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**Minutes of the Extraordinary General Meeting No. 3/2022  
of Sabuy Technology Public Company Limited**

**Date, Time, and Place**

The Extraordinary General Meeting of Shareholders No. 3/2022 (the “**Meeting**”) of Sabuy Technology Public Company Limited (the “**Company**”) was held on Wednesday, December 14, 2022 at 10.00 a.m. via the electronic platform and was broadcast from the Meeting Room, 2<sup>nd</sup> Floor of the Company’s office, 230 Bang Khun Thian Chai-thalae Road, Samae Dam Sub-district, Bang Khun Thian District, Bangkok 10150.

**Directors in Attendance**

- |                                 |  |
|---------------------------------|--|
| 1) Mr. Chakkrit Parapuntakul    | Chairman of the Board of Directors / Independent Director/ Chairman of the Audit Committee   |
| 2) Mr. Woravit Chailimpamontri  | Vice Chairman of the Executive Committee /Board of Directors / Member of the Nomination and Remuneration Committee / Chairman of the Risk Management Committee / |
| 3) Mr. Saran Supaksaran         | Independent Director / Member of the Audit Committee / Chairman of the Nomination and Remuneration Committee   |
| 4) Mrs. Umawadee Rattana-Udom   | Independent Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee   |
| 5) Mr. Chookiat Rujanapornpajee | Director / Chairman of the Executive Committee / Vice Chairman of the Risk Management Committee and Chief Executive Officer                                      |
| 6) Mr. Wirach Morakotkarn       | Director / Member of the Risk Management Committee / Member of the Executive Committee / Chief Commercial and Investment Officer                                 |
| 7) Mr. Wachirathon Kongsuk      | Director / Member of the Executive Committee / Chief Legal Service Officer   |
| 8) Mr. Jutiphan Mongkolsuthree  | Director   |
| 9) Mr. Khanat Kruthkul          | Director / Independent Director  |

**Others in Attendance**

- |                                  |                                   |
|----------------------------------|-----------------------------------|
| 1) Mr. Narongchai Wongthanavimok | CFO                               |
| 2) Mr. Anupat Srisuwanchai       | Commercial and Investment Manager |
| 3) Miss Duangruthai Sriwarom     | Company Secretary                 |

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The meeting commenced at 10.00 a.m.

Before the start of the Meeting, Miss Duangruthai Sriwarom, the company secretary who act as a conductor of the Meeting, stated that for the convenience of the shareholder and the current circumstance, the Company held the Extraordinary General Meeting of Shareholders No. 3/2022 via an electronic platform. The methods and procedures of this electronic meeting have been sent to all shareholders, together with the invitation letter to the Meeting.

The Company gave the shareholders an opportunity to submit suggestions or enquiries prior to the date of the Extraordinary General Meeting of Shareholders No. 3/2022 via the Company's email or by post to the Company's address. The Company arranged for question-and-answer sessions in the Meeting and recorded the minutes with regard to such questions and answers.

The Company would like to extend great appreciation to all shareholders and expects to receive cooperation from everyone.

The Company reserves the right to perform acts in the future and determine practices and measures for risk protection in accordance with the guidelines prescribed by the law and/or policy of government authorities. In this regard, the Company requests the shareholders' cooperation to strictly comply with the said measures.

The Conductor informed the Meeting of the Company's preliminary information as follows:

- |                      |                               |
|----------------------|-------------------------------|
| ● Registered capital | THB 2,249,389,341             |
| ● Paid-up capital    | THB 1,492,255,147             |
| ● Divided into       | 1,492,255,147 ordinary shares |
| ● Par value          | THB 1.00 THB per share        |

The Company scheduled November 23, 2022 as the date to record the names of the shareholders who were entitled to attend the Extraordinary General Meeting of Shareholders No. 3/2022 (Record Date).

At the Meeting today, there were 4 shareholders attending in person and 49 shareholders attending by proxy, a total of 53 shareholders, this represented 747,467,841 shares or 50.0898 percent of the total of 1,492,255,147 issued shares of the Company. A quorum was therefore constituted in accordance with Article 43 of the Company's Articles of Association, which provides that at a shareholders' meeting, a quorum shall consist of shareholders and proxies (if any) who represent not less than 25 persons, or no less than one-half of the total number of shareholders and holding an aggregate number of no less than one-third of the total number of issued shares.

