



บริษัท เอ็นเอฟซี จำกัด (มหาชน)
NFC PUBLIC COMPANY LIMITED

เลขที่ 88 อาคาร เอสซี กรุ๊ป ชั้น 3 ถนนเดชะพาร์คแลนด์ แขวงบางนาเหนือ เขตบางนา กรุงเทพฯ 10260
No. 88 SC Group Building, 3rd Floor, The Park Land Rd., Bangna Nuea, Bangna, Bangkok 10260
Tel. +66 2 348 0580 Fax : +66 2 348 0579 Website : www.nfc.co.th

ทะเบียนเลขที่ 0107538000495
Registration No. 0107538000495



Minutes of the 2022 Annual General Shareholders' Meeting
NFC Public Company Limited

Meeting venue SC Group Building, No. 88 The Park Land Road (Bangna-Trad KM.5),
Bangna Nuea Sub-District, Bangna District, Bangkok by electronic media
(E- meeting)

Date and time of Meeting 28 April 2022 at 9.30 a.m.

Directors in attendance

1. Gen. Montree Sungkasap Director and Chairman of the Board of Directors
2. Mr. Nuttaphob Ratanasuwanthawee Director, Vice Chairman of the Board of Directors,
Chairman of the Executive Committee, and Chief
Executive Officer
3. Mr. Virasak Sutanthavibul Independent Director, Chairman of the Audit
Committee and Risk Management Committee
4. Assoc. Prof. Dr. Seri Wongmontha Independent Director and Audit Committee
5. Mrs. Aree Termwattanapakdee Independent Director and Audit Committee and
remuneration committee
6. Dr. Sunee Sornchaitanasuk Director and Risk Management Committee
7. Mr. Yongyos Palanitisenana Director, Executive Committee and Risk Management
Committee
8. Mr. Wiboon Rasmeepaisarn Director and Risk Management Committee
9. Mr. Kijja Smunyahirun Director and Executive Committee
10. Mr. Nataphong Ratanasuwanthawee Director and Executive Committee
11. Mrs. Bongkot Rungkornpaisarn Chief Corporate Affairs Officer

Directors in absence

- None-

Executives in attendance

1. Ms. Dudduen Boonsue Chief Financial Officer acting as the person taking the
highest responsibility in finance and accounting (CFO)

Participants in attendance

1. Mr. Worapol Wiriyakulapong Auditor from Karin Audit Co., Ltd.



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Meeting commencement

Mr. Natthawat Songkhroh, assigned by Gen. Montree Sungkasap, Chairman of the Board of Directors, to act as the master of ceremony (“MC”) welcomed all attendees to the 2022 Annual General Meeting of Shareholders Meeting of NFC Public Company Limited (the “Company”) and introduced the Board of Directors, executives and advisors of the Company attending the meeting.

The moderator then explained to Voting procedures are as follows:

1. To vote at the meeting shareholder will have votes equal to the number of shares they hold by counting 1 share per 1 vote.
2. Voting for each agenda will be done openly. Shareholders or proxies are required to vote only in one way or another, i.e. agree, disagree or abstain. Voting cannot be divided into parts. except in the case of foreign shareholders who appoint a custodian in Thailand to be a share depository and keeper Able to vote separately for agreeing, disapproving or abstaining at the same time in each agenda. by separating the votes to be cast equal to the number of shares held.
3. The company will give approximately 1 minute to vote.

When shareholders want to vote Click on the voting menu. check mark symbol In the menu bar that appears on the left hand side, there will be a button to choose a vote in each agenda that can be voted on. By clicking on one of the buttons, agree, disagree or abstain, then press submit when the vote has been submitted. Shareholders will receive a pop-up notification message. Vote sent successfully. If shareholders enter the system and did not click on any button on the voting menu The system will automatically pour the votes to agree.

Shareholder can vote change or amending your votes in each agenda until the meeting announces the closure of the voting for that agenda.

for security reasons Each user can log in on only one device and if you try to log in on another device or browser on the same computer, Previous login will be automatically cut off from the system. Do not share your username and password with anyone else.

If a shareholder requests a User Password for attending the meeting in the E-AGM system and submits a power of attorney form B. which has already voted. The system will not be able to allow changes in voting. But shareholders can watch the meeting broadcast and ask questions.

