-Off- Package A	Manpower Supply	20-Sep-24	1 Jan 25 - 28 Feb 28 (3 years and 2 months)	Contract	67,943
РТ	FTEP Energy Development Co.,Ltd.	CFT 2024.0066-Provision of Offshore Construction Call-Off - Package B	Manpower Supply	20-Sep-24	1 Jan 25 - 28 Feb 28 (3 years and 2 months)	Contract	
		1	-		TO	OTAL - A.1	123,165
2 Eq	uipment Rental						
РТ	FTEP Energy Development Co.,Ltd.	Equipment Rental	Equipment Rental	-	Jan - Mar 2024	5,625	-
Ta	antawan Construction and Services Co.,Ltd.	Equipment Rental	Equipment Rental	-	1 Feb 24 - 31 Jan 29	Call-Off	6,953
3 Ur	nithal Shipyard & Engineering Limited	Equipment Rental	Equipment Rental	-	1 Feb 24 - 31 Jan 29	Call-Off	2,055
Ur	nithal Shipyard & Engineering Limited	Equipment - Second Hand	Equipment - Second Hand	-	-	-	
Ex	pert Team Co.,Ltd.	Manpower Supply	Equipment Rental	-	1 Feb 24 - 31 Jan 29	Call-Off	281
Ad	lisom Songkhla Co.,Ltd.	Equipment Rental	Equipment Rental	-	-	Call-Off	70
Ot	thers	Equipment Rental	Equipment Rental	-	-	Call-Off	620
РТ	TTEP Energy Development Co.,Ltd.	CFT 2024.0035-Provision of Offshore Construction Call-Off- Package A	Equipment Rental			Contract	16,454
гч	FTEP Energy Development Co.,Ltd.	CFT 2024.0066-Provision of Offshore Construction Call-Off - Package B	Equipment Rental			Contract	



Mr. Uthai Klangpimai, Chairman of the meeting asked the shareholders if they had any questions. As there were no shareholders asking questions, the meeting was requested to acknowledge the Company's operating results for the year ending December 31, 2024.

Resolution of the meeting

The shareholder meeting acknowledged the Company's operating results for the year ending December 31, 2024.

Agenda 3 To consider and approve the financial statements for the year 2024 ending on December 31, 2024.

Ms. Panadda Boonprakob, Company Director, Executive committee and Chief Financial Officer reported to the meeting that The Board of Directors has published details of the financial statements for the year 2024, which consist of: Statement of financial position, statement of comprehensive income and statement of changes in shareholders' equity ending on December 31, 2024 that has been audited and certified by a certified public accountant of the office of SP Audit Company Limited. Company Limited and has been approved by the Audit Committee and entered in the 2024 Annual Report / Form 56-1 One Report, which has been sent to shareholders for consideration in advance in the form of a QR Code along with the invitation letter to the General Meeting of Shareholders for the year 2025 for consideration. Summary of important points in the financial statements as follows:

Consolidated statement of financial position as of December 31, 2024, the company has:

- The total assets amounted to 205.94 million baht, representing an increase of 1.62 million baht or 0.79% compared to 2023, which recorded total assets of 204.32 million baht. In 2024, the Group had current assets of 88.48 million baht and non-current assets of 117.46 million baht, The majority of the assets comprised the following Cash and cash equivalents totaling 20.80 million baht, accounting for 10% of total assets and Trade receivables, other receivables, and contract assets totaling 65.08 million baht, or 32% of total assets and Investment properties totaling 60.70 million baht, representing 29% of total assets and Land, buildings, and equipment totaling 13.66 million baht, or 7% of total assets and Withholding tax and other non-current assets totaling 43.10 million baht, accounting for 21% of total assets.
- The Group has total liabilities of 236.51 million baht, an increase of 3.75 million baht or 1.61%, compared to 2023, which recorded total liabilities of 232.76 million baht. As of 2024, the Group had current liabilities of 210.57 million baht and non-current liabilities of 25.94 million baht, respectively. Most of the liabilities consisted of trade creditors, other creditors and contract liabilities of 97.90 million baht or 41% of total liabilities, and default liabilities of subsidiaries of 62.18 million baht or 26 % of total liabilities, employee benefit obligations of 24.14 million baht or 10% of total liabilities, and other current liabilities of 50.50 million baht of 42.65 million baht was from subsidiaries and 7.85 million baht from the parent company, accounting for 21% of total liabilities
- Shareholders' equity was negative at 30.57 million baht, divided into 14.72 million baht attributable to the parent company and 45.29 million baht attributable to non-controlling interests. Shareholders' equity decreased by 2.13 million baht or 7.47% from the previous year, compared to 2023, which was negative at 28.44 million baht. The net loss for 2024 came from the recognition of compensation according to the final judgment of 7.55 million baht and the recognition of impairment losses of assets of 2.89 million baht, resulting from the measurement of the fair value of general investments of subsidiaries, respectively. The Company had a net profit from operations before special items of 2.26 million baht, with a D/E Ratio or total debt to equity ratio of negative 7.74 times, with a separate financial statement of 1.34 times, and a total debt to total assets ratio of 1.15 times and a separate financial statement of 0.57 times.