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The Conductor informed the Meeting of the details of the sequence of agendas, enquiries, expressing opinions or making suggestions, voting methods, and the counting of votes in accordance with good corporate governance principles, and the details about the Electronic Meeting for the Extraordinary General Meeting of Shareholders No. 3/2022 as follows:

1. The Sequence of Agendas, Enquiries, Expressing Opinions or Making Suggestions

At this Meeting, the agendas would be considered according to the sequence specified in the invitation letter and would not be reshuffled, and for each of these items the supporting information would be presented thoroughly. During the Meeting, the shareholders and proxies would be given an opportunity to raise questions on each agenda.

Any shareholder or proxy who wished to raise questions, express opinions, or make suggestions could do so through 2 channels as follows:

1.1 Chat Channel, by means of pressing the Chat button, so that the meeting attendees could type their names, surname, and the details of whether they were shareholders who attended the Meeting themselves or by proxy, and, subsequently, specify the question, opinion or suggestion before pressing the Enter button for the submission of their message.

1.2 Audio Channel, by means of the Raising Hand button and switching on the microphone on the shareholder's device. Having been granted permission to speak from the system operator, the meeting attendees should give their names and surname as well as the details of whether they were shareholders who attended the Meeting themselves or by proxy, before raising any questions, expressing opinions or making suggestions. Having completed the question, the meeting attendees should press the Lower Hand button and switch off the microphone after their conversation had finished.

Voting would be conducted for each agenda, and before this the Company would answer any questions from shareholders or proxies after the information had been completely presented.

For any shareholder who had submitted a question, opinion or suggestion to the Company prior to the meeting date, the Company would respond to these questions or provide clarification to the shareholders who made inquiries for each agenda after the information on each agenda had been presented.

2. Voting and Counting of Votes for each Agenda

As this Meeting was conducted via an electronic platform, the ballots had not been printed. Prior to casting the vote on each agenda, the Chairman would inform the meeting attendees of the resolution and the counting of votes for each agenda. After having acknowledged the details of each agenda, the shareholders and proxies would be requested to comply with the voting procedures as follows:

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2.1 For the casting of votes, a shareholder or proxy would have the number of votes equivalent to the number of shares held in the Company or granted by the proxy grantor. Any shareholder who has a special interest in any agenda shall have no voting rights for such agenda, except for voting for the election of directors pursuant to Article 45 of the Company's Articles of Association.

2.2 Voting for each agenda shall be conducted openly through electronic voting (E-Voting) and one share shall always represent one vote. The shareholders or proxies shall only vote for either "approve", "disapprove" or "abstain", and no partial voting will be allowed, except for a custodian vote. The Company will deduct the disapproval votes and abstention votes from the total number of votes of the shareholders who attended the Meeting, and the remaining votes shall be regarded as approval votes for such agenda.

2.3 In the case of a proxy, if the grantor has cast a vote in advance, the meeting staff will count the cast votes according to the grantor's intention. Therefore, the proxy would not be required to cast votes at the Meeting. However, if the grantor did not specify his/her intention to vote for any agenda, or did not clearly specify his/her intention, or in the case that the Meeting considers or passes a resolution on any matter other than those specified in the proxy form, as well as in the case that any facts were amended or added, the proxy will have the right to consider and cast the votes for that agenda as appropriate.

2.4 The electronic voting (E-Voting) could be conducted by means of pressing one of the desired voting buttons: "Approve", "Disapprove", or "Abstain" as appears on the screen of the shareholders or proxies.

2.5 If a shareholder or proxy did not cast a vote on any agenda, the Company will consider that the shareholder or proxy agreed with that agenda. However, the casting of votes may be changed until the closing of voting for that agenda had been announced.

2.6 Shareholders and proxies shall have 1 minute to cast their votes after the opening of voting on each agenda had been announced. Once the voting option button has been pressed, the system will ask again to confirm the voting or not, so one press should be OK to confirm the voting. However, if the meeting attendees wished to change the voting, they could do so by pressing the voting option button again. When the close of the voting for each agenda had been announced, the meeting attendees would be unable to vote or change their votes. Subsequently, the voting results for that agenda would be announced to the Meeting and the Conductor would inform the voting results for all agendas to the Meeting before the Meeting was adjourned. The votes would comprise the approval votes, the disapproval votes, and the abstention votes, and once the voting results for any agendas have been announced, they would be deemed final.