Vote counting criteria.



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1. Under the Company's Articles of Association, in normal cases, the majority vote of the shareholders who attend the meeting and vote. If there are equal votes, the chairman of the meeting shall have one more vote decide.
2. Counting the voting results in each agenda The votes of the shareholders in the meeting will be counted. Only those who voted against and/or abstained from voting were deducted from the total number of votes of shareholders in the meeting. The remainder will be considered as the votes of approval, including the votes cast by the proxy grantors already voted in the proxy form. which had recorded the voice vote as mentioned in advance.
3. The notification of the voting results will indicate the votes of agreeing, disapproving and abstaining. In each agenda item will use the latest number of shares of the meeting attendees. Therefore, the number of attendees in each agenda may change and may not be the same. Before voting for each agenda, the chairman of the meeting will give the attendees an opportunity to ask questions on issues related to that agenda as appropriate. Questions or opinions other than the agenda under consideration please ask or comment on other agenda at the end of the meeting. and requesting the shareholders to give their opinions or ask in a succinct manner and refrain from asking questions or expressing opinions on duplicate issues. to provide opportunities for other shareholders to exercise their rights as well Therefore, the shareholders are requested to cooperate in order to make the meeting go well and to manage the meeting within the specified time.

If shareholders wish to ask questions or express opinions You can press the menu button to type text. chat window and type the message you want to inquire and press "send" to confirm the sending of such message to the company.

After that, the chairman will be the reader of your questions in order The company reserves the right to answer questions that match the agenda at that time. Any questions that do not meet the agenda will be asked after the meeting is adjourned in accordance with the methods stated above. comment way "Inbox" asks you to inform your name, surname and status, for example, come in person or as a proxy. in order to record the minutes of the meeting accurately and completely.

In the event that a large number of questions are sent into the system The company reserves the right to consider the selection of questions as appropriate. And if there are any questions that cannot be answered during the meeting due to time constraints. The Company will consider



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collecting, answering and disclosing in the minutes of the meeting or through the Company's website.

To comply with good guidelines in the shareholders' meeting of listed companies regarding vote counting in this meeting The company therefore invites representatives from NFC from Karin Audit Co., Ltd. And legal representatives of the Company to take care of vote counting and to ensure that the shareholders' meetings are in accordance with the laws and regulations of the Company. The Company has set a date to determine the names of shareholders who are entitled to attend the Extraordinary General Meeting of Shareholders No. 1/2022 on April 7, 2022 (Record Date). 3,802 shareholders attended the meeting in person and by proxy. By appointing 35 proxies, including the number of shares 1,055,275,046 shares, representing 97.0071 % of the total number of shares sold, the Company

However, in order for the meeting to proceed as concisely as possible The chairman of the meeting may consider limiting the time to answer the shareholders' questions. If any shareholder has additional questions or comments Ask the shareholders to write their questions or comments on the paper distributed. And give it to the company's staff. The company will answer all questions on the company's website. along with the publication of the minutes of this meeting For any attendee who has a need to leave early or is not in the meeting room on any agenda You can exercise your rights. by sending ballots in advance to the Company's staff before leaving the meeting room.

The meeting moderator then invited General Montri Sangkhasub, Chairman of the Board of Directors to attend the meeting.

act as the chairman of the meeting and conducting the opening of the 2022 Annual General Meeting of Shareholders of the Company

General Montri Sangkhasub, Chairman of the Board of Directors Acting as the chairman of the meeting ("Chairman") welcomed the attendees to the 2022 Annual General Meeting of Shareholders together with informing the meeting of the Company's registered capital and paid-up capital initially as follows:

- Number of ordinary shares 1,087,833,099 shares
- Paid-up capital 815,874,824.25 baht
- Registered capital 897,462,271.50 baht
- The par value of each share is 0.75 baht.



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- Total number of shareholders 3,802

There were 35 shareholders attending the meeting both in person via electronic media (E-meeting) and by proxy, including the number of shares. 1,055,275,046 shares, representing 97.0071% of the total number of shares sold the Company would like to inform the important meeting resolutions as follows: of the total number of shares sold of the Company. There must be at least twenty-five (25) shareholders and proxies (if any) attending the meeting. or not less than half of the total number of shareholders and must have shares in aggregate not less than one-third (1/3) of the total number of shares sold will constitute a quorum." Therefore, the Chairman stated that at this meeting, there were shareholders and proxies attending the meeting to constitute a quorum as prescribed in the Company's Articles of Association. Open a meeting to consider various matters. As shown in the invitation letter for the 2022 Annual General Meeting of Shareholders.

Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders No. 1/2021 held on 28 April 2021

The Chairman delegated Mr. Natthawat Songkhroh to inform the details of this agenda to the meeting.

Mr. Natthawat Songkhroh, the MC, informed the meeting that the Company prepared the Annual General Meeting of Shareholders No. 1/2021, held on April 28, 2021, in which the Company a copy of the minutes of the meeting has been sent to the Stock Exchange of Thailand within the specified time. and submitted the copy of the Minutes to the Stock Exchange of Thailand within the period specified by law. The Company has disclosed the Minutes on the Company's website, of which the details are as appeared in the copy of the Minutes sent to the shareholders together with the invitation letter. The Board of Directors was of the view that the Minutes of the Annual General Meeting of Shareholders No.1/2021 held on 28 April 2021, have been properly recorded and deemed it appropriate to propose to the Shareholders' Meeting to certify such Minutes.

The Chairman asked the meeting if there was a shareholder who wished to raise any question or give any opinion. No shareholders gave any opinions or asked any questions. Afterwards, the Chairman proposed that the meeting certify the Minutes of the Annual General Meeting of Shareholders No. 1/2021 held on 28 April 2021. This agenda required a resolution of a majority of total number of votes of the shareholders attending the meeting and eligible to vote.



Resolution: Resolved to certify the Minutes of the Annual General Meeting of Shareholders No. 1/2021 held on 28 April 2021, by a unanimous vote of the total shareholders who attended the meeting and eligible to votes, consisting of the following:

Vote	Number of Votes (vote)	Percentage (%)
Approved	1,055,275,046	100.000000
Not approved	0	0.000000
Abstained	0	0.000000
Voided ballot	0	0.000000
Total	1,055,275,046	100.000000

Agenda 2 To acknowledge the report on the result of business operation of the Company for the Year 2021

The Chairman delegated Mr. Natthawat Songkhroh, the MC, and Ms. Dudduen Boonsue, Chief Financial Officer, to inform the details of this agenda to the meeting.

Mr. Natthawat Songkhroh, the MC, informed the meeting that the Company summarized the operation result and significant changes arisen in 2021 of which the details are as appeared in the Form 56-1 One Report 2021, which is in the form of QR Code that the Company has sent to the shareholders together with the meeting invitation letter. can summarize the details Important events in the year 2021 are as follows:

On May 14, 2021, the Board of Directors' meeting resolved to approve the establishment of NFCT Songkhla Company Limited to operate liquid warehousing and transportation services by NFC Public Company Limited holding 100% of shares and having a registered capital of 1 million baht.

On July 7, 2021, the Company (NFC) paid for the 4th installment in NFCW in the amount of 9.75 million baht, with a par value of 5 baht per share, totaling 133,600,000 baht in paid-up capital.

On November 1, 2021, the Company (NFC) paid for the 5th installment of NFCW shares in the amount of 25.35 million baht, at a par value of 13 baht per share, totaling a total paid-up capital of 158,950,000 baht.

On December 7, 2021, the court ordered the cancellation of the bankruptcy of Rayong Port Company Limited, with an announcement of bankruptcy termination. In the Government Gazette on February 15, 2022.



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The chairman asked, adding that do any shareholders have additional comments or questions? It appeared that no shareholders had further questions.

since this agenda is for acknowledgment Therefore, there was no vote. The chairman therefore concluded that the meeting acknowledged the Company's performance report for the year 2021.

Agenda 3 To consider and approve the statement of financial position and the statement of comprehensive income of the Company for the Year 2021 ended 31 December 2021

The Chairman delegated Ms. Dudduen Boonsue, Chief Financial Officer, to inform the details of this agenda to the meeting.

Ms. Dudduen Boonsue, Chief Financial Officer proposed the meeting to approve the statement of financial position and the statement of comprehensive income of the Company for the Year 2021 ended 31 December 2021 in order to comply with the Public Limited Company Act B.E. 2535 (as amended) and Article 44 of the Articles of Association of the Company, which requires the Board of Directors to prepare the financial statements at the end of the Company's fiscal year for submission to Shareholders' Meeting for consideration and approval in the Annual General Meeting of Shareholders.

