



บริษัท พี อาร์ จี คอร์ปอเรชั่น จำกัด (มหาชน)

(สำนักงานใหญ่) 88 หมู่ที่ 2 ถนนติวานนท์ ตำบลบวมกะดี อำเภอเมืองปทุมธานี จังหวัดปทุมธานี 12000

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(สาขา 2) 109/3 หมู่ที่ 14 ถนนมิตรภาพ กม.90 ตำบลลาดบัวขาว อำเภอสีกี้ว จังหวัดนครราชสีมา 30340

(สาขา 3) 444 อาคาร เอ็ม บี เค เซ็นเตอร์ ชั้นที่ 5 ถนนพญาไท แขวงวังใหม่ เขตปทุมวัน กรุงเทพมหานคร 10330

Minutes of Extraordinary General Meeting of Shareholders No.1/2021 Conducted Through the Electronic Meeting Of PRG Corporation Public Company Limited

Date and time: Friday November 19th, 2021 at 10.00 a.m.

Venue: The Meeting Room of MBK Public Company Limited,
No.444, on the 8th Floor, MBK Center Building, Phayathai Road,
Khwaeng Wang Mai, Khet Pathumwan, Bangkok.

Before the Meeting

The Company's Board of Directors assigned **Ms. Sattakamol Worakul** as a master of ceremonies to conduct the Extraordinary General Meeting of Shareholders No.1/2021 through the electronic meeting. Before the Meeting, the Meeting's preliminaries were informed as follows :

Because of the epidemic of Corona Virus Disease 2019 (COVID-19) which has been widely and seriously spreading now, the Company has been mainly aware of the safety of attending shareholders and participant.

The Company's Board of Directors then resolved to hold the Extraordinary General Meeting of Shareholder No.1/2021 only through the electronic meeting (Cisco Webex Meeting/Cisco Webex) at the meeting room of MBK Public Company Limited, 444, 8th Floor, MBK Center Building, Phayathai Road, Wangmai, Pathumwan, Bangkok, no walk-in registration and no live broadcasting of the Meeting through any media except the electronic media. Inventech Systems (Thailand) Company Limited was a meeting conductor under the Emergency Decree on Electronic Meetings, B.E.2563 (2020), the Notification of Ministry of Digital Economy and Society Re: Standards for Maintaining Security of Meetings through Electronic Means, B.E.2563 (2020), and relevant laws or regulations.

The Shareholders could verify their identities and register to attend the Meeting according to the details the Company has sent to the shareholders together with the Meeting invitation letter.

Ms. Sattakamol Worakul informed the Meeting that shareholders and proxies were attending the Meeting as follows :

- Shareholders attending in person were 5, holding a total of 140,236 shares.
- Shareholders attending by proxies were 22, holding a total of 590,887,432 shares.
- The total number of shareholders attending in persons and by proxies was 27, representing a total of 591,027,668 shares.

The Company had a total of 1,009 shareholders, holding a total of 600,000,000 shares. The shareholders attended the Meeting in person and granted the proxy to proxies, represented 98.5046 percent of the total shares of the Company. A quorum was thus constituted in accordance with the Company's Articles of Association

At the Meeting

Ms. Sattakamol Worakul invited **Mr. Suphadej Poonpipat**, Chairman to open the Meeting.

Mr. Suphadej Poonpipat, Chairman of the Meeting, welcomed shareholders for attending the Meeting and opened the Extraordinary General Meeting of Shareholders No.1/2021, conducted through the Electronic Meeting. The Meeting's moderators were assigned as follows :

- Mr. Suvait Theeravachirakul, Vice Chairman of the Board and Mr. Somkiat Makcayathorn, Managing Director, were the Meeting's moderator for the agenda items 1-10.
- Ms. Chonlada Ngamnikulchalin, Company Secretary, was the secretary to take the minutes.
- Mr. Apichat Kamoltham and Ms. Satakamol Worakul, were the Meeting's moderator and explained the today's meeting method and criteria.

Ms. Sattakamol Worakul informed the Meeting that 8 directors were attending the Meeting as follows :

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|---------------------------------------|--|
| 1. Mr. Suphadej Poonpipat | Chairman of the Board of Directors, and
Chairman of the Good Corporate Governance Committee |
| 2. Mr. Suvait Theeravachirakul | Vice Chairman of the Board, Member of the
Compensation and Nomination Committee,
Member of the Good Corporate Governance Committee
and Vice Chairman of the Executive Committee |
| 3. Dr. Pornsiri Poonakasem | Independent Director, Chairman of Audit Committee,
Member of the Compensation and Nomination Committee,
and Member of the Good Corporate Governance Committee |
| 4. Assoc.Prof.Dr. Sathit Parniangtong | Independent Director, Member of Audit Committee,
Chairman of the Compensation and Nomination
Committee, Chairman of the IT Committee,
Member of the Strategy Committee and
Member of the Good Corporate Governance Committee |
| 5. Ms. Veena Arunyakasem | Independent Director, Member of Audit Committee,
Chairman of the Strategy Committee and Member of
the Good Corporate Governance Committee |
| 6. Mr. Pakit Iamopas | Director, Member of the Strategy Committee,
Member of the Good Corporate Governance Committee
and Chairman of the Executive Committee |

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|-------------------------------|---|
| 7. Mr. Kasemsuk Chongmankhong | Director, Member of the IT Committee and Member of the Good Corporate Governance Committee |
| 8. Mr. Somkiat Makcayathorn | Director, Member of the Good Corporate Governance Committee, Member of the Strategy Committee, Member of the IT Committee, Member of the Executive Committee, and Managing Director |

There were 3 directors attending the meeting at the location set up for the Electronic meeting, namely Mr. Suvait Theeravachirakul, Mr. Kasemsuk Chongmankhong and Mr. Somkiat Makcayathorn. The rest of 5 directors attending the Meeting through electronic means. The number of directors attending the Meeting was 8 directors and was proportioned to the total number of directors as 100%.