2.7 The counting of votes in accordance with the agendas as specified in the Extraordinary General Meeting of Shareholders No. 3/2022 has been divided into 2 categories as stipulated in the Public Limited Companies Act B.E. 2535 (1992) (including any amendment) ("**Public Limited Companies Act**") and the Company's Articles of Association as follows:

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1) The agendas which require an approval resolution with a majority vote of the shareholders who attend the Meeting and cast their votes, namely, Agendas 1 in which the Company will calculate the voting based on the approval and disapproval votes only, with the exclusion of the abstention votes;

2) The agendas which require an approval resolution with the votes of not less than three-quarters of the total number of votes of the shareholders who attend the Meeting and are eligible to vote, namely, Agendas 2 and 3, in which the Company will calculate the voting based on the votes of the shareholders who attend the Meeting and are eligible to vote.

The Conductor invited Mr. Chakkrit Parapuntakul, the Chairman of the Board of Directors, acting as the Chairman of the Meeting (“**Chairman**”) to deliver the opening speech and declare the Extraordinary General Meeting of Shareholders No. 3/2022 duly convened via Electronic Meeting, and to propose that the Meeting consider the following agendas:

**Agenda 1 To consider and approve the minute of Extraordinary General Meeting No. 2/2022.**

The Company held the Extraordinary General Meeting No. 2/2022 on September 28, 2022 and prepared the minutes of the meeting with details as shown in copy of the Extraordinary General Meeting No. 2/2022.

The Board of Directors has considered that the Extraordinary General Meeting No. 2/2022 on September 28, 2022 was recorded correctly and completely, and deemed appropriate to propose to the Extraordinary General Meeting No. 3/2022 for an approval.

This agenda must pass a resolution of approval with a majority of the total number of votes of the shareholders who attend the meeting and cast their votes.

The resolution was passed by the majority of the total number of votes of the shareholders who attended the meeting and cast their votes as follows:

Voting	Scores (votes)	Percentage of the shareholders attending the meeting and entitled to vote.
Approve	747,285,841	99.5797
Disapprove	0	0
Abstain	182,000	0.0243
<b>Total</b>	<b>747,467,841</b>	<b>100.00</b>

**Agenda 2 To consider and approve cancellation the Company's ordinary shares which are issued to directors, executives and employees of the Company and Subsidiaries No. 3 (SABUY-WC) old set**

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According to the past situation, there is a significant change in the group structure and shares are issued to the Company or potential investors to co-invest with the Company. For appropriateness and motivate employees to exercise the right to convert SABUY-WC, the company therefore proposed to consider approving the cancellation of the original SABUY-WC that had been offered to directors, executives and employees of the company.

Number of warrants issued and offered for sale	Up to 40,000,000 units
Offering price per unit	0.00 Baht (no charge)
Offering Period	The Company will offer for sale of warrants issued to directors and employees of the Company and its subsidiaries within 1 year from the date of approval from the 2022 Annual General Meeting of Shareholders
Term of Warrants	3 years from the date of issuance of the warrants (the Company will not extend the term of the warrants and there is no requirement to call the warrant holder In this regard, the company will complete the offering of reserved shares according to the term of the warrants.
Exercise ratio of warrants	The Warrant issued to directors and employees of the Company and its subsidiaries, each 1 unit is entitled to purchase 1 newly issued ordinary share of the Company with a par value of 1 baht per share (except in the case of rights adjustment pursuant to the rights adjustment conditions).
Exercise price	38.00 baht per share unless there is an exercise price adjustment in accordance with the rights adjustment conditions.
Exercise period	Exercise every quarter, start at the 1st year for amount of 40% of the allotted rights in the first year and the remainder can be exercise after the 2nd year. The last exercise date is the last business day prior to the date on which the warrants reach 3rd years from the date of issuance of the warrants. If the last exercise date falls on the company's holiday The exercise date shall be postponed to the previous business day.

The Board of Directors has considered that deemed appropriate to propose to the 2022 AGM to consider and approve the cancellation of the issuance and offering of warrants to purchase ordinary shares of the Company to directors, executives and employees of the Company and its subsidiaries No. 3 (SABUY-WC), the old set

The Chairman inquired to the meeting if any shareholders or proxies wished to ask questions or express their opinions or have questions sent in advance by shareholders.

This agenda must pass a resolution of approval with a majority of the total number of votes of the shareholders who attend the meeting and cast their votes.