The Company's financial statements of the Year 2020 ended 31 December 2021 have been properly prepared in accordance with the financial reporting standards which have been audited and certified by an auditor, and certified and approved by the Audit Committee and the Board of Directors. The details are as appeared in the Form 56-1 One Report for the Year 2021 of which the summary are as follows:

Unit: million THB

Financial statement dated 31 December 2020	Consolidated Financial Statements	Separate Financial Statements
Total assets	3,696.94	2,179.43
Total liabilities	2,420.06	529.11
Shareholder's equity	1,276.88	1,650.32
Issued and paid-up share capital	815.87	815.87
Total revenue	1,364.15	1,372.77
Net profit	352.89	450.55
Earnings per share (THB)	0.3244	0.4142
Number of share (shares)	1,087,833,056	1,087,833,056



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Book Value per share (THB)	1.18	1.52
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The Chairman appreciated Ms. Dudduen Boonsue and together with further asked the meeting if there was a shareholder who wished to raise any question or give any opinion. No shareholders gave any opinions or asked any questions. Afterwards, the Chairman proposed the shareholders to consider and approve the statement of financial position and the statement of comprehensive income of the Company for the Year 2021 ended 31 December 2021 as described. This agenda required a resolution of a majority of total number of votes of the shareholders attending the meeting and eligible to vote.

Resolution: Resolved to approve the statement of financial position and the statement of comprehensive income of the Company for the Year 2021 ended 31 December 2021, by a unanimous vote of the total shareholders who attended the meeting and eligible to votes, consisting of the following:

Vote	Number of Votes (vote)	Percentage (%)
Approved	1,055,275,046	100.000000
Not approved	-	0.000000
Abstained	-	0.000000
Voided ballot	-	0.000000
Total	1,055,275,046	100.000000

Agenda 4 To consider and approve the appropriation of the net profit for the year 2021 as legal reserve, and the omission of dividend for the operation result of the Company for the year 2021

The Chairman delegated Mr.Natthawat Songkhroh, the MC, to inform the details of this agenda to the meeting.

Mr.Natthawat Songkhroh, the MC, informed the meeting that pursuant to Section 116 of the Public Limited Company Act B.E. 2535 (as amended) and Article 53 of the Articles of Association of the Company, the Company is required to allocate at least one-twenty (1/20) of its annual net profit less the accumulated losses brought forward to a reserve fund until this fund attains an amount of 10 percent of



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the registered capital. In addition, pursuant to section 115 of the Public Limited Company Act B.E. 2535 (as amended) and Article 51 of the Articles of Association of the Company, dividends shall not be paid other than out of profits. In the case where the Company still has an accumulated loss, no dividends shall be paid. Furthermore, the Company has a policy to pay dividends at the rate not less than 50 percent of the net profit of the Company after deduction of all taxes and legal reserves as prescribed by the law and the Company, referring to the Company's financial statements. Nonetheless, such dividend payment is subject to change depending on the investment plan, liquidity, necessity and other appropriateness in the future as the Board of Directors and/or the shareholders deem appropriate.

According to the Company's operation results in the Year 2021, the Company earned net profit, based on the separate financial statements, at the amount of THB 450.55 million, which have been appropriated as legal reserve not less than 5 percent at the amount of THB 22.76 million. Thus, the remaining net profit to be paid as dividend is equivalent to THB 47.14 million.

Since the Company deems necessary to reserve cash for working capital and plans to invest in property development of the Company so as to generate sustainable income for the shareholders, the Board of Directors deemed it appropriate to propose the Shareholders' Meeting to consider and approve appropriation of the net profit for the Year 2021 in the amount of THB 22.76 million as legal reserve, and proposed the Shareholders' Meeting to consider and approve the omission of dividend for the operation result of the Company in the Year 2021.

The Chairman appreciated Mr.Natthawat Songkhroh and further asked the meeting if there was a shareholder who wished to raise any question or give any opinion.

