บริษัท เนชั่น กรุ๊ป (ไทยแลนด์) จำกัด (มหาชน)
Nation Group (Thailand) Public Company Limited
เลขที่ 1854 ชั้นที่ 9, 10, 11 ถนนเทพรัตน แขวงบางนาใต้ เขตบางนา กรุงเทพมหานคร 10260
1854 9th, 10th, 11th Floor, Debaratna Road, Bangna-Tai Sub-District, Bangna District, Bangkok 10260

**- Translation -**

April 19, 2024

Subject : Resolutions of the 2024 Annual General Meeting of Shareholders

To : Director and Manager
The Stock Exchange of Thailand

This reference is made that Nation Group (Thailand) Public Company Limited (the "**Company**") convened the 2024 Annual General Meeting of Shareholders of the Company (the "**Meeting**") as an electronic meeting (E-AGM) on Friday, April 19, 2024, at 2 p.m., at meeting room, 10th floor, No. 1854 Debaratana Road, Bangna-Tai Sub-District, Bangna District, Bangkok 10260. There were 3 shareholders with 3,138,398 shares, attending the Meeting in person and 36 proxies with 7,683,980,415 shares. There were the total number of 43 persons, holding the number of 7,687,118,813 shares in the aggregate, equivalent to 62.99 present of the total number of 12,203,911,086 shares sold. The Meeting had passed the resolutions in each agenda as follows:

1) **Message from the Chairman.**
This agenda item is for acknowledgment, so no voting is required.

2) **To consider and adopt the minutes of the 2023 Annual General Meeting of Shareholders held on April 12, 2023.**
The Meeting resolved to adopt resolved to adopt the minutes of the 2023 Annual General Meeting of Shareholders held on April 12, 2023 with a unanimous vote as follows:

| Shareholders' vote | Number of votes (Votes) | Percentage |
|---|---|---|
| Approval | 7,687,118,813 | 100.0000 |
| Disapproval | - | - |
| Abstention | - | - |
| Voided Ballot | - | - |
| Total (43 shareholders) | 7,687,118,813 | 100.0000 |

Remark : The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes.

3) **To acknowledge the operating results of the Company for the year 2023.**
This agenda item is for acknowledgment, so no voting is required.

4) To consider and approve the Company's statement of financial position and statement of comprehensive income for the fiscal period ended December 31, 2023.

The Meeting resolved to approve the Company's statement of financial position and statement of comprehensive income for the fiscal period ended December 31, 2023, which had been audited by the certified public accountant of the Company, reviewed by the Audit Committee, and approved by the Board of Directors' meeting with a unanimous vote as follows:

| Shareholders' vote | Number of votes (Votes) | Percentage |
|---|---|---|
| Approval | 7,687,118,813 | 100.0000 |
| Disapproval | - | - |
| Abstention | - | - |
| Voided Ballot | - | - |
| Total (43 shareholders) | 7,687,118,813 | 100.0000 |

Remark : The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes.

5) **To consider and approve the non-allocation of the net profit as legal reserve and the suspension of dividend payments for the operating results of 2023.**

The Meeting resolved to approve the omission of the allocation of net profit as legal reserve and omission of the dividend payment from the operating results for the year 2023 with a unanimous vote as follows:

| Shareholders' vote | Number of votes (Votes) | Percentage |
|---|---|---|
| Approval | 7,687,118,813 | 100.0000 |
| Disapproval | - | - |
| Abstention | - | - |
| Voided Ballot | - | - |
| Total (43 shareholders) | 7,687,118,813 | 100.0000 |

Remark : The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes.

6) To consider and approve the re-election of directors to replace those retiring by rotation

A resolution was passed to approve the re-election of directors to replace those retiring by rotation in 2024 as follows:

(1) Approve the appointment of Mr.Thanachai Santichaikul to resume his positions of the Independent Director, Member of the Audit Committee, and Chairman of the Nomination and Remuneration Committee for another term with the majority as follows:

| Shareholders' vote | Number of votes (Votes) | Percentage |
|---|---|---|
| Approval | 7,686,118,813 | 99.9870 |
| Disapproval | 1,000,000 | 0.0130 |
| Abstention | - | - |
| Voided Ballot | - | - |
| Total (43 shareholders) | 7,687,118,813 | 100.0000 |

(2) Approve the appointment of Mr. Ka Ming Jacky Lam to resume his positions of the Director, Member of the Nomination and Remuneration Committee for another term with the majority as follows:

| Shareholders' vote | Number of votes (Votes) | Percentage |
|---|---|---|
| Approval | 7,686,118,813 | 99.9870 |
| Disapproval | 1,000,000 | 0.0130 |
| Abstention | - | - |
| Voided Ballot | - | - |
| Total (43 shareholders) | 7,687,118,813 | 100.0000 |

(3) Approve the appointment of Mr. Jessada Buranapansri to resume his positions of the Director, Member of the Corporate Governance and Sustainability Committee for another term with the majority as follows:

| Shareholders' vote | Number of votes (Votes) | Percentage |
|---|---|---|
| Approval | 7,686,118,813 | 99.9870 |
| Disapproval | 1,000,000 | 0.0130 |
| Abstention | - | - |
| Voided Ballot | - | - |
| Total (43 shareholders) | 7,687,118,813 | 100.0000 |

Remark : 1. The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes.