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The resolution was passed by the majority of the total number of votes of the shareholders who attended the meeting and cast their votes as follows:

Voting	Scores (votes)	Percentage of the shareholders attending the meeting and entitled to vote.
Approve	747,369,941	99.3146
Disapprove	98,200	0.6853
Abstain	0	0
Total	<b>747,468,141</b>	<b>100.00</b>

Remark: During this agenda there was a shareholder with 300 shares join the meeting, result in total 54 shareholders with 747,468,141 shares.

**Agenda 3 To consider and approve the issuance and offer for sale of warrants to purchase the Company's ordinary shares to the directors and the employees of the Company and its subsidiaries No. 3 (SABUY-WC) new set**

In order to reward for the performance of directors and employees of the Company and its subsidiaries who have been hard working to provide the best interest to the Company and the shareholders, and to motivate them to work further with the Company in the future, to achieve business goal and sustainable growth of the Company ,as well as to maintain the knowledgeable and competent personnel to work with the Company and to provide the directors, the executive officers and the employees the opportunities to be the co-owner leading them to have the mutual objectives with the shareholders which will bring the prosperity to the Company and its subsidiaries.

The Company therefore intends to issue and offer the warrants to purchase the Company's ordinary shares of the Company to the directors, the executive officers and the employees of the Company and its subsidiaries No.3 (SABUY-WC) new set in the amount of 40,000,000 units (Attachment 2)

Number of warrants issued and offered for sale	Up to 40,000,000 units
Offering price per unit	0.00 Baht (no charge)
Offering Period	The Company will offer for sale of warrants issued to directors and employees of the Company and its subsidiaries within 1 year from the date of approval from the Extraordinary General Meeting No. 3/2022

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Term of Warrants	3 years from the date of issuance of the warrants (the Company will not extend the term of the warrants and there is no requirement to call the warrant holder In this regard, the company will complete the offering of reserved shares according to the term of the warrants.
Exercise ratio of warrants	The Warrant issued to directors and employees of the Company and its subsidiaries, each 1 unit is entitled to purchase 1 newly issued ordinary share of the Company with a par value of 1 baht per share (except in the case of rights adjustment pursuant to the rights adjustment conditions).
Exercise price	18.00 baht per share unless there is an exercise price adjustment in accordance with the rights adjustment conditions.
Exercise period	Exercise every quarter, start at the 1st year for amount of 40% of the allotted rights in the first year and the remainder can be exercise after the 2nd year. The last exercise date is the last business day prior to the date on which the warrants reach 3rd years from the date of issuance of the warrants. If the last exercise date falls on the company's holiday The exercise date shall be postponed to the previous business day.

considering the allocation of warrants to the Company's directors. The details are as follows.

No.	Name	Number of warrants 2nd allocated	Number of warrants 3rd allocated
1	Mr.Wirach Morakotkarn	2,000,000	4,000,000
2	Mr.Chakkrit Parapuntakul	1,250,000	1,500,000
3	Mr.Saran Supaksaran	1,100,000	1,250,000
4	Mr.Woravit Chailimpamontri	900,000	1,000,000
5	Mr.Wachirathon Kongsuk	900,000	1,250,000
6	Mr.Chookiat Rujanapornpajee	900,000	900,000
7	Mrs.Umawadee Rattana-Udom	700,000	1,000,000
8	Mr.Jutiphan Mongkolsuthree	-	900,000
9	Mr.Khanat Kruthkul	-	900,000
10	Dr.Noppakorn Klintong	700,000	-
	<b>Total allocated to directors</b>	<b>8,450,000</b>	<b>12,700,000</b>

<b>Total allocated amount</b>	<b>29,500,000</b>	<b>40,000,000</b>
% allocated to all directors to		
others	28.64%	31.75%

The board of directors has considered and deemed appropriate to propose to the EGM3/2022 in order to seek the approval for the issuance and the offer for sale of warrants to purchase the Company's ordinary shares



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of the Company to the directors, the executive officers and the employees of the Company and its subsidiaries No.3 (SABUY-WC) new set.

The Chairman inquired to the meeting if any shareholders or proxies wished to ask questions or express their opinions or have questions sent in advance by shareholders.

As it appeared that none of the shareholders or proxies had any questions or comments on the agenda, the Chairman then proposed the meeting to approve the issuance and offering of warrants to purchase the Company's ordinary shares to directors, executives and employees of the Company and its subsidiaries No. 3 (SABUY-WC), a new allocate, which has adjusted the exercise price from 38 baht per share to 18 baht per share, amounting to 40,000,000 units.