Income statement for the year ending 31 December 2024, the company has:

- Revenue from contracted services of 168.05 million baht decreased by 66.54 million baht or 28.36 % from the previous year when compared to 2023, which had revenue from services of 234.59 million baht. In the past year, the majority of the Company's revenue came from the oil and natural gas industry service business of 152.25 million baht or 90.60% of revenue from services or 9.40% of total revenue from services. The decrease in revenue from services was due to the termination of the main contract for Manpower Supply services and equipment and tool rental services at the Erawan platform with PTT Exploration and Production Public Company Limited in the first quarter of 2024, and the reduction of 1 contract for personnel management for maintenance work revenue from the Oil & Gas business decreased by 23.62% and revenue from personnel management for maintenance work decreased by 53.76% and revenue from personnel management services for electrical equipment maintenance work of 15.80 million baht.
- Cost of services amounted to 136.56 million baht or 81.26 % of service revenue, down 30.84 million baht or 18.42 % from the previous year, compared to the previous year. The ratio of cost of services to revenue decreased by 9.90 percent from the previous year because the main revenue decreased, so the cost of services decreased in the same direction. The company still has a policy of strictly managing costs and controlling various expenses, resulting in more efficient use of various budgets, which are direct costs in project management.
- <u>Selling and administrative expenses</u> amounted to 32.98 million baht, or 19.63% of total service revenue, a decrease of 11.60 million baht, or 26.02% from the previous year when compared to 2023, which had selling and administrative expenses of 44.58 million baht, or 19.00% of service revenue, resulting from the company's policy of managing and controlling various expenses for efficiency, resulting in continuous decreases in the company's expenses.
- <u>Financial costs</u> amounted to 3.42 million baht, a decrease of 19.46 million baht or 85.05% from the previous year, with the parent company accounting for 0.83 million baht and subsidiaries accounting for 2.59 million baht. Financial costs decreased because the company had already repaid all debts to financial institutions and most creditors in the previous year, resulting in a decrease in the company's interest expenses.
- The overall performance of the Group of Companies, the Company had a net loss for 2024 of 8.39 million baht, or a net loss increase of 101.26% when compared to the previous year, which had a net profit of 666.41 million baht, with a net loss rate of -5 percent in 2024. The net profit rate decreased from the previous year by 289.08% because in the previous year, the Company recognized profit from debt restructuring and profit from the sale of assets that were collateral for debt repayment, resulting in a significant increase in the net profit rate.

The company's operating results and profitability in 2024 declined compared to the previous year. The company reported a gross profit of 31.49 million baht, representing 18.74% of total revenue, which marks a 9.90% decrease from the prior year. Currently, the company's core businesses consist of two main segments: offshore oil and gas industrial services and manpower management services for electrical equipment maintenance in the industrial sector. The decline in performance is primarily attributable to the expiration of a major service contract with the petroleum exploration and production rights holder of the G1/61 concession block (Erawan platform) in the Gulf of Thailand during the first quarter of 2024.

Nevertheless, the company continues to gain trust and engagement from various smaller clients for its manpower supply services, as well as rental services for tool containers and various equipment in the Oil & Gas sector. This sustained demand is driven by the company's readiness in terms of highly skilled personnel and readily deployable specialized equipment, which continue to meet market needs and support ongoing project acquisition. The Board of Directors deems it appropriate for the 2025 Annual General Meeting of Shareholders to consider and approve. Financial statements of the Company and its subsidiaries for the year ending December 31, 2024, because it is considered correct Complete and adequate according to generally accepted accounting principles and has been considered and approved by the Audit Committee and Board of Directors and has been examined and given opinions by a certified public accountant. Therefore, we would like to propose that the general meeting of shareholders consider and approve the financial statements of the Company and its subsidiaries for the year ending December 31, 2024.

