

(Translation)

**Minutes of the 2024 Annual General Meeting of Shareholders of
Matching Maximize Solution Public Company Limited (the “Company”)**

Date, Time and Place

The Meeting was held on 24 April 2024 at 10.00 a.m. at Ratchadamnoen Room, Royal Princess Hotel Larn Luang, Bangkok, 269 Larn Luang Road, Pomprab, Bangkok 10100. The Company recorded this AGM in a form of video.

Directors/Executives present at the Meeting

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| 1. | Mr. Sansrit Yenbamrung | Chairman of the Board of Directors |
| 2. | Yaowalak Poolthong, Ph.D. | Director |
| 3. | Mr. Poomchai Wacharapong | Director |
| 4. | Mr. Neil Wayne Thompson | Director |
| 5. | Mr. Komkrit Sirirat | Director |
| 6. | Mr. Chayanont Ulit | Director and Chief Executive Officer |
| 7. | Mr. Akarat Na Ranong | Independent Director and Chairman of Audit Committee |
| 8. | Mr. Kamol Ratanachai | Independent Director and Audit Committee |

Directors/Executives absent at the Meeting

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| 1. | Mr. Chatrapee Tantixalerm | Independent Director and Audit Committee |
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At present, the Company has a total of 9 directors. All the 8 directors have attended the 2024 Annual General Meeting of Shareholders.

Auditor and Legal Counsel in attendance

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| 1. | Mr. Sa-nga Chokenitisawat | Auditor from PricewaterhouseCoopers ABAS Limited |
| 2. | Ms. Kulkanist Khamsirivatchara | Legal Advisor from Siam Premier International Law Office Limited |

Preliminary Proceedings

Mr. Sansrit Yenbamrung, the Chairman of the Board, was the Chairman of the Meeting (the “**Chairman**”), has declared the Meeting open and entrusted Mr. Nanat Sonsa-ad, the Company Secretary, acting as secretary of the Meeting (the “**Secretary**”) to proceed with the meeting, and clarify the details of each agenda, and procedures in relation to voting by shareholders.

The Secretary informed the Meeting that there were 10 shareholders attending the Meeting in person holding a total of 331,620 shares and 24 shareholders attending the Meeting via proxy holding a total of 688,971,615 shares whereby there were a total of 34 shareholders attending the Meeting constituting a total of 689,303,235 shares or 88.1881 percent of all the issued shares of the Company (there were a total of 781,628,733 issued shares of the Company), thereby forming a quorum under the Company’s Article of Association. After the Meeting was declared open, there were additional shareholders and proxies who came to register for Meeting attendance resulting in a total attendance of 37 persons holding a total of 689,499,453 shares or 88.2132 percent of total issued shares of the Company.

The Secretary has explained the voting procedure in each agenda as follows:

1. One share is entitled to one vote. Thus, each shareholder has votes in accordance with the shares held or by proxy.

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2. Shareholder who has special interests on a given agenda has no right to cast the vote on such agenda. However, in the agenda on an appointment of the director; all shareholders can cast their votes without being regarded as constituting special interests. Furthermore, for the Good Corporate Governance Principles, in Agenda 6 on consideration and approval of the directors' remuneration, the Director who is a shareholder of the Company and has attended this Meeting had casted his/her abstaining vote in advance.
3. In each agenda, the Secretary will ask whether there is any shareholder who disapproves and abstains from voting. If there is no disapproving or abstaining vote, the Secretary will conclude the resolution in such agenda as approved with unanimity. Should any shareholders wish to disapprove or abstain from voting, they are required to mark on the voting ballot given during the registration procedure before the Meeting starts. In this regard, the shareholder shall mark a cross sign in the slot and raise their hands so that the officers can collect such voting ballots for voting collection. For shareholders who do not disapprove or abstain from voting, it shall be deemed that such shareholders approve the proposed agenda and do not require marking on the voting ballot. The Company will take disapprove and/or abstain from voting to deduct from the total vote of shareholders attending the Meeting to conclude the resolution in such agenda. For the shareholders who do not return the disapproving or abstaining vote ballots to the officers, the Company will deem that such shareholders have approved the proposed agenda.

However, for the Good Corporate Governance Principles of the Stock Exchange of Thailand, in Agenda 5 on the appointment of directors replacing those who retire by rotation; the shareholders who wish to approve, disapprove, or abstain from voting are requested to cast their votes in the given voting ballot and return the vote ballots to the officers for voting collection.

The following voting ballot shall be deemed voided:

- (1) Voting ballot marked in more than one slot;
 - (2) Voting ballot with any cross out with no certified signature; and
 - (3) Voting ballot with mark but with no certified signature;
4. For the proxy whom the grantor indicated the approving, disapproving, or abstaining votes on any agenda in the proxy form, the proxy is not required to vote in the voting ballot. The Company will count the votes as appeared in the proxy form. Meanwhile, for the proxy whom the grantor did not indicate the votes in the proxy form, the proxy shall cast his/her votes in each agenda as if the shareholder attending the Meeting in person.
 5. The Secretary will inform the Meeting for the conclusion of voting result in each Agenda, whereby the voting result shall be total votes of the latest number of shareholders attending the Meeting in person or via proxy of each agenda.
 6. The resolutions of the Meeting consist of the following votes:
Agenda 1, 3, 4, 5 and 7, to be approved by a simple majority of the total number of votes of the shareholders attending and casting their votes at the Meeting;
Agenda 6 to be approved by not less than two-thirds of the total number of votes of the shareholders attending the Meeting;
Agenda 8 to be approved by not less than three-fourths of the total number of votes of the shareholders attending the Meeting and having the right to vote; and
Agenda 2 as a matter for acknowledgement for which no voting is required.

In this regard, the Company invited Ms. Pornpilai Kosolprapha, an Independent Legal Counsel, to verify the voting procedure together with OJ International Company Limited.