This agenda must pass a resolution of approval with the votes of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote, without the objection of shareholders who collectively possess their total shares more than 10 percent of the total number of votes of shareholders attending the meeting. In this regard, the shareholders who are considered to have conflict of interest shall not have right to vote in this agenda.

The resolution was passed by the votes of not less than three-fourths (3/4) of the total number of votes of shareholders who attended the meeting and entitled to vote as follows:

Voting	Scores (votes)	Percentage of the shareholders attending the meeting and entitled to vote.
Approve	747,372,341	99.9868
Disapprove	98,300	0.0131
Abstain	0	0
Total	<b>747,470,641</b>	<b>100.00</b>

Remark: During this agenda there was a shareholder with 2,500 shares join the meeting, result in total 55 shareholders with 747,470,641 shares.

**Agenda 4 To consider and approve for the issuance and the offer for sale of SABUY-WC to the directors and the executive officers who will be allotted more than 5 percent of the total offered securities) in the amount not exceeding 4,000,000 units (under the issuance of SABUY-WC in the amount of 40,000,000 units) namely, Mr. Wirach Morakotkarn.**

Mr. Wirach Morakotkarn, the Director/Chief Executive officer of Commercial and Investment which has shown management performance including pushing various projects. He is a person who greatly contributes to the growth of the company very well and is a person who works for the group of companies with full capacity. Deems

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appropriate to be allotted SABUY-WC 4,000,000 units (under the issuance of SABUY-WC in the amount of 40,000,000 units)

The board of director has considered and deemed appropriate to propose to the EGM 3/2022 in order to seek the approval for the issuance and the offer SABUY-WC to Mr. Wirach Morakotkarn, the Director/Chief Executive officer of Commercial and Investment, in the amount not exceeding 4,000,000 units (under the issuance of SABUY-WC in the amount of 40,000,000 units) due to being the personnel who has brought benefits to the company group and has outstanding performance, as well as holds the positions as director and executive officer in the company group.

The Chairman inquired to the meeting if any shareholders or proxies wished to ask questions or express their opinions or have questions sent in advance by shareholders.

This agenda must pass a resolution of approval with the votes of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote, without the objection of shareholders who collectively possess their total shares more than 5 percent of the total number of votes of shareholders attending the meeting. In this regard, the shareholders who are considered to have conflict of interest shall not have right to vote in this agenda.

The resolution was passed by the votes of not less than three-fourths (3/4) of the total number of votes of shareholders who attended the meeting and entitled to vote as follows:

Voting	Scores (votes)	Percentage of the shareholders attending the meeting and entitled to vote.
Approve	744,970,079	99.9867
Disapprove	98,300	0.0131
Abstain	0	0
Total	<b>745,068,379</b>	<b>100.00</b>

Remark : Mr. Wirach Morakotkarn, holding 2,402,262 shares, is a person with special interest. therefore has no right to vote.

**Agenda 5 To consider and approve the Company's registered capital decrease by eliminating the ordinary shares remaining from the allocation**

The company may increase its registered capital by issuing more new shares when all shares have been issued and full payment has been received. Unless the unissued shares are shares issued to support convertible debentures or share warrants. Therefore, to increase the registered capital of the company to accommodate transaction and to comply with the law, the company has to decrease the registered capital of the

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company from the original registered capital THB 2,249,389,341 to THB 2,155,510,691 by eliminating the ordinary shares remaining from the allocation 93,878,650 shares at par value THB 1 details as follows;

1. New ordinary shares issued to accommodate the exercise of ESOP-WC old set 40,000,000 shares.
2. New ordinary shares issued to accommodate the general mandate 53,878,650 shares

The board of director has considered and deemed appropriate to propose to the EGM 3/2022 to consider and approve the Company's registered capital decrease by eliminating the ordinary shares remaining from the allocation.

The Chairman inquired to the meeting if any shareholders or proxies wished to ask questions or express their opinions or have questions sent in advance by shareholders.

