

**Minutes of the 2024 Annual General Meeting of Shareholders**  
**Peer For You Public Company Limited (the “Company”)**

Date, Time and Venue Held on April 23, 2024 at 2.00 p.m., via Electronic Means (E-AGM), in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 (2020), broadcast from the Conference Room, 12th floor, Software Park Tower, No. 99/23 Moo. 4, Chaeng Watthana Road., Khlong Kluea Sub-district, Pak Kret District, Nonthaburi 11120. There were directors, management executives, legal officers and auditors attending the meeting via electronic means as follows:

**Directors Present**

- |    |                              |  |
|----|------------------------------|--|
| 1. | Mr. Chirayu Chueyam          | Vice Chairman and Chief Executive Officer              |
| 2. | Mr. Supreedee Nimitkul       | Independent Director and Chairman of Audit Committee   |
| 3. | Mr. Priyong Teerasathain     | Independent Director and Member of the Audit Committee |
| 4. | Ms. Natenapa Pusittanont     | Independent Director and Member of the Audit Committee |
| 5. | Mr. Prapat Yorkhant          | Director   |
| 6. | Mr. Rathapol Limthongchai    | Director   |
| 7. | Mr. Suraphon Taveechoksubsin | Director   |
| 8. | Mr. Issara Rounsuk-udom      | Director and Acting Company Secretary                  |

There are 8 members of the board of Directors. Therefore, there are 8 members of the Board of Directors participated in the meeting, which represent 100% of all directors.

**Management**

- |    |             |                |   |
|----|-------------|----------------|---|
| 1. | Mr. Thawee  | Udomkitchote   | Acting Vice Chief Executive Officer               |
| 2. | Mr. Marut   | Dharmmapraphon | Assistant Vice President : Finance and Accounting |
| 3. | Ms. Sirilak | Kheawwan       | Senior Legal Officer                              |

**Auditor Representatives of PricewaterhouseCoopers ABAS Ltd.**

- |    |              |           |
|----|--------------|-----------|
| 1. | Mr. Anek     | Buapa     |
| 2. | Mr. Yutthana | Rueangsri |

The Stock Exchange of Thailand (SET) has sent officers responsible for tracking and monitoring information on listed companies to be registered as observers in the Company’s Annual General Meeting of Shareholders, 2 persons as follows:

- |    |               |                 |
|----|---------------|-----------------|
| 1. | Ms. Sasithorn | Manosapsak      |
| 2. | Ms. Yupalapas | Phanomwongkasem |

## Preliminary Proceedings

Mr. Bundit Pratumta informed the meeting his position as the moderator as assigned by Peer For You Public Company Limited for the 2024 Annual General meeting of Shareholders and welcomed the directors, shareholders and proxies. Informing the meeting that there were 1 shareholders personally attending the meeting via electronic means totalling up to 1,272,000 shares, representing 0.1206 percent of the total number of shares sold by the Company and 25 proxies amounting to 390,649,916 representing 37.0318 percent of the shares sold by the Company. There were a total of 26 shareholders, equivalent to 391,921,916 shares representing 37.1524 percent of the shares sold by the Company. A quorum was formed according to the Company's Articles of Association.

Mr. Chirayu Chueyam, Vice Chairman of the board of Directors of Peer For You Public Company Limited welcomed those who attended the meeting and addressed the commencement of the 2024 Annual General meeting of Shareholders. Prior to the agendas of the meeting, Mr. Bundit Pratumta was assigned to act as moderator of the meeting, including informing the details for voting to the shareholders, making queries for each agenda and forwarding such questions to those involved in order to answer the shareholders' questions.

The meeting moderator explained the voting method to the shareholders and inquiry for each agendas as follows,

1. As this meeting is held virtually, no ballots were printed.
2. The system will display the number of shares that the shareholders have the right to vote on the shareholder's screen.
3. One share has a right to vote equal to one vote.
4. Each shareholder only has the one right to vote to agree, disagree or to abstain.
5. When counting votes, the Company will deduct the votes from shareholders who disagree, choose to abstain or invalid ballots will be deducted from the total votes of the shareholders attending the meeting and have the right to vote.
6. To vote, shareholders will be asked to go to the E-Voting tab to vote for each agenda within the specified time (1 minute). Once you have clicked to vote, there will be a pop-up asking if the vote is confirmed or not, 'Press Ok' to confirm the vote. In the case that the shareholders wish to change their vote, they can do so by voting again. This can only be done if the agenda has not reached a conclusion, as shareholders will not be able to vote or change their votes once a resolution has been reached.
7. For attendees via mobile device or tablet, please switch the screen from the Zoom application back to the Chrome app to vote at the E-Voting menu.
8. Once the shareholder has finished voting, please return to the E-meeting window on the Zoom application to continue observing the meeting.

The Company has provided the opportunity for shareholders and persons who are authorized (proxies) by the Company's shareholders to ask questions related to the agenda under consideration. Shareholders who wish to ask questions can do so through the following methods:

1. The shareholder may ask through the E-meeting window. Go to the participant menu and press the 'Raise Hand' button, and when the MC calls the shareholder's name, the staff will open the mic for the shareholder to ask the question. Then, the shareholder must press to 'Unmute' and turn on the mic on the device.  
\*Note: In the event that shareholders are unable to speak through the microphone. Please type your question via the Chat menu.
2. Ask questions by typing via the chat menu in the E-meeting (Zoom) window by typing the message and sending it. For each question, you must inform your full name and specify whether the question is coming personally as a shareholder or as a proxy before asking questions each time for the benefit of taking accurate and complete minute meetings.
3. Please select a recipient by sending questions to ABCD Q&A (titled Q&A event). In the case, you did not select as notified the questions will not arrive at the Company.

