

Minutes of Annual General Meeting of Shareholders for the year 2023

of

DOD Biotech Public Company Limited

The Annual General Meeting of Shareholders for the year 2023 held on Tuesday 18 April 2023. This meeting was streamed live via electronic means from DOD Biotech Public Company Limited's room No.111, Moo 2, Tha Chin Sub-district, Mueang Samutsakhon District, Samut Sakhon 74000,

The meeting started at 14.00 hours.

Mrs. Arpaporn Kosolkul, The Company's Chairman and Chairman of the meeting and there were Directors and the Company's Auditor who participated in the meeting as follows:

The Company's Directors who participated in the meeting

1. Mrs. Arpaporn Kosolkul Chairman, Member of the Audit Committee and Member of the Nomination and Remuneration Committee
2. Mr. Dusit Chongsutthanamanee Vice Chairman, Chairman of the Audit Committee, and Chairman of the Nomination and Remuneration Committee
3. Mr. Pongthep Thitapan Independent Director, Member of the Audit Committee, and Member of the Nomination and Remuneration Committee
4. Mr. Torlarp Chaichow Director and Acting Chief Executive Officer
5. Mr. Aekphusit Boonsiriyotthakul Director and Chief Operating Officer

The Company's auditors from EY Office Company Limited

1. Ms. Phunnard Phaochajean
2. Ms. Sumesa Tangyoosuk

Financial Advisors from The Borealis Advisory Company Limited

1. Mr. Piyapat Pornpipatpong
2. Ms. Chatchaya Wangthamrong

Legal Advisors from Kudun and Partners Company Limited

1. Ms. Thitawan Thanasombatpaisan Partner
2. Ms. Viparat Timprathuang Lawyer

Mrs. Arpaporn Kosolkul, The Company's Chairman and Chairman of the meeting, welcomed all shareholders who participated in the Annual General Meeting of Shareholders for the year 2023 and informed the meeting about the Company's information as of March 22, 2023 as follows:

1. Registered capital	307,500,369.50	Baht
2. Paid-up Capital	205,000,000.00	Baht
3. Par value per share	0.50	Baht

The Company specified the list of shareholders who had the right to attend the Annual General Meeting of Shareholders for the year 2023 on the date of 22nd March 2023, following the Section 103 of the Public Limited Companies Act B.E. 2535 and Article No.40 of the Articles of Association of the Company states in the shareholders' meeting, the number of the shareholders and proxies (if any) present shall not be less than 25 people and the aggregate number of shares shall not be less than one-third of the paid-up shares, to constitute a quorum.

- The number of shareholders present at the Meeting and proxies in total 36 shareholders who held 153,078,203 shares. The total shares accounted for 37.3361% percent of the Company's 410,000,494 paid-up shares, thus constituting a quorum under clause no. 40 of the Articles of Association.

The Chairman opened the Annual General Meeting of Shareholders for the year 2023 and invited Ms. Arachaporn Boonkerd, Company Secretary, to explain the rules of practice and procedure in the Meeting as follows:

Company Secretary explain the rules of practice and procedure in the Meeting that had been conducted as agendas which were shown on the notice of the Annual General Meeting for the year 2023, every shareholder has one vote per share. The Meeting had 12 agendas, and each agenda has to be voted as follows:

- The Agenda no. 1, Agenda no. 7, Agenda no. 9 and Agenda no. 11 shall have the majority of votes from shareholders present at the meeting. If there is an equal vote, the Chairman shall cast one additional vote as the final vote.
- The Agenda no. 2, Agenda no. 3 and Agenda no. 4 shall receive a vote of not less than three-fourths of the total number of votes, excluding the votes of the interested shareholders in the amount of 19,976,800 shares, and it must not be shareholders holding more than 10 percent of the total number of votes of shareholders attending the meeting and having the right to vote against in this agenda.
- Agenda no. 5 shall receive a vote of not less than three-fourths of the total number of votes.

- The Agenda no. 6 and Agenda no. 8 do not require casting votes because this is informative agenda.
- The Agenda No. 10 shall receive a vote of not less than two-thirds of the total number of votes and exclude the votes of the directors who are stakeholders in the amount of 473,100 votes.
- The Agenda No. 12 is the accepting agenda proposed by shareholders.

