# (Translation)

# Minutes of the Annual General Meeting of Shareholders for the Year 2022 Of Rannu Rawar Bublia Company Limited

# **Banpu Power Public Company Limited**

The Meeting was convened on April 1, 2022 at 09.30 hours by electronic meeting (E-Meeting) in accordance with the laws and regulations relating to electronic meeting. The registration to access the E-Meeting will be available at 07.30 hours onward, and presided over by Associate Professor Dr. Naris Chaiyasoot, Chairman of the Board of Banpu Power Public Company Limited ("Chairman")

Ms. Thassanee Passarapark, the Company Secretary, informed that regarding the ongoing epidemic of 2019 Coronavirus Disease (COVID-19), the Company is deeply concerned for the safety and well-being of shareholders and all stakeholders, who will be participating in the meeting as well as the readiness to strictly comply with the various measures defined by the government sector to prevent the spread of COVID-19. Therefore, the company will conduct the 2022 AGM via E-Meeting in accordance with the laws and regulations relating to electronic meeting and the agendas of the meeting as details appear in the invitation letter for the shareholders' meeting which has been sent to the shareholders.

At 09:30 hours, the Company Secretary informed that at the commencement of the Meeting, there were 14 shareholders attending in person and 111 shareholders attending by proxy, totally 125 shareholders representing 2,579,946,787 shares, equivalent to 84.6513 percent of the total 3,047,731,700 shares which have been issued and distributed, the quorum was, then, constituted in accordance with the law and Clause 34 of the Articles of Association of the Company, stipulating that in a general shareholders' meeting, in order to form a quorum at least twenty-five shareholders or proxies (if any) or at least half of all shareholders, and representing at least one-thirds of shares distributed shall be required.

The Chairman convened the meeting, welcomed the shareholders and introduced to the Meeting the directors, managements and auditors attended the Meeting in order to deliver additional information and answer the questions to the Meeting. In addition, the Company invited the Legal Advisor to act as observer and inspectors to count and validate the ballots for the purpose of transparency and in order to comply with the law and the Company's Articles of Association. The Company designated the Company Secretary to record the Minutes of Meeting as follows:

# The following directors attending the Meeting: (10 directors attended the Meeting equivalent to 100 percent)

1.	Associate Professor Dr. Naris Chaiyasoot	Independent Director / Chairman of the Board
		Chairman of the Corporate Governance and Nomination Committee
2.	Mr. Yokporn Tantisawetrat	Independent Director / Chairman of the Audit Committee
3.	Professor Dr. Bundhit Eua-arporn	Independent Director/Chairman of the Compensation Committee
4.	Professor Dr. Patchanita Thamyongkit*	Independent Director
4.	Mr. Chanin Vongkusolkit*	Director
5.	Mr. Metee Auapinyakul*	Director
6.	Mrs. Somruedee Chaimongkol*	Director
7.	Mr. Rawi Corsiri*	Director
8.	Mr. Voravudhi Linananda*	Director
9.	Mr. Kirana Limpaphayom	Director and Chief Executive Officer

<u>Remark</u>: \*Directors who attended the Meeting through electronic media (Cisco WebEx Meeting) according to the Emergency Decree on Electronic Meetings, B.E. 2563 (2020) dated 19 April 2020.

# The following Management attending the Meeting:

1. Ms. Benjamas	Suratanakavikul	Chief Financial Officer
2. Mr. Praphan	Likitwacharapakorn	Chief Operating Officer

3. Mr. Dechapong Yuwaprecha Senior Vice President – Business and Project Development

4. Dr. Ponpranod Didsayabutra Senior Vice President – Power Business in US

5. Mr. Issara Vice President – Asset Management

6. Mr. Panuwat Pitakteeratham Manager - Engineering
7. Mr. Suthichai Laohavirojana Senior Vice President – Legal

8. Mr. Pilun Pochanart Senior Vice President – Power Business in China
9. Mr. Padungsak Thanakij Senior Vice President – Power Business in Vietnam

10. Ms. Thassanee Passarapark Company Secretary

# The following Auditor and Representatives attending the Meeting:

1. Ms. Rodjanart Banyatananusard Auditor of PricewaterhouseCoopers ABAS (PwC)

Ms. Chariyaporn Nakuam Representative of the Auditor (PwC)
 Ms. Nopharath Boonleerawath Representative of the Auditor (PwC)

# The following observer and inspectors to count and/or validate the ballots attending the Meeting:

1. Mr. Vijak Buanak KPMG Phoomchai Tax Ltd.

The Chairman informed the meeting for the governing rules of shareholder meetings described in details as appeared in the Enclosure No. 5 which had been sent to the shareholders together with the notice of this Meeting.

- Prior to the voting of any agenda, the Chairman will invite shareholders to ask questions.
- One share shall be entitled to one vote.
- Shareholder(s) who has/have an interest in any agenda, will not be eligible to the voting in the respective agenda.
- The Chairman will inform the Meeting that the voting of each agenda shall be made openly.
- Shareholders can vote for approval, disapprove or abstain on each agenda item.
- The announcement of the voting scores by specifying the number of votes which are in favor, against or abstained.
- The Chairman is empowered to issue meeting rules for the purpose of conducting the meetings in order and ensuring equitable treatment to all shareholders.

During the meeting, the attendees can submit questions in advance via the chat box (Q&A), whereby the company will answer questions when the agenda is reached.

The Company Secretary informed the procedure for voting on each agenda and asking the questions in the meeting of the Webex meeting system (E-Meeting) via VDO clip as well as emphasized to the shareholders that in case the shareholders log-out from the system before closing the vote on any agenda, the votes of the shareholders will not be counted as a quorum and a vote in that agenda. However, the shareholders or the proxy holders can still come back to log-in the system for attending the meeting and voting in the next agenda again. The shareholders who made the proxy form for others to attend the meeting and voted in the form of voting according to the wishes of the shareholders, the Company brought the votes of approval, disapproval, or abstention according to the wishes of the shareholders and has been recorded in the registration for voting according to each agenda already.

In case there are many questions related to that agenda in the system, the company will select questions as appropriate. The company asks shareholders to inform their names - surnames and status of shareholder or proxies

before asking questions every time for accuracy and completeness in recording the minutes of the meeting. However, the Company reserves the right to cut off the images and sounds of shareholders asking questions or expressing disrespectful comments or defamation of others or violate any law including infringement of the rights of others or disrupting the meeting or causing trouble to other attendees.

The Company Secretary invited the shareholders to ask questions and express their opinions about the voting system. The shareholder who has any questions, please type questions in Q&A chat box and press submit questions into the system. Or inquire via the VDO conference system by click "book the queue" symbol. When your queue arrives, please turn on your camera-microphone and inform the name and surname before every question. Then, the Company opened the VDO for asking the questions in the meeting once again. No questions being raised.