The Company will prepare minutes of the 2024 Annual General Meeting of Shareholders within 14 days after the meeting has been held and will proceed to share the meeting minutes on the company website. If any shareholder has any objections, he/she must inform the Department of Company Secretary within May 31, 2024. If there is no objection, the Company will deem this an endorsement of the minutes of the 2024 Annual General Meeting of Shareholders as it has been published.

Furthermore, the Company has provided the opportunity for the shareholders to propose an agenda items for the 2024 Annual General Meeting of Shareholders and to submit questions in advance of the meeting. By notifying this information through the website of the Stock Exchange of Thailand (SET) and providing details for the process in proposing the agenda and providing a channel to submit questions on the Company's website from 29 September 2023 until 31 December 2023. No shareholders have proposed any matters, agenda or submitted any inquiry within the specified time period.

The meeting proceeded in accordance with the meeting agendas as specified in the invitation letter as follows:

**Agenda 1 To consider and certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2024, held on February 19, 2024**

The moderator proposed to the meeting to review and acknowledge the minutes of the Extraordinary General Meeting of Shareholders No. 1/2024, held on February 19, 2024 by assigning the moderator to present the following details to the meeting:

The Company has prepared the minutes of the meeting within 14 days from the meeting date, which was then sent to the Stock Exchange of Thailand (SET) and the Ministry of Commerce within the time specified by the rules and regulations and published the minutes on the company's website at [www.onetoonecontacts.com](http://www.onetoonecontacts.com), dated March 4, 2024, with the details as per Attachment 1. In addition, the Company gave shareholders the opportunity to submit questions or their objections regarding the minutes of the meeting. No shareholders raised objections.

The Board of Directors considered the minutes of the Extraordinary General Meeting of Shareholders No. 1/2024 and opined that it was accurately recorded in accordance with the resolution of the Extraordinary General Meeting of Shareholders No. 1/2024, therefore, it is appropriate to propose to the shareholders' meeting for the acknowledgement of such minutes.

The moderator provided an opportunity for shareholders to ask questions or express their opinions through typing a message via the Chat Menu or pressing the Raise Hand button to inquire via voice. Regardless, no shareholders asked questions and had any comments. The moderator informed the meeting that this agenda is purely for acknowledgement, and therefore had no need to vote.

***Resolution: The Meeting acknowledged the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2024.***

**Agenda 2 To acknowledge the Company's operating results for the year 2023**

The moderator informed the meeting that Mr. Marut Dharmmapraphon, Assistant Vice President - Finance and Accounting will present information on this agenda.

Mr. Marut Dharmmapraphon summarized and reported to the meeting the Company's operating results for 2023 as follows:

In 2023, the Company had a total income of 573 million baht. A decrease of 47.9 million baht or 7.7 percent compared to 2022. This is because the Group has sold a subsidiary company (Phygital Space Development Company Limited) in the first quarter of 2023, with the company having income as follows:

**1. Revenue from sales and revenue from contract work**

Revenue of turnkey total solutions for the year 2023 was Baht 17.2 million, decreased by Baht 2.9 million or 14.6% due to loss from the Government and State enterprise customer.

**2. Services income**

Services income for the year was Baht 552.1 million, increased by Baht 11.8 million or 2.2%. Service income can be classified by type from 2020-2023.

- 2.1 Revenue from Fully Outsourced Contact Center Management Service for the year 2023 was Baht 379.4 million, decreased by Baht 8.3 million or 2.1%, decrease from retail business and cleaning business section.
- 2.2 Revenue from Contact Center Facility Outsourced for the year 2023 was BAHT 15.2 million, decreased by BAHT 7.1 million or 31.8%, decrease from corporate customer.
- 2.3 Revenue from Customer Service Representative Outsourced for the year 2023 was BAHT 147.4 million, increased by BAHT 26.4 million or 21.8% when compared to the prior year. It mainly decreased by the Government and State enterprise customer.
- 2.4 Revenue from Maintenance Service for the year 2023 was BAHT 10.1 million, increased by BAHT 0.8 million or 7.8%, slightly increased from the same period of previous year.

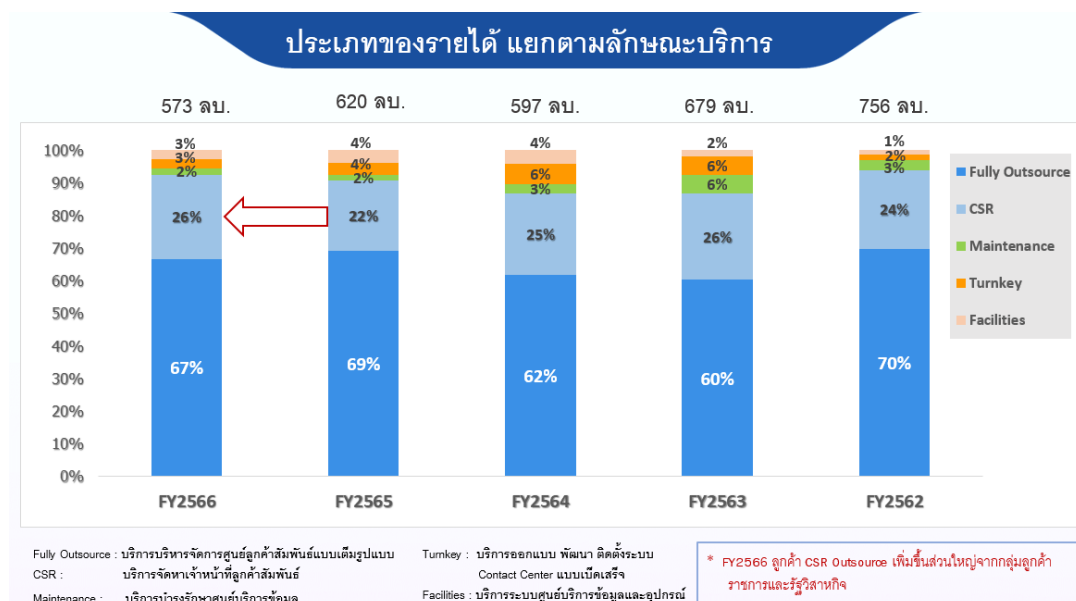
### 3. Revenue from other business unit

Revenue from other business unit decreased by Baht 56.7 million due to the Group selling a subsidiary (Phyigital Space Development Company Limited) (“PSD”), in the first quarter of 2023.