The resolution was passed by the votes of not less than three-fourths (3/4) of the total number of votes of shareholders who attended the meeting and entitled to vote as follows:

Voting	Scores (votes)	Percentage of the shareholders attending the meeting and entitled to vote.
Approve	747,372,341	99.9868
Disapprove	98,200	0.0131
Abstain	100	0.0000
Total	<b>747,470,641</b>	<b>100.0000</b>

**Agenda 6 To consider and approve the amendment of the Memorandum of Association to be in line with the Company's registered capital decrease by eliminating the ordinary shares remaining from the allocation**

According to the consideration of the capital decrease of the Company in the amount of THB 93,878,650 from the existing registered capital of THB 2,249,389,341 to be the registered capital of THB of 2,155,510,691 by eliminating the ordinary shares remaining from the allocation the par value of THB 1 per share, Clause 4 of the Memorandum of Association of the Company must be amended in accordance with the details as follows:

"Clause 4.	Registered Capital	2,155,510,691 baht	(Two billion and one hundred fifty-five million, fifty-one thousand six hundred and ninety-one baht)
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Divided into	2,155,510,691 shares	(Two billion and one hundred fifty-five million, fifty-one thousand six hundred and ninety-one shares)
Value per share	1 baht	(One baht)
Categorized into:		
Ordinary Shares	2,155,510,691 shares	(Two billion and one hundred fifty-five million, fifty-one thousand six hundred and ninety-one shares)
Preferred Shares	- shares	( - )"

The board of director has considered and deemed appropriate to propose to the EGM 3/2022 to consider and approve for the amendment of Clause 4 of the Memorandum of Association of the Company regarding the registered capital of the Company in accordance with such the capital increase of the Company.

This agenda must pass a resolution of approval with the votes of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote.

The resolution was passed by the votes of not less than three-fourths (3/4) of the total number of votes of shareholders who attended the meeting and entitled to vote as follows:

Voting	Scores (votes)	Percentage of the shareholders attending the meeting and entitled to vote.
Approve	747,372,341	99.9868
Disapprove	98,200	0.0131
Abstain	100	0.0000
Total	<b>747,470,641</b>	<b>100.0000</b>

**Agenda 7 To consider and approve the increase of the Company's registered capital**

Subject to the agenda 3, (in case of receiving the approval from the shareholders), the Company is necessary to increase its registered capital to support the ESOP WC. Therefore, these agenda shall be proposed to the EGM 3/2022 to be approved for the capital increase of THB 40,000,000 from the existing registered capital of THB 2,155,510,691 to be the registered capital of THB 2,195,510,691 by issuing newly issued ordinary shares in the amount of 40,000,000 shares at the par value of THB 1 per share. The details are shown in the Capital Increase Report (F53-4), Attachment (3).

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The board of director has considered and deemed appropriate to propose to the EGM 3/2022 in order to consider and approve for the capital increase of the Company in the amount of THB 40,000,000 from the existing registered capital of THB 2,155,510,691 to be the registered capital of THB 2,195,510,691 by issuing newly issued ordinary shares in the amount of 40,000,000 shares at the par value of THB 1 per share.

This agenda must pass a resolution of approval with the votes of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote.

The resolution was passed by the votes of not less than three-fourths (3/4) of the total number of votes of shareholders who attended the meeting and entitled to vote as follows:

Voting	Scores (votes)	Percentage of the shareholders attending the meeting and entitled to vote.
Approve	747,372,341	99.9868
Disapprove	98,200	0.0131
Abstain	100	0.0000
Total	<b>747,470,641</b>	<b>100.0000</b>

**Agenda 8 To consider and approve the amendment of the Memorandum of Association to be in line with the Company's registered capital increase**

According to the consideration of the capital increase of the Company in the amount of THB 40,000,000 from the existing registered capital of THB 2,155,510,691 to be the registered capital of THB of 2,195,510,691 by issuing newly issued ordinary shares in the amount of 2,155,510,691 shares at the par value of THB 1 per share, Clause 4 of the Memorandum of Association of the Company must be amended in accordance with the details as follows:

"Clause 4.	Registered Capital	2,195,510,691 baht	(Two billion and one hundred ninety-five million, fifty-one thousand six hundred and ninety-one baht)
	Divided into	2,195,510,691 shares	(Two billion and one hundred ninety-five million, fifty-one thousand six hundred and ninety-one shares)

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Value per share	1 baht	(One baht)
Categorized into:		
Ordinary Shares	2,195,510,691 shares	(Two billion and one hundred ninety-five million, fifty-one thousand six hundred and ninety-one shares)
Preferred Shares	- shares	( - )"

The board of director has considered and deemed appropriate to propose to the EGM 3/2022 in order to consider and approve for the amendment of Clause 4 of the Memorandum of Association of the Company regarding the registered capital of the Company in accordance with such the capital increase of the Company.