The Chairman informed the Meeting that the Company afforded the shareholders the opportunity to propose the agenda and to propose the nominated director in advance for the 2022 Annual General Meeting of Shareholders via the Company's website from 1 December until 30 December 2021 through the electronic media of the Stock Exchange of Thailand. The Company stipulated the procedures and criteria in considering the proposals including qualifications of shareholder eligible to submit the proposal, proposal forms, channels for submitting the proposal, and consideration procedures. As a result, there was no meeting agenda and nominated director proposed by the shareholders.

Then, the Chairman designated the Company Secretary to commence the Meeting and conducted the following business agendas:

# Agenda 1. To acknowledge the minutes of the Annual General Meeting of Shareholders for the Year 2021

The Chairman informed the Meeting of the opinion of the Board of Directors that the Annual General Meeting of Shareholders for the Year 2021, which was held on 2 April 2021. The Board of Directors has considered and is of opinion that the minutes of the Annual General Meeting of Shareholders for the Year 2021, the copies of which had been sent to the shareholders together with the notice of this Meeting as per the Enclosure No. 1, prepared by the Company Secretary, correctly reflected the resolutions passed by the said Shareholders' Meeting of which the Company afforded the shareholders the opportunity to review the said minutes via the Company's website from 16 April until 16 May 2021. As a result, there was no any shareholders submitted or requested to amend the minutes of Meeting. The Chairman, then, proposed the Meeting to acknowledge the said minutes of the Annual General Meeting of Shareholders for the Year 2020.

The Chairman and the Company Secretary invited the shareholders to ask questions and express their opinions. The shareholder who has any questions, please type questions in Q&A chat box and press submit questions into the system. Or inquire via the VDO conference system by click "book the queue" symbol. When your queue arrives, please turn on your camera-microphone and inform the name and surname before every question. Then, the Company opened the VDO for asking the questions in the meeting for one time. No questions being raised.

The Company Secretary, then, requested the Meeting to acknowledge the minutes of the Annual General Meeting of Shareholders for the Year 2021.

#### The Meeting resolution:

The Meeting passed a resolution to acknowledge the minutes of the Annual General Meeting of Shareholders for the Year 2021.

# Agenda 2. To acknowledge the Board of Directors' Annual Report<sup>1</sup> for the Company's performance and to approve the audited Statements of Financial Position and Statement of Income for the year ended on 31 December 2021

The Chairman informed the Meeting that the Company had prepared the Board of Directors' Form 56-1 One Report related to the Company's performance for the year ended on December 31, 2021. The report shows the performance during the fiscal year 2021, which the Board has considered correct and adequate. Therefore, the Board proposes the said report to this Shareholder Meeting in order to acknowledge the Board of Directors' Form 56-1 One Report related to the Company's performance for the Year ended on December 31, 2021, as appears in the Section "Operational Results During the Previous Year" of the Form 56-1 One Report, which has been sent to the shareholders in the form of QR Code as per the Enclosure No.6. The Chairman requested Mr. Kirana Limpaphayom, a Chief Executive Officer ("CEO"), to explain the details of the other Company's performance to the Meeting.

Mr. Kirana Limpaphayom, a CEO, summarized the following details:

In 2021, the Company owned 38 power plants/projects with total equity-based power and steam capacity from operating power plants of 3,121 MWe and 91 MW from under-development projects. The Company continued delivering growth through the investment in operating assets which can generate immediate cashflow while building upon Banpu ecosystem through the acquisition of ten operating power plants namely;

- Beryl solar farms in Australia
- Manildra solar farms in Australia
- o Temple I CCGT power plant in the United States of America
- Nakoso IGCC power plant in Japan
- o Kesennuma solar farms in Japan
- Nihonmatsu solar farms in Japan
- Shirakawa solar farms in Japan
- o Ha Tinh solar farms in Vietnam
- Chu Ngoc solar farms in Vietnam
- o Nhon Hai solar farms in Vietnam

Another under-construction power plant project is Vinh Chau wind farm phase 1 with a capacity of 30 MW which is expected to achieve commercial operation date in 2022.

Apart from expanding the power generation capacity according to the plan mentioned above, the Company focused on maintaining power plant efficiency to ensure stable operation and reliable electricity distribution to meet the needs of stakeholders and create steady returns for the Company. We also complied with energy policies and regulations in each location, particularly maintenance scheduling and operation mode adjustment as appropriate, to maintain operational capability amid uncertainties. Measures were implemented to control expenses, especially the increasing raw material costs last year. In addition, Banpu Power's employees at the headquarters office and local offices in every host country collaborated to study new markets the Company has invested in, such as the U.S. to ensure smooth operations and seek opportunities to expand investment for sustainable growth.

In 2021, the Company reported net profit of THB 3,127 million and its Earnings Before Interest, Taxes, Depreciation and Amortization (EBITDA) of THB 3,487 million. Company's Net Debt to Equity (Net D/E) ratio was at 0.28. The revenue for 2021 was reported at THB 6,784 million, a 23% increase compared to the previous year. The performance was mainly from three Combined Heat and Power Plants (CHPs) in China for THB 6,112 million.

<sup>&</sup>lt;sup>1</sup> On September 1, 2020, Thailand's Securities and Exchange Commission (SEC) announced the consolidation of the annual registration statement (Form 56-1) and annual report (Form 56-2) into the new "Form 56-1 One Report"

Despite the challenge of high coal costs throughout the year, the Company has taken various measures to mitigate the impact by countermeasures such as implementing a centralized coal procurement system, negotiating with its counterparty to raise the steam selling price to reflect the higher coal cost, proactively optimizing the plant operation mode to protect the bottom line, and be able to provide electricity and steam to serve industrial customers and residential customers efficiently. Moreover, there was additional revenue of THB 673 million from Temple I CCGT in the U.S., which the Company started to recognize from November 2021 onwards.

The Company realized the share of profit from its joint ventures at THB 2,974 million. HPC power plant in Lao PDR reported THB 3,612 million, a 12% increase compared to the previous year with a high Equivalent Availability Factor (EAF) at 85% as a result of an effective maintenance plan. BLCP power plant in Thailand reported its share of profit of THB 215 million. Nakoso IGCC power plant in Japan, which started to recognize the profit since the second quarter, reported its share of profit of THB 210 million. Shanxi Lu Guang power plant in China had started its electricity generation dispatch, but a challenge of the high coal price resulted in its share of loss of THB 542 million. Meanwhile, renewable and energy technology businesses invested through Banpu NEXT reported a share of loss of THB 521 million, mainly from energy trading business which was affected by the market situation.