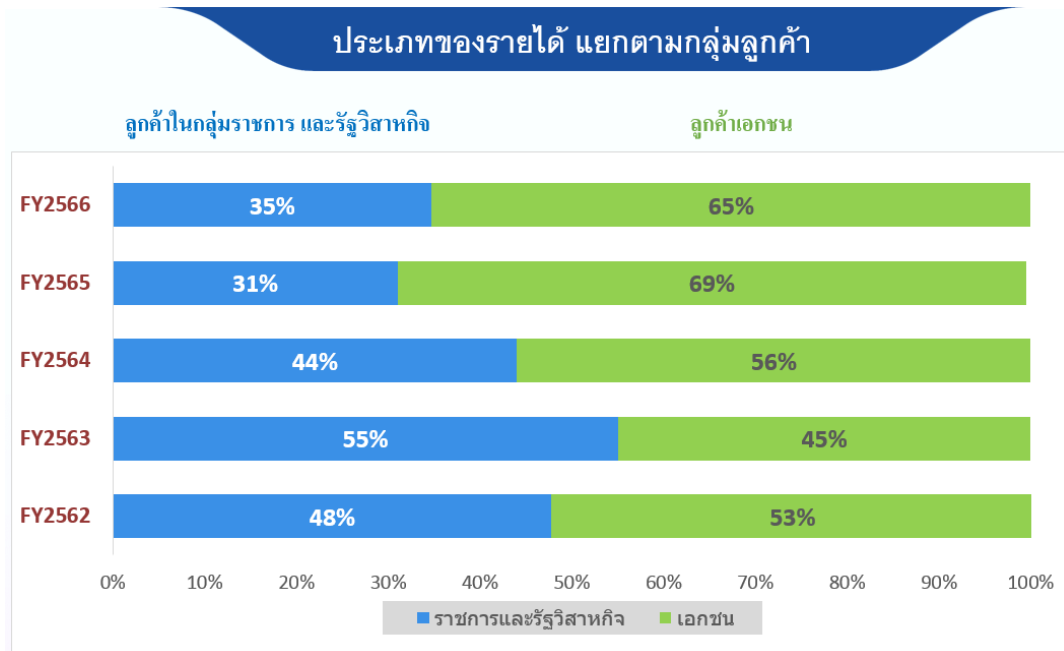
The Group had a net loss of Baht 447.3 million, an increase in the loss of Baht 331.6 million. The net loss to total income ratio was -76.1%, with a net loss of Baht 442.1 million for the Company. The increase in net loss was due to loss from sale of equity instruments of listed companies and losses from fair valuation of listed companies' equity instruments.

### Income classification

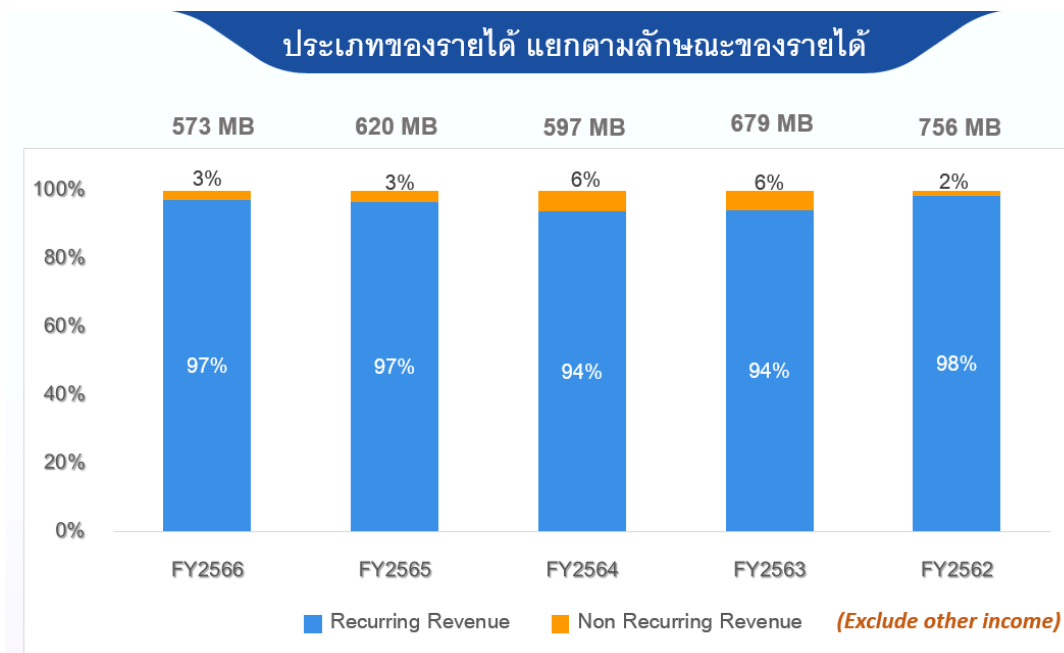
#### 1. Divided According to Service Characteristics