Company Secretary informed the meeting that this Annual General Meeting of Shareholders, DOD Biotech Public Company Limited shall keep, use and disclose personal information, audios, and videos of all attendants for recording and preparing the minutes of the Meeting, organizing the Meeting etc. All shareholders could read the additional details related to the Personal Data Protection as indicated in the enclosure of the Meeting's invitation letter and on the Company's website.

Moreover, before casting votes on each agenda, the attendees of the Meeting shall have an opportunity to ask or express their opinions in involving agenda as appropriate. The shareholders who intend to ask or express their opinions are required to inform their name and last name to the Meeting every time. Since this meeting is held through electronic means, there are **rules, voting methods, vote counting, and method to ask questions or express opinions** as follows:

1. The meeting will consider the matters in order of the agenda specified in the invitation letter. By presenting information for each agenda, the Company will give shareholders an opportunity to ask questions before voting and will notify the result of the vote at the meeting when the votes are counted.
2. For voting, choose the agenda then press the "Vote" button, the system will display a button for voting, a total of 3 buttons which is 1. Agree (Green) 2. Disagree (Red) 3. Abstain (Orange). For shareholder who has more than one proxies, the system will display all names of proxies then shareholder can vote separately for each user account.

For Cancel the vote, press the "Cancel Vote" button. For any shareholder who has not voted within the specified time. The company will assume that the shareholder agrees with that agenda. The voting can be edited until the voting results are closed. The Company allows two minutes for voting. When the voting results are closed, the result of that agenda will be announced at the meeting.

3. In the case of shareholders accepting proxies from many shareholders, press to “Account” button and press on the “Change Account” button to access other shareholders' accounts. The system will not remove votes from the meeting base.
4. In case a shareholder wishes to leave the meeting before closing the voting, shareholders' votes will not be counted as a quorum for such agenda, and the votes will not be counted immediately in the remaining agenda. However, leaving the quorum in any agenda will not disqualify the shareholders' rights or proxies to return to the meeting and vote on the next agenda in the system.
5. For asking questions or expressing opinions before voting for each agenda, the company will give the attendees an opportunity to ask questions or express opinions on issues related to that agenda. By select the agenda and press “Question” button, then type the question then click “Send”. The company will answer questions in the meeting room on the agenda related to that question. The company reserves the right to consider selecting questions as appropriate. The attendees must inform their first and last names, and status as a shareholder or proxy before asking questions every time. That is for the company to be able to accurately and completely recorded the minutes of the meeting.

However, the company reserves the right to delete any disrespectful comments, defame others, or violate any laws Including infringement of the rights of others, disturbing the meeting, or causing trouble to other attendees.
6. In the event that there are a large number of shareholders wishing to ask questions, to maintain the duration of the meeting, let the shareholders ask questions via message for the staff will keep that questions then answer at the end of the meeting or on the company's website.
7. In case of shareholders encounter problems entering the meeting system or voting system, please follow the instructions given along with the invitation letter or press “Help” button or contact Inventech Call Center and Line Official Account.
8. In case of the system crashes during the meeting, shareholders will receive an email to return to the meeting through the support system.

The Chairman then commenced the Meeting with the following agenda:

Agenda 1 To consider and certify the minutes of the 2022 Annual General Meeting of Shareholders

The Chairman proposed the Meeting to adopt the Minutes of the 2022 Annual General Meeting of Shareholders, held on April 21, 2022 which has been prepared and delivered to the Stock Exchange of Thailand within 14 days from the date of the 2022 Annual General Meeting of Shareholders, as well as published on the Company's website. Details appear in attachment 1, which has been sent to all shareholders together with the meeting invitation.

The Chairman then provided shareholders with an opportunity to ask questions and/or give opinions. In this connection, there are no questions and/or giving additional opinions. The Chairman then requested shareholders to adopt a resolution to certify the minutes of the 2022 Annual General Meeting of Shareholders which was held on April 21, 2022.

The voting results were as follows:

Approved	132,108,803	Votes	Equivalent to	99.1797
Disapproved	1,092,600	Votes	Equivalent to	0.8202
Abstained	0	Votes	Equivalent to	0.0000
Total	133,201,403	Votes	Equivalent to	100.0000

The meeting's resolution: With the majority votes of the shareholders who were present at the meeting and cast their votes, the meeting passed the resolution to certify the minutes of the 2022 Annual General Meeting of Shareholders as proposed in all respects.