Ms. Panadda Boonprakob, Company Director, Executive committee and Chief Financial Officer asked shareholders if they had any questions about the financial statements for the year 2024 ending on December 31, 2024. Therefore, we asked the shareholder meeting to consider voting on the said agenda.

Resolution of the meeting

The shareholder meeting considered and unanimously approved the financial statements for the year 2024 ending on December 31, 2024 with the following votes:

Resolution	Number of votes (1 share equals 1 vote)	Percentage of shares attending the meeting and having the right to vote		
Agree	3,410,056,900	100.0000		
Disagree	0	0.0000		
Abstain	0	0.0000		
Number of shar	Number of shareholders attending the meeting and having the right to vote on the agenda 3,410,056,900 votes.			

Agenda 4 To consider and approve the cessation of allocation of legal reserve funds. and refrain from paying dividends for the year 2024.

Ms. Panadda Boonprakob, Company Director, Executive committee and Chief Financial Officer reported to the meeting that under the Public Limited Companies Act, B.E. 2535, Section 116 and the Company's Articles of Association, Sections 46 and 47, it is stipulated that the company must allocate part of its annual net profits as a reserve fund, not less than 5 percent of its annual net profits. Deduct accumulated losses brought forward (if any) until this reserve fund is not less than 10 percent of the registered capital.

And the company has a policy to pay dividends at a rate of not less than 40 percent of the net profits of the separate financial statements after taxes or as appropriate. If there is no other necessary reason and the payment of dividends does not significantly affect the normal operations of the company or unless the company has investment projects in other projects.

In 2024, the Company has a net loss according to the consolidated financial statements of 8.40 million baht, and had a carried forward accumulated loss of 2,068.86 million baht. Therefore, the Board of Directors would like to propose that dividends not be paid for the operating results for the year 2024 from 1 January 2024. Until December 31, 2024 and refrain from allocating legal reserve funds.

Ms. Panadda Boonprakob, Company Director, Executive committee and Chief Financial Officer asked the shareholders if they had any questions. When there were no shareholders asking questions, the shareholder meeting was asked to consider voting on the said agenda.

Resolution of the meeting

The shareholders' meeting considered and unanimously resolved to approve the allocation of legal reserve funds, and refrain from paying dividends for the year 2024 with the following votes:

Resolution	Number of votes (1 share equals 1 vote)	Percentage of shares attending the meeting and having the right to vote		
Agree	3,410,056,900	100.0000		
Disagree	0	0.0000		
Abstain	0	0.0000		
Number of shar	Number of shareholders attending the meeting and having the right to vote on the agenda 3,410,056,900 votes.			

Agenda 5 To consider the approval the re-appointment of the Company's Director in place of the director who are retired by rotation.

Mr. Uthai Klangpimai, Chairman of the meeting said to the meeting that According to Section 71 of the Public Limited Companies Act B.E. 2535 and Article 18 of the Company's Articles of Association, at every annual general meeting, one-third of the directors shall retire from office if the number of directors to be divided into three parts. If not, the number closest to 1 in 3 must be retired. Directors retiring by rotation may be re-elected. At the 2024 Annual General Meeting of Shareholders, there are 3 directors who are due to retire by rotation, namely

Mr. Chinchai Leenabunjong Company Director
 Mr. Kitti Atinun Company Director (Audit Committee and Independent Directors)
 Mr. Charlie Jangvijitkul Company Director

Board of Directors which excludes directors who have interests in this agenda has carefully and carefully considered therefore proposed to the shareholders' meeting to consider and approve the re-election of all 2 directors who retired by rotation for another term.

Mr. Chinchai Leenabunjong Company Director
 Mr. Kitti Atinun Company Director (Audit Committee and Independent Directors)
 and consider not proposing the appointment of a replacement director because the original director did not wish to continue his term, namely Mr. Chalie Jangvijitkul

For details of the history, shareholding proportion in the company, educational qualifications and work experience of the said directors, they have been sent to shareholders for consideration in advance along with the invitation letter for the 2025 Annual General Meeting of Shareholders as shown in Attachment No. 4.