The important developments in the Energy Technology business under investment through Banpu Next Company Limited in 2021 are as follows:

- o Continue to expand the portfolio of solar rooftop and floating solar by 5.4 megawatts
- Launched the Smart Data Analytics and Energy Management Solutions. The solution analyzes energy consumption and offer energy-saving solutions to organizations
- o Installed the microgrid system at Mali Resort on Koh Lipe which can provide 100% clean energy in 24 hours a day and help to reduce energy costs, reduce pollution and help businesses grow sustainably.
- o Launched the E-Boat, a fully clean-powered tourist boat. It is small boat with speed 12 knots and can sail for 3 hours on a single full charge.
- Invested in energy management systems by entering into the share purchase agreement for a 100% investment in Engie Services (Thailand) Company Limited, an energy management service company by providing services for procurement, installation, maintenance as well as optimize the system and equipment in terms of energy consumption
- Moving forward with the energy trading business in Japan by signing power purchase agreements with customers from various sectors including universities, hospitals and national institutions. Banpu NEXT will supply more than 252 GWh of total electricity to customers between February 2021 – September 2022

The Company is driving the transition toward a greener and smarter energy generation to achieve the generation capacity target of 5,300 MWe by 2025 through the three following strategies:

- 1. Leverage synergies across Banpu Ecosystem to further expand energy generation business in countries where Banpu has operations, for instance, investment in natural gas-fired power plants in the United States and renewable power plants in Vietnam, China, Japan, and the United States;
- Seek investment opportunities in Asia-Pacific countries with high economic growth and electricity
  demands through investments in commercially-operational projects to generate immediate cash flow,
  focusing on the deployment of HELE technologies in thermal power business to deliver affordable, reliable,
  and eco-friendly electricity; and
- 3. Drive growth of renewable energy and energy technology businesses through investment in Banpu NEXT to strengthen our power generation business while converging toward the future global energy trends. By the implementation of the three strategies, the Company will be able to expand business opportunities according to Banpu group's Greener & Smarter strategy.

In the past year, TRIS Rating affirmed Banpu Power A+ credit rating, proving our financial strength. The Company was recognized among global companies in S&P Global Sustainability Yearbook. The Company was also listed on Thailand Sustainability Investment (THSI) Index for the fourth consecutive year and received Rising Star Sustainability Award from the Stock Exchange of Thailand, demonstrating our dedication and commitment on sustainable business conduct as well as our preparedness for future changes and challenges. In addition, the Company was certified as a member of the Thai Private Sector Anti-Corruption Coalition (CAC) by the Thai Institute of Directors Association from the third quarter of 2019 and this year is in the process of preparing to renew CAC in 2022.

In addition, The Company prepared the Statements of Financial Position and Statement of Income for the year ended on December 31, 2021, which was duly audited. The Board and the Audit Committee considered it was correct, complete and adequate in accordance with the general accounting principles, and therefore wish to propose it to this Shareholder Meeting for approval. The details appear in the Sections "Company and Consolidated Financial Statements", "Report of the Board of Directors' Responsibility in the Financial Statements" and "Report of the Audit Committee to Shareholders" of the Form 56-1 One Report, which has been sent to the shareholders in the form of QR Code as per the Enclosure No.6. The Chairman requested Ms. Benjamas Suratanakavikul, a Chief Financial Officer ("CFO"), to explain the details of the other statement of Financial Position for the year 2021 to the Meeting.

Ms. Benjamas Suratanakavikul, a CFO, informed the Meeting that the details of the statement of financial position and statement of comprehensive income for the year 2021, which was audited by Ms. Rodjanart Banyatananusard of C.P.A. No. 8435, the auditor from Pricewaterhouse Coopers ABAS ("PwC"), and was considered to be correct, complete and adequate in accordance with the general accounting principles. The Meeting was, therefore, proposed to consider and approve the balance sheet and the profit and loss statements as per the Form 56-1 One Report for year 2021 as follows:

- Statement of Financial Position or balance sheet for the year ended on 31 December 2021.
  - Total assets were THB 74,867 million, an increase of 51 percent, which was mainly due to the consolidation of Temple I's balance sheet into the consolidated financial statements.
  - o Total liabilities were THB 25,287 million, an increase of 233 percent, which was mainly due to financing to support investment in Nakoso IGCC and Temple I CCGT Power Plant.
  - Shareholder's equity was Baht 49,579 million, an increase of 18 percent, which was mainly due to the increasing of the net profit during the year, purchase of investment in a subsidiary and impact form exchange rate for the subsidiaries
  - o Company's Net Debt to Equity (Net D/E) ratio was low at 0.28
- Statement of Comprehensive Income for the year 2021
  - Total sales revenue was Baht 6,785 million, an increase of 23 percent from the previous year, as a result of electricity sales from Temple I CCGT power plant in the U.S. of THB 673 million and higher electricity demand from industry of three CHP power plants in China. In addition, there are negotiations with customers to increase the selling price of steam.
  - Cost of sales amounted to THB 6,824 million an increase of 55 percent, which was mainly due to the inclusion of Temple I power plant's sale cost in the consolidated financial statements and the rising coal cost of the three CHP power plants in China.
  - o Gross loss was reported at THB 40 million.
  - Administrative expenses of THB 1,103 million representing 16% of revenue or decreased by 1% compared to previous year, which was mainly due to implementation of cost reduction in all business units.

- Management fee income of THB 652 million, consist of the Steam pipe connection revenue charged to new customers of power plants in China, subsidy from the Chinese government and Management fee income.
- The Company recognized a share of profit from joint ventures of THB 2,974 million. Profit sharing from HPC power plants was increase by 12%, reflecting the maintenance plan and the stability of the power generation is high level including the profit sharing from BLCP power plant, SLG Power Plant and Nakoso IGCC power plant which began to realize profit sharing since Q2/2021
- o Profit before tax income was THB 3,231 million, after tax income was THB 57 million and non-controlling interests was THB 47 million.
- o Net profit was THB 3,127 million, which had an earnings per share of 1.03 baht.