The Secretary to propose the Meeting to consider the following agenda:

Agenda 1 To consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2023 held on 26 April 2023

The Secretary proposed the Meeting to consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2023 held on 26 April 2023, the copy of which was sent to the shareholders together with the notice of this Meeting. Also, the Board of Directors considered that the Minutes of

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the Annual General Meeting of Shareholders for the year 2023 was correctly recorded therefore it is appropriate to propose to the Meeting to approve such Minute.

The secretary asked shareholders if they had any questions or suggestions, it is appeared that there is no question or suggestion from shareholders/proxies.

Resolution: The Meeting resolved by unanimous vote that the Minutes of the Annual General Meeting of Shareholders for the year 2023, held on 26 April 2023 be adopted as proposed in all respects with the votes of 689,303,235 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote abstaining and 0 voided ballot(s).

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

The Secretary requested Mr. Chayanont Ulit, Director and Chief Executive Officer, to report the operating results of the Company for 2023 to the Shareholders' Meeting, which could be summarized as follows:

The overview of the Company and our subsidiaries for the year 2023, there was an income in the amount of Baht 450.78 million and a profit in the amount of Baht 20.13 million. The details are as follows:

- (1) **Equipment rental service business** which is operated by Gearhead Company Limited ("**Gearhead**") had an income of Baht 325.67 million and a profit of Baht 8.91 million. After the outbreak of the coronavirus (COVID-19), the production of foreign films and commercials has increased which causes Gearhead to increase the investment in various equipment to be modern and meet customer's needs. In this regard, the investment decision will be based on the customer's needs as the main focus to reduce investment risk.
- (2) **Studio rental service business** which is operated by The Studio Park (Thailand) Company Limited ("**Studio Park**") had an income of Baht 79.82 million and a profit of Baht 6.21 million due to the growth of the streaming business and foreign movies in which the main service area is still the Sound Stage of all 5 studios. In addition, Studio Park offers other areas such as a Skytrain, a swimming pool, a Thai house, a backlot, and various empty areas to provide services for filming movies, dramas, and commercials both domestically and internationally.
- (3) **The Content production business** which is operated by the Company. The main business is to provide production services of dramas for various broadcast channels in the country in order to create new business opportunities and extend Gearhead's filming equipment to maximum benefit. In the past year, the Company has been hired to produce content for Work Point and MONO channels which are Suesa Tad Sing Ling Lok Chao, Thao Kradangnga, and My Miracle. In addition, the Company has been hired to organize various important events and exhibitions for government agencies as well.

Business trends in the year 2024 are good which is considered by the statistics of foreign filming in Thailand (according to TFO Thailand Film Office, Department of Tourism, Ministry of Tourism and Sports). In the first quarter, it was found that there is twice of the investment in Thailand as in the same period of the year 2023. The trends of each business in the year 2024 can be summarized as follows:

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- (1) **Gearhead's equipment rental service business.** There is a tendency for income to increase by approximately 10 to 15 percent.
- (2) **Studio Park's studio rental service business.** It is expected that the income will increase approximately 10 percent.
- (3) **The Company's content production business** is in the process of searching for new business opportunities to create income for the Company in which the Company offers and presents dramas through new broadcast channels increased from the previous year and is also hired to organize important events and exhibitions for various agencies, both the state and private sectors, for instance, the Maha Songkran event where the Company was given the opportunity by the government to organize the main stage on Silom Road which received good feedback. As a result, it is expected that the Content production business will increase approximately 10 percent.

From what has been mentioned above, the overview of the business trends of the Company and our subsidiaries are therefore likely to have an increase in operating results of approximately 10 percent. However, in 2024, in addition to generating profits, the Company also places importance on driving sustainable business. The Company provides operations that are concerned about the concept of sustainable organizational development or Environmental, Social, and Governance (ESG), for instance, changing street lamps to LED bulbs, using global positioning systems (GPS) for car tracking to record history and calculate consumption rates so that resources can be used efficiently, the environmentally friendly procurement policies, or setting a plan for the goal of reducing greenhouse gas emissions to be in accordance with the policy of the Stock Exchange of Thailand. In addition, the Company also has continuous social and governance performance. The Company received an excellent governance assessment from the Thai Institute of Directors (IOD). In 2023, the Company received a full 100 points from the annual general meeting (AGM) assessment from the Thai Investors Association.

Mr. Kamol Ratanachai, Independent Director and Audit Committee member then informed the Meeting of the Company's policy of good corporate governance and anti-corruption in the past year. It can be summarized that the Company still focuses on creating balance from the inside to the outside of the Company, giving importance to personnel by creating awareness, participation and teamwork. The Board of Directors will set policies and guidelines for good corporate governance for directors, executives, and employees to act in accordance under 4 processes as follows:

- (1) Reviewing and improvement which will be carried out continuously so that policies, regulations and guidelines are within the framework established by law.
- (2) Promoting awareness and thorough practices to support the Company's operations in accordance with good corporate governance policies and be in line with the policies of the Thai Private Sector Collective Action against Corruption (CAC), the Personal Data Protection Act (PDPA), and the Sustainability Policy (Environmental, Social, and Governance (ESG)).
- (3) Tracking and processing. It is an operation to achieve objectives and to comply with laws, policies, rules, and regulations. It is divided into 3 levels which are Employee Level, Manager Level, and Board Level.
- (4) Disclosure of information. The Company promotes and supports the disclosure of information that is accurate, complete, and adequate to all relevant parties.

In conclusion, the four processes are interconnected and are carried out continuously and systematically. In addition, in 2024, the Company is preparing to apply for the renewal of certification from the Thai Private Sector Collective Action against Corruption (CAC).

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The secretary asked shareholders if they had any questions or suggestions. Some shareholders/proxies asked questions at the Meeting, which can be summarized as follows:

Mr. Songphon Sukonthaphong, a proxy from the Thai Investors Association, asked the following questions:

- (1) Market share of studio rental services, reasons why customers do not choose to use the service and plans to increase the Company's market share.
- (2) The number of movies, dramas, and series that the Company has contracted to produce content for both Free TV channels and via the OTT platforms, including the Company's goals for 2024.
- (3) The payback period of the rental equipment, the percentage proportion if calculated as the annual rate of return (Internal Rate of Return: "IRR"), the maximum usage period of the rental equipment if the risk of equipment obsolescence is not considered, and the percentage of the capitalization value compared to the investment value in the case of obsolete equipment.
- (4) The Company's strategy for restructuring its business to be in line with changes in online and digital media.