Agenda 2 To consider and approve the issuance and offering of new ordinary shares to Private Placement which are Ms. Pranee Piriymasakul, Mr. Danupon Cilli and Mr. Jiratch Wongtrangan and the issuance and offering to existing shareholders of the Company in proportion to the number of shares held by each individual (Rights Offering)

The Chairman assigned Mr. Dusit Chongsutthanamane, Vice Chairman, to present information to the Meeting.

The Vice Chairman informed the meeting that, agenda 2, agenda 3, and agenda 4 which will be proposed to the Annual General Meeting of Shareholders for the year 2023 to approve are related matters and conditional to each other. Therefore, in case one of the agenda 2, agenda 3, and agenda 4 has not been approved by the Meeting, any of the previous agenda(s)

that have been approved shall deem be canceled, and no other such agendas will be proposed to the Meeting to consider and approve again.

The Vice Chairman informed the Meeting that, as an enhancement of the Company's financial stability, potential, and business opportunities, including future development that will benefit the Company in the long run, it is necessary to broaden the Company's capital base. This will also improve the Company's financial position. Therefore, it is deemed appropriate to propose to the shareholders' meeting to increase capital and allocate the newly issued shares to specific persons (Private Placement) namely; Ms. Pranee Piriymasakul, Mr. Danupon Cilli and Mr. Jiratch Wongtrangan (collectively as “Investors”). The capital increase is regarded as the capital increase by way of private placement. The Company is actively seeking investors by taking into account the possibility of contributing to a capital increase. In selecting potential investors, the Company has carefully considered their experience and ability. The Company considered that the Investors are reliable and capable of investing in the Company within a reasonable time frame with the Company's current conditions and circumstances. The Investors are not nominees of any person.

The Company will use the proceeds from this capital increase to expand its business including the investment in Auswell Life Co., Ltd. (“AWL”) according to the resolution of the Board of Directors of the Company No. 2/2023 held on February 22, 2023, which approved the investment in AWL. AWL is engaged in the business of importing and distributing vitamin and supplement products produced in Australia under the brand “AuswellLife”, which is a health and beauty brand suitable for customers of all genders and ages that are distributed in many countries in Asia. AWL has the right to sell the products under the trademark “AuswellLife” from AuswellLife Australia, with granted such right for a period of 10 years, and renewable for every 10 years automatically without any notice or consent is required from AuswellLife Australia. AWL is the only marketplace selling products under this brand in Thailand. After the investment in AWL the existing executives of AWL continue to hold executive positions. In addition, the proceeds will be used to brand the company's own products which the Company will operate through the holding of shares in DOD Infinite Co., Ltd.”, a subsidiary to operate investment business (Holding Company) in the company(ies) operated the Company’ s relevant business which is manufacturing and distributing the vitamin and supplement products such as AWL and through “A Metaverse Co., Ltd.”, which is a subsidiary to operate the business of selling food supplements which the Company holds

50.0% of total shares. The proceeds also used to support the business expansion of the Company in the future. The proceeds received from the capital increase and share allocation to existing shareholders of the Company in proportion to the number of shares held by each of them (Rights Offering) will be used as working capital for the Company's business operations.

Therefore, the Board of Directors viewed it deemed appropriate to propose the 2023 Annual General Meeting of Shareholders to approve the increase of the capital to allocate shares of not exceeding 24,390,000 shares at a par value of 0.50 Baht to specific persons through private placement and to allocate shares of not exceeding 25,552,382 shares at a par value of 0.50 Baht to the existing shareholders proportionate to their respective shareholding (Rights Offering).

The Company Secretary then provided shareholders with an opportunity to ask questions and/or give opinions. In this connection, there are no questions and/or giving additional opinions. The Company Secretary then requested shareholders to adopt a resolution to approve the issuance and offering of new ordinary shares to Private Placement which are Ms. Pranee Piriymasakul, Mr. Danupon Cilli, and Mr. Jiratch Wongtrangan and the issuance and offering to existing shareholders of the Company in proportion to the number of shares held by each individual (Rights Offering) with details as proposed in all respect. The resolution on this agenda item shall be approved with votes of not less than three-fourth (3/4) of the total votes of shareholders attending the meeting and entitled to vote, excluding the votes of the interested shareholders. In this regard, as of March 22, 2023 which is the date to determine the list of shareholders entitled to attend the 2023 Annual General Meeting of Shareholders (Record Date) there is an interested shareholders who will not entitled to vote in this agenda namely; Mr. Danupon Cilli who holds shares in the Company in the amount of 19,976,800 shares, representing, 4.87 percent of the total registered and paid-up capital of the Company. Moreover, it must not be shareholders holding more than 10 percent of the total number of votes of shareholders attending the meeting and having the right to vote against in this agenda.