There were 3 executives attending the Meeting in person as follows:

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|--------------------------------|---|
| 1. Mr. Somkiat Makcayathorn | Managing Director |
| 2. Ms. Pimonrat Chitpavanaskul | Assistant Managing Director of Sales and Logistic |
| 3. Mr. Satawat Laklaem | Assistant Managing Director of Food Center |

There were 4 executives attending the Meeting through the Electronic media as follows:

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|------------------------------|---|
| 1. Mr. Thirachai Issara | Assistant Managing Director of Operation |
| 2. Mr. Jirachan Kampiranon | Assistant Managing Director of Marketing (Acting)
Vice President of Strategic Management and Development |
| 3. Ms. Preeyanuch Nuntachote | Senior Vice President of Finance |
| 4. Ms. Prisana Klankaew | Vice President of Accounting and
Assistant Managing Director of Management (Acting) |

Ms. Chonlada Ngamnikulchalin, Company Secretary, was assigned as the Meeting's secretary and to record the Meeting and **Mr. Oukrit Pitakpracha** was assigned to represent the Shareholders in inspecting the counting of votes.

The Company publicized the agenda of the Extraordinary General Meeting of Shareholders Year No.1/2021 on the Company's website on November 4th, 2021

Prior to the commencement of the Meeting, **Mr. Apichat Kamoltham** explained the meeting procedures method and criteria of the Meeting as follows:

1. To conduct the Meeting : The Meeting will consider agenda items in order as listed in the Meeting's invitation. The Meeting's Moderator will present information about each agenda item. This Meeting is composed of 10 agenda items.

2. To pass resolutions : In each agenda item, when the shareholders pose all questions, for the convenience and the promptness of counting votes in each agenda item, the Meeting's Moderator asks the shareholders to pass a resolution as follows:

- (1) The shareholders or proxies can vote for approval, disapproval, or abstention in each agenda item. For the vote counting, 1 share equals 1 vote.
- (2) The shareholders and proxies are eligible to cast their votes in each agenda item whether they approve, disapprove, or abstain from voting; shares cannot be split in order to divide the voting. An exception is made for proxy holders for foreign investors who appoint custodians in Thailand in order to safe-keep their clients' securities, split shares for the voting are allowed.
- (3) The notification of voting in any agenda item, the Meeting will notify the voting's result by identifying the proportion of approval, disapproval, or abstention. Further details are listed according to the Meeting's practice.

3. Voting in each agenda through the electronic meeting as follows:

- (1) To cast a vote, the shareholders choose any agenda items which they want to vote, the system then shows 4 buttons for voting which are:
 - Approval (Green)
 - Disapproval (Red)
 - Abstention (Orange)
 - Cancellation of the latest voting (Blue)

* If you do not vote for any resolution within a specific period or choose "Cancellation of the latest voting", the Company will consider that you approve such a resolution. The voting can be changeable until the closing of voting is notified.

- (2) In case of a proxy on behalf of several shareholders, choose the button "User Icon" and press the button "Switch Account" in order to sign in to accounts of other shareholders.
- (3) The shareholders have 1 minutes for the voting after the notification of voting's opening of each agenda item. The voting's closing will be notified and then a resolution of such an agenda item will be further informed to the Meeting.
- (4) In case the shareholders logout before the closing of passing a resolution of any agenda item, shareholders will not be counted as part of a quorum for such an agenda item and their votes will not be counted in such an agenda item neither. However, logging-out in any agenda item does not deprive the shareholders/proxies of their rights for attending the Meeting again or passing a resolution in the next agenda item.

4. Asking questions or giving opinions at the Meeting

- (1) The Company provides an opportunity to the attendees to ask questions or give additional opinions about issues relevant to such an agenda as appropriate. Questions can be raised in Q&A (Questions and Answers) or as specified in the system and submitted into the system all the time during the Meeting. The Company will answer the questions during the waiting time of the voting or at the Other Agendas.
- (2) If many related questions to such an agenda are submitted into the system, the Company will choose the questions as appropriate.

Mr. Apichat Kamoltham then asked **Mr. Suvait Theeravachirakul**, Vice Chairman of the Board, to proceed with the Meeting in the sequence of the agenda items.

Agenda 1. To certify the minutes of the Annual General Meeting of Shareholders 2021 to an electronic meeting "the AGM".