Other details were in the balance sheet and the profit and loss statements for the year ended on 31 December 2021. The Chairman and the Company Secretary invited the shareholders to ask questions and express their opinions. The shareholder who has any questions, please type questions in Q&A chat box and press submit questions into the system. Or inquire via the VDO conference system by click "book the queue" symbol. When your queue arrives, please turn on your camera-microphone and inform the name and surname before every question. Then, the Company opened the VDO for asking the questions in the meeting for one time. Shareholders asked questions and expressed their recommendations while the Board of Directors and the management answered them with the summarized details as follows:

- 1. Mr. Sawong Kittisiripan, a shareholder
  - 1) When will the price of electricity sold in Thailand, China, Japan and the US increase and to what extent?
    - Mr. Kirana, a CEO, explained that each market in the countries mentioned above was different in its characteristics.
      - For Thailand, electricity is sold to a single buyer/off-taker, who signs a long-term power purchase agreement (PPA) for 20-25 years. The price of electricity depends on the cost of fuel used for generating electricity and the government's policy.
      - In China, previously, the power purchase agreement was long-term. Yet at present, the agreement is shortened to one year. Part of the PPA is now being governed by market mechanisms to set prices in order to reflect demand and supply, which increasingly benefits consumers.
      - In Japan, power is sold and bought on the wholesale market format. While previous generations of power plants have signed long-term power purchase agreements, new generations of power plants are selling electricity on a wholesale basis in lots. They also start using market mechanisms to determine electricity price.
      - In Texas, USA, the state sells and buys power on the merchant market format where the price of power is auctioned every 15-30 minutes. The price therefore is determined by market mechanisms ranging from costs of fuel to electricity demand at a particular time of the day and readiness of a power plant to sell its product at the time.
  - 2) In 2022, how many commercially-operating power plants will Banpu Power (BPP) have? What types of power plants are they? How much electricity does each power plant generate in terms of its production capacity?
    - o Mr. Kirana, a CEO, explained that the company was doing due diligence on several potential projects of both thermal and renewable power plants. It was therefore not possible to determine a clear timeframe during this due diligence period, as this would depend on negotiations between the seller and would-be buyers.
      - However, Banpu Power will focus on operation asset projects when it comes to the growth of both thermal and renewable power plants. To elaborate, the company will invest in projects of which the construction has been completed so that it can immediately recognize the cashflow. Yet if the

company is to invest in a project of which cashflow may not be immediately recognized, it will consider other factors when making such investment. This could range from risk diversification to other shareholders to cashflow in a near term when making the investment. In 2021, BPP managed to increase its production capacity by more than 450 megawatts. In 2022, the growth target will be more or less the same as the previous year or even higher with the goal to reach 5,300 megawatts in 2025. At present, our current production capacity stands at 3,300 megawatts.

The Company Secretary, then, requested the Meeting to acknowledge the Board of Directors' Form 56-1 One Report for the Company's performance and approved the audited Statements of Financial Position and Statement of Income for the year ended on 31 December 2021. And the Company opened the VDO for voting.

# **Meeting Resolution**

After due consideration, the Meeting passed a resolution to acknowledge the Board of Directors' Form 56-1 One Report for the Company's performance and approved the audited Statements of Financial Position and Statement of Income for the year ended on 31 December 2021 with the majority voting as follows:

Resolution	Total Votes (1 share = 1 vote)	Per cent of the total votes of shareholders attending the Meeting and entitle to vote
1. Approved	2,580,033,211	99.9999
2. Objected	2,300	0.0000
3. Abstained	100	-
4. Voided Ballot	0	0.0000

# Agenda 3. To consider and approve the distribution of annual profits and annual dividend payment

The Chairman requested to Ms. Benjamas Suratanakavikul, Chief Financial Officer ("CFO"), to explain this agenda to the Meeting.

Ms. Benjamas Suratanakavikul informed the Meeting that in accordance with Section 115 of the Public Limited Companies Act, B.E.2535 (1992) and Clause 44 of the Company's Articles of Association stipulated that the payment of dividends must be upon approval by a meeting of shareholders, however, the board of directors may, from time to time, pay interim dividends to shareholders when it appears that the company has such reasonable profits to do so and shall report it to the shareholders at the next meeting. In addition, the Section 116 of the Public Limited Companies Act, B.E.2535 and Clause 45 of the Company's Articles of Association stipulated that the company shall appropriate to a reserve fund not less than five (5) percent of its annual net profits less accumulated loss (if any) until the reserve fund reaches at least ten 10 percent of its registered capital, unless otherwise required by laws.

In 2021, the Company earned net profit of separate financial statements in the amount of Baht 47 million, the Board proposed to approve the appropriation of annual profits at the rate of 5 percent as a legal reserve following this allocation, the Company will have a total legal reserve of Baht 1,647 million or 5.40 percent of the registered capital.

For the dividend payment, the Company's dividend payment policy stipulated that "the Company will pay dividend at a rate approximate to 50 percent of the net profit of the consolidated accounts after provisioning all statutory reserves, provided that the rate of dividend payment will be subject to cash flows and investment plans of the Company and its subsidiaries, as well as regulatory restrictions and other requirements."

In 2021, The Board considered that the Company has earned profits and carried no retained loss. In addition, the Company has sufficient cash flow to pay dividends. The Board considered that it is appropriate to propose the Shareholders Meeting to approve the allocation of the annual profits by declaration of the dividend payment for the Company's performance of the Year 2021 for the period during 1 January – 31 December 2021 at the rate of Baht 0.65 per share, of which Baht 0.30 was paid as an interim dividend to the shareholders holding 3,047,731,700 shares in the amount of Baht 914 million on September 21, 2021. Therefore, the remaining of dividend payment for the Year 2021 performance for the period during 1 July – 31 December 2021 would be further paid out of the retained earnings and profits from the operation to the shareholders holding 3,047,731,700 shares at the rate of Baht 0.35 per share, which is considered to be the declaration of dividend at the rate of 63 percent of the Company's net profit, which is comply with the dividend policy of the Company. The dividend would be payable from the corporate income tax – exempted profit on which shareholders are not entitled to tax credits. The dividend payment is scheduled to be on April 27, 2022. In this regard, the Record Date was fixed on April 11, 2022 in order to determine the eligible shareholders who shall be entitled to have the right to receive such dividend.

Therefore, this Shareholder Meeting is proposed to approve the distribution of annual profits and annual dividend payment as recommended by the Board.

The Chairman and the Company Secretary invited the shareholders to ask questions and express their opinions. The shareholder who has any questions, please type questions in Q&A chat box and press submit questions into the system. Or inquire via the VDO conference system by click "book the queue" symbol. When your queue arrives, please turn on your camera-microphone and inform the name and surname before every question. Then, the Company opened the VDO for asking the questions in the meeting for one time. No questions being raised.

The Company Secretary, then, requested the Meeting to approve the distribution of annual profits and annual dividend payment. And the Company opened the VDO for voting.