Mr. Chayanont Ulit, Director and Chief Executive Officer clarified to the Meeting as follows:

- (1) It would be difficult to calculate the market share in numbers. However, the reservation ratio of Gearhead's equipment rental service business has almost reached Gearhead's full capacity. In the case that any type of equipment is not sufficient and is requested by the customer, Gearhead will import such equipment from abroad in order to support more works by mainly considering from customer needs to reduce investment risk. For the Studio Park, there will have space allocated to suit customers. However, there are advantages of the Studio Park because there is no competitors at its level in Thailand.
- (2) In 2023, the Company was hired to produce 3 dramas for the Free TV channel. In 2024, the Company also set a target for the same amount of 3 dramas. For the OTT platforms, the Company was hired to produce one drama for the MONO channel. However, in the OTT platforms, the competition is quite high, the Company therefore tried to insert itself into the market as a contractor first.
- (3) Gearhead rental equipment is divided into 2 categories as follows:
Category 1 Lighting equipment: Lighting equipment will have additional investment if there is a request from the customer before the investment so the payback period is not long, it is approximately 2 years in general. Moreover, the lifespan of the lighting equipment is quite long for 10 years or more or until fully depreciated.
Category 2 Digital cameras: Digital cameras are expensive and the technology of the camera changes quickly. Therefore, the investment in digital cameras of the Company is less than lighting equipment. If there is no request from the customer yet, Gearhead will not invest more on digital cameras. In addition, most digital cameras pay back in about 5 years which is equivalent to its useful life and depreciation period.
- (4) The Company and our subsidiaries' businesses do not have the main income from the Free TV channel. Therefore, the impact from online and digital media may have an impact only on the Content production business in which the Company can still change to other formats. As for Gearhead and the Studio Park, customers are a group of foreign films and films which has a positive business opportunity in the future.

The Secretary then proposed the Meeting to acknowledge the Company's operating results for the year 2023, the details of which were set out in the

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2023 Form 56-1 One Report of the Company that was sent to the shareholders together with the notice of this Meeting.

Resolution: The Meeting acknowledged the Company's operating results for the year 2023 as proposed in all respects.

Agenda 3 **To consider and approve the Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) in respect of the fiscal year ended 31 December 2023 as audited by the certified auditor and to acknowledge the Auditor's report**

The Secretary requested Mrs. Ladawan Khumsap, the person taking the highest responsibility in finance and accounting, to inform the details of the Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) in respect of the fiscal year ended 31 December 2023 which have been audited by the certified auditor and to acknowledge the Auditor's report, the details of which were set out in the Company's financial statements which formed part of the 2023 (Form 56-1 One Report) sent to the shareholders together with the notice of this Meeting and can be summarized as follows:

Financial Statements ended 31 December (Consolidated) (Unit: Baht million)

Account Record	2023	2022	Increase (Decrease)	
			Amount Baht Million	%
Total Assets	1,539.59	1,537.42	2.17	0.14
Total Liabilities	263.79	280.58	(16.79)	-5.98
Total Shareholders' Equity	1,275.80	1,256.84	18.96	1.51

Statement of Comprehensive Income (Loss) ended 31 December (Consolidated) (Unit: Baht million)

Account Record	2023	2022	Increase (Decrease)	
			Amount Baht Million	Percentage
Total Revenue	450.78	343.13	107.65	31.37
Cost	(309.24)	(282.72)	26.52	9.38
Gross Profit	141.54	60.41	81.13	134.30
Other Revenue (Expense)	10.40	1.36	9.04	664.71
Selling, General & Administrative Expense, Financial Cost	(126.17)	(127.21)	(1.04)	-0.82
Profit (Expense) before Income Tax	25.77	(65.44)	91.21	139.38
Tax Income (Expense)	(5.64)	0.18	5.82	3,233.33
Net Annual Profit (Loss)	20.13	(65.26)	85.39	130.85

The secretary asked shareholders if they had any questions or suggestions. Some shareholders/proxies asked questions at the Meeting, which can be summarized as follows:

Mr. Songphon Sukonthaphong, a proxy from the Thai Investors Association, asked the following questions:

- (1) The Company's goals for the business of equipment rental services, for instance, the number of movies to be provided so that our subsidiary can maintain net profits.
- (2) How to manage resources and equipment to maintain net profits and avoid price wars over equipment rental fees

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- (3) The reason why gross profits in the year 2023 are higher than in the past, the administrative costs that have increased and strategies for generating income from the Company's Content production business in order to keep up with the growth of the OTT platforms market because over the past 4-5 years, the compound annual growth rate of the OTT platforms market has been higher than the Company's revenue growth rate
- (4) Proportion of use of the Studio Park in generating income for the Company
- (5) Important reasons for the reconciliation of expected loss allowance for debtors according to Note 10 of the Company's financial statements, along with the Company's guidelines for dealing with such items

Mr. Chayanont Ulit, Director and Chief Executive Officer, clarified questions (1), (2), and (4) to the Meeting as follows:

- (1) It would be difficult to estimate the number of movies because the funds for each matter are not equal. The Company will consider the number of equipment that are used for rental services. If it is fully booked, the Company will be able to maintain its profit level. However, if there is a plan to increase income, the Company may have to make additional investments.
- (2) The main business of the Company depends on the foreign movie business that enter into Thailand which is currently likely to increase. The business that tends to be affected is more likely to be the Thai drama business. Gearhead is currently the largest operator so the competitors are not considered as a factor in determining price. The price depends mainly on the negotiation between the Company and customers.
- (4) At present, the Company has made use of all the developed space including 5 studios. For the area that is awaiting for the development, it is approximately 30 percent of the total area.