Mr. Suvait Theeravachirakul, Vice Chairman of the Board, asked the Meeting to certify the minutes of the Annual General Meeting of Shareholders for the year 2021 which was held on Thursday May 13rd, 2021. The Minutes contained 28 pages and was presented on page 11 to 38 of the meeting document that has been sent to shareholders.

Mr. Suvait Theeravachirakul asked the Meeting to consider the Minutes and to notify him if anyone would like to revise any content in the Minutes. The shareholders or proxies also had an opportunity to ask questions.

When no shareholders or proxies requested amendments to the minutes or asked questions, **Mr. Apichat Kamoltham** asked the shareholders or proxies to pass a resolution of the agenda item 1 To certify the minutes of the Annual General Meeting of Shareholders for the year 2021. For this agenda item, a majority vote of the shareholders attending the Meeting and having the right to vote was needed.

There was 1 more shareholder who has joined the meeting, holding a total of 1 share. The total number of shareholders in attendance was now 28 representing a total of 591,027,669 shares.

Resolution for agenda item 1 : To certify the minutes of the Annual General Meeting of Shareholders 2021 to an electronic meeting "the AGM", as detailed below:

Approved	totaling	591,027,668	votes or	99.9999%
Disapproved	totaling	0	votes or	0.0000%
Abstained	totaling	1	votes or	0.0000%

The total votes for this agenda item were 591,027,669 votes or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9999%, approved the minutes of the Annual General Meeting of Shareholders 2021 to an electronic meeting "the AGM", as proposed by the Board of Directors.

Agenda 2. Approved the decrease of registered capital of the company from the original registered capital of THB 900,000,000 to new registered capital of THB 600,000,000 by reducing of the unpaid capital amount of 300,000,000 shares with a par value of THB 1 per share.

Mr. Suvait Theeravachirakul, reported as the Company its registered capital of unpaid amount THB 300,000,000 because the Company intends to issue and allocate No. 1 PRG-W1 warrants to the shareholders. And the Company has not yet issued and offered the paid capital increase shares. Therefore, in order to comply with the Public Limited Act 2535 on capital increase under Section 136, the Company has to decrease its registered capital.

The board of directors deems it appropriate to propose the Extraordinary General Meeting of Shareholders No.1/2021, has approved to decrease of the registered capital of the company from the original registered capital of THB 900,000,000 to new registered capital of THB 600,000,000 by reducing of the unpaid capital amount of 300,000,000 shares with a par value of THB 1 per share as per the details shown on page 39 and 42.

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any question or propose any opinion.

When no shareholders or proxies had additional questions, **Mr. Apichat Kamoltham** asked the shareholders to vote for the agenda item 2 Approved the decrease of registered capital of the company from the original registered capital of THB 900,000,000 to new registered capital of THB 600,000,000 by reducing of the unpaid capital amount of 300,000,000 shares with a par value of THB 1 per share. This agenda item had to have not less than three-fourths of all votes of the shareholders who attended the Meeting and had their voting rights.

Resolution for agenda item 2 : Approved the decrease of registered capital of the company from the original registered capital of THB 900,000,000 to new registered capital of THB 600,000,000 by reducing of the unpaid capital amount of 300,000,000 shares with a par value of THB 1 per share, as detailed below:

Approved	totaling	591,027,668	votes or	99.9999%
Disapproved	totaling	0	votes or	0.0000%
Abstained	totaling	1	votes or	0.0000%

The total votes for this agenda item were 591,027,669 votes or 100.0000%

Conclusion The Meeting, resolved with a vote of 99.9999%, that not less than three-fourths of all votes of the shareholders who attended the Meeting and had their voting rights, approved the decrease of registered capital of the company from the original registered capital of THB 900,000,000 to new registered capital of THB 600,000,000 by reducing of the unpaid capital amount of 300,000,000 shares with a par value of THB 1 per share, as proposed by the Board of Directors.

Agenda 3. Approved to amend the Article 4 of the memorandum of the company to be in accordance with the decrease of the registered capital.

Mr. Suvait Theeravachirakul, explained to the Meeting that to be in accordance with the reduction of the Company's registered capital in Agenda 2, it is appropriate to propose the the Extraordinary General Meeting of Shareholders No. 1/2021, has approved to amend the Article 4 of the memorandum of the company as follows :

"Article 4 Registered Capital	:	THB 600,000,000 (Six hundred million baht only)
Divided into	:	600,000,000 shares (Six hundred million shares)
Value per share	:	THB 1 (one baht)
Divided into		
Ordinary share	:	600,000,000 shares (Six hundred million shares)
Preferred share	:	- not exist - (--)")"

The Meeting was asked to approved to to amend the Article 4 of the memorandum of the company to be in accordance with the decrease of the registered capital.

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any question or propose any opinion.

When no shareholders or proxies had additional questions, **Mr. Apichat Kamoltham** asked the shareholders to vote for the agenda item 3 Approved to amend the Article 4 of the memorandum of the company to be in accordance with the decrease of the registered capital. This agenda item had to have not less than three-fourths of all votes of the shareholders who attended the Meeting and had their voting rights.