In the consideration of selecting individuals to hold director positions, the Company did not provide shareholders with an opportunity to propose a list of individuals for consideration before the meeting voted for appointment. The Meeting would like to inform the Meeting that the two Company Directors proposed for appointment at this meeting are not directors of any other companies engaged in businesses of the same nature and in competition with the Company.

Resolution of the meeting

The shareholders' meeting considered and re-elected all 2 directors to be the Company's directors for another term by voting individually with the following sound.

9.1 Considered by the shareholders' meeting, it was unanimously resolved to approve the re-election of Mr. Chinchai Leenabunjong as a director of the Company for another term with the following votes:

Resolution	Number of votes (1 share equals 1 vote)	Percentage of shares attending the meeting and having the right to vote		
Agree	3,410,056,900	100.0000		
Disagree	0	0.0000		
Abstain	0	0.0000		
Number of shar	Number of shareholders attending the meeting and having the right to vote on the agenda 3.410,056,900 votes.			

9.2 Considered by the shareholders' meeting, it was unanimously resolved to approve the re-election of Mr. Kitti Atinun as a director of the Company for another term with the following votes:

Resolution	Number of votes (1 share equals 1 vote)	Percentage of shares attending the meeting and having the right to vote		
Agree	3,410,056,900	100.0000		
Disagree	0	0.0000		
Abstain	0	0.0000		
Number of shar	Number of shareholders attending the meeting and having the right to vote on the agenda 3,410,056,900 votes.			

Therefore, the Board of Directors for the year 2025 consists of 8 members as follows:

1.	Mr. Chinchai	Leenabunjong	Company Director
2.	Mr. Anond	Lekasthapon	Company Director
3.	Mr. Uthai	Klangpimai	Company Director
4.	Mr. Thitiporn	Kaveevityavej	Audit Committee and Independent Directors
5.	Mr. Nirun	Hengboriboonpong	g Audit Committee and Independent Directors
6.	Mr. Kitti	Atinun	Audit Committee and Independent Directors
7.	Ms. Laphassarin	Kraiwongwanitrun	g Company Director
8.	Ms. Panadda	Boonprakob	Company Director

Agenda 6 To consider and approve the determination of directors' remuneration for the year 2025.

Ms. Panadda Boonprakob, Company Director, Executive committee and Chief Financial Officer informed to the meeting that the remuneration of the Company's directors approved by the Annual General Meeting of Shareholders for the year 2024 was 1,000,000 baht, for the year 2024 the company paid remuneration to directors in the amount of 255,000 baht.

In this regard, the Company has summarized the amount paid to individual directors in the Annual Report 2024 / Form 56-1 One Report as appeared in Attachment No. 2 in the topic of Management and Corporate Governance on Remuneration of Directors and executives, which the shareholders can download documents from OR Code that has been sent to you in advance together with the notice of the 2025 Annual General Meeting of Shareholders.

For the year 2025, the Board of Directors approved as proposed by the Compensation Committee by agreeing to determine the directors' remuneration for the year 2025 in the amount of 500,000 baht, excluding the remuneration or welfare that the Company's directors receive as employees or employees of the company, which determines the payment on a case-by-case basis by carefully screening various suitability and comparing references from the same industry and economic conditions, including the suitability of the number of the Board of Directors, with details of payment as follows:

1. Meeting allowance (every time attending the meeting)

- <u>Chairman of the Board</u> will receive a meeting allowance of 20,000 baht per time, for those
 who receive a regular salary of the company or affiliates will receive a meeting allowance
 of 15,000 baht per time.
- Company Director, Remuneration Committee will receive a meeting allowance of 10,000 baht per time, for those who receive a regular salary of the company or affiliates will receive a meeting allowance of 3,000 baht per time.
- <u>Chairman of the Remuneration Committee</u> will receive a meeting allowance of 15,000 baht per time, for those who receive a regular salary of the company or affiliates will receive a meeting allowance of 10,000 baht per time.
- <u>Chairman of the Audit Committee</u> will receive a meeting allowance of 15,000 baht per meeting.
- Audit Committee will receive a meeting allowance of 10,000 baht per meeting.
- Executive Chairman will receive a meeting allowance of 10,000 baht per time, however, for
 those who receive a regular salary of the company, or its affiliates will not receive a meeting
 allowance.
- Executive Director will receive a meeting allowance of 5,000 baht per time, however, for those who receive a regular salary of the Company, or its affiliates will not receive a meeting allowance.