Mrs. Ladawan Khumsap, Senior Director of Business Support and Head of Accounting and Finance department clarified questions (3) and (5) as follows:

- (3) Regarding gross profit. During the past 3 to 4 years during the outbreak of the coronavirus (COVID-19), the Company's income decreased because foreign operators delayed the filming production. However, in 2023, foreign films will begin to return to film in Thailand for a long period of time so the Company's profits will increase. If the foreign film business continues to increase, the Company will also have an opportunity to maintain its profit level.

Regarding expenses. The Company already has a policy to control and manage expenses by focusing on debt collection in order to reduce the reserve for doubtful debts and the Company can reduce more costs.

Mr. Chayanont Ulit, Director and Chief Executive Officer added that regarding the OTT platforms, in fact, the OTT platforms have not grown much. There are only Netflix and dramas broadcast in China that are doing well. However, the Company has started to produce dramas for China through the GMM25 channel.

- (5) This note is in accordance with accounting standards that require an allowance for losses to be set up from the first day the invoice is issued. If comparing two years, it can be seen that the Company's debt collection improved and the receivables and allowance for doubtful accounts decreased. The Company has a debt collection team, including a marketing team, a main collection team, and a legal team respectively.

After that, the Secretary proposed the Meeting to consider and approve the Company's Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) in respect of the fiscal year ended 31 December 2023 which have been audited by the certified auditor and to acknowledge the Auditor's report.

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Resolution: The Meeting resolved by unanimous vote that the Company's Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) in respect of the fiscal year ended 31 December 2023 which have been audited by the certified auditor be approved and the Auditor's report be acknowledged with the votes of 689,499,453 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote abstaining and 0 voided ballot(s).

Agenda 4 **To consider and approve no appropriation of profit as the legal reserve and no distribution of dividend in respect of the operating results for the year 2023**

The Secretary informed the Meeting that according to Section 116 of the Public Companies Act B.E. 2535 (as amended) and the Company's Article of Association, the Company is required to allocate part of the annual net profit as a reserve fund in an amount not less than 5 percent of the annual net profit and subtracted with the sum of accumulated loss brought forward (if any) until the reserve fund amounts to not less than 10 percent of the registered capital. Furthermore, the Company's dividend policy prescribes that the dividend shall be paid in the amount of approximately 40 percent of the net profit during the accounting period. However, the dividend payment shall be made subject to the condition that the Company is not required to use such funds and the dividend payment shall not have material effect on the Company's normal business operation. The Company's operating results for the fiscal year ended 31 December 2023 (according to Separate Financial Statements ended 31 December 2023 audited by the certified auditors) shows the accumulated deficit. Thus, the Board of Directors considered and deemed it appropriate to propose to the Meeting as follows:

1. No appropriation of profit as the legal reserve; and
2. No dividend payment from the operating results of the year 2023.

The secretary asked shareholders if they had any questions or suggestions, it is appeared that there is no question or suggestion from shareholders/proxies.

After that, the Secretary proposed the Meeting to consider and approve no appropriation of profit as the legal reserve and no distribution of dividend in respect of the operating results for the year 2023.

Resolution: The Meeting resolved by unanimous vote that no appropriation of profit as the legal reserve and no distribution of dividend in respect of the operating results for the year 2023 be approved as proposed in all respects with the votes of 689,499,453 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote abstaining and 0 voided ballot(s).

Agenda 5 To consider and approve the appointment of directors replacing those who retire by rotation

The Secretary informed the Meeting that according to the law and the Company's Articles of Association, at every annual general meeting of shareholders, at least one-third of the directors must retire from office. If the number of directors is not a multiple of three, then the number nearest to one-third shall retire from the office and the retired directors are eligible for re-appointment. There are 3 directors who shall retire by rotation at the Annual General Meeting of Shareholders for the year 2024, namely:

1. Mr. Chatrapee Tantixalerm Independent Director and Audit Committee
2. Mr. Neil Wayne Thompson Director; and
3. Mr. Komkrit Sirirat Director

To comply with the Good Corporate Governance Principles, directors who must retire by rotation in this Meeting have temporarily left the Meeting room and will come back after the completion of voting on this agenda.

The Secretary informed the Meeting that, in compliance with the Good Corporate Governance Principles, the Company had provided opportunities through an announcement on the Stock Exchange of Thailand's Electronic System and the Company's website from 14 September 2023 to 31 December 2023 through the determination of criteria so that shareholders may nominate persons to be selected as the Company's directors in advance so that the Nomination and Remuneration Committee may consider the appropriateness. In this Meeting, no shareholder proposed any person to be elected as director to the Company.

The Board of Directors (upon the approval of the Nomination and Remuneration Committee) considered and deemed it appropriate that the 3 directors are qualified persons with the knowledge, expertise and experience in the Company's business and have performed their duty professionally and possess full qualifications under the law. For the independent director who was proposed to be re-appointed as the independent director at this Meeting, he can provide an independent opinion freely in accordance with relevant rules and regulations. The Board of Directors (upon the suggestion and approval of the Nomination and Remuneration Committee) deemed appropriate to nominate the 3 directors aforementioned to be re-appointed as the Company's directors for another term. The persons who were proposed on this Meeting had passed the procedures specified by the Company and are suitable for the Company's business operation.

The profiles and the information regarding to the position in other businesses of 3 directors who shall retire by rotation was sent together with the notice of this Meeting to the shareholders.

The secretary asked shareholders if they had any questions or suggestions, it is appeared that there is no questions or suggestions from shareholders/proxies.

And for the Good Corporate Governance, in this Agenda, the Secretary proposed the Meeting to consider and approve the re-appointment of each of the 3 directors who are due to retire by rotation.

Resolution: The Meeting resolved by the vote that the 3 directors who shall retire by rotation be approved for re-appointment as directors of the Company for another term as follows:

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1. Mr. Chatrapee Tantixalerm Independent Director and Audit Committee

with the unanimous votes of 689,499,453 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), with 0 vote disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote abstaining and 0 voided ballot(s);

2. Mr. Neil Wayne Thompson Director;

with the unanimous votes of 689,499,453 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), with 0 votes disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote abstaining and 0 voided ballot(s); and

3. Mr. Komkrit Sirirat Director

with the unanimous votes of 689,499,453 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), with 0 vote disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote abstaining and 0 voided ballot(s).