Resolution for agenda item 3: Approved to amend the Article 4 of the memorandum of the company to be in accordance with the decrease of the registered capital, as detailed below:

Approved	totaling	591,027,668	votes or	99.9999%
Disapproved	totaling	0	votes or	0.0000%
Abstained	totaling	1	votes or	0.0000%

The total votes for this agenda item were 591,027,669 votes or 100.0000%

Conclusion The Meeting, resolved with a vote of 99.9999%, that not less than three-fourths of all votes of the shareholders who attended the Meeting and had their voting rights, approved to amend the Article 4 of the memorandum of the company to be in accordance with the decrease of the registered capital, as proposed by the Board of Directors.

Agenda 4. Approved to the offering or the allocating of the Company' s warrants to purchase ordinary shares No.1 (PRG-W1) in the amount not more than 30,000,000 units for allocation to existing shareholders of the Company in proportion to their respective shareholdings.

Mr. Suvait Theeravachirakul, explained to the Meeting that The board of directors deems it appropriate to propose the Extraordinary General Meeting of Shareholders No. 1/2021, has approved to the issuance of the Company' s warrants to purchase ordinary shares No.1 (PRG-W1) in the amount of not more than 30,000,000 units for allocation to existing shareholders of the Company in proportion to their respective shareholdings. The Board of Directors or the authorized directors or any person authorized by the Board of Directors or by the authorized directors shall be authorized to actions as proposed. The Initial information of the PRG-W1 was presented in the supporting document, page 45-50.

In this regard, key features of the offering or the allocating of the warrants to purchase ordinary shares of The Company No.1 (PRG-W1) are as follows :

- Category of Warrants : Warrants to purchase ordinary shares of PRG Corporation Public Company Limited No. 1 ("PRG-W1 Warrants")
- Type of Warrants : Transferable warrants, with the name of bearer
- Offering Method :
- To be offered to the existing shareholders of PRG Corporation Public Company Limited (the "Company") in proportion to their respective shareholdings at no cost, at the ratio of 20 ordinary shares per 1 unit of warrant
 - Any fractions resulting from the calculation based on the allocation ratio such fraction of shares shall be rounded down

In offering or the allocating the PRG-W1 Warrants to existing shareholders and there is still a risk to shareholders which possibly imposes an obligation on the Company according to international law. Therefore, in order to manage the abovementioned risk, the Board of Directors may exercise its discretion not to offer or not to allocate the warrants to any shareholders who is residing in France, Singapore, the United Kingdom, China, India, the United States of America, Switzerland, Japan, Vietnam or any Countries as deemed appropriate by the Company, if the offering or the allocation of the such warrants causes or is likely to cause the Company.

(a) to violate any laws, rules or regulations of Thailand or any foreign countries and/or the Company's Articles of Association;

(b) to have additional and excessive obligations or duties to perform anything other than those required under the relevant laws or regulations of Thailand on securities offering;

(c) to have additional expenses and/or excessive risks when compared to the benefits that the Company will receive if the PRG-W1 Warrants are offered or allocated to the relevant subscribers or groups or executing the relevant processes; or

(d) to breach the requirements, methods or conditions provided in relation to the offering or allocation of the PRG-W1 Warrants.

The factors used by the Company to support its consideration to not offer or not allocate the PRG-W1 Warrants include, but not limited to, the additional obligations that the Company will have under foreign laws, or the burden to examine legal points and/or to comply with the duties under foreign laws, the additional expenses in examining and seeking advice and recommendations on foreign laws, and/or the potential risks compared to the benefits that the Company will receive if the PRG-W1 Warrants are offered or allocated to existing shareholders of the company. Furthermore, the Company may offer or allocate the PRG-W1 Warrants to existing shareholders of the company is entitled to offering or the allocation the PRG-W1 Warrants subject to international

practices or an exemption under foreign laws that are effective and to the Company's ability to carry out the offering or the allocation at relevant times.

In this connection, the Company has the right to not offer or not allocate the PRG-W1 Warrants from the shareholders who have their mailing addresses outside Thailand. In this regard, the Company has the right to use its discretion in considering changing the relevant details as appropriate by taking into account the factors as stated above, which includes without limitation, the determination of a list of non-restricted countries and/or a list of restricted countries, for the successful completion of the offering or the allocation the PRG-W1 Warrants. The Company shall further announce the additional terms and/or conditions of the offering or the allocation of the PRG-W1 Warrants for your information (if any).

The Board of Directors or the authorized directors or any person authorized by the Board of Directors or by the authorized directors shall be authorized to actions

- (a) determine the terms and conditions and any other details in relation to the offering and allocating of the PRG-W1 Warrants;
- (b) proceed with and sign applications and evidences that are necessary for or relevant to the offering and allocating of the PRG-W1 Warrants, including contacting and filing applications, waiver requests, documents, and such evidences with the relevant government authorities or agencies, as well as listing the PRG-W1 Warrants and newly issued shares occurred from the exercise of the PRG-W1 Warrants on the Stock Exchange of Thailand ("SET");
- (c) undertake any other actions that are necessary for or relevant to this the offering and allocating of the PRG-W1 Warrants;

Number of Offering Warrants : Not more than 30,000,000 units

Offering Price per Unit : THB 0 (Zero Baht)

Term of Warrants : Not more than 3 years from the issuance date of warrants

Ordinary shares reserved for : the exercise of Warrants : Not more than 30,000,000 shares (with a par value of THB 1 per share)

Exercise Ratio : 1 unit of warrant per 1 ordinary share with the exception for the case of the adjustment of exercise ratio in accordance with the adjustment conditions

Exercise Price : THB 5
Exercise Price and relevant details shall be determined by the Board of Directors or the authorized directors or any person authorized by the Board of Directors or by the authorized directors.