### **Meeting Resolution**

After due consideration, the Meeting passed a resolution to approve the distribution of annual profits and annual dividend payment with the majority voting as follows:

Resolution	Total Votes (1 share = 1 vote)	Per cent of the total votes of shareholders attending the Meeting and entitle to vote
1. Approved	2,580,033,211	99.9999
2. Objected	100	0.0000
3. Abstained	2,300	-
4. Voided Ballot	0	0.0000

# Agenda 4. To consider and approve the appointment of directors in place of those retiring by rotation

The Chairman advised the Meeting that in accordance with Clause 17 of the Company's Articles of Association, which stated that "One-third of the total number of Directors shall be required to vacate their offices by rotation at every general meeting of shareholders. If the number of directors is not a multiple of three, the number of directors closest to one-third vacate their offices. Directors who have to vacate their offices during the first and second year after the Company has been registered shall be decided by drawing of names. For the successive years, directors who have been in offices for the longest shall retire from their offices. A retiring director is eligible for re-election."

The Chairman informed the Meeting that the Corporate Governance and Nomination Committee proposed the Board to consider the directors who have to vacate their offices. At present, there are 10 directors, therefore, in the Meeting of Shareholders for year 2022, there were three (3) directors who had to retire by rotation, namely:

1.	Mr. Chanin Vongkusolkit	Director
2.	Mr. Rawi Corsiri	Director
3.	Mr. Voravudhi Linananda	Director

In the regards of director nomination, the Company has invited the shareholders to nominate the qualified directors to be selected and to propose the Shareholder Meeting for election during 1 - 30 December 2021 by announcement through the communication channels of the Stock Exchange of Thailand and publish on the Company's website. After the expiration of the above-mentioned period, there has no any shareholders nominated anyone to be elected as directors.

The Board and the Corporate Governance and Nomination Committee have considered qualifications, experience and backgrounds of each nominated director, including the qualifications of directors in accordance with the Company's nomination procedures by which consistent with the composition and structure of the directors, appear in the Section "Corporate Governance" of the Form 56-1 One Report, which has been sent to the shareholders in the form of QR Code as per the Enclosure No. 6 the following criteria has been considered:

- Composition of the Board of Directors, at present, there are 10 directors comprising of 4 independent directors, representing not less than one-thirds of the total directors.
- Qualifications of the Directors
  - o General qualifications and specific competency and expertise
- Past performance of Directors

The qualifications of the directors are various aspects such as age, gender, expertise, experience in technology; engineer; energy; finance and accounting, including management, economic and social, which is considered appropriate qualifications to manage the business of the Company to be successful.

In addition, Mr. Rawi Corsiri is a director who shall retire which will be effective as from the following date of the 2022 AGM. Therefore, GNC and the Board have considered the qualified nominated director in accordance with the Company's nomination procedures for the replacement of the retired director which will be proposed in the agenda 5 for the consideration of the Shareholder Meeting. The Company, then, would like to propose the Shareholder Meeting to consider and approve the nomination of each 2 director as follows:

- 1. Mr. Chanin Vongkusolkit
- 2. Mr. Voravudhi Linananda

The Board and the Corporate Governance and Nomination Committee (excluding interested directors) have their discreet consideration in accordance with the Company's nomination procedures and relevant, hence, they have the opinion that all 2 persons are knowledgeable, capable and have appropriate qualifications to conduct the Company's businesses. The credentials and backgrounds of the proposed directors have been sent to the shareholders in the form of QR Code as per the Enclosure No. 2: with the supplementary consideration to the agenda no. 4). The 2 persons have neither been punished, dismissed or removed on the ground of dishonest performance, nor been imprisoned for an offense related to property committed with dishonest intent, nor engaged in the business or become a partner or shareholder in the business which has the same nature as, and is in competition with, the business of the Company.

The Meeting was, therefore, proposed to consider and approve the nomination of each director as follows:

1. To elect Mr. Chanin Vongkusolkit to be a director, the Corporate Governance and Nomination Committee and the Board considered that Mr. Chanin Vongkusolkit has appropriate qualification and has been well-performed as a director. The credentials and backgrounds of the said director were presented in the notice of meeting as per the Enclosure No. 2: with the supplementary consideration to the agenda no. 4.

Therefore, the Meeting was proposed to re-elect Mr. Chanin Vongkusolkit, a director retiring by rotation, to be a director for another term with a term of office from 2 April 2022 to the Annual General Meeting of Shareholders for the Year 2025.

The Chairman and the Company Secretary invited the shareholders to ask questions and express their opinions. The shareholder who has any questions, please type questions in Q&A chat box and press submit questions into the system. Or inquire via the VDO conference system by click "book the queue" symbol. When your queue arrives, please turn on your camera-microphone and inform the name and surname before every question. Then, the Company opened the VDO for asking the questions in the meeting for one time. No questions being raised.

The Company Secretary, then, requested the Meeting to re-elect Mr. Chanin Vongkusolkit, a director retiring by rotation, to be a director for another term. And the Company opened the VDO for voting.

# **Meeting Resolution**

After due consideration, the Meeting passed a resolution to re-elect Mr. Chanin Vongkusolkit, a director retiring by rotation, to be a director for another term with a term of office from 2 April 2022 to the Annual General Meeting of Shareholders for the Year 2025 with the majority voting as follows:

Resolution	Total Votes (1 share = 1 vote)	Per cent of the total votes of shareholders attending the Meeting and entitle to vote
1. Approved	2,579,884,711	99.9953
2. Objected	119,000	0.0046
3. Abstained	31,900	-
4. Voided Ballot	0	0.0000

2. To elect Mr. Voravudhi Linananda to be a director, the Corporate Governance and Nomination Committee and the Board considered that Mr. Voravudhi Linananda has appropriate qualification and has been well-performed as a director. The credentials and backgrounds of the said director were presented in the notice of meeting as per the Enclosure No. 2: with the supplementary consideration to the agenda no. 4.

Therefore, the Meeting was proposed to re-elect Mr. Voravudhi Linananda, a director retiring by rotation, to be a director for another term with a term of office from 2 April 2022 to the Annual General Meeting of Shareholders for the Year 2025.

The Chairman and the Company Secretary invited the shareholders to ask questions and express their opinions. The shareholder who has any questions, please type questions in Q&A chat box and press submit questions into the system. Or inquire via the VDO conference system by click "book the queue" symbol. When your queue arrives, please turn on your camera-microphone and inform the name and surname before every question. Then, the Company opened the VDO for asking the questions in the meeting for one time. No questions being raised.

The Company Secretary, then, requested the Meeting to re-elect Mr. Voravudhi Linananda, a director retiring by rotation, to be a director for another term. And the Company opened the VDO for voting.