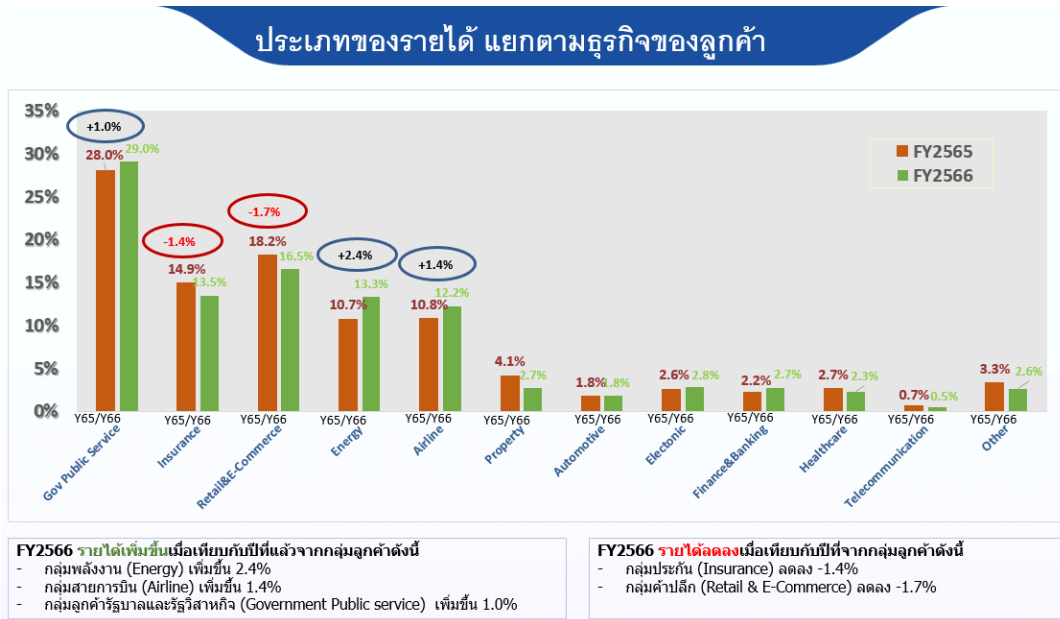
2. Divided by customer group



3. Divided according to the nature of income



4. Divided according to customer business



**Awards**

- Received the Corporate Governance Assessment in 2023, rated at “Excellent” (5 stars) for the 8th consecutive year.
- The company was declared a sustainable stock “SET ESG Ratings” at level A.

**Progress on joining the Thailand’s Private Sector Collective Action Coalition Against Corruption (CAC)**

According to the resolution of the Board of Directors' Meeting No. 7/2022 on November 10, 2022, approved the Company Participate in the Thai Private Collective Action Against Corruption (CAC). On November 24, 2022, the Company submitted a declaration of intent to join as a member of the Thai Private Collective Action Against Corruption (CAC) in order to participate in the assessment in requesting certification of participation as a member of the CAC.

The company has followed the steps and processes of the CAC. According to the schedule, the company must submit an evaluation form to be considered during May 2024. What are the results of the consideration? The company will report to the shareholder meeting in next year.

The Board has considered the operating results for the year 2023 and is of the opinion that they are accurate and that information was adequately disclosed. Therefore, it is considered appropriate to present a report on the operating results for the year 2023 to the shareholder meeting for acknowledgment.

The moderator gave shareholders an opportunity to ask questions or express opinions. By typing a message via chat or pressing the raise hand button to inquire via chat.

When there were no shareholders asking questions or expressing opinions. The moderator informed that there was no need to vote on this agenda. Because it is a report of the operating results for the year 2023 to the meeting for acknowledgment.

**Resolution:** The meeting acknowledged the Company's operating results for the year 2023.

**Agenda 3** To consider and approve the Company’s financial statements for the year ended December 31, 2023

The moderator informed the meeting that Mr. Marut Dharmmapraphon, Assistant Director of the Accounting and Finance Department will be providing information on this agenda.

Mr. Marut Dharmmapraphon summarized the key points from the financial statements, in line with the explanation and analysis from the Company’s management as follows:

In order to comply with Section 112 of the Public Limited Company Act, B.E. 2535 (1992) (including its amended) (the “Public Limited Company Act”) the financial statement (balance sheet) and profit and loss of the Company must be prepared at the end of the fiscal year in order to propose to the Annual General Meeting of Shareholders for the approval whereby the Board of Directors shall have an auditor complete an audit of such balance sheet and income statement before submission to the shareholders’ meeting. In this regard, the Board of Directors and the Audit Committee considered the financial statement for the year ended on December 31, 2023 which has been audited by the Company’s auditor, and opined that it is correct and complete in accordance with Thai Financial Report Standards as shown in the **Attachment 2**, the category of “Financial Statement” of the 2023 Annual Report (56-1 Form One Report), which is summarized as follows:

Items	Amount (Million THB)	
	2023	2022
Total Assets	1,146.6	979.4
Total Liabilities	101.1	142.3
Total Revenue	587.5	634.7
Net Profit (Loss)	(442.1)	(116.2)
Profit (Loss) per Share	(0.63)	(0.21)

In 2023, The Group's total income was 572.6 million baht, a decrease of 47.9 million baht or 7.7 percent compared to 2022.

Operating profit amounted to 34.0 million baht. Due to a loss from investments in the equity securities of listed companies amounting to 204.8 million baht and investments in equity instruments that are not listed on the stock exchange As a result, the company had a net loss of 447.3 million baht The loss increased to 331.5 million baht, or 286.4 percent, with the company's net loss amounting to 442.1 million baht.