Agenda 6 To consider and approve the directors' remuneration for 2024

The Secretary informed the Meeting that the Nomination and Remuneration Committee considered the directors' remuneration for the year 2024 according to the expansion of business, the growth in profit of the Company as well as the duties and responsibilities of each director. Therefore, the Board of Directors (upon the suggestion and approval of the Nomination and Remuneration Committee) deemed it appropriate to propose the Meeting to determine the directors' remuneration for the year 2024, the details of which were as appeared in the notice of this Meeting in the same rate as for the year 2023 as follows:

Monthly remuneration (per person)

Board of Directors

Chairman	Baht 60,000
Director	Baht 30,000

Other Sub-Committees

Chairman	Baht 30,000
Director	Baht 20,000

The Nomination and Remuneration Committee and the Corporate Governance Committee will not receive the monthly remuneration.

Meeting allowance (per person per meeting)

Nomination and Remuneration Committee

Chairman of Nomination and Remuneration Committee	Baht 30,000
Nomination and Remuneration Committee	Baht 20,000

Corporate Governance Committee

Chairman of Corporate Governance Committee	Baht 30,000
Corporate Governance Committee	Baht 20,000

The Board of Directors and other Sub-Committees will not receive the meeting allowance.

The Company's current sub-committees consist of the Executive Committee, the Audit Committee, the Nomination and Remuneration Committee and the Corporate Governance Committee. The other sub-committees being in the position of the directors of the Company will also receive the remuneration in the capacity of directors.

Moreover, the Company has no policy to offer benefits other than in monetary benefits to the directors.

The secretary asked shareholders if they had any questions or suggestions, it is appeared that there is no questions or suggestions from shareholders/proxies.

After that, the Secretary proposed the Meeting to consider and approve the directors' remuneration for the year 2024 as aforementioned which will be effective until the Shareholders' Meeting resolves otherwise.

Resolution: The Meeting resolved by more than two-thirds of the shareholders who are attending the Meeting that the directors' remuneration for 2024 be approved to be effective until the Shareholders' Meeting resolves otherwise as proposed in all respects, with the votes of 689,498,453 votes approving (99.9999 percent of the total votes of the shareholders attending the meeting), with 0 vote disapproving (0 percent of the total votes of the shareholders attending the meeting), 1,000 votes abstaining (0.0001 percent of the total votes of the shareholders attending the meeting) and 0 voided ballot(s).

Agenda 7 **To consider and approve the appointment of the Company's auditors and their remuneration for 2024**

The Secretary informed the Meeting that Section 120 of the Public Companies Act B.E. 2535 (as amended) requires that the annual general meeting of shareholders for each year appoints the Company's auditors and determines their remuneration. Existing auditors can be re-appointed.

The Board of Directors (according to the consideration and recommendation of the Audit Committee) has selected the Company's auditors and proposed the Meeting to appoint the following persons:

1.Ms. Varaporn Vorathitikul, Certified Public Accountant No. 4474, and/or
2.Ms. Wandee Leevorawat, Certified Public Accountant no.4625, and/or
3.Mr. Kan Tanthawirat, Certified Public Accountant No.10456 and/or
4.Ms. Rodjanart Banyatananusard, Certified Public Accountant No.8435
from PricewaterhouseCoopers ABAS Ltd., or other auditor(s) certified by the Office of Securities and Exchange Commission entrusted by PricewaterhouseCoopers ABAS Ltd. to be the Company's auditor(s). Any of these auditors may audit or certify the Company's Financial Statements. Such auditors will be the auditors for the Company for the fiscal year ended 31 December 2024.

None of the proposed auditors has any relationship with or interest in the Company, its subsidiaries, management, majority shareholders or the related persons of such persons. Therefore, the said auditors are independent to audit and comment on the Company's Financial Statements. In addition, none of the proposed auditors has audited or reviewed and given opinion on the Company's Financial Statements for seven consecutive fiscal years. All 4 auditors as name specified above has never performed any services as auditor of the Company.

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In addition, the Board of Directors (according to the consideration and recommendation of the Audit Committee) then proposed the Meeting to consider and appoint the Company's auditors for the fiscal year ended 31 December 2024 as aforementioned and determined their remuneration in the amount of Baht 940,000 (the auditors as aforementioned shall also be appointed as the auditors of the subsidiaries of the Company with the fee for auditing the financial statements of the subsidiaries being Baht 1,355,850 and therefore the total auditors' fee is Baht 2,295,850).

In this regard, PricewaterhouseCoopers ABAS Ltd. has reviewed and audited the Financial Statements of the Company and its subsidiaries since the fiscal year 2012 and duly performed their duties all along. Moreover, PricewaterhouseCoopers ABAS Ltd. is an auditing firm of international standard which is certified by the Office of Securities and Exchange Commission. It is therefore able to prepare the Financial Statements of the Company and its subsidiaries within the period as required by law.

The secretary asked shareholders if they had any questions or suggestions, it is appeared that there is no questions or suggestions from shareholders/proxies.

After that, the Secretary proposed the Meeting to consider and approve the appointment of the Company's auditors and their remuneration for 2024.

Resolution: The Meeting resolved by unanimous vote that the appointment of the Company's auditors and their remuneration for year 2024 be approved as proposed in all respects with the votes of 689,499,453 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), with 0 vote disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 vote abstaining and 0 voided ballot(s).