# **Meeting Resolution**

After due consideration, the Meeting passed a resolution to re-elect Mr. Voravudhi Linananda, a director retiring by rotation, to be a director for another term with a term of office from 2 April 2022 to the Annual General Meeting of Shareholders for the Year 2025 with the majority voting as follows:

Resolution	Total Votes (1 share = 1 vote)	Per cent of the total votes of shareholders attending the Meeting and entitle to vote
1. Approved	2,580,003,611	99.9999
2. Objected	2,400	0.0000
3. Abstained	29,600	-
4. Voided Ballot	0	0.0000

# Agenda 5. To consider and approve the appointment of Mr. Kijja Sripatthangkura to be a new director replacing the resigned director due to the retirement

The Chairman advised the Meeting that according to Mr. Rawi Corsiri, a director of the Company, desired to resign from the directorship due to retirement, which will be effective after the date of the 2022 AGM onwards as comply with the Company's good governance specified that the director shall retire at 72 years of age. The Corporate Governance and Nomination Committee ("GNC") has considered the appropriation of the qualified nominated director focusing on the director's component, the efficiency of the Company management as well as the Company's business direction.

The Board has considered in accordance with the Company's nomination procedures of which has passed the consideration of GNC, therefore, would like to propose the Shareholder Meeting to consider and appoint Mr. Kijja Sripatthangkura to be the new independent director in replacement of the retire director, Mr. Rawi Corsiri as shown in the credentials and backgrounds of the new nominated director of the meeting notice, which has been sent to the shareholders in the form of QR Code as per the Enclosure No. 2: with the supplementary consideration to the agenda no. 5)

In addition, the nominated director has neither been punished, dismissed or removed on the ground of dishonest performance, nor been imprisoned for an offense related to property committed with dishonest intent, nor engaged in the business or become a partner or shareholder in the business which has the same nature as, and is in competition with, the business of the Company.

The Board has considered in accordance with the Company's nomination procedures of which has pass the consideration of GNC and has its opinion that the nominated director has appropriate qualifications, the Board, then considered that it is appropriate to propose the shareholders to approve the appointment of a new independent director, namely Mr. Kijja Sripatthangkura in replacement of the retired director (Mr. Rawi Corsiri) who resign from the directorship. The term of office is 3 years as a term of office of Mr. Rawi Corsiri, starting from the following date of the 2022 AGM to the 2025 AGM

The Chairman and the Company Secretary invited the shareholders to ask questions and express their opinions. The shareholder who has any questions, please type questions in Q&A chat box and press submit questions into the system. Or inquire via the VDO conference system by click "book the queue" symbol. When your queue arrives, please turn on your camera-microphone and inform the name and surname before every question. Then, the Company opened the VDO for asking the questions in the meeting for one time. No questions being raised.

The Company Secretary, then, requested the Meeting to approve the appointment of Mr. Kijja Sripatthangkura to be a new director replacing the resigned director due to the retirement. And the Company opened the VDO for voting.

## **Meeting Resolution**

After due consideration, the Meeting passed a resolution to approve the appointment of Mr. Kijja Sripatthangkura to be a new director replacing the resigned director due to the retirement with a term of office from 2 April 2022 to the Annual General Meeting of Shareholders for the Year 2025 with the majority voting as follows:

Resolution	Total Votes (1 share = 1 vote)	Per cent of the total votes of shareholders attending the Meeting and entitle to vote
1. Approved	2,580,003,611	99.9999
2. Objected	100	0.0000
3. Abstained	31,900	-
4. Voided Ballot	0	0.0000

# Agenda 6. To consider and approve the directors' remunerations

The Chairman requested to Professor Dr. Bundhit Eua-arporn, Chairman of the Compensation Committee, to explain this agenda in details.

Professor Dr. Bundhit Eua-arporn, Chairman of the Compensation Committee advised the Meeting that in accordance with Section 90 of the Public Limited Company Act B.E. 2535, which stated that "no company shall pay money or give any property to any director unless it is a payment of remuneration under the articles of association of the Company", and that in addition thereto, clause 30 paragraph 1 of the Articles of Association of the Company stated that "Directors are entitled to receive remuneration from the Company which may comprise one or more or their combination of, amongst others, salary, meeting attendance fee, allowances, gratuity, bonus, welfare, securities of the Company or benefits of other kind in accordance with shareholders' resolution with a vote of not less than two-thirds of the total votes of the shareholders present at the meeting. For this purpose, the meeting of shareholders may determine the remuneration as a fixed amount, specify from time to time, outline as a guideline, or specify permanently until further change is made".

Professor Dr. Bundhit Eua-arporn informed the Meeting that the Compensation Committee proposed the Board to determine the directors' remuneration and gratuity of which considered from the duties and responsibility of directors of each Committee, the performance of the Company, and therefore, the Meeting should consider to determine the gratuity for the year 2021 and the directors' remunerations for the year 2022 with the following details:

- 1. Total 2021 annual gratuity of THB 12.2 million, increasing THB 2.2 million from the year 2020. The details of the remuneration of each director appear in the Section "Remuneration of the Board of Directors and Management" of the Form 56-1 One Report, which has been sent to the shareholders in the form of QR Code as per the Enclosure No.6. The remuneration of the Chairman is higher than the other Board members 30 percent, in addition the part of the remuneration of six directors nominated from the major shareholder, who have expressed their intentions not to receive the annual remunerations in the amount of THB 7,283,582.09. Therefore, the total annual remunerations for the year 2021 will be paid in the total of THB 4,916,417.91.
- 2. Remunerations to all committees of the Company for the year 2022 have been considered to compare to the practices among the companies in various business. The directors' remunerations have been proposed with an increase at the rate of 10 per cent from the year 2021. Thus, the meeting allowances and the remunerations of the board and other committees of the Company for the year 2022 are as follows:

- 2.1. Remunerations of the Board comprising of
  - 2.1.1 Monthly compensation payable to the Chairman at the rate of 57,200 Baht/month and each of other Board members 44,000 Baht/month.
  - 2.1.2 Meeting allowances to the Board payable only attending the meeting in person per meeting to the Chairman at the rate of 28,600 Baht and each of other Non-Executive Board members 22,000 Baht.
- 2.2. Meeting allowances to the Audit Committee payable only attending the meeting in person per meeting to the Chairperson at the rate of 34,320 Baht and each of the other committee members 26,400 Baht.
- 2.3. Meeting allowances to the Corporate Governance and Nomination Committee and the Compensation Committee payable only attending the meeting in person per meeting to the Chairpersons at the rate of 28,600 Baht and each of the other committee members 22,000 Baht.
- 3. Other Remunerations (Equal to the Year 2021)
  All directors have been provided the annual medical check-up not exceeding Baht 50,000 each per year and the training course or seminar arranged by Thai Institute of Directors (IOD) including the other related institutions as under the Company Policies.