As of December 31, 2023, the Company had total assets of 1,146.6 million baht, a increase of 167.2 million baht or 17.1% Increase from cash and cash equivalents This is a result of the exercise of warrant rights (OTO W1) in the amount of 699.7 million baht and decreased from losses from investing in equity instruments



of companies listed on the stock exchange of 204.8 million baht and short-term loans to other businesses of 100.0 million baht.

The Board of Directors and Audit Committee considered the Company's financial statements for the year ended December 31, 2023, which was duly audited by the auditor, and is of the view that it is correct, complete and in accordance with Thai Financial Report Standards. Thus, it is appropriate to propose the shareholders' meeting to approve the Company's financial statements for the year ended December 31, 2023.

The moderator provided an opportunity for shareholders to ask questions or express their opinions.

As there were no further questions or comments, the moderator requested for the shareholders to approve the financial statements for the year ended December 31, 2023, and informed the meeting that the resolution in this agenda must be approved through a majority vote of the shareholders attending the meeting and casting their votes.

**Resolution:** *The meeting resolved to approve the financial statements for the year ended December 31, 2023, with the majority of votes from the shareholders who attended the meeting and having the right to vote.*

Votes	Number of votes	Percentage of the total votes of shareholders who attended the meeting and cast their votes
Approved	391,921,916	100
Disapproved	0	0
Abstained	0	0
Invalid ballots	0	0
Total	391,921,916	100

**Agenda 4** To consider and approve the non-appropriation of legal reserves and the omission of dividend payment from the Company's operations in 2023

The moderator informed the meeting that Mr. Marut Dharmmapraphon will be providing information on this agenda.

Mr. Marut Dharmmapraphon reported to the meeting that according to the Public Limited Company Act and Article 40 of the Company's Articles of Association, the Company is required to portion a part of the annual net profit as a reserve at not less than 5 percent of the annual net profit, less any accumulated loss brought forward (if any) until such reserve reaches not less than 10 percent of the registered capital.

The Company has a dividend policy to pay the dividend to the shareholders of not less than 50 percent of net profit after deducting every type of the reserve in the Company's Articles of Association and the laws. However, such dividend payment will be dependent on the investment plans and the expansion of the company's business, the necessities and after taking into consideration the appropriateness.

In addition, the consideration of dividend payment from profits arising from the disposal of investments or fixed assets incurred in the Company or its subsidiaries is at the discretion of the management and the Board of Directors. Taking into account the Company's investment plans and the expansion of the company's business, the necessities, appropriateness, adhering to and complying with the same policy as the Company.

For the fiscal year ended December 31, 2023, the Company had a net loss in the consolidated financial statements of 447.32 million baht, a net loss in the separate financial statements of 462.91 million baht. Therefore, to request the shareholders meeting to consider and approve the non-appropriation of legal reserves and omission of dividend payment for the year 2023 from the 2023 Company's operating results.

The Board considered and considered it appropriate to propose to the shareholders' meeting to consider approving the allocation of legal reserves and refrain from paying dividends due to operational losses.

The moderator provided an opportunity for shareholders to ask questions or express their opinions.

As there were no further questions or comments, the moderator requested for the shareholders to approve the non-appropriation of legal reserves and the omission of dividend payment from the Company's operations in 2023, and informed the meeting that the resolution in this agenda must be approved through a majority vote of the shareholders attending the meeting and casting their votes.

***Resolution:*** *The Meeting resolved to approve the non-appropriation of legal reserves allocation of the Company and approved the suspension of dividend payment for the Company's operating results for the year 2023 due to the net profit (loss) of the Company's operating results from 2023. The meeting, by a majority vote of shareholders who attended the meeting and cast their votes, approved this agenda item with the following votes:*

Votes	Number of votes	Percentage of the total votes of shareholders who attended the meeting and cast their votes
Approved	391,921,916	100
Disapproved	0	0
Abstained	0	0

Votes	Number of votes	Percentage of the total votes of shareholders who attended the meeting and cast their votes
Invalid ballots	0	0
Total	391,921,916	100

**Agenda 5** To consider and approve the appointment of the Company's directors to replace those whose terms are ending by rotation

The moderator reported to the meeting that according to the Public Limited Company Act and Article 16 of the Company's Articles of Association which require that at every annual general meeting of shareholders, one-third (1/3) of the directors must retire by rotation from the office. The director who has been in office for the longest shall retire by rotation, but may be re-elected as director again. Therefore, there are four directors listed below who are retired by rotation:

Name of Director	Position
1. Mr. Supreedee Nimitkul	Independent Director
2. Ms. Natenapa Pusittanont	Independent Director
3. Mr. Issara Rounsuk-udom	Director

The Nomination and Remuneration Committee has provided the opportunity for minority shareholders to nominate qualified candidates to be elected as directors of the Company during the period from September 29, 2023 to December 31, 2023 through the news system of the Stock Exchange of Thailand and published on the Company's website. Thereby, there were no nominations from the minority shareholders to be directors of the Company. Therefore, the Nomination and Remuneration Committee, excluding directors with conflicts of interests, has carried out the nomination process by considering candidates with the knowledge, ability, experience and work history, including the vision, morality, ethics and attitude towards the Company, and those who are able to devote sufficient time to the beneficence of the Company. In addition, selecting candidates eligible to be nominated as directors as prescribed by law, the Company's Articles of Association, and the nomination policy for directors and executives as set out in the Company's corporate governance policy. Accordingly, by proposing the appointment of Mr. Supreedee Nimitkul, Ms. Natenapa Pusittanont and Mr. Issara Rounsuk-udom to be reappointed as directors for another term. Mr. Supreedee Nimitkul and Ms. Natenapa Pusittanont are qualified as independent directors The committee has considered and is of the opinion that the person nominated to be an independent director has the qualifications in accordance with the law regarding the requirements regarding independent directors and such persons can express their opinions independently

and are not under the control of the executives or major shareholders of the company. He also holds the position of independent director of the company for no more than 9 consecutive years from the date of his first appointment. (Including the agenda proposed for appointment this time)

The Board of Directors considered with the advice of the Nomination and Remuneration Committee with careful consideration, in accordance with the proper procedure specified by the Company in order to ensure that the nominated persons are qualified as prescribed by the laws and qualification appropriate to the Company's business. It was deemed appropriate to propose the shareholders' meeting to consider and approve the appointment Mr. Supreedee Nimitkul, Ms. Natenapa Pusittanont and Mr. Issara Rounsuk-udom Directors who are due to retire by rotation return to serve as directors for another term.