Then, there was no any shareholders additional question. Afterwards, the Chairman proposed to the Shareholders' Meeting to consider and approve the appropriation of the net profit for the year 2021 of THB 22.76 million as legal reserve, and omission of dividend for the operation result of the Company for the year 2021 as described. This agenda requires an approval by a majority vote of the shareholders attending the meeting and eligible to vote.

Resolution: Resolved to approve the appropriation of the net profit for the year 2021 of THB 22.76 million as legal reserve, and the omission of dividend for the operation result of the Company for the year 2021, by a unanimous vote of the total shareholders who attended the meeting and eligible to votes, consisting of the following:



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Vote	Number of Votes (vote)	Percentage (%)
Approved	1,055,275,046	100.000000
Not approved	-	0.000000
Abstained	-	0.000000
Voided ballot	-	0.000000
Total	1,055,275,046	100.000000

Agenda 5 To acknowledge about the Central Bankruptcy Court's order cancel the bankruptcy of Rayong Bulk Terminal Co., Ltd, a subsidiary company.

The Chairman assigned Mr. Nattawat Songkroh, the moderator of the meeting. to explain the details of this agenda to the meeting.

Ms. Nattawat Songkroh, moderator of the meeting Elucidated to the meeting that at the end of 2021, NFC and IEAT have agreed to allow NFC to settle debts on behalf of RBT in the part that RBT owes and settle all disputes, including IEAT requesting conditions if RBT has exited bankruptcy, requesting liquidation. in order not to be able to file a lawsuit against the IEAT again, with details according to the event as follows:

On November 30, 2021, IEAT and the rest of RBT's creditors filed a withdrawal request for debt repayment.

On December 7, 2021, the court issued an order canceling the bankruptcy of RBT.

On February 15, 2022, published in the Government Gazette. Regarding the cancellation of bankruptcy of RBT.

The Chairman thanked Mr. Nattawat Songkroh, the moderator of the meeting. and asked to add Do any shareholders have any comments or questions about the matter.

The chairman asked, adding that do any shareholders have additional comments or questions? It appeared that no shareholders had further questions.

since this agenda is for acknowledgment Therefore, there was no vote. The Chairman therefore concluded that the meeting acknowledged the matter of the Central Bankruptcy Court's order. Cancel the bankruptcy of Rayong Port Company Limited, a subsidiary.



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Agenda 6 To consider and appoint the directors in replacement of 4 retiring directors by rotation, as follows: (1) Mr. Nuttaphob Ratanasuwanthawee, (2) Assoc.Prof.Dr.Seri Wongmonta,(3) Mr. Wiboon Rasmeepaisarn, and (4) Mrs. Bongkot Rungkornpaisarn

The Chairman informed the meeting that this agenda was to consider and appoint the directors in replacement of retiring directors by rotation, consequently, in order to facilitate to another shareholders to freely consider the 4 directors, who retired by rotation in this Annual General Meeting of Shareholders as follows: (1) Mr. Nuttaphob Ratanasuwanthawee, (2) Assoc.Prof.Dr.Seri Wongmonta,(3) Mr. Wiboon Rasmeepaisarn, and (4) Mrs. Bongkot Rungkornpaisarn were asked to be stand by at another room and after the consideration, the 4 directors would be invited to be back in the meeting room and Mr. Chaiyuth Promkird, the MC, was assigned to clarify this agenda.

Mr. Natthawat Songkhroh, the MC, informed the meeting that in compliance with the Public Limited Company Act B.E. 2535 (as amended) and Article 19 of the Articles of Association of the Company, it stipulates that "At every Annual General Meeting of Shareholders, one-third (1/3) of the directors shall retire. If the number of directors is not a multiple of three, the closest number of one-third (1/3) shall be applied. The directors retiring from the Company in the first and second year shall be selected by drawing lots. In subsequent years, the director who has been in the position the longest shall retire by rotation. In this regard, the retire director is eligible to be re-elected."