The Chairman informed the Meeting that shareholders being the directors of the Company holding an aggregate of 2,679,390 shares who had interest in the determining of directors' remunerations, and that they were not eligible for voting on the remunerations of directors and meeting allowances of committee members. Thus, the total of non-eligible shares present in the Meeting for voting on this agenda was 2,679,390 votes.

The Chairman and the Company Secretary invited the shareholders to ask questions and express their opinions. The shareholder who has any questions, please type questions in Q&A chat box and press submit questions into the system. Or inquire via the VDO conference system by click "book the queue" symbol. When your queue arrives, please turn on your camera-microphone and inform the name and surname before every question. Then, the Company opened the VDO for asking the questions in the meeting for one time. No questions being raised.

The Company Secretary, then, requested the Meeting to approve the annual gratuity for the year 2021 and remunerations to all committees of the Company for the year 2022. And the Company opened the VDO for voting.

## **Meeting Resolution**

After due consideration, the Meeting passed a resolution to approve the annual gratuity and remunerations of the directors with the voting not less than two-thirds of the total votes of shareholders present at the meeting, the voting detail are as follows:

Resolution	Total Votes (1 share = 1 vote)	Per cent of the total votes of shareholders attending the Meeting and entitle to vote
1. Approved	2,579,702,911	99.9894
2. Objected	259,700	0.0100
3. Abstained	13,000	0.0005
4. Voided Ballot	0	0.0000

# Agenda 7. To consider and approve the appointment of the Company's auditor and fix his/her remuneration

The Chairman requested to Mr. Yokporn Tantisawetrat, Chairman of the Audit Committee, to explain this agenda in details.

Mr. Yokporn Tantisawetrat informed the Meeting that in accordance with clause 41 of the Articles of Association stipulated that an annual general meeting shall act upon the following: (5) To appoint the Company's Auditor and to fix the remuneration.

The Board and the Audit Committee considered selecting PricewaterhouseCoopers ABAS (or "PwC") to be the Company's Auditor in the year 2022 since PwC has multinational networks, which has been recognized internationally and has been well-performed for the past years. The details of the proposed matters appear in the Section "Report of the Audit Committee to Shareholders" of the Form 56-1 One Report, which has been sent to the shareholders in form of QR Code as per the Enclosure No.6.

The Board and the Audit Committee, then propose this Shareholder Meeting to appoint the 4 auditors from PwC, the auditors' profile appears in the Enclosure No. 3 of the notice of this meeting, namely:

1. Ms. Rodjanart Banyatananusard C.P.A. (Thailand) No.8435 to be the auditor of the Company for

the year 2022 who initials the Company's Financial Statement for

the third year and/or:

2. Ms. Amornrat Pearmpoonvatanasuk C.P.A. (Thailand) No. 4599 and/or:

3. Mr. Pongthavee Ratanakoses C.P.A. (Thailand) No. 7795 and/or:

4. Mr. Boonrueng Lerdwiseswit C.P.A. (Thailand) No. 6552

To be the Company's auditor by any one of the above 4 auditors shall proceed to audit and express his/her opinion on the Financial Statements of the Company for the accounting year ended on December 31 2022, in the case that any of the above 4 auditors could not perform their duties, PwC shall provide the other auditors of PwC to supersede any of those 4 auditors if the case may be.

In addition, the Board proposed the Meeting to determine the audit remuneration at Baht 1,835,000, increasing from the year 2021 in the amount of THB 97,039, excluding out of pocket expenses such as domestic transportation, communication, post, duty stamp, photocopying etc., such expense should not over 5 percent of the audit fee.

The auditors named above do not have neither relation with nor interest in the Company, its subsidiaries, management, major shareholders or other related persons. Therefore, all proposed auditors are independent to audit and express their opinions for the Financial Statement of the Company.

The Chairman and the Company Secretary invited the shareholders to ask questions and express their opinions. The shareholder who has any questions, please type questions in Q&A chat box and press submit questions into the system. Or inquire via the VDO conference system by click "book the queue" symbol. When your queue arrives, please turn on your camera-microphone and inform the name and surname before every question. Then, the Company opened the VDO for asking the questions in the meeting for one time. No questions being raised.

The Company Secretary, then, requested the Meeting to appoint the Company's auditor and fix his/her remuneration. And the Company opened the VDO for voting.

### **Meeting Resolution**

After due consideration, the Meeting passed a resolution to appoint the Company's auditors and fix their remuneration for the accounting year ended on December 31, 2022 with the majority voting as follows:

Resolution	Total Votes (1 share = 1 vote)	Per cent of the total votes of shareholders attending the Meeting and entitle to vote
1. Approved	2,579,959,511	99.9981
2. Objected	46,500	0.0018
3. Abstained	29,600	-
4. Voided Ballot	0	0.0000

# Agenda 8. To consider and approve the issuance and sale of debenture limit not exceeding THB 30,000 Million

The Chairman requested to Ms. Benjamas Suratanakavikul, Chief Financial Officer ("CFO"), to explain this agenda in details.

Ms. Benjamas Suratanakavikul, a CFO, informed the Meeting that in order to increase the Company's financial management flexibility to be more efficient. The details of debenture are as follows:

1. The Board of Directors has considered the approval of the issuance and sale of several types of debentures by the Company in one and/or more offerings depending on the Company's discretion and need of fund in Baht and/or US\$ and/or other currency as the Company deems it appropriate in the aggregate principal amount of not exceeding THB 30,000 Million or the US\$ or other currencies equivalent amount calculated by using the prevailing exchange rate at the time of each offering subject to the following conditions:

Types : All types of debentures (subordinated or non-subordinated, with or

without trustee, and secured or unsecured) depending upon the market

suitability at the time of each offering.

Currency : Baht, US\$ and/or other currencies

Principal Amount : Principal amount of the debentures issued will not exceed THB 30,000

million or the US\$ or other foreign currency equivalent amount, calculated by using the prevailing exchange rate at the time of each

offering.

Maturity : Subject to market condition at the time of each offering

Interest Rate : Depending upon the appropriateness and the market condition at the time

of the issue and offer for sale

Call Option : The Company may have the call option to redeem the debentures before

maturity, or may repurchase the debentures.

Put Option : The debenture holders may be granted with put option subject to the

conditions as to be specified by the Company, or may repurchase the

debentures

Secondary Market : The Company may apply for listing of debentures with the Thai Bond

Market Association or other foreign bond dealing.