In which, Mr. Supreedee Nimitkul and Ms. Natenapa Pusittanont are qualified as an independent director. The Board of Directors has considered that such person is able to provide opinions independently and in accordance with the relevant rules, and has held the position of independent director of the Company for not more than 9 consecutive years from the date of first appointment (including the current agenda to propose for appointment).

Therefore, the involved directors did not participate in this agenda. The Company has provided the opportunity for shareholders to nominate a person to be considered for election as a director for the 2027 Annual General Meeting of Shareholders, from September 29, 2023 to December 31, 2023, and there were no shareholders nominating any persons to be considered for the director position.

The moderator provided an opportunity for shareholders to ask questions or express their opinions. As there were no further questions or comments, the moderator requested for the shareholders to approve the appointment of each individual directors. And informed the meeting that the resolution in this agenda must be approved through a majority vote of the shareholders attending the meeting and casting their votes.

***Resolution:*** *The meeting resolved to approve the appointment of directors whose terms had expired. Return to the position of director for another term. With a majority vote of the shareholders who attended the meeting and had the right to vote as follows:*

- 1) Mr. Supreedee Nimitkul Independent Director

Votes	Number of votes	Percentage of the total votes of shareholders who attended the meeting and cast their votes
Approved	391,921,916	100

Votes	Number of votes	Percentage of the total votes of shareholders who attended the meeting and cast their votes
Disapproved	0	0
Abstained	0	0
Invalid ballots	0	0
Total	391,921,916	100

2) Ms. Natenapa Pusittanont Independent Director

Votes	Number of votes	Percentage of the total votes of shareholders who attended the meeting and cast their votes
Approved	391,921,916	100
Disapproved	0	0
Abstained	0	0
Invalid ballots	0	0
Total	391,921,916	100

3) Mr. Issara Rounsuk-udom Director

Votes	Number of votes	Percentage of the total votes of shareholders who attended the meeting and cast their votes
Approved	391,921,916	100
Disapproved	0	0
Abstained	0	0
Invalid ballots	0	0
Total	391,921,916	100

**Agenda 6 To consider and approve the remuneration of the Board of Directors and Sub-committees for 2023**

The moderator reported to the meeting that The Company has set a clear and transparent policy on the remuneration of the Board of Directors and Sub-Committees. The remuneration is at an appropriate level. Comparable to the same industry and suitable for the duties and responsibilities of each director. The directors assigned more duties and responsibilities in the sub-committee Will receive additional compensation according to the amount of increased responsibility which the Nomination and Remuneration Committee Compensation will initially consider the remuneration. Then present the information to the Board of Directors meeting for consideration before presenting it to the shareholders' meeting for approval.

Directors' remuneration and the sub-committees in 2023 were approved by the resolution of the 2023 Annual General Meeting of Shareholders on 25 April 2023 within the amount not exceeding 4,000,000 baht. Divided into meeting allowances for the board of directors and sub-committees and gratuity. Without any other benefits, which will actually be paid in 2023, totaling 2,460,000 baht. The details are as per Attachment 5. The details of the scope of authority of the Board of Directors and sub-committees In the Annual Report 2023 (Form 56-1 One Report) in "Corporate Governance Structure" under the heading "Board of Directors" and "Information about the Board of Directors and information about Sub-Committees."

Determination of committee remuneration and sub-committees for the year 2024. The nomination and Remuneration Committee has carefully reviewed the remuneration of the Board of Directors and sub-committees as to their suitability and compared with the same type of industry, Including considering the expansion of the business. Therefore, as the Company grows, it is appropriate to propose to consider and approve the remuneration of the Board of Directors. And sub-committees for 2024 within the amount not exceeding 4,000,000 baht, the same as the previous year. Divided into the meeting allowance of the Board of Directors and sub-committees and gratuities without any other benefits. In this regard, the meeting allowance per meeting for directors attending the meeting is the same as the previous year as follows:

Unit: Baht

Meeting allowance (Baht/Meeting)	Chairman	Director
Board of Directors	20,000	10,000
Audit Committee	20,000	10,000
Corporate Governance Committee	15,000	10,000
Nominating and Remuneration Committee	15,000	10,000

There is no meeting allowance for the Executive Committee, the Risk Management Committee, Sustainable Development Committee and Investment Committee.

\*Criteria for considering director's bonus

- 1) *The director's bonus shall not exceed 2% of the net profit according to the consolidated financial statements. In this regard, the consideration shall be mainly based on the profit from normal business operations of the Company, the directors' bonus shall not exceed 2% of annual dividend payment whichever is greater;*
- 2) *The calculation of the director's bonus and the meeting allowances and other remunerations given to directors for the whole year shall not exceed the amount approved by the general meeting of shareholders;*
- 3) *Directors' bonus allocated to directors by the chairman will receive at a rate of 1.2 parts to 1.5 parts (with the Nomination and Remuneration Committee considering it as appropriate), while other directors will receive at the rate of 1 part per person.*
- 4) *Directors who are entitled to receive the directors' bonus must hold office until the date that the Board of Directors has approved the annual remuneration payment by considering the proportion of attendance throughout the year.*

The Board of Directors considered with the advice of Nomination and Remuneration Committee and deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the remuneration for Board of Directors and Sub-committees for 2024 of not exceeding THB 4,000,000 which is equal to last year, proportioned into the meeting allowance for each meeting participated by the Board of Directors and Sub-Committees, and bonus\* without other benefits. The meeting allowance for each meeting participated by directors was proposed at the same amount as previous year.