In the Annual General Meeting of Shareholder of the Year 2022, there are 4 retiring directors by rotation as follows:

- | | |
|-------------------------------------|---|
| (1) Mr. Nuttaphob Ratanasuwanthawee | Vice Chairman / Chairman of the Executive Committee |
| (2) Assoc.Prof.Dr.Seri Wongmonta | Independent director and audit committee nomination and remuneration committee. |
| (3) Mr. Wiboon Rasmeepaisarn | Director and risk management committee |
| (4) Mrs. Bongkot Rungkornpaisarn | Director and executive committee and chief corporate affairs officer |

In this agenda, the Board of Directors, excluding directors with conflict of interest in the agenda, thoroughly considered in pursuant to the director nomination procedures, with appropriateness, qualification, experience, skill, professional expertise, the composition of the board of directors, as well as capacity and efficiency as the directors throughout the past, and deemed that the 4 retiring directors possess all the



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required qualifications to hold the director position as prescribed in the Public Limited Company Act B.E.2535 (as amended) and the relevant Notifications of the Stock Exchange of Thailand, the Securities and Exchange Commission, and the Capital Market Supervisory Board, and do not have any forbidding qualifications in being director. Further, the 4 retiring directors have experiences and expertise deemed appropriate for business operation of the Company. Thus, the Board of Directors deems it appropriate to propose to the Shareholders' Meeting to consider and approve the appointment of the 4 retiring directors as the directors of the Company for another term in all positions originally held by each of them.

Ms. Nattawat Songkroh, moderator of the meeting further explained to the meeting that I would like to inform the shareholders that Mr. Nattaphob Ratanasuwanthawee Will assume the position of Managing Director of NP Marine Co., Ltd. (NPM) in the SC Group after April 2022, before he became a Director of the Company (NFC), he was a director of NPM. Before.

In this regard, I would like to clarify that NFC has a terminal service business, but it is a specialized port in Map Ta Phut only. and in the case of ships berthing at the port must be licensed from the Industrial Estate. NPM is a container berth in the country in Surat Thani Province, so both companies have no conflicts of interest in any way. Stocks, always consider NFC business opportunities first.

Names of directors who must retire by rotation are as follows:

#	Name	Detail	Share
1	Mr.Nuttaphob Ratanasuwanthawee	Vice Chairman / Chairman of the Executive Committee	63.46%
2	Assoc.Prof.Dr.Seri Wongmonta	Independent director and audit committee nomination and remuneration committee	63 share = 0.00 %
3	Mr. Wiboon Rasmeepaisarn	Director and risk management committee	2 Share = 0.00 %
4	Mrs. Bongkot Rungkompaisarn	Director and executive committee and chief corporate affairs officer	2 Share = 0.00 %



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The Chairman appreciated Mr. Natthawat Songkhroh and further asked the meeting if there was a shareholder who wished to raise any question or give any opinion. No shareholders gave any opinions or asked any questions. Afterwards, The Chairman, propose to the Shareholders' Meeting to consider and approve the appointment of the 4 retiring directors as the directors of the Company for another term in all positions originally held by each of them as described. In this agenda, the Company proposed the meeting to cast the vote on an individual basis. This agenda requires an approval by a majority vote of the shareholders attending the meeting and eligible to vote.

Resolution: Resolved to appoint the directors in replacement of 4 retiring directors by rotation, who are (1) Mr. Nuttaphob Ratanasuwanthawee, (2) Assoc.Prof.Dr.Seri Wongmonta,(3) Mr. Wiboon Rasmeepaisarn, and (4) Mrs. Bongkot Rungkompaisarn, by reappointing all aforementioned 4 directors to serve as directors of the Company for another term in all positions originally held by each of them, by unanimous vote of the total shareholders who attended the meeting and eligible to votes, with details as follows:

- (1) Reappointed Mr. Nuttaphob Ratanasuwanthawee as Vice Chairman / Chairman of the Executive Committee of the Company for another term, by a unanimous vote of the total shareholders who attended the meeting and eligible to votes, consisting of the following:

Vote	Number of Votes (vote)	Percentage (%)
Approved	1,055,275,044	100.000000
Not approved	-	0.000000
Abstained	2	0.000000
Voided ballot	-	0.000000
Total	1,055,275,046	100.000000

- (2) Reappointed Assoc.Prof.Dr.Seri Wongmonta as an independent director and audit committee nomination and remuneration committee of the Company for another term, by a unanimous vote of the total shareholders who attended the meeting and eligible to votes, consisting of the following:

Vote	Number of Votes (vote)	Percentage (%)
Approved	1,055,275,046	100.000000
Not approved	-	0.000000



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Vote	Number of Votes (vote)	Percentage (%)
Abstained	-	0.000000
Voided ballot	-	0.000000
Total	1,055,275,046	100.000000