: In the event of the adjustment of Exercise Price, the Exercise Price shall not be lower than the par value of shares in the Company at the time.

Issuance date : To be determined by the Board of Directors or the authorized directors or the person authorized by the Board of Directors or by the authorized directors, which is expected to be within the fourth quarter of 2021.

Period for notification of intention of exercise warrants : On the 15th of January, February, March, April, May, June, July, August, September, October, November, December of each calendar year through the term of Warrants. In the event, the Exercise Date is not a Business Day, such Exercise Date shall be postponed to the next Business Day. The first Exercise Date is expected to be on January 15th, 2022.

The last Exercise Date will be on the expiration date of PRG-W1 Warrants which will be on November 15th, 2024 (Not more than 3 years from the issuance date) . In the event, the last Exercise Date is not a Business Day, such last Exercise Date shall be postponed to the before the Company's holiday.

The last Exercise Date and relevant details shall be determined by the Board of Directors or the authorized directors or any Person designated by the Board of Directors or by the authorized Directors

Notification of intention of exercise warrants : The Warrant Holders who wish to exercise their rights to purchase ordinary shares of the Company shall deliver a notification of the intention to exercise the Warrants during 9:30 hrs. until 15:30 hrs. within the period of 5 Business Days prior to each Exercise Date, except for the last Exercise Date in which the notification of the intention to exercise the Warrants shall be delivered during 9:30 hrs. until 15:30 hrs. within the period of 15 Days prior to the last Exercise Date.

The intention to exercise PRG-W1 Warrants shall be irrevocable upon the Exercise Notice being served.

Warrant Registrar : Thailand Securities Depository Company Limited

Secondary Market for the Warrant : The Company will apply to list the PRG-W1 Warrants on the Stock Exchange of Thailand

Secondary Market for the Ordinary Shares from the Exercise of Warrants : The Company will apply to list the new ordinary shares to be issued upon exercising the Warrants on the Stock Exchange of Thailand.

Purposes of issuing the warrants and benefits that the Company would gain from the allocation of newly issued shares : It is a type of return to shareholders instead of cash dividend payment, that would be able to maintain Company's working capital and strengthen the Company's financial position for operation of the Company's business.

Expected benefits to shareholders from the capital increase : In the event, the warrant holders exercise their rights under the Warrants to purchase the ordinary shares and become shareholders of the Company, the shareholders would gain the benefits from the fact that the Company will be able to utilize such proceeds.

In addition, the shareholders who exercise the right to purchase ordinary shares under the PRG-W1 Warrants shall receive all the same rights as the Company's existing shareholders, such as the right to receive dividends, the right to attend and to vote in the shareholders meeting.

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any question or propose any opinion.

Mr. Piyapong Prasaththong, a shareholder, came in person to asked questions at the meeting as follows :

1. In the case of warrants PRG-W1 allocation, there is still leftover. How will The Company proceed?
2. Exercising of rights, is it on a quarterly basis or only as one and the last time?
3. In the allocation of warrants PRG-W1, what kind of investments will The Company utilize it for?

Mr. Suvait Theeravachirakul answered the questions as follows :

1. The Company has requested approval for the issuance of newly issued ordinary shares in the amount of not more than 30,000,000 shares. The Company has calculated the allocation in proportion to the shareholding of each existing shareholder. If any fractions occur in the calculation according to the allocation proportion, they will be rounded off. Thus there will not be any warrants leftover after allocation.
2. Warrants can be exercised on every 15th of the month and is valid not more than 3 years.
3. In the 4th quarter, The Company do not pay dividends to shareholders, but instead issue warrants so that shareholders who receive the allocation can exercise their rights to sell on the Stock Exchange. The Company will receive approximately THB 150 million, which will be used to increase liquidity within The Company for its working capital.

Mr. Bhuwanart Na Songkhla, a proxy from the Thai Investors Association asked the meeting about when will The Company post the XW (Excluding Warrant) sign?

Mr. Suvait Theeravachirakul answered that The Company had proceeded to post the XW (Excluding Warrant) sign on October 27th, 2021 because the Record Date determining the list of shareholders eligible for the allocation of warrants PRG-W1 was on October 28th, 2021.

When no shareholders or proxies had additional questions, **Mr. Apichat Kamoltham** asked the shareholders to vote for the agenda item 4 Approved to the offering or the allocating of the Company' s warrants to purchase ordinary shares No.1 (PRG-W1) in the amount not more than 30,000,000 units for allocation to existing shareholders of the Company in proportion to their respective shareholdings. This agenda item had to have a majority vote of the shareholders who attended the Meeting and had their voting rights.