The voting results were as follows:

Approved	132,108,803	Votes	Equivalent to	99.1797
Disapproved	1,092,600	Votes	Equivalent to	0.8202
Abstained	0	Votes	Equivalent to	0.0000
Not entitled to vote	19,976,800	Votes		
Total	133,201,403	Votes	Equivalent to	100.0000

The meeting's resolution: With votes of not less than three-fourth (3/4) of the total votes of shareholders attending the meeting and entitled to votes, excluding the votes of the interested shareholders, the meeting passed the resolution approving the issuance and offering of new ordinary shares to Private Placement which are Ms. Pranee Piriymasakul, Mr. Danupon Cilli and Mr. Jiratch Wongtrangan and the issuance and offering to existing shareholders of the Company in proportion to the number of shares held by each individual (Rights Offering) as proposed in all respects.

Agenda 3 To consider and approve the increase of the Company's registered capital and the amendment of the Memorandum of Association Clause 4 of the Company to in accordance with the Company's registered capital increase.

The Chairman assigned Mr. Dusit Chongsutthanamane, Vice Chairman, to present information to the Meeting.

The Vice Chairman informed the meeting that: as the Company intends to find sources of funds to increase the potential of the business as well as to support future business expansion, the Company, therefore, proposes to increase the Company's registered capital of 35,971,191.00 baht from the original registered capital of 307,500,369.50 baht to 343,471,560.50 baht by issuing 71,942,382 newly issued ordinary shares with a par value of 0.50 baht per share for the following purposes:

- (1) to allocate shares of not exceeding 24,390,000 shares to specific persons through private placement;
- (2) to allocate shares of not exceeding 25,552,382 shares to the existing shareholders proportionate to their respective shareholding (Rights Offering);
- (3) to allocate shares of not exceeding 22,000,000 shares for accommodating the adjustment of rights under the warrants of DOD Biotech Public Company Limited No. 2 issued to the existing shareholders (“DOD-W2 Warrants”)

and the amend Clause 4. of the Memorandum of Association to be in line with the capital increase as follows:

Clause 4. Registered Capital	:	343,471,560.50 baht	(Three Hundred Forty-Three Million Four Hundred Seventy-One Thousand Five Hundred Sixty and Five Tenths)
Divided into	:	686,943,121 shares	(Six Hundred Eighty-Six Million Nine Hundred Forty-Three Thousand One Hundred Twenty-One shares)
Par value per share	:	0.50 baht	(Five Tenths)
Consisting of:			
Ordinary Shares	:	686,943,121 shares	(Six Hundred Eighty-Six Million Nine Hundred Forty-Three Thousand One Hundred Twenty-One Shares)
Preferred Shares	:	- None -	-

Moreover, the Board of Directors deemed it appropriate to propose to the 2023 AGM to consider and approve the authorization of Authorized director or the person assigned by the Authorized director to have the power to register the capital increase and the amendment of the Memorandum of Association at the Department of Business Development, Ministry of Commerce and to take any necessary action to comply with the registrar's order(s) to complete the registration process.

The Company Secretary then allowed shareholders to ask questions and/or give opinions. In this connection, there are no questions and/or giving additional opinions. The Company Secretary then requested shareholders to adopt a resolution to approve the increase of the Company's registered capital and the amendment of the Memorandum of Association Clause 4 of the Company to in accordance with the Company's registered capital increase, including relevant authorization with details as proposed in all respect. The resolution on this agenda item shall be approved with votes of not less than three-fourth (3/4) of the total votes of shareholders attending the meeting and entitled to vote, excluding the votes of the interested shareholders. In this regard, as of March 22, 2023 which is the date to determine the list of shareholders entitled to attend the 2023 Annual General Meeting of Shareholders (Record

Date) there is an interested shareholders who will not entitled to vote in this agenda namely; Mr. Danupon Cilli who holds shares in the Company in the amount of 19,976,800 shares, representing, 4.87 percent of the total registered and paid-up capital of the Company. Moreover, it must not be shareholders holding more than 10 percent of the total number of votes of shareholders attending the meeting and having the right to vote against in this agenda.