2. In considering in this agenda, the Company proposed to the Meeting for approval the appointment of the Directors on an individual basis

7) **To consider and approve the determination of the remuneration of the Company's directors and sub-committees for 2024**

A resolution was passed to approve the determination of remuneration of the Company's directors and sub-committees for 2024 in the total amount not exceeding 2,400,000 Baht to be paid quarterly excluding meeting allowance of Nomination and Remuneration Committee which will be paid per time and the authorization to the Board of directors to allocate such amount to each director and other sub-committees under the limit approved by the shareholders' meeting without any other benefits ,the approval was grant with the voting results as follows:

| Shareholders' vote | Number of votes (Votes) | Percentage |
|---|---|---|
| Approval | 7,687,118,813 | 100.0000 |
| Disapproval | - | - |
| Abstention | - | - |
| Voided Ballot | - | - |
| Total ( 43 shareholders) | 7,687,118,813 | 100.0000 |

Remark : The resolution for this agenda item requires a majority vote of not less than two-thirds (2/3) of the shareholders attending the meeting and casting their votes.

8) **To consider and approve the appointment of the auditors and the determination of remuneration of the auditors for 2024.**

The Meeting resolution passed to approve the appointment of the Company and its subsidiaries auditors from EY Company Limited for the year 2024 by determining that any of the following auditors to be able to audit and provide opinions to the financial statements of the Company and its subsidiaries:

1. Mr. Pornanan Kitjanawanchai CPA Registration No. 7792 and/or
2. Mr. Kittiphan Kiatsompop CPA Registration No. 8050 and/or
3. Mr. Chatchai Kasemsrithanawat CPA Registration No. 8513

In addition, the Meeting unanimously resolved to approve the determination of the auditor's remuneration for the year 2024 of the Company and its subsidiaries, totaling 10 ( Ten) companies, in the amount of THB 5,700,000 with a unanimous vote as follows:

| Shareholders' vote | Number of votes (Votes) | Percentage |
|---|---|---|
| Approval | 7,687,118,813 | 100.0000 |
| Disapproval | - | - |
| Abstention | - | - |
| Voided Ballot | - | - |
| Total ( 43 shareholders) | 7,687,118,813 | 100.0000 |

Remark : The resolution for this agenda item requires a majority vote of the shareholders attending the meeting and casting their votes.

9) **To consider and approve the amendment to Article 51 of the Company's article of association.**

The Meeting resolved to approve the amendment to Article 51 of the Company's article of association, including the authorization with a unanimous vote as follows:

| Shareholders' vote | Number of votes (Votes) | Percentage |
|---|---|---|
| Approval | 7,687,118,813 | 100.0000 |
| Disapproval | - | - |
| Abstention | - | - |
| Voided Ballot | - | - |
| Total ( 43 shareholders) | 7,687,118,813 | 100.0000 |

Remark : The resolution for this agenda item requires a majority vote of not less than three-fourths (3/4) of the shareholders attending the meeting and having the right to vote.

10) **To consider and approve the amendment of the Company's objectives and the amendment of Clause 3 of the Memorandum of Association – Objectives to align with the amendment of the Company's objectives.**

The Meeting resolved to approve the amendment of the Company's objectives and the amendment of Clause 3 of the Memorandum of Association – Objectives to align with the amendment of the Company's objectives, including the authorization with a unanimous vote as follows:

| Shareholders' vote | Number of votes (Votes) | Percentage |
|---|---|---|
| Approval | 7,687,118,813 | 100.0000 |
| Disapproval | - | - |
| Abstention | - | - |
| Voided Ballot | - | - |
| Total ( 43 shareholders) | 7,687,118,813 | 100.0000 |

Remark : The resolution for this agenda item requires a majority vote of not less than three-fourths (3/4) of the shareholders attending the meeting and having the right to vote.

11) **To consider and approve the issuance and offering of debentures of up to 300 million baht.**

The Meeting resolved to approve the issuance and offering of debentures of up to 300 million baht, including the authorization with the majority vote as follows:

| Shareholders' vote | Number of votes (Votes) | Percentage |
|---|---|---|
| Approval | 7,669,104,113 | 99.7657 |
| Disapproval | - | - |
| Abstention | 18,014,700 | 0.2343 |
| Voided Ballot | | - |
| Total ( 44 shareholders) | 7,687,124,413 | 100.0000 |

Remark : 1. During the consideration of this agenda item, there was 1 shareholder holding 5,600 shares, attending the meeting. Therefore, there were 44 shareholders and proxy holders, holding 7,687,124,413 shares in total, attending the meeting.

2. The resolution for this agenda item requires a majority vote of not less than three-fourths (3/4) of the shareholders attending the meeting and having the right to vote.

Please be informed accordingly.

Sincerely yours,

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Ms. Warangkana Kalayanapradit

Vice Chairman of the Executive Committee