The moderator allowed the shareholders to ask questions or express their opinions. And when there were no shareholders asking questions or making additional comments. Moderator asked the meeting to approve the remuneration of the Board of Directors. And sub-committees for the year 2024 informed the meeting that the resolution of this agenda must be passed by votes of not less than two-thirds (2/3) of the total number of votes of the shareholders and proxy holders who attend the meeting.

**Resolution:** *The meeting resolved to approve the remuneration for Board of Directors and Sub-committees for 2024 of not exceeding THB 4,000,000 which is equal to last year proportioned into the meeting allowance for each meeting participated by the Board of Directors and Sub-Committees, and bonus\* without other benefits. The meeting allowance for each meeting participated by directors was proposed at the same amount as previous year as follows:*

*Meeting allowance (Baht/Meeting)*

	<i>Chairman</i>	<i>Director</i>
<i>Board of Directors</i>	20,000	10,000
<i>Audit Committee</i>	20,000	10,000
<i>Corporate Governance Committee</i>	15,000	10,000
<i>Nominating and Remuneration Committee</i>	15,000	10,000

*There is no meeting allowance for the Executive Committee, the Risk Management Committee, Sustainable Development Committee and Investment Committee. The meeting approved the agenda with a vote of not less than two-thirds (2/3) of the total number of votes of shareholders attending the meeting and having the right to vote as follows:*

Votes	Number of votes	Percentage of the total votes of shareholders who attended the meeting and cast their votes
Approved	391,921,916	100
Disapproved	0	0
Abstained	0	0
Invalid ballots	0	0
Total	391,921,916	100

**Agenda 7 To consider and approve the appointment of the Company's audit and audit fee for 2024**

The moderator reported to the meeting that in compliance with Section 120 of the Public Limited Companies Act and Article 36 of the Company's Articles of Association which requires that the annual general meeting of shareholders shall consider appointing the auditor and determining the audit fees every year, where the existing auditor may be reappointed. In addition, by virtue of the Notification of the Capital Market Supervisory Board No. TorJor. 44/2556 Re: Rules, Conditions and Procedures for Disclosure of Information relating to Financial Status and Operating Results of Issuing Company (as amended), the listed company shall rotate its auditor in the event where any auditor has performed his/her duties on reviewing or auditing and expressed his/her opinion on the company's financial statements for 7 fiscal years, whether consecutively or not, whereby the company may appoint such auditor as its auditor only after at least 5 consecutive fiscal years have elapsed.

The Audit Committee has selected the auditor and determined the audit fees for 2024 after working together with the management and taking into account the quality, credibility, independence and experience



of the auditor, as well as, the appropriate audits fees. Therefore, the Audit Committee proposed to the Board of Directors for consideration and to propose to the Shareholders' Meeting to consider and approve the appointment of auditors from Dharmniti Auditing Co.,Ltd. as the Company's auditors for 2024. Thus, any one of the following auditors is the Company's auditor for the year 2024, for auditing and commenting the financial statements of the Company:

Name of Auditor	Auditor's Number	Number of years auditing for the Company
1. Mr. Thanawut Phibunsawat	6699 and/or	Never been the company's auditor
2. Miss Wannisa Ngambuathong	6838 and/or	Never been the company's auditor
3. Miss Pojanarat Siripipat	9012 and/or	Never been the company's auditor
4. Miss Rungnapa Saengchan	10142 and/or	Never been the company's auditor
5. Miss Techinee Phonpenpob	10769	Never been the company's auditor

The aforementioned auditors have no conflict of interest or connected person with the Company, the Company's subsidiary, the Executive, and the major shareholders or such related person, and may independently investigate and comment on the financial statements of the Company. Dharmniti Auditing Co.,Ltd. is well known in the country and internationally, with the international standards and experience to audit the Company's financial statements. The information and details on the auditor proposed for appointment in 2024.

In addition, the Audit Committee deemed it appropriate to fix the audit fees for the year 2024 for the Company in the amount of THB 2,860,000. The comparison of the audit fee of the Company and the Company's subsidiary are as follows:

Comparison of audit fees of companies and their subsidiaries are as follows:

Details	Proposed audit fees for 2024 (baht)	Proposed audit fee for 2023 (baht)	increase (decrease)
<u>Peer For You Public Company Limited</u>			
Company audit fee (Includes interim account review fee)	2,860,000	3,140,000	(280,000)
<u>Subsidiary</u>			
One To One Professional Co., Ltd.	270,000	380,000	(110,000)
Inno Hub Co., Ltd.	90,000	260,000	(170,000)
	130,000	180,000	(50,000)

EV Click Co., Ltd.	130,000	–	–
Peer For All Co., Ltd.	400,000	–	–
Nestify Co., Ltd.	380,000	–	–
Happy Products and Service Co., Ltd.			
<b>Total</b>	<b>4,260,000</b>	<b>3,960,000</b>	<b>(610,000)</b>