Resolution for agenda item 4: Approved to the offering or the allocating of the Company' s warrants topurchase ordinary shares No.1 (PRG-W1) in the amount not more than 30,000,000 units for allocation to existing shareholders of the Company in proportion to their respective shareholdings, as detailed below:

Approved	totaling	591,027,668	votes or	99.9999%
Disapproved	totaling	0	votes or	0.0000%
Abstained	totaling	1	votes or	0.0000%

The total votes for this agenda item were 591,027,669 votes or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9999%, approved to the offering or the allocating of the Company' s warrants topurchase ordinary shares No.1 (PRG-W1) in the amount not more than 30,000,000 units for allocation to existing shareholders of the Company in proportion to their respective shareholdings, as proposed by the Board of Directors.

Agenda 5. Approved to increase the registered capital of the company from the original registered capital of THB 600,000,000 to THB 630,000,000 by issuing not more than 30,000,000 new ordinary shares with a par value of THB 1 per share to reserve for the issuance of the Company's warrants to purchase original shares of the PRG-W1 Warrants.

Mr. Suvait Theeravachirakul, explained to the Meeting that The board of directors deems it appropriate to propose the Shareholders' Meeting, has approved to increase the registered capital of the company from the original registered capital of THB 600,000,000 to THB 630,000,000 by issuing not more than 30,000,000 new ordinary shares with a par value of THB 1 per share to reserve for the issuance of the Company' s warrants to purchase ordinary shares of the PRG-W1 Warrants.

The details regarding the increase of the Company's registered capital under the increased capital report (F53-4) as presented in the supporting document, pages 39 – 44.

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any question or propose any opinion.

When no shareholders or proxies had additional questions, **Mr. Apichat Kamoltham** asked the shareholders to vote for the agenda item 5 Approved to increase the registered capital of the company from the original registered capital of THB 600,000,000 to THB 630,000,000 by issuing not more than 30,000,000 new ordinary shares with a par value of THB 1 per share to reserve for the issuance of the Company's warrants to purchase original shares of the PRG-W1 Warrants. This agenda item had to have not less than three-fourths of all votes of the shareholders who attended the Meeting and had their voting rights.

Resolution for agenda item 5: Approved to increase the registered capital of the company from the original registered capital of THB 600,000,000 to THB 630,000,000 by issuing not more than 30,000,000 new ordinary shares with a par value of THB 1 per share to reserve for the issuance of the Company's warrants to purchase original shares of the PRG-W1 Warrants, as detailed below:

Approved	totaling	591,027,668	votes or	99.9999%
Disapproved	totaling	0	votes or	0.0000%
Abstained	totaling	1	votes or	0.0000%

The total votes for this agenda item were 591,027,669 votes or 100.0000%

Conclusion The Meeting, resolved with a vote of 99.9999%, that not less than three-fourths of all votes of the shareholders who attended the Meeting and had their voting rights, approved to increase the registered capital of the company from the original registered capital of THB 600,000,000 to THB 630,000,000 by issuing not more than 30,000,000 new ordinary shares with a par value of THB 1 per share to reserve for the issuance of the Company's warrants to purchase original shares of the PRG-W1 Warrants, as proposed by the Board of Directors.

Agenda 6. Approved to increase the registered capital of the company under the General Mandate to the existing shareholders proportionate to their respective shareholdings (Rights Offering) from THB 600,000,000 to THB 780,000,000 by issuing 180,000,000 new ordinary shares with a par value of THB 1 per share.

Mr. Suvait Theeravachirakul, explained to the Meeting that The board of directors deems it appropriate to propose the EGM No. 1/ 2021, has approved to increase the registered capital of the company under the General Mandate to the existing shareholders proportionate to their respective shareholdings (Rights Offering) from THB 600,000,000 to THB 780,000,000 by issuing 180,000,000 new ordinary shares with a par value of THB 1 per share Please find details in a report on capital increase, as per the details shown on page 39 - 44.

The increase of the Company's registered capital by general mandate corresponded to the conservative financial management policy. When an unexpected situation occurs in the future, the Company will have a conservative reservation on financial management with flexibility without affecting normal operations.

Therefore, the Meeting was requested to consider and approve the increase of the Company's registered capital by a general mandate to the existing shareholders proportionate to their respective shareholdings (Rights Offering) from the original registered capital of THB 600,000,000 to the registered capital of THB 780,000,000 by issuing 180,000,000 new ordinary shares with a par value of THB 1 per share.

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any question or propose any opinion.

Mr. Bhuwanart Na Songkhla, a proxy from the Thai Investors Association asked the meeting as follows :

1. This capital increase is intended to sell to existing shareholders. Why do it in the form of a General Mandate? What are the advantages?
2. In what areas will proceeds from this capital increase be invested in?

Mr. Suvait Theeravachirakul answered as follows:

1. In proceeding with capital increase in the form of General Mandate, it is considered a methodology that is not a direct capital increase because it does not take effect immediately. Instead it acts to reserve capital increase as a mean for the future where The Company can proceed in case of emergency. At present, capital increase is not yet necessary.
2. To proceed with capital increase in the future, The Company must have clear and definitive objectives before proposing to the Board of Directors for further consideration and approval of the capital increase.