This agenda must pass a resolution of approval with the votes of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote.

The resolution was passed by the votes of not less than three-fourths (3/4) of the total number of votes of shareholders who attended the meeting and entitled to vote as follows:

Voting	Scores (votes)	Percentage of the shareholders attending the meeting and entitled to vote.
Approve	747,372,341	99.9868
Disapprove	98,200	0.0131
Abstain	100	0
Total	747,470,641	100.00

#### Agenda 9 To consider and approve the allocation of newly issued ordinary shares

##### Facts and Reasons

Subject to the agenda 8, the agenda 9, the agenda 11, and the agenda 12 and the agenda 13 (in case of receiving the approval from the shareholders), the Company is necessary to allotment of 40,000,000 newly issued ordinary shares with a par value of THB 1 per share, to support the issuance and offering of warrants to purchase the Company's ordinary shares to the directors and employees of the Company and its subsidiaries No. 3 (SABUY-WC) free of charge (zero baht). The warrants are valid for 3 years from the date of issuance. and has an exercise ratio of 1 warrant per 1 newly issued ordinary share at an exercise price of 18 baht per share.

The board of director has considered and deemed appropriate to propose to the EGM 3/2022 in order to consider and approve for the allotment of newly-issued ordinary shares following the abovementioned details, and

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has authorized the Chief Executive Officer to consider other details, including the amendment as well as modification the conditions and details involved in the issuance and the allotment of newly-issued ordinary shares.

This agenda must pass a resolution of approval with the votes of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote.

The resolution was passed by the votes of not less than three-fourths (3/4) of the total number of votes of shareholders who attended the meeting and entitled to vote as follows:

Voting	Scores (votes)	Percentage of the shareholders attending the meeting and entitled to vote.
Approve	747,372,341	99.9867
Disapprove	98,200	0.0133
Abstain	100	0
Total	<b>747,470,641</b>	<b>100.00</b>

**Agenda 10 Other matters (if any)**

This agenda is for providing an opportunity for the shareholders to ask questions and/or to provide useful suggestions to the Board of Directors and/or for the directors to clarify their inquiries or concerns (if any).

A shareholder named Mrs.Chayada Maison submitted questions through the meeting system as follows:

1. The shareholder ask executives about having a talented team, but the stock price continued to decline throughout the year. Until reaching the lowest point of the year, the shareholder would like to know if the Board of Directors or Management sees it as a problem or not and management is aware of this or not?

ANSWER Mr.Wirach Morakotkarn, Director, answered this question as follows: The falling of stock prices is a market mechanism. However, management is aware of this and will strive to build the fundamentals of the company to keep it going strong.

2. The shareholder ask how will the results of the fourth quarter be? Will there be a profit from normal operations and non-investment?

ANSWER Mr.Wirach Morakotkarn, Director, answered this question as follows: The fundamentals of the company from growth from that investment and operating profit quarter on quarter and year on year are growing steadily if taking out the expenses arising from the investment it is showing that profits are growing steadily. The investment profits are in accordance with the accounting standards set for each type of investment. Some of which must be marked to market, which must recognize both profit and loss. However, the fundamentals of the company



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- Translation -

continue to grow and are confident that it will be able to generate revenue and profit as presented to the market and analysts. Although, the annual revenue target of 5 billion is still in the achievable part and the company has many businesses generate profits, such as the drop off business.

Management is still doing the best way to establishing the Company fundamentals. For the stock price, it depends on the market mechanism, but the executives still focus on the performance that affects the stock price as well.

For the question of setting up Holding company model, it is waiting for the results of the study from the advisor and will be considered in the Board of Directors early next year and will presented to the shareholders at the Annual General Meeting of Shareholders or maybe sooner.

None of the shareholders or proxies raised additional questions or expressed any opinions, the Chairman, then, declared the Extraordinary General Meeting of Shareholders No. 3/2022 adjourned and thanked the shareholders for their attendance.

The Meeting was adjourned at 11.11 a.m.

Signed ..... Chairman of the Meeting

(Mr.Chakkrit Parapuntakul)

Chairman of the Board of Directors

Signed.....

(Miss Duangruthai Sriwarom)

Company Secretary

Minutes Recorder