2. Other compensation or other benefits

The company has no policy to give any other remuneration other than the remuneration as a director or employee which is normally received from the company, no shares, debentures or any other securities are given to directors and executives of the company.

This will take effect from January 1, 2025 onwards until there is a resolution to change otherwise.

Ms. Panadda Boonprakob, Company Director, Executive committee and Chief Financial Officer asked the shareholders if they had any questions or not, when no shareholders had any questions. Therefore, it is proposed that the meeting approve the directors' remuneration for the year 2025 according to the rate detailed above.

Resolution of the meeting

considered by the shareholders' meeting unanimously resolved to determine the directors' remuneration for the year 2025 in the amount of 500,000 baht, payable on a case-by-case basis at the aforementioned rate and effective from January 1, 2025 onwards until there is a resolution to change otherwise with the following votes:

Resolution	Number of votes (1 share equals 1 vote)	Percentage of shares attending the meeting and having the right to vote		
Agree	3,410,056,900	100.0000		
Disagree	0	0.0000		
Abstain	0	0.0000		
Number of shar	Number of shareholders attending the meeting and having the right to vote on the agenda 3,410,056,900 votes.			

Agenda 7 To consider and approve the appointment of the auditor and the determination of remuneration for the auditor for 2025.

Mr. Nirun Hengboriboonpong, Audit Committee, Remuneration Committee and Independent Directors told the meeting that for 2025, the Audit Committee has considered selecting the auditor of the office of ANS Audit Company Limited ("ANS Audit") with the following names:

1.	Mr. Atipong	Atipongsakul	Certified Public Accountant No. 3500 and/or
2.	Mr. Vichai	Ruchitanont	Certified Public Accountant No. 4054 and/or
3.	Mr. Sathien	Vongsnan	Certified Public Accountant No. 3495 and/or
4.	Ms. Kultida	Pasurskul	Certified Public Accountant No. 5946 and/or
5.	Mr. Yuttapong	Chuamuanpan	Certified Public Accountant No. 9445 and/or
6.	Ms. Jiraporn	Atikarun	Certified Public Accountant No. 12642

From the office of ANS Audit Co., Ltd., a qualified and independent audit firm recognized for its professional auditing standards and sufficient support resources, and fully meeting the qualifications stipulated in the Company's Articles of Association as well as the requirements of the Securities and Exchange Commission (SEC). It was proposed to approve the audit fee for the Company for the fiscal year 2025 in the amount not exceeding 500,000 baht, which represents a decrease of 350,000 baht or approximately 41% compared to the previous year. In addition, the audit fee for the Company's four subsidiaries was proposed at 100,000 baht, resulting in a total group audit fee for the year 2025 of 600,000 baht.

Any certified public accountant can audit and express opinions on the financial statements of the company and its subsidiaries. In the event that the said certified public accountant is unable to perform his duties, the office shall appoint another certified public accountant on behalf of the certified public accountant. Office of ANS Audit Company Limited to ensure that the process of auditing and expressing opinions on the financial statements can be completed on time.

In this regard, the auditors listed above have no relationship or interest with the company / subsidiary company / executive / major shareholder. or those related to such persons in any way. Therefore, they are independent in auditing and expressing opinions on the company's financial statements.

Incidentally, although the auditors of the Company and its subsidiaries are auditors from the same office, the Audit Committee and the Board of Directors believe that the auditors will be able to audit and express opinions on the Company's and the Company's financial statements can be digested on time. This is because the auditor will schedule a meeting with management to plan a systematic audit and determine the duration of the audit in advance.

Mr. Nirun Hengboriboonpong, Audit Committee, Remuneration Committee and Independent Directors asked the shareholders if they had any questions. As there were no shareholders asking questions, it was proposed that the meeting pass a resolution to consider and approve the appointment of auditors and determination of the audit fees for the year 2025.