When no shareholders or proxies had additional questions, **Mr. Apichat Kamoltham** asked the shareholders to vote for the agenda item 6 Approved to increase the registered capital of the company under the General Mandate to the existing shareholders proportionate to their respective shareholdings (Rights Offering) from THB 600,000,000 to THB 780,000,000 by issuing 180,000,000 new ordinary shares with a par value of THB 1 per share. This agenda item had to have not less than three-fourths of all votes of the shareholders who attended the Meeting and had their voting rights.

Resolution for agenda item 6: Approved to increase the registered capital of the company under the General Mandate to the existing shareholders proportionate to their respective shareholdings (Rights Offering) from THB 600,000,000 to THB 780,000,000 by issuing 180,000,000 new ordinary shares with a par value of THB 1 per share, as detailed below:

Approved	totaling	591,026,668	votes or	99.9998%
Disapproved	totaling	1,000	votes or	0.0001%
Abstained	totaling	1	votes or	0.0000%

The total votes for this agenda item were 591,027,669 votes or 100.0000%

Conclusion The Meeting, resolved with a vote of 99.9999%, that not less than three-fourths of all votes of the shareholders who attended the Meeting and had their voting rights, approved to increase the registered capital of the company under the General Mandate to the existing shareholders proportionate to their respective shareholdings (Rights Offering) from THB 600,000,000 to THB 780,000,000 by issuing 180,000,000 new ordinary shares with a par value of THB 1 per share, as proposed by the Board of Directors.

Agenda 7. Approved to amend the Article 4 of the memorandum of the Company to be in accordance with the increase of the registered capital.

Mr. Suvait Theeravachirakul, explained to the Meeting that to be in accordance with the increase of the registered capital of the Company in Agenda 5 and Agenda 6, it is appropriate to propose to the Extraordinary General Meeting of Shareholders No. 1/2021 to approved to amend the Article 4 of the memorandum of the Company to be in accordance with the registered capital above the details as follows:

“Article 4. Registered capital : THB 810,000,000 (Eight hundred and ten million baht only)
Divided into : 810,000,000 shares (Eight hundred and ten million shares)
Value per share : THB 1 (one baht)
Divided into
Ordinary share : 810,000,000 shares (Eight hundred and ten million shares)
Preferred share : -- share (--)”

The Meeting was asked to approved to amend the Article 4 of the memorandum of the Company to be in accordance with the increase of the registered capital.

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any question or propose any opinion.

When no shareholders or proxies had additional questions, **Mr. Apichat Kamoltham** asked the shareholders to vote for the agenda item 7 Approved amend the Article 4 of the memorandum of the company to be in accordance with the increase of the registered capital. This agenda item had to have not less than three-fourths of all votes of the shareholders who attended the Meeting and had their voting rights.

Resolution for agenda item 7: Approved to amend the Article 4 of the memorandum of the company to be in accordance with the increase of the registered capital, as detailed below:

Approved	totaling	591,027,668	votes or	99.9999%
Disapproved	totaling	0	votes or	0.0000%
Abstained	totaling	1	votes or	0.0000%

The total votes for this agenda item were 591,027,669 votes or 100.0000%

Conclusion The Meeting, resolved with a vote of 99.9999%, that not less than three-fourths of all votes of the shareholders who attended the Meeting and had their voting rights, approved to amend the Article 4 of the memorandum of the company to be in accordance with the increase of the registered capital, as proposed by the Board of Directors.

Agenda 8. Approved to allocate not more than 30,000,000 newly issued ordinary shares with a par value of THB 1 per share for the exercise of the PRG-W1 Warrants, which will be issued to existing shareholders of the Company in proportion to their respective shareholdings in accordance with the details set out in agenda 4.

Mr. Suvait Theeravachirakul, explained to the Meeting that to be in accordance with the increase of the registered capital of the Company in Agenda 5, it is appropriate to approved to allocate not more than 30,000,000 newly issued ordinary shares for the exercise of the PRG-W1 Warrants, which will be issued to existing shareholders of the Company in proportion to their respective shareholdings.

The details of the allocation of the newly issued ordinary shares for the exercise of the PRG-W1 Warrants are presented in Agenda 4.

The details regarding the increase of the Company's registered capital under the increased capital report (F53-4) as presented in the supporting document, pages 39 – 44.

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any question or propose any opinion.

When no shareholders or proxies had additional questions, **Mr. Apichat Kamoltham** asked the shareholders to vote for the agenda item 8 Approved to allocate not more than 30,000,000 newly issued ordinary shares with a par value of THB 1 per share for the exercise of the PRG-W1 Warrants, which will be issued to existing shareholders of the Company in proportion to their respective shareholdings in accordance with the details set out in agenda 4. This agenda item had to have a majority vote of the shareholders who attended the Meeting and had their voting rights.

Resolution for agenda item 8: Approved to allocate not more than 30,000,000 newly issued ordinary shares with a par value of THB 1 per share for the exercise of the PRG-W1 Warrants, which will be issued to existing shareholders of the Company in proportion to their respective shareholdings in accordance with the details set out in agenda 4, as detailed below:

Approved	totaling	591,027,668	votes or	99.9999%
Disapproved	totaling	0	votes or	0.0000%
Abstained	totaling	1	votes or	0.0000%

The total votes for this agenda item were 591,027,669 votes or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9999%, approved to allocate not more than 30,000,000 newly issued ordinary shares with a par value of THB 1 per share for the exercise of the PRG-W1 Warrants, which will be issued to existing shareholders of the Company in proportion to their respective shareholdings in accordance with the details set out in agenda 4, as proposed by the Board of Directors.