Agenda 8 To consider and approve the amendment to the Articles of Association of the Company

The Secretary informed the Meeting that since the Public Limited Companies Act B.E. 2535 (as amended) was amended by adding more rules and regulations regarding to the way to organize the Board of Directors meeting and shareholders meeting through electronic means to keep up with current technological changes and advancements. It is deemed appropriate to propose the Annual General Meeting of Shareholders to consider and approve the amendment of the company's Articles of Association by adding 1 article which is Article 5/1 and amending 6 articles which are Articles 25, 26, 29, 30, 31, and 43 per the following details:

Existing Article of Association	Article of Association Proposed for Amendment
None	<u>Article 5/1</u> <u>In case that a company or board of directors has the duty to send letters or any documents pursuant to the Public Limited Companies Act to directors, shareholders, or creditors of the company, should such persons have notified their desire or consent to the sending of letters or documents via electronic means, the company or board of directors may send such letters or documents</u>

Existing Article of Association	Article of Association Proposed for Amendment
	<p><u>via electronic means according to the rules, procedures and conditions prescribed by the registrar.</u></p> <p><u>In this regard, directors, shareholders, or creditors of the company may notify their desire or provide consent to sending letters or documents via electronic means to the company through the channels, procedures and time periods as specified by the company.</u></p> <p><u>In the event that the law or this Article of Associate require any person to have the duty to notify, warn, inform, or advertise any information pertaining to the company to other persons or the public through a newspaper, such person may instead utilize the method of electronic media advertising according to the rules, procedures and conditions prescribed by law.</u></p>
<p>Article 25. The Board of Directors must hold meetings at least a time per 3 months.</p> <p>The Chairman of the Board shall call a meeting of the Board of Directors when deemed appropriate. However, no less than two directors may request to call for a meeting of the Board of Directors. In such case, the Chairman of the Board shall set the date and call the meeting within 14 days from the date the request was received.</p> <p>To gather directors for the meeting, the Chairman of the Board of Directors or the designated person shall send the letter to notice the meeting to the Directors not less</p>	<p>Article 25. The Board of Directors must hold meetings at least a time per 3 months.</p> <p>The Chairman of the Board shall call a meeting of the Board of Directors when deemed appropriate, <u>in this regard, the Chairman of the Board may assign to any person to act on his behalf.</u> However, no less than two directors may request to call for a meeting of the Board of Directors <u>by stated the subjects and reasons to propose for the Board's consideration.</u> In such case, the Chairman of the Board shall set the date and call the meeting within 14 days from the date the request was received. <u>In case that the Chairman of the Board fails to take action as aforementioned, the directors making the request may jointly call and set the date for a meeting of the Board of Directors to consider the matters requested within 14 days from the due date. If there is no Chairman of the Board for any reason whatsoever, the Vice Chairman of the Board shall call a meeting of the Board of Directors. In the event that there is no Vice Chairman of the Board for any reason whatsoever, no less than two directors may jointly call a meeting of the Board of Directors.</u></p> <p>To gather directors for the meeting, the Chairman of the Board of Directors or the designated person shall send the letter to</p>

Existing Article of Association	Article of Association Proposed for Amendment
<p>than 7 days prior to the meeting date. In case of urgent or to preserve the rights or benefits of the Company, the notification of the meeting can be done by other means and set a meeting date up sooner.</p> <p>The Chairman of the Board or a director assigned by the Chairman of the Board shall determine the date, time and venue of the Board of Directors' meeting, whereby the meeting venue may be designated at any location other than the locality where the Company's head office is situated or a nearby province. In the event that the Chairman of the Board or the assigned director does not designate the meeting venue, the meeting venue shall be the location of the Company's head office.</p>	<p>notice the meeting to the Directors not less than 3 days prior to the meeting date <u>which could be sent via electronic means according to law</u>. In case of urgent or to preserve the rights or benefits of the Company, the notification of the meeting can be done by other means and set a meeting date up sooner.</p> <p>The Chairman of the Board or a director assigned by the Chairman of the Board shall determine the date, time and venue of the Board of Directors' meeting, whereby the meeting venue may be designated at any location other than the locality where the Company's head office is situated or a nearby province. In the event that the Chairman of the Board or the assigned director does not designate the meeting venue, the meeting venue shall be the location of the Company's head office.</p> <p><u>The Chairman of the Board or the Chairman of the Board of Directors' meeting may determine to conduct the Board of Directors' meeting via electronic means, in which case the rules, procedures and conditions as prescribed by law shall apply. In such case, the Company's head office shall be deemed as the meeting venue.</u></p>
<p>Article 26. The Board of Directors of the Company shall have the following powers and duties:</p> <p>1. To manage the Company in compliance with the law, objectives and articles of association of the Company as well as resolutions of the shareholders' meetings legitimately passed in good faith, with care and accountability to safeguard the interests of the Company.</p> <p>2. To determine goals, guidelines, policies, plans and budgets of the Company; to conduct and supervise the administration and management of the Executive Board to comply with the assigned policies, except for the following matters which the Board of Directors must obtain a resolution from the shareholders' meeting for approval prior proceeding which are the matters prescribed by law requiring a resolution from the shareholders' meeting e.g. capital increase, capital reduction, debenture issuance, sale or</p>	<p>Article 26. The Board of Directors of the Company shall have the following powers and duties:</p> <p>1. To manage the Company in compliance with the law, objectives and articles of association of the Company as well as resolutions of the shareholders' meetings legitimately passed in good faith, with care and accountability to safeguard the interests of the Company.</p> <p align="center"><u>Cancelled</u></p>