- (3) Reappointed Mr. Wiboon Rasmeepaisarn as a director and risk management committee of the Company for another term, by a unanimous vote of the total shareholders who attended the meeting and eligible to votes, consisting of the following:

Vote	Number of Votes (vote)	Percentage (%)
Approved	1,055,275,046	100.000000
Not approved	-	0.000000
Abstained	-	0.000000
Voided ballot	-	0.000000
Total	1,055,275,046	100.000000

- (4) Reappointed Mrs. Bongkot Rungkornpaisarn as a director and executive committee and chief corporate affairs officer of the Company for another term, by a unanimous vote of the total shareholders who attended the meeting and eligible to votes, consisting of the following:

Vote	Number of Votes (vote)	Percentage (%)
Approved	1,055,275,046	100.000000
Not approved	-	0.000000
Abstained	-	0.000000
Voided ballot	-	0.000000
Total	1,055,275,046	100.000000



Agenda 7 To consider and approve the remuneration of directors for the Year 2022

The Chairman delegated Mr.Natthawat Songkhroh, the MC, to inform the details of this agenda to the meeting.

Mr. Natthawat Songkhroh, the MC, informed the meeting that in order to comply with Section 90 of the Public Limited Company Act B.E. 2535 (as amended), it stipulates that “The payment of directors’ remuneration shall be in accordance with the resolution of the Shareholders’ Meeting with the votes of not less than two-thirds of the total votes of the shareholders attending the meeting”.

The Board of Directors carefully considered the remuneration of directors for the year 2022, taking into account various appropriateness and deemed it appropriate, which could be summarized as follows:

Position	Remuneration
Director Remuneration	
1. Meeting Allowance	
- Chairman	Baht 16,000 / month
- Vice-Chairman	Baht 13,000 / month
- Director	Baht 10,000 / month
2. Special Bonus (Results of Operations)	None
3. Other benefits	None
Sub-Committee Remuneration	
1. Meeting Allowance	
- Chairman of the Executive Committee	Baht 16,000 / meeting
- Member of the Executive Committee	Baht 10,000 / meeting
- Chairman of the Audit Committee	Baht 12,000 / meeting
- Member of the Audit Committee	Baht 10,000 / meeting
- Chairman of the Risk Management Committee	Baht 12,000 / meeting
- Member of the Risk Management Committee	Baht 10,000 / meeting
- Chairman of the Nomination and Remuneration Committee	Baht 12,000 / meeting



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Position	Remuneration
- Member of the Nomination and Remuneration Committee	Baht 10,000 / meeting
2. Special Bonus (Results of Operations)	None
3. Other benefits	None

The Board of Directors proposed the Shareholders' Meeting to consider and approve the remuneration for directors for the year 2021, which remains unchanged as the same rate as the remuneration for directors for the year 2022.

The Chairman appreciated Mr.Natthawat Songkhroh and further asked the meeting if there was a shareholder who wished to raise any question or give any opinion. No shareholders gave any opinions or asked any questions. Afterwards, the Chairman, then, proposed to the Shareholders' Meeting to consider and approve the remuneration of directors for the year 2021 as described. This agenda requires an approval by not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting.

Resolution: Resolved to approve the remuneration for directors for the year 2022 as proposed by the votes of not less than two-thirds of the total votes of the shareholders who attended the meeting, the details are as follows:

Vote	Number of Votes (vote)	Percentage (%)
Approved	1,055,275,046	100.000000
Not approved	-	0.000000
Abstained	-	0.000000
Voided ballot	-	0.000000
Total	1,055,275,046	100.000000

Agenda 8 To consider and approve the appointment of auditors for the year 2022 and the remuneration of the auditors

The Chairman delegated Mr.Natthawat Songkhroh, the MC, to inform the details of this agenda to the meeting.



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Mr.Natthawat Songkhroh, the MC, informed the meeting that in order to comply with Section 120 of the Public Limited Company Act B.E. 2535 (as amended) and Article 47 of the Articles of Association of the Company, it stipulates that “In every Annual General Meeting, the shareholders have to appoint an auditor and determine the auditing fee of the Company. For appointment of the auditor, the auditor of preceding year can be re-appointed”.