2. The authorized the Board or Chief Executive Officer or Chief Financial Officer or Attorney are empowered to fix the pricing, period and method of offering and other relevant details of the opening bank account for repayment, including appointing financial advisor(s), legal advisor(s), underwriter(s), debenture registrar and/or a trustee, entering into, executing, amending negotiating upon the agreements and/or other documents as well as contacting, providing information, submitting documents and evidences to the Securities and Exchange Commission, the Stock Exchange of Thailand, Credit Rating Agency and/or other

relevant organizations concerning the issuance and the offering of debentures and performing any and all related matters as the deem appropriate.

The Board has considered that the Shareholders should approve the issuance and sale of several types of debentures by the Company in one and/or more offerings depending on the Company's discretion and need of fund in Baht and/or US\$ and/or other currency as the Company deems it appropriate in the aggregate principal amount of not exceeding THB 30,000 Million or the US\$ or other currencies equivalent amount calculated by using the prevailing exchange rate at the time of each offering subject to the following conditions as proposed. In addition, the authorized the Board or Chief Executive Officer or Chief Financial Officer or Attorney are empowered to perform any and all related matters as the deem appropriate.

The Chairman and the Company Secretary invited the shareholders to ask questions and express their opinions. The shareholder who has any questions, please type questions in Q&A chat box and press submit questions into the system. Or inquire via the VDO conference system by click "book the queue" symbol. When your queue arrives, please turn on your camera-microphone and inform the name and surname before every question. Then, the Company opened the VDO for asking the questions in the meeting for one time. Shareholders asked questions and expressed their recommendations while the Board of Directors and the management answered them with the summarized details as follows:

- 1. Mr. Sawong Kittisiripan, a shareholder What's the purpose of the debentures? How much is ROI?
  - Ms. Benjamas Suratanakavikul, a CFO, explained that the Company focuses on balancing of investment in the Thermal Power plants which use high technology & Eco friendly and Renewable Power plants which has a tendency to grow rapidly. In 2025, the company set up the growth target to reach 5,300 megawatts. So that the purpose of the debentures is supporting the company growth. The Company mainly focuses on investments in projects which are in commercial operation in order to the company can immediately recognize cash flow. The return (ROI) will depend on the type of projects the company invests in.

The Company Secretary, then, requested the Meeting to approve the issuance and sale of debenture limit not exceeding THB 30,000 Million. And the Company opened the VDO for voting.

# **Meeting Resolution**

After due consideration, the Meeting passed a resolution to approve the issuance and sale of debenture limit not exceeding THB 30,000 Million by the votes of not less than three-fourths of the total votes of the shareholders present at the meeting and entitled to vote pursuant to Section 145 of the Public Limited Company Act B.E. 2535 as follows:

Resolution	Total Votes (1 share = 1 vote)	Per cent of the total votes of shareholders attending the Meeting and entitle to vote
1. Approved	2,580,005,911	99.9988
2. Objected	29,700	0.0011
3. Abstained	0	0.0000
4. Voided Ballot	0	0.0000

## Agenda 9. Other businesses (if any)

The Chairman informed the Meeting that this agenda was provided for shareholders to ask questions and/or for directors to clarify any queries of the shareholders (if any). No issue would be proposed for consideration and approval, and therefore, no voting would be made.

The Chairman and the Company Secretary invited the shareholders to ask questions and express their opinions. The shareholder who has any questions, please type questions in Q&A chat box and press submit questions into the system. Or inquire via the VDO conference system by click "book the queue" symbol. When your queue arrives, please turn on your camera-microphone and inform the name and surname before every question. Then, the Company opened the VDO for asking the questions in the meeting for one time. Shareholders asked questions and expressed their recommendations while the Board of Directors and the management answered them with the summarized details as follows:

- 1. Mr. Suriya Sachaphimukh, a shareholder
  - 1) Can you send shareholders file presentations you presented today after the end of this meeting?

    Associate Professor Dr. Naris Chaiyasoot, a chairman, explained that file presentation made today would not be submitted to shareholders. However, contents of the presentation had been communicated to shareholders and investors on the Opportunity Day. Shareholders may download them from the company's website.
  - 2) Will the link to the 2022 AGM be deleted later on?
    Associate Professor Dr. Naris Chaiyasoot, a chairman, stated that the link wouldn't be deleted.
    Shareholders can continue viewing the AGM later.
- 2. Mr. Sawong Kittisiripan, a shareholder
  - 1) Does the lockdown measure in China affect the company's operation; and if yes, how?
    - o Mr. Kirana, a CEO, stated that when compared to the lockdown during the first wave [of Covid19], the public in Thailand or China had re-adjusted themselves so efficiently compared to when the pandemic first broke out. As a result, the company was not much affected by the Covid-19 situation since we had had experienced handling the situation. This could be seen from positive GDP figures of China's industrial sector during the past two years. Admittedly, there was a short-term effect. Yet thanks to strict measures by the Chinese Government, the company was not materially affected by the situation since most economic activities continued as usual.
      - Mr. Pilun Pochanart, a Senior Vice President Power Business in China, added that in practice, government measures applied to a particular area only and not to the entire province. BPP's power unit in China has implemented the Business Continuity Management scheme to ensure that every power plant in China can smoothly continue its operation.
  - 2) What should be the maximum D/E before the capital increase?
    - Ms. Benjamas Suratanakavikul, a CFO, explained that at present, Banpu Power's D/E remained low. As for funding sources, the company had asked for shareholders' approval to issue debentures. With regard to the capital increase plan, we will look for a proper opportunity to do so. At present, there is no plan to increase the capital.
  - 3) To when will the debentures that the company has asked the AGM to approve its issuance cover the company's investment?
    - Ms. Benjamas Suratanakavikul, a CFO, explained that the amount of debentures subjected to the AGM's approval was based on the company's investment plan up to 2025.

The Chairman thanked the shareholders for attending the meeting and provided useful suggestions to the Company and the Board will consider further.

The Chairman informed the Meeting that the Company would prepare the minutes of the Annual General Meeting of Shareholders for the year 2022 within 14 days from the date of the Meeting, which would be posted on the Company's website at <a href="www.banpupower.com">www.banpupower.com</a>. The shareholders who would like to propose a material amendment of minutes of shareholders meeting, please inform the Company Secretary at E-mail <a href="mailto:bpp\_comsec@banpupower.co.th">bpp\_comsec@banpupower.co.th</a>. within 30 days after the dissemination.

There has no shareholder raised any question or issue. Thus, the Chairman declared the meeting adjourned.

The meeting was adjourned at 11.28 hours.

Signed - signature - Chairman of the Meeting (Associate Professor Dr. Naris Chaiyasoot) Chairman of the Board

Signed - signature - Secretary to the Meeting
(Ms. Thassanee Passarapark)

Company Secretary

Minutes Recorder