The voting results were as follows:

Approved	132,108,803	Votes	Equivalent to	99.1797
Disapproved	1,092,600	Votes	Equivalent to	0.8202
Abstained	0	Votes	Equivalent to	0.0000
Not entitled to vote	19,976,800	Votes		
Total	133,201,403	Votes	Equivalent to	100.0000

The meeting's resolution: With votes of not less than three-fourth (3/4) of the total votes of shareholders attending the meeting and entitled to votes, excluding the votes of the interested shareholders, the meeting passed the resolution approving the increase of the Company's registered capital and the amendment of the Memorandum of Association Clause 4 of the Company to in accordance with the Company's registered capital increase including the relevant authorization as proposed in all respects.

Agenda 4 To consider and approve the allocation of newly issued ordinary for (1) offering to specific person through private placement to Ms. Pranee Piriymasakul, Mr. Danupon Chilli and Mr. Jiratch Wongtrangarn, (2) offering to shareholders according to their shareholding proportion (Right Offering) and (3) accommodating the adjustment of rights under the warrants of DOD Biotech Public Company Limited No. 2 issued to the existing shareholders.

The Chairman assigned Mr. Dusit Chongsutthanamane, Vice Chairman, to present information to the Meeting.

The Vice Chairman informed the meeting that, in order to increase the Company's capital base, as well as the potential and opportunities to run the Company's business. As a result, the Company deemed appropriate to increase its registered capital by issuing new ordinary shares in the amount of not exceeding 71,942,382 shares at a par value of 0.50 baht per share, with the following details:

- (1) The allocation of newly issued ordinary shares to Ms. Pranee Piriymasakul, Mr. Danupon Cilli and Mr. Jiratch Wongtrangan (collectively as “Investors”). The capital increase regards as the capital increase by way of private placement. The Company is actively seeking investors by take into account of the possibility of contributing to a capital increase. In selecting potential investors, the Company has carefully considered their experience and ability. The Company considered that the Investors are reliable and capable of investing in the Company within a reasonable time frame with the Company's current conditions and circumstances. The Investors are not nominee of any person. The Company will use the proceeds from this capital increase to expand its business including the investment in Auswell Life Co., Ltd. (“**AWL**”) according to the resolution of the Board of Directors of the Company No. 2/2023 held on February 22, 2023 which approved the investment in AWL through DOD Infinite Company Limited. AWL is engaged in the business of importing and distributing vitamin and supplement products produced in Australia under the brand “AuswellLife”, which is a health and beauty brand suitable for customers of all genders and ages that is distributed in many countries in Asia including using the money received to brand the company's own products through “A Metaverse Company Limited” as well as to support the expansion of the company's business in the future.

In this regard, the Company will allocate up to 24,390,000 newly issued ordinary shares with a par value of 0.50 baht per share and an offering price of 4.10 baht per share, totaling 99,999,000 baht, to be offered to specific persons (Private Placement) to Investors, with the offering price being the price negotiated between the Company and the Investors. The offering price is calculated by using the Discounted Cash Flow method. The key assumption is that the Company does not sell products to Agital Advertise Company Limited which is a major customer of the Company in the future. The details of the offering price calculation appeared in the Information Memorandum on the Issuance, Offering and Allocation of Newly Issued Ordinary Shares of DOD Biotech Public Company Limited through private placement (Attachment 3). The Board therefore deems appropriate that the offering price of 4.10 baht is a reasonable price. The said offering price is a 22.3 percent discount from the market price.

The Investors are not connected persons of the Company according to the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected

Transactions (as amended) and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546 (2003) (as amended). In this respect, Ms. Pranee Piriymasakul, Mr. Danupon Chillli and Mr. Jiratch Wongtra-ngarn does not have relationships or act in concert (Concert Party), or have any relationships to be construed as persons under Section 258 of the Securities and Exchange Act B.E. 2535 (as amended) to impose Ms. Pranee Piriymasakul, Mr. Danupon Chillli and Mr. Jiratch Wongtra-ngarn with the duties to make a tender offer to purchase all securities of the Company subsequent to the allocation of the newly issued ordinary shares of the Company.