Existing Article of Association	Article of Association Proposed for Amendment
<p>transfer of the entire business or a substantial part of business to other persons or purchase or acceptance of transfer of business of other companies; amendment to the Memorandum of Association or Articles of Association, etc.</p> <p>3. The Board of Directors shall have the power to appoint one or several directors and/or any other persons as deemed appropriate to constitute as an Executive Board to perform duties assigned by the Board of Directors of the Company, whereby one executive director shall be appointed as the Chairman of the Executive Board. Members of the Executive Board shall be entitled to receive remuneration and benefits without affecting the rights of such Executive Directors to receive other remuneration and benefits in their capacity as directors or employees of the Company, as the case may be.</p> <p>4. The Board of Directors may appoint any other persons to operate the Company's business under supervision of the Board of Directors, or may delegate authority to enable such persons to have the power as the Board of Directors deems appropriate and within such period as the Board of Directors deems appropriate. The Board of Directors may revoke, cancel, change or amend such power as deemed appropriate.</p>	<p>2. The Board of Directors shall have the power to appoint one or several directors and/or any other persons as deemed appropriate to constitute as an Executive Board to perform duties assigned by the Board of Directors of the Company, whereby one executive director shall be appointed as the Chairman of the Executive Board. Members of the Executive Board shall be entitled to receive remuneration and benefits without affecting the rights of such Executive Directors to receive other remuneration and benefits in their capacity as directors or employees of the Company, as the case may be.</p> <p>3. The Board of Directors may appoint any other persons to operate the Company's business under supervision of the Board of Directors, or may delegate authority to enable such persons to have the power as the Board of Directors deems appropriate and within such period as the Board of Directors deems appropriate. The Board of Directors may revoke, cancel, change or amend such power as deemed appropriate.</p>
<p>Article 29. The Board of Directors shall arrange for a shareholders' meeting that is an Annual General Meeting of Shareholders within four months from the last day of the Company's fiscal year.</p> <p>The general meetings of shareholders other than the one referred to above shall be called Extraordinary General Meetings. The Board of Directors may call an extraordinary general meeting of shareholders any time that the Board of Directors considers appropriate; or when a shareholder or a number of shareholders holding altogether no less than ten percent of the total number of shares sold, jointly submit their names and arrange for a letter requesting for the Board of Directors to summon the extraordinary general meeting of shareholders, which could be at any time. However, the subjects and reasons for calling the meeting must clearly be stated in the letter of request. For this</p>	<p>Article 29. The Board of Directors shall arrange for a shareholders' meeting that is an Annual General Meeting of Shareholders within four months from the last day of the Company's fiscal year.</p> <p>The general meetings of shareholders other than the one referred to above shall be called Extraordinary General Meetings. The Board of Directors may call an extraordinary general meeting of shareholders any time that the Board of Directors considers appropriate, <u>the Board of Directors may determine that a shareholders' meeting shall be held via electronic means in accordance with the rules, procedures and conditions as prescribed by law, whereby the Company's head office shall be deemed as the meeting venue</u>; or when a shareholder or a number of shareholders holding altogether no less than ten percent of the total number of shares sold, jointly submit their names and arrange</p>

Existing Article of Association	Article of Association Proposed for Amendment
<p>particular case, the Board of Directors must summon the shareholders' meeting within 45 days from the date of receipt of the letter of request from the above-mentioned shareholders.</p> <p>In the case that the Board of Directors fails to arrange for the shareholders' meeting within the timeframe specified in Paragraph 2 above, the shareholders with their names on the letter of request or any other shareholders that altogether make up for the number of shares that meet the requirement, shall have the right to summon a meeting within forty-five days from the deadline specified in Paragraph 2 above. In such case, the meeting shall be deemed as a shareholders' meeting summoned by the Board of Directors and the Company shall be responsible for any necessary expenses and facilitation incurred from the organization of the meeting, as appropriate.</p> <p>In the case that the shareholders' meeting is a meeting summoned by the case in Paragraph 3, and the number of shareholders attended does not meet the requirement under Articles of Association, the shareholders under Paragraph 3 above shall be jointly liable to the Company for all of the expenses incurred from the organization of such meeting.</p>	<p>for a letter requesting for the Board of Directors to summon the extraordinary general meeting of shareholders, which could be at any time. However, the subjects and reasons for calling the meeting must clearly be stated in the letter of request. For this particular case, the Board of Directors must summon the shareholders' meeting within 45 days from the date of receipt of the letter of request from the above-mentioned shareholders.</p> <p>In the case that the Board of Directors fails to arrange for the shareholders' meeting within the timeframe specified in Paragraph 2 above, the shareholders with their names on the letter of request or any other shareholders that altogether make up for the number of shares that meet the requirement, shall have the right to summon a meeting within forty-five days from the deadline specified in Paragraph 2 above. In such case, the meeting shall be deemed as a shareholders' meeting summoned by the Board of Directors and the Company shall be responsible for any necessary expenses and facilitation incurred from the organization of the meeting, as appropriate.</p> <p><u>In this regard, in the case where shareholders call a meeting by themselves as specified in the above paragraph, the shareholders calling the meeting may send out the notice of meeting to the shareholders via electronic means, if such shareholders have informed the intention or given consent to the Company or the Board of Directors pursuant to Clause 5/1 of this Articles of Association.</u></p> <p>In the case that the shareholders' meeting is a meeting summoned by the case in Paragraph 3, and the number of shareholders attended does not meet the requirement under Articles of Association, the shareholders under Paragraph 3 above shall be jointly liable to the Company for all of the expenses incurred from the organization of such meeting.</p>
<p>Article 30. In calling a shareholders' meeting, the Board of Directors shall prepare a written notice calling the meeting that states the place, date, time, agenda of the meeting and the matters to be proposed to the meeting</p>	<p>Article 30. In calling a shareholders' meeting, the Board of Directors shall prepare a written notice calling the meeting that states the place, date, time, agenda of the meeting and the matters to be proposed to the meeting</p>