Resolution of the meeting

The shareholder meeting considered and unanimously approved the appointment of the auditor:

1.	Mr. Atipong	Atipongsakul	Certified Public Accountant No. 3500 and/or
2.	Mr. Vichai	Ruchitanont	Certified Public Accountant No. 4054 and/or
3.	Mr. Sathien	Vongsnan	Certified Public Accountant No. 3495 and/or
4.	Ms. Kultida	Pasurskul	Certified Public Accountant No. 5946 and/or
5.	Mr. Yuttapong	Chuamuanpan	Certified Public Accountant No. 9445 and/or
6.	Ms. Jiraporn	Atikarun	Certified Public Accountant No. 12642

Of the office of ANS Audit Company Limited as the auditor for the year 2025 and approved the audit fee for the year 2025 of the company in the amount of 600,000 baht with the following voice:

Resolution	Number of votes (1 share equals 1 vote)	Percentage of shares attending the meeting and having the right to vote		
Agree	3,410,056,900	100.0000		
Disagree	0	0.0000		
Abstain	0	0.0000		
Number of shar	Number of shareholders attending the meeting and having the right to vote on the agenda 3,410,056,900 votes.			

Agenda 8 Consideration of approval of change of location of the Company's head office.

Mr. Uthai Klangpimai, the chairman of the meeting, stated to the meeting that since the company has been affected by the economic slowdown, along with various problems and obstacles that have directly affected the company's work and business operations, it has had to make significant adjustments, including to solve problems and alleviate various expenses, and to prepare for changes in the current economic situation. Although it is a cross-province relocation, it is only 8 kilometers away from the original rental location. In addition, the area of the new office building is sufficient to accommodate employees and resources. Therefore, moving to this location is an interesting option and significantly reduces rental costs. The details are as follows:

Original Head Office Location

No. 69 Soi On Nut 64 (Suksaman), Srinakarin Road, Suan Luang Subdistrict, Suan Luang District, Bangkok 10250.

New Head Office Location

No. 1146/110-113 Eakpailin Tower Fl8., Moo.5, Srinakarin Rd, Samrong Nuea, Mueang Samut Prakan, Samut Prakan. 10270

Mr. Uthai Klangpimai, the chairman of the meeting, asked the shareholders if they had any questions. When no shareholders asked any questions, he asked the meeting to vote on the agenda.

Resolution of the meeting

The shareholders' meeting considered and unanimously resolved to approve the change of the Company's head office location with the following votes:

Resolution	Number of votes (1 share equals 1 vote)	Percentage of shares attending the meeting and having the right to vote
Agree	3,410,056,900	100.0000
Disagree	0	0.0000
Abstain	0	0.0000
Number of shareholders attending the meeting and having the right to vote on the agenda 3,410,056,900 votes.		

Agenda 9 Consideration of approval of amendment to the Company's Memorandum of Association, Section 5, to be consistent with the change in the head office location.

Mr. Uthai Klangpimai, the chairman of the meeting, In order to comply with the change of the Company's head office location as approved by the shareholders' meeting in agenda item 8, it is proposed that the meeting consider amending the Memorandum of Association, Section 5, the province where the Company's head office is located, as follows:

The original text is as follows:

Item 5: Location of the Head Office

The head office shall be located in Bangkok, Thailand.

The revised text is as follows:

Item 5: Location of the Head Office

The head office shall be located in Samut Prakan, Thailand.

In this regard, the persons assigned by the Board of Directors in the registration of amendments to the Memorandum of Association at the Department of Business Development, Ministry of Commerce, shall have the authority to amend and add words or take any action to comply with the registrar's orders.

Mr. Uthai Klangpimai, the chairman of the meeting, asked the shareholders if they had any questions. When no shareholders asked any questions, he asked the meeting to vote on the agenda.

Resolution of the meeting

The shareholders' meeting considered and unanimously resolved to approve the amendment of the Company's Memorandum of Association, Section 5, to be consistent with the change of the head office location, with the following votes:

Resolution	Number of votes (1 share equals 1 vote)	Percentage of shares attending the meeting and having the right to vote	
Agree	3,410,056,900	100.0000	
Disagree	0	0.0000	
Abstain	0	0.0000	
Number of shareholders attending the meeting and having the right to vote on the agenda 3,410,056,900 votes.			

Agenda 10 Consideration of approval of amendments to the Company's regulations, Sections 28 and 35, to comply with the law.