The Audit Committee considered selecting and proposed the appointment of auditors for Year 2021 by evaluating from professional expertise, independence and neutrality, experiences in auditing and understand in the audit of accounts and information of the Company. In addition, the auditor provides good services with the capability to provide useful advice, satisfactory auditing work in a timely manner and well-known as leading audit firm with auditing standard service. Therefore, the Audit Committee deemed it appropriate to propose the Board of Directors to consider proposing to the Shareholders' Meeting to appoint Karin Audit Co., Ltd. as the auditors of the Company for the Year 2022.

Karin Audit Co., Ltd. assigned auditors, whose names are as follows:

1. Mr. Komin Linphrachaya, Certified Public Accountant no. 3675
2. Mr. Worapol Wiriyakulapong Certified Public Accountant no. 11181
3. Ms. Kojchamon Sunhuan, Certified Public Accountant no. 11536

to be the auditors to render opinions on the financial statements of the Company. In the event that unable to perform duties, Karin Audit Co., Ltd. is authorized to assign other auditors of Karin Audit Co., Ltd. to perform such duties.

The profile and experience of each auditor are as appeared in the invitation letter.

Moreover, the Audit Committee considered the remuneration of the auditors for the year 2021 ended 31 December 2022 of the Company and found that it was appropriate considering from its scope of works. Consequently, the Audit Committee has proposed to the Board of Directors to propose to the Shareholders' Meeting to determine the auditor remuneration, the audit fee in each quarter and for the year 2022, at the amount not exceeding THB 1,240,000 as follows:

Description	Remuneration of the Auditors		Increased/(Decreased) Rate comparing to last year	
	2021	2022	THB	%
1. Annual Audit Fee	748,500	638,500	-110,000	-15%
2. Quarter Audit Fee	596,500	601,500	5,000	1%



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Description	Remuneration of the Auditors		Increased/(Decreased) Rate comparing to last year	
	2021	2022	THB	%
3. Documentation and Audit Expenses (as actual)	Actual	Actual	Actual	Actual
Total	1,345,000	1,240,000	105,000	-8%

Remark: The aforementioned remuneration of the auditors is exclusive of other expenses, e.g. travelling expenses, accommodation expenses, allowance, and other miscellaneous expenses.

The Chairman appreciated Mr. Natthawat Songkhroh further asked the meeting if there was a shareholder who wished to raise any question or give any opinion. No shareholders gave any opinions or asked any questions. Afterwards, the Chairman, then, proposed to the Shareholders' Meeting to appoint Karin Audit Co., Ltd. as the auditors of the Company for the year 2021 and determine the auditor remuneration as described. This agenda requires an approval by a majority vote of the shareholders attending the meeting and eligible to vote.

Resolution: Resolved to approve the appointment of the auditors from Karin Audit Co., Ltd. as the audit firm to be auditors of the Company for the year 2022 by appointing

1. Mr. Komin Linphrachaya, Certified Public Accountant no. 3675
2. Mr. Worapol Wiryakulapong Certified Public Accountant no. 11181
3. Ms. Kojchamon Sunhuan, Certified Public Accountant no. 11536

to be the auditors to render opinions on the financial statements of the Company for the year 2021 and fix the audit fee for the year 2021 in the total amount of THB 1,100,000, by a unanimous vote of the total shareholders who attended the meeting and eligible to votes, consisting of the following:

Vote	Number of Votes (vote)	Percentage (%)
Approved	1,055,275,046	100.000000
Not approved	-	0.000000
Abstained	-	0.000000
Voided ballot	-	0.000000
Total	1,055,275,046	100.000000



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Agenda 9 Other business (if any)

The Chairman informed the meeting that all the agenda items set out in the invitation letter have been considered. The Chairman offered the opportunity to the shareholder to raise further questions and expressed his/her opinions. There were no further inquiries or suggestions from the shareholders. Consequently, the Chairman appreciated the shareholders who spent the meeting time together and then declared the 2022 Annual General Shareholder Meeting adjourned.

The meeting was adjourned at 10.38 a.m.

Certified that the abovementioned resolutions
conform to shareholders meeting resolution.

General (Signature)
(Montree Sungkasap)
Chairman of the Board of Directors
NFC Public Company Limited

(Signature)
(Mr. Natthawat Songkhroh)
NFC Public Company Limited
Secretary of the meeting