In this respect, the allocation of shares through private placement shall take place prior to the issuance and allocation of newly issued ordinary shares to the existing shareholders of the Company in proportion to the number of shares held by each individual (Rights Offering). The issuance and allocation of the newly issued ordinary shares through private placement is an offering where the Board of Directors' Meeting of the Company passed a resolution to clearly specify the offering price and propose to the shareholders' meeting to determine the offering price at 4.10 Baht with the total value of not exceeding 99,999,000 Baht through a series of negotiation between the Company, Ms. Pranee Piriymasakul, Mr. Danupon Chillli and Mr. Jiratch Wongtra-ngarn. The offering price at 4.10 Baht per share is considered as discount from the market price at 22.3 percent, which is considered an offering of new shares at a price lower than 90 percent of the market price pursuant to the requirements of the Notification of the Capital Market Supervisory Board No. TorJor. 72/2558. The "market price" is calculated based on the weighted average price of the Company's shares traded on the SET over a period of 7 consecutive business days prior to the date on which the Board of Directors' Meeting passes a resolution to propose the offering of new ordinary shares to the Investors to the shareholders' meeting for approval, which is a period between February 13, 2023 and February 21, 2023, of which the market price equals to 5.28 Baht per share (Source: SETSMART from www.setsmart.com). This transaction requires special resolution from the shareholders' meeting with not less than three-fourths of the total votes of shareholders attending and having rights to vote, excluding shareholders with conflict of interests in such agenda and without any shareholders,

having accumulating shares equivalent to 10 percent of the total votes of shareholders attending and having rights to vote, which object this allocation of shares through private placement. In addition, the Company is required to obtain approval from the Securities and Exchange Commission prior to such share allocation.

If the offering price of the newly issued ordinary shares offered to Ms. Pranee Piriymasakul, Mr. Danupon Chilli and Mr. Jiratch Wongtra-ngarn is lower than 90 percent of the market price prior to the date on which the SET accepts such newly issued ordinary shares as listed securities, the Company is obliged to prohibit the Investors from selling all of such newly issued ordinary shares within one year from the date on which the Company's newly issued ordinary shares are first traded on the SET (Silent Period). Upon a lapse of six months after the first trade date of the Company's newly issued ordinary shares, the Investors may gradually sell up to 25 percent of all locked-up shares in accordance with the requirements set out in the Notification of the Stock Exchange of Thailand Re: Rules, Conditions, and Procedures for Consideration of Application for Listing of Ordinary Shares or Preferred Shares for Capital Increase as Listed Securities B.E. 2558 (2015) dated 11 May 2015 (as amended).

The allotment of the shares as detailed above in whatsoever manner must not result in the Investors holding shares in the Company in the number that reaches or passes the trigger point requiring the Investors to make a tender offer as required under the Notification of the Capital Market Supervisory Board No. TorJor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition Securities for Business Takeovers, or in violation of the foreign shareholding restriction as specified in the Articles of Association of the Company, which allows, foreigners to hold shares in the Company of not exceeding 49 percent of the total paid-up shares of the Company. After this capital increase, Investors will not take the position or nominate any representative as director and/or executive of the Company.

In addition, the Board of Directors approved to propose that the shareholders' meeting to consider to approve the authorization of the Chief Financial Officer as an authorized representative to undertake any actions in relation to the issuance, offering, allocation and subscription of the newly issued ordinary shares, including the following undertakings:

- (a) Determine and/or amend, adjust any details necessary for and relating to the allotment of the newly issued ordinary shares of the Company as deemed appropriate to extent that it is not contrary to or inconsistent with the relevant notifications, regulations, rules, and laws, as well as having the power to determine and amend the period of subscription and offering of the newly issued ordinary shares and the payment method. The allotment and subscription period may be scheduled for single or multiple rounds;
- (b) Contact, negotiate, execute, sign and amend any agreements, requests for approval, waiver requests, notices, and evidence necessary and relevant to the allotment of the Company's newly issued ordinary shares, including but not limited to the Shares Subscription Agreement, registration applications to be submitted to the Ministry of Commerce, communication and submission of such requests for approval, waiver requests, notices, documents and evidence to the Securities and Exchange Commission (the “**SEC Office**”), SET, or any government agencies or agencies involved in the amendment or change of the request or the wording of the documents as well as listing the newly issued ordinary shares as listed securities on the SET; and
- (c) Take any necessary and relevant actions to ensure the successful allotment of the Company's newly issued ordinary shares, including the selection of investors for private placement and the appointment and assignment of other suitable persons to act as sub-appointees to take the above actions.