Existing Article of Association	Article of Association Proposed for Amendment
<p>with reasonable detail by indicating clearly whether it is the matter proposed for information, for approval or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the Registrar for their information at least 7 days prior to the date of the meeting. The notice calling for the meeting shall also be published in a newspaper for at least 3 consecutive days and at least 3 days prior to the date of the meeting.</p> <p>The Board of director or a director assigned shall determine the date, time and venue of the shareholders' meeting, whereby the meeting venue may be designated at any location other than the locality where the Company's head office is situated or a nearby province as deemed appropriated.</p>	<p>with reasonable detail by indicating clearly whether it is the matter proposed for information, for approval or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the Registrar for their information at least 7 days prior to the date of the meeting. <u>The notice of the shareholders' meeting as well as supporting documents may be delivered by electronic means as prescribed by law.</u> The notice calling for the meeting shall also be published in a newspaper for at least 3 consecutive days and at least 3 days prior to the date of the meeting. <u>In this regard, the notice of the meeting published in the newspaper may be done by electronic advertising according to the rules, procedures and conditions prescribed by law.</u></p> <p>The Board of director or a director assigned shall determine the date, time and venue of the shareholders' meeting, whereby the meeting venue may be designated at any location other than the locality where the Company's head office is situated or a nearby province as deemed appropriated.</p>
<p>Article 31. At a shareholders' meeting, a shareholder may appoint another person as proxy to attend the meeting and vote on his behalf. The proxy form shall be dated and signed by the shareholder appointing the proxy, and shall be in accordance with the form prescribed by the registrar.</p> <p>Such proxy form shall be submitted to the Chairman of the Board or a person designated by the Chairman of the Board at the meeting venue prior to proxy holder attending the meeting.</p>	<p>Article 31. At a shareholders' meeting, a shareholder may appoint another person as proxy to attend the meeting and vote on his behalf. The proxy form shall be dated and signed by the shareholder appointing the proxy, and shall be in accordance with the form prescribed by the registrar.</p> <p>Such proxy form shall be submitted <u>or sent proxy data electronically (in case of proxy granted by electronic means)</u> to the Chairman of the Board or a person designated by the Chairman of the Board at the meeting venue prior to proxy holder attending the meeting.</p> <p><u>The appointment of proxy may be made via electronic means by using a method that is safe and credible that the appointment of proxy was done by the shareholder, according to the rules, procedures and conditions as prescribed by law.</u></p>
<p>Article 43. The declaration of the permission to pay dividend shall not be made, except by resolution of a meeting of shareholders or by resolution of the Board of Directors; in the</p>	<p>Article 43. The declaration of the permission to pay dividend shall not be made, except by resolution of a meeting of shareholders or by resolution of the Board of Directors; in the</p>

Existing Article of Association	Article of Association Proposed for Amendment
<p>case of payment of interim dividend. Payment of dividend shall be made only from profit.</p> <p>Dividend payments shall be made within 1 month from the date the shareholders' meeting or Board of Directors passes the resolution, as the case may be. Notice thereof shall be sent in writing to the shareholders and an advertisement of such dividend payment shall be published in newspapers for a period of not less than 3 consecutive days.</p>	<p>case of payment of interim dividend. Payment of dividend shall be made only from profit.</p> <p>Dividend payments shall be made within 1 month from the date the shareholders' meeting or Board of Directors passes the resolution, as the case may be. Notice thereof shall be sent in writing to the shareholders and an advertisement of such dividend payment shall be published in newspapers for a period of not less than 3 consecutive days <u>or by electronic mean as prescribed by the law.</u></p>

In order for the registration of the amendment to the Company's Articles of Association to proceed smoothly, it is proposed that the authorized director of the Company or person assigned by the authorized director be authorized to proceed with amendment or addition of wordings in the Company's Articles of Association as proposed above, which shall include the case where the Registrar, and/or the Office of the Securities and Exchange Commission, as well as the Stock Exchange of Thailand, give order or recommendation to amend or add certain wordings in the said Articles of Association.

The secretary asked shareholders if they had any questions or suggestions, it is appeared that there is no questions or suggestions from shareholders/proxies.

After that, the Secretary proposed the Meeting to consider and approve the amendment to the Company's Articles of Association and the authorization as proposed.

Resolution: The Meeting resolved by unanimous vote that the amendment to the Company's Articles of Association and the authorization be approved as proposed in all respects, with the votes of 689,499,453 votes approving (100 percent of the total votes of the shareholders attending the meeting and having the right to vote), with 0 vote disapproving (0 percent of the total votes of the shareholders attending the meeting and having the right to vote), 0 votes abstaining (0 percent of the total votes of the shareholders attending the meeting and having the right to vote) and 0 voided ballot(s).

Agenda 9 Other Business (if any)

The secretary asked shareholders if they had any questions or suggestions. Some shareholders/proxies asked questions at the Meeting, which can be summarized as follows:

Mr. Songphon Sukonthaphong, a proxy from the Thai Investors Association, asked the following questions:

- (1) Progress of the Production Office building and the Solar Rooftop energy saving project.
- (2) Status of Gearhead equipment rental reservations
- (3) Solutions to solve problems regarding the amount of shares held by small shareholders (Free Floating)

Mr. Chayanont Ulit, Director and Chief Executive Officer clarified to the Meeting as follows:

Enclosure 1

- (1) The Production Office building and the Solar Rooftop energy-saving project are not related. The energy saving project will be used in Gearhead's offices which is in the process of studying the feasibility and cost-effectiveness. However, for the Studio Park, the lighting used in the building is the lighting of the filming set in which are under the customer's responsibility. Therefore, the Company is not involved in the prices of the lighting equipment for the Studio Park.
- (2) Results for the first quarter will be disclosed through the SET's system soon. However, the business outlook for this year tends to be good.
- (3) The Company is currently in discussions with shareholders. However, the results of the discussion would be in a good direction.

Mr. Preecha Sapkitkan, a shareholder, asked the following questions:

- (1) Benefits that the Company receives from the government's Soft Power policy
- (2) Plans to merge with other companies to gain a competitive advantage.

Mr. Chayanont Ulit, Director and Chief Executive Officer clarified to the Meeting as follows:

- (1) The current soft power policy is not clear. The excitement of the entertainment business in Thailand is likely a result of the increase of Thai movie business because many movies have very good profits, for instance, Death Whisperer (Tee Yod), The Undertaker, and 4 Kings 4. The Company finds that there is a good opportunity in collaborating with Netflix Thailand, however, there are a large number of companies that are willing and are ready to cooperate with Netflix Thailand. Moreover, Netflix Thailand takes a minimum of 2 years to consider each project. Therefore, the Company has negotiated with other service providers abroad. The Company does not remain actionless about the Content production business. The Company continues to look for business opportunities in creating Content through the OTT platforms from abroad as well.
- (2) The Company has no plans to merge but it also does not close down business opportunities

No other business was proposed to the Meeting.

The Meeting closed at 11:11 hrs.

(Signed by) _____ -signature- _____ Chairman of the Meeting
(Mr. Sansrit Yenbamrung)

(Signed by) _____ -signature- _____ Company's Secretary
(Mr. Nanat Sonsa-ad)