Mr. Uthai Klangpimai, the chairman of the meeting, It was further stated to the meeting that, in order to comply with Announcement No. 74/2557 of the National Council for Peace and Order (NCPO) regarding Electronic Meetings, and in alignment with Section 100 of the Public Limited Companies Act B.E. 2535 (1992), as amended by NCPO Head Order No. 21/2560 on Legal Amendments to Facilitate Business Operations, which includes revisions concerning shareholders' rights to request an extraordinary general meeting of shareholders,

It is therefore proposed to amend Articles 28 and 35 of the Company's Articles of Association to ensure consistency with the current applicable laws and to facilitate the Company's business operations.

Chapter 4 "Committee"

Section 28 the original text is as follows:

In calling a meeting of the Board of Directors, the Chairman of the Board or a person assigned shall send a meeting notice to the directors at least seven days before the meeting date, except in cases of urgency to protect the rights and benefits of the Company, in which case notice of the meeting may be given by other methods and the meeting date may be set sooner.

The revised text is as follows:

In calling a meeting of the Board of Directors, the Chairman of the Board or the person assigned shall send a notice of meeting to the directors at least seven days before the meeting date, except in urgent cases to protect the rights and benefits of the Company, in which case notice of the meeting may be given by other methods and the meeting date may be set earlier.

The meeting venue does not have to be the Company's head office. The meeting may be held at any other location as the Chairman, or the assigned directors deem appropriate.

Or the board meeting may be held via electronic media in accordance with any relevant laws, regulations, announcements, requirements or criteria, both current and amended.

In addition, when sending a meeting invitation letter of the Board, it may be sent via electronic media, as prescribed by law.

Chapter 5 "Shareholder Meetings"

Section 35 the original text is as follows:

The Board of Directors must convene an Annual General Meeting of shareholders within four months from the end of the Company's accounting period.

Any meeting of shareholders other than those mentioned above shall be called an Extraordinary Meeting. The board of directors may call an Extraordinary Meeting of shareholders at any time as it deems appropriate, or shareholders holding shares totaling not less than 1/5 of the total number of shares sold, or shareholders of not less than 25 persons holding shares totaling not less than 1/10 of the total number of shares sold, may sign a letter requesting the board of directors to call an Extraordinary Meeting of shareholders at any time, but the reasons for requesting the meeting must be clearly stated in the letter. The board of directors must arrange for a meeting of shareholders within 1 month from the date of receipt of the letter from the shareholders.

The Company's General Meeting shall be held at the location where the Company's head office is located or a nearby province or any other place as determined by the Board of Directors.

The revised text is as follows:

The Board of Directors must convene an Annual General Meeting of shareholders within four months from the end of the Company's accounting period.

Any meeting of shareholders other than those mentioned above shall be called an extraordinary meeting. The board of directors may call an extraordinary meeting of shareholders at any time as it deems appropriate, or one <u>or more shareholders</u> <u>holding shares totaling not less than 10 percent of the total number of shares</u> sold may sign a letter requesting the board of directors to call an extraordinary meeting of shareholders at any time, but the reasons for requesting the meeting must be clearly stated in the letter. <u>In such case, the board of directors must arrange for a meeting of shareholders within 45 days from the date of receipt of the letter from the shareholder</u>.

In the event that the board of directors does not arrange for a meeting within the period specified in paragraph two, the shareholders who have signed their names or other shareholders who hold the required number of shares may call a meeting themselves within 45 days from the expiration of the period specified in paragraph two. In such case, it shall be deemed a shareholders' meeting called by the board of directors, and the company shall be responsible for necessary expenses incurred from arranging the meeting and provide reasonable convenience.

In the event that it appears that at a shareholders' meeting called by the shareholders under paragraph three, the number of shares attending the meeting is not enough to form a quorum as specified in Section 38, the shareholders under paragraph three must jointly be responsible for compensating the Company for the expenses incurred from holding that meeting.

The Company's general meeting shall be held at the location where the Company's head office is located or a nearby province or any other place as determined by the Board of Directors.

Shareholders' meetings may be conducted via electronic media as provided in the <u>Electronic Meetings Act.</u> In this regard, the persons assigned by the Board of Directors in the registration of amendments to the Company's regulations at the Department of Business Development, Ministry of Commerce, shall have the authority to amend and add wording or take any action to comply with the registrar's orders.

Mr. Uthai Klangpimai, the chairman of the meeting, asked the shareholders if they had any questions. When no shareholders asked any questions, he asked the meeting to vote on the agenda.