Agenda 9. Approved to the allocation of newly issued ordinary shares of the company under the General Mandate of not more than 180,000,000 shares with a par value of THB 1 per share.

Mr. Suvait Theeravachirakul, explained to the Meeting that to be in accordance with the increase of the registered capital of the Company in Agenda 6, it is appropriate to propose to the Extraordinary General Meeting of Shareholders No. 1/2021 to approved to the allocation of newly issued ordinary shares of the company under the General Mandate of not more than 180,000,000 shares with a par value of THB 1 per share as follows:

- Allocation of not more than 180,000,000 new ordinary shares or equivalent to 30.00% of the paid-up capital, offering to the shareholders in proportion to their shareholding.

Whereby, the Board of Directors shall be authorized to allot and offer in the same time or to separate into partial for offering in lots from time to time and have the right to take any actions necessary as appropriate regarding to the offering of such increased ordinary shares, e.g. set XR date, and objective of the issuance and offering of such ordinary shares, specify offering price and ratio for allotment including subscription period, allotment method and the payment process, etc., including change of the subscription period and payment and determining other conditions and details in issuing and offering of such increased shares as deemed appropriate, including the authority to correct wording or contents for minutes of shareholders' meeting or Memorandum of Association and/or the various actions necessary in compliance with the order of Registrar in relation to the registration of registered capital increase with Department of business Development, Ministry of Commerce from time to time in accordance with the payments of the subscriber (S) in each time, including listing the increased shares in the Stock Exchange of Thailand and submission of information and documents to the Securities and Exchange Commission, the Stock Exchange of Thailand, Ministry of Commerce or other relevant authorities.

The allocation of newly issued ordinary shares to existing shareholders in General Mandate must be completed within the next date of the Annual General Meeting of Shareholders which be determined by the Company or within the date of the Meeting of Shareholders which be determined by the law, whichever date is earlier.

The details regarding the increase of the Company's registered capital under the increased capital report (F53-4) as presented in the supporting document, pages 39 and 42.

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any question or propose any opinion.

When no shareholders or proxies had additional questions, **Mr. Apichat Kamoltham** asked the shareholders to vote for the agenda item 9 Approved to the allocation of newly issued ordinary shares of the company under the General Mandate of not more than 180,000,000 shares with a par value of THB 1 per share. This agenda item had to have a majority vote of the shareholders who attended the Meeting and had their voting rights.

Resolution for agenda item 9 : Approved to the allocation of newly issued ordinary shares of the company under the General Mandate of not more than 180,000,000 shares with a par value of THB 1 per share, as detailed below:

Approved	totaling	591,026,668	votes or	99.9998%
Disapproved	totaling	1,000	votes or	0.0001%
Abstained	totaling	1	votes or	0.0000%

The total votes for this agenda item were 591,027,669 votes or 100.0000%

Conclusion The Meeting, by a majority vote of 99.9999%, approved to the allocation of newly issued ordinary shares of the company under the General Mandate of not more than 180,000,000 shares with a par value of THB 1 per share, as proposed by the Board of Directors.

Agenda 10. Other business (if any).

Mr. Suvait Theeravachirakul informed the Meeting that in this agenda, if shareholders want to propose other matters than those set out in the invitation letter, they must comply with the law which appears in the Public Limited Company Act B.E.2535, Clause 2 of Section 105, stating that "When the meeting has considered Clause 1, the shareholders holding shares altogether of not less than one-third of the total issued shares may request the meeting to consider other matters than those set out in the invitation letter."

Mr. Suvait Theeravachirakul asked if the shareholders or proxies would like to ask any question or propose any opinion.

Mr. Bhuwanart Na Songkhla, a proxy from the Thai Investors Association asked the meeting about the situation of falling rice prices. What are the effects on The Company, if any?

Mr. Somkiat Makcayathorn, Managing Director, answered the question. For current situation about rice, it is normal for prices to decline, since it is harvest season. The Company has not received any negative impact from the current rice situation because The Company has been cautious in purchasing sufficient stock of raw materials for usage. Therefore, this has a more of a positive impact for The Company. It is also expected that in 2022 the Company will be able to compete well in the market.

None of the shareholders or proxies had additional questions and none of the shareholders raised any additional agenda to the Meeting, therefore, I would like to have the Chairman to close the meeting.

Mr. Suphadej Poonpipat, Chairman of the Meeting, announced to the Meeting that on behalf of the Board of Directors I would like to thank all shareholders who attend the Meeting today. The comments provided are very useful. If there are any inconvenient or errors, please accept our apology.

In the end, none of the shareholders had additional questions or comments, therefore, the Chairman announced the Meeting to be closed.

The Meeting adjourned at 11.04 hours.

Signed **Suphadej Poonpipat** Chairman of the Meeting
(Mr. Suphadej Poonpipat)
Chairman of the Board of Directors

Signed **Chonlada Ngamnikulchalin** Recorder of the Meeting
(Ms. Chonlada Ngamnikulchalin)
Company Secretary