In addition, the Notification No. TorJor. 72/2558 provides that the Company shall complete the share offering within the period as approved by the shareholders’ meeting but not exceeding 3 months from the date on which the shareholders’ meeting passes a resolution to approve the offering of newly issued shares, or complete the offering within 12 months from the date on which the shareholders’ meeting passes a resolution to approve the offering of newly issued shares in the event where it is clearly specified by the resolution of the shareholders’ meeting that after such 3-month period has ended, the Board of Directors or the person authorized by the Board of Directors shall determine the offering price based on the market price during the offering period.

Therefore, after a lapse of 3 months after the date on which the shareholders' meeting resolves to approve the offering of newly issued shares, the Board of Directors or the person authorized by the Board of Directors shall determine the offering price based on the market price during the offering period.

- (2) The allocation of newly issued ordinary shares to the existing shareholders of the Company in proportion to the number of shares held by each individual (Rights Offering). Allocation of the newly issued ordinary shares of not exceeding 25,552,382 shares at a par value of 0.50 Baht to the existing shareholders of the Company in proportion to the number of shares held by each individual (Rights Offering) (the Company will not allocated to shareholders who will make the Company liable under foreign law) at the ratio of 17 existing shares per 1 new share with the offering price of 4.00 Baht with the total value of not exceeding 102,209,528 Baht.

Any fractions resulting from the allocation of right offering shall be discarded. The date for determining the shareholders who are entitled to be allocated and offered with the newly issued shares (Record Date) is May 15, 2023. Nevertheless, the determination of the allocation and offering of the newly issued shares is uncertain until the approval of shareholders' meeting has been granted.

For the allocation of newly issued ordinary shares to the existing shareholders of the Company to the proportion of shareholding (Rights Offering), in the event that there are shares remaining from the allocation to the existing shareholders of the Company according to the proportion of shareholding in the first round, the Company will allocate the remaining newly issued ordinary shares to the existing shareholders wishing to subscribe for in excess of the rights according to proportion of shareholding at the same price as the shares allotted according to their rights (Oversubscription). The details are as follows:

- (a) In the case that there are any shares remaining from the allocation to the existing shareholders of the Company (Rights Offering) in the first round which exceed or equal to the shares that the existing shareholders subscribe for in excess of the right according to the proportion of shareholding, the Company will allocate the remaining shares to those who subscribe the oversubscription shares and pay all subscription price for such oversubscription shares;

(b) In the case that there are shares remaining from the allocation to the existing shareholders of the Company (Rights Offering) in the first round which is less than the shares that the existing shareholders subscribe for in excess of the right according to the proportion of shareholding, the Company will allocate the remaining shares to those who subscribe the oversubscription shares according to the following steps:

- (1) To allocate according to the proportion of existing shareholders of each subscriber of oversubscription shares by multiplying the existing shareholding proportion of each subscriber with the number of remaining shares. The result is the number of shares that each subscriber of oversubscription shares is allocated. Any fractions resulting from the allocation shall be discarded. However, the number of shares to be allocated shall not exceed the number of shares subscribed and paid for by each shareholder;
- (2) In the event that there are still shares remaining after the allocation under Clause (b) (1), the allocation shall be made to each subscriber of oversubscription share and has not been fully allocated by multiplying the existing shareholding of each subscriber with the number of remaining shares. The result is the number of shares that each subscriber of oversubscription shares is allocated. Any fractions resulting from the allocation shall be discarded. However, the number of shares to be allocated shall not exceed the number of shares subscribed and paid for by each shareholder. In this regard, the allocation of oversubscription shares to each subscriber of oversubscription shares pursuant to the procedures under this Clause shall be repeated until there are no shares left from the allocation.

In this regard, the allocation of shares to the existing shareholders of the Company who wish to subscribe the oversubscription shares in any case shall not make any shareholders (including persons under Section 258 of the Securities and Exchange Act B.E. 2535 (including its amendments) of the aforementioned shareholders) holding the Company's shares in the following manner:

- (a) In the manner that, increases to or across the trigger point for a tender offer as specified in the Notification of the Capital Market Supervisory Board No. TorJor. 12/2554 regarding Rules, Conditions and Procedures for the Acquisition Securities for Business Takeovers (including any amendments) (“**Notification TorJor. 12/2554**”) (except that such shareholder has been exempted from making a tender offer for all securities of the business as specified in the Notification TorJor. 12/2554); or
- (b) In the manner which violates the foreign share restrictions specified in the Company's Article of Association.