The Board of Directors with the advice of Audit Committee deemed it appropriate to propose the shareholders' meeting to consider and approve the appointment of any one of the following auditors from Dharmniti Auditing Company Limited. to be the Company's auditor for the year 2024: Mr. Thanawut Phibunsawat Certified Public Accountant No. 6699 and/or Miss Wannisa Ngambuathong Certified Public Accountant No. 6838 and/or Miss Pojanarat Siripipat Certified Public Accountant No. 9012 and/or Miss Rungnapa Saengchan Certified Public Accountant No. 10142 and/or Miss Techinee Phonpenpob Certified Public Accountant No. 10769, any one of the following auditors from Dharmniti Auditing Company Limited. shall provide other auditors to audit and inspect the Company's financial statements on behalf of the such auditors, and agreed to propose to the Shareholders' Meeting to determine the audit fee for the year 2024 in the amount of THB 2,860,000 (For the year of 2023, the amount is 3,140,000 baht, divided into an audit fee of 1,900,000 baht and a fee for checking special items during the year of 1,240,000 baht)

The moderator allowed the shareholders to ask questions or express their opinions. And when there were no shareholders asking questions or making additional comments. The moderator asked the meeting to approve the appointment of the auditor and to determine the audit fee for the year 2024. Finally, he informed the meeting that the resolution for this agenda must be approved by a majority vote of the shareholders attending the meeting and casting their votes.

***Resolution:*** *The Meeting approved the appointment of one of the following auditors from Dharmniti Auditing Company Limited to be the Company's auditor for 2024 with the approval of the audit fee for 2024. amount 2,860,000 baht*

- |                              |                      |
|------------------------------|----------------------|
| 1. Mr. Thanawut Phibunsawat  | CPA No. 6699 and/or  |
| 2. Miss Wannisa Ngambuathong | CPA No. 6838 and/or  |
| 3. Miss Pojanarat Siripipat  | CPA No. 9012 and/or  |
| 4. Miss Rungnapa Saengchan   | CPA No. 10142 and/or |
| 5. Miss Techinee Phonpenpob  | CPA No. 10769        |

*In the that case such auditors are unable to perform their duty, Dharmniti Auditing Company Limited shall provide other auditors to audit and inspect the Company's financial statements on behalf of the such auditors,*

The shareholders meeting resolved to approve with a majority vote of the shareholders who attended the meeting and voted as follows:

Votes	Number of votes	Percentage of the total votes of shareholders who attended the meeting and cast their votes
Approved	391,921,916	100
Disapproved	0	0
Abstained	0	0
Invalid ballots	0	0
Total	391,921,916	100

**Agenda 8** To consider and approve the amendment to the Company's Articles of Association, Article 14

To be consistent with the Public Limited Companies Act, B.E. 2535, Section 67, which stipulates that the company must have a board of directors to conduct the business of the company, consisting of at least 5 (five) directors, and not less than half of the total number of directors must be residents who are in the Kingdom. Therefore, the management has proposed amending the Company's Articles of Association, Section 14, which stipulates that the Company shall have a Board of Directors of not less than 7 (seven) people, amending it to 5 (five) people

Existing Articles of Association	Amended Articles of Association
Article 14 . The company shall have a board of directors of not less than <u>7 people</u> and directors of not less than half of the total number of directors. Must have residence in the Kingdom And the company's directors must have the qualifications required by law.	Article 14 . The company shall have a board of directors of not less than <u>5 people</u> and directors of not less than half of the total number of directors. Must have residence in the Kingdom And the company's directors must have the qualifications required by law.

Additionally, The Board of Directors deemed it is appropriated to propose to the shareholders' meeting for consideration and approval of authorization to the Chief Executive Officer. and/or any other person appointed by the Chief Executive Officer has the authority to register amendments to the Company's Articles of Association with the Department of Business Development, Ministry of Commerce, and to take any necessary action to comply with the registrar's orders in order to complete the registration process.

The moderator allowed the shareholders to ask questions or express their opinions. And when there were no shareholders asking questions or making additional comments. Moderator asked the meeting to approve the remuneration of the Board of Directors. And sub-committees for the year 2024 informed the meeting that the resolution of this agenda must be passed by votes of not less than two-thirds (3/4) of the total number of votes of the shareholders and proxy holders who attend the meeting.

**Resolution:** *The meeting approved amending the regulations to have a board of directors of not less than 5 people as proposed by the shareholder meeting. The resolution was approved by a vote of not less than three-fourths of the total votes of the shareholders who attended the meeting and have the right to vote as follows:*

Votes	Number of votes	Percentage of the total votes of shareholders who attended the meeting and having the right to vote
Approved	391,921,916	100
Disapproved	0	0
Abstained	0	0
Invalid ballots	0	0
Total	391,921,916	100

**Agenda 9 Other matters (if any)**

Moderator informed the meeting that Ms. Thepnipa Yasri volunteered to protect shareholders' rights. Receive a proxy from the Thai Investors Association. There are suggestions from the company as follows:

Question : “Thai Investors Promotion Association There is a policy presented to companies listed on the Stock Exchange of Thailand. Organize a general / extraordinary meeting of shareholders using On-site meeting and Online together or called Hybrid in order to conveniently meet, communicate and ask questions between shareholders, executives and the Board of Directors. This is in line with the circular letter of the Securities and Exchange Commission (SEC) No. SEC Nor.(W) 2/2024, Requesting cooperation regarding holding a general meeting of shareholders, dated 10 January 2024

Present for you to consider the proposal for organizing a Hybrid meeting according to the policies of the Investors Association.

Answer : Mr. Chirayu Chueyam, Vice Chairman and Chief Executive Officer answered as follows:

The company will take the said proposal into consideration to see suitability in holding the next shareholder meeting

The moderator provided an opportunity for shareholders to propose additional matters for consideration, and ask questions or express their opinions. As there were no questions or comments, or any other matters for further consideration the meeting was adjourned at 15.22.

.....  
(Mr. Chirayu Chueyam)

Chairman of the Meeting