Resolution of the meeting

The shareholders' meeting considered and unanimously resolved to approve the amendment of the Company's regulations, Section 28 and Section 35, to comply with the law as follows:

Resolution	Number of votes (1 share equals 1 vote)	Percentage of shares attending the meeting and having the right to vote
Agree	3,410,056,900	100.0000
Disagree	0	0.0000
Abstain	0	0.0000
Number of shareholders attending the meeting and having the right to vote on the agenda 3,410,056,900 votes.		

Agenda 11 Consider other matters

Mr. Uthai Klangpimai, The chairman of the meeting asked shareholders if they had any questions. There were shareholders who asked questions on various issues as follows:

- Mr. Piyapong Prasaththong, Shareholders/Attendees A question was raised regarding the legal proceedings, specifically concerning the bankruptcy case filed by the creditor, Kijsompong Co., Ltd., against the Company. Subsequently, the Central Bankruptcy Court issued an absolute receivership order, Order No. a.E408/2567, and the Official Receiver issued and published the order in the Royal Gazette on October 7, 2024. The question was asked as to what legal strategy or defense plan the Company has in place to contest the case.
- Mr. Uthai Klangpimai, Chairman of the meeting and Vice Chairman of the Board of Directors No. 2

 It has been explained that, according to the principle of litigation, when the plaintiff sues the defendant in the Central Bankruptcy Court, the next step will involve sending a summons to the defendant, giving them the opportunity to submit a defense against the case. Both parties will present evidence, and the court will issue a judgment based on the facts and laws presented in the case file. However, in the case where the court issued a final order for the protection of the assets of PAE Co., Ltd., it was because Kij Sompong Co., Ltd. was the plaintiff suing PAE Co., Ltd. When the court officials delivered the summons to the company's main office, it was found that the company did not receive the summons due to the security guard, who received the document, failing to inform the company about it. When the company was unaware of the matter, it did not attend court on the scheduled date and did not submit a defense or objection. As a result, the court issued a one-sided decision and a final order for asset protection. The company became aware of the final asset protection order on October 7, 2024. Therefore, the company promptly sought to rectify the issue according

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to legal procedures by filing a petition for the court to reconsider the case, citing that they did not receive

the summons and that the failure to submit a defense was not intentional. After examining the petition

according to court procedures, the court then revoked the final asset protection order of the company and

resumed the case proceedings, during which the company submitted a defense against the case. The court

has scheduled witness examinations for June-July 2025. After considering the evidence from both parties,

the court will issue a judgment thereafter. Regarding the company's plan to defend the case, I would like to

respond based on the principle of the statute of limitations, as the cause of action arose in 2012, and a lawsuit

was filed in 2024, exceeding the limitation period of more than 10 years. Therefore, the case has lapsed,

which is a legal issue, and in terms of the debt claims, it must be contested with evidence presented to the

court accordingly.

Mr. Uthai Klangpimai, The Chairman inquired whether any shareholders had additional questions. As there were

no further questions raised, the Chairman informed the meeting that all agenda items, as specified in the Notice of the Annual

General Meeting of Shareholders, had been duly considered and completed. On behalf of the Board of Directors and the

management team, the Chairman expressed sincere appreciation to all shareholders for taking the time to attend the meeting.

The meeting adjourned at 3:29 p.m.

- Uthai Klangpimai-

(Mr. Uthai Klangpimai)

Chairman of the meeting

Certify that the minutes of the meeting are correct.

-Laphassarin Kraiwongwanitrung-

-Panadda Boonprakob-

(Ms. Laphassarin Kraiwongwanitrung)

(Ms. Panadda Boonprakob)

Directors authorized to sign on behalf of the company

Directors authorized to sign on behalf of the company

1146/110-113 อาคารเอกไพลินทาวเวอร์ ชั้น 8 หมู่ 5 ถ.ศรีนครินทร์ ต.สำโรงเหนือ อ.เมืองสมุทรปราการ จ.สมุทรปราการ 10270 โทร 02-322-0222 www.pae.co.th



PAE (THAILAND) PUBILC COMPANY LIMITED

1146/110-113 Eakpailin Tower Fl8., Moo5, Srinakarin Rd, Samrong Nuea, Mueang Samut Prakan, Samut Prakan. 10270