The Company prospects that the issuance and allocation of newly issued ordinary shares to the existing shareholders according to their shareholding proportion (Right Offering) shall be completed within Q2 2023. Nevertheless, the determination of the allocation and offering of the newly issued shares is uncertain until the approval of shareholders’ meeting has been granted.

In addition, the Board of Directors approved to propose that the shareholders’ meeting to consider to approve the authorization of the Chief Financial Officer as an authorized representative to undertake any actions in relation to the issuance, offering, allocation and subscription of the newly issued ordinary shares, including the following undertakings:

- (a) To determine details in connection with the allocation of the newly issued shares to the existing shareholders of the Company to the proportion of shareholding (Rights Offering) including having the power to consider the number of allocated shares. Changing the form of allocation of newly issued ordinary shares including persons allocated under relevant laws;
- (b) To determine or amend methodology in connection with the allocation of the newly issued shares, such as allocation of shares in single or multiple rounds, offering proportion, the date for determining the shareholders who are entitled to be allocated and offered the newly issued shares (Record Date), determination of date and time for subscription and payment of

shares, offering period, offering price, payment method and other details in connection with the allocation and offering;

- (c) To sign applications, waivers, notices or other documents in connection with the allocation of newly issued shares, including, but not limited to, contacting and filing documents with officers or representatives of competent authorities and listing newly issued shares as listed securities on the SET; and
 - (d) To undertake any necessary and relevant actions in connection with the allocation of newly issued shares to the existing shareholders of the Company to the proportion of shareholding according to the relevant laws and regulations.
- (3) The allocation of newly issued ordinary shares to accommodate the adjustment of rights of the DOD-W2 Warrants. Due to the issuance and offering of the newly issued ordinary shares to specific persons by means of private placement (Private Placement) and to the existing shareholders of the Company to the proportion of shareholding (Rights Offering) has an offering price which is lower than 90 percent of the market price of the Company's ordinary shares, which is considered as an adjustment of rights as specified in the Rights and Duties of the Issuer and the Holders of Warrants to Purchase Ordinary Shares (DOD-W2). Therefore, the Company has a duty to increase the registered capital in the amount of 22,000,000 shares for allocating such capital increase shares to support the adjustment of rights pursuant to the Warrant as specified above. The adjustment of price and ratio for exercising rights in case of issuing and offering of the newly issued ordinary shares to a specific person by means of the private placement will immediately be effective from the first date of the offering to the specific persons by means of private placement, and the change of price and ratio for exercising of rights in case of offering to the existing shareholders will take effect immediately from the first date on which the purchaser of the ordinary shares will not be entitled to purchase the newly issued shares (the first date that SET shows "XR" mark)

The Company Secretary then provided shareholders with an opportunity to ask questions and/or give opinions. In this connection, there are no questions and/or giving additional

opinions. The Company Secretary then requested shareholders to adopt a resolution to approve the allocation of newly issued ordinary for (1) offering to specific person through private placement to Ms. Pranee Piriymasakul, Mr. Danupon Chillli and Mr. Jiratch Wongtrangarn, (2) offering to shareholders according to their shareholding proportion (Right Offering) and (3) accommodating the adjustment of rights under the warrants of DOD Biotech Public Company Limited No. 2 issued to the existing shareholders. The resolution on this agenda item shall be approved with votes of not less than three-fourth (3/4) of the total votes of shareholders attending the meeting and entitled to vote, excluding the votes of the interested shareholders. In this regard, as of March 22, 2023 which is the date to determine the list of shareholders entitled to attend the 2023 Annual General Meeting of Shareholders (Record Date) there is an interested shareholders who will not entitled to vote in this agenda namely; Mr. Danupon Cilli who holds shares in the Company in the amount of 19,976,800 shares, representing, 4.87 percent of the total registered and paid-up capital of the Company. Moreover, it must not be shareholders holding more than 10 percent of the total number of votes of shareholders attending the meeting and having the right to vote against in this agenda.

The voting results were as follows:

Approved	132,108,803	Votes	Equivalent to	99.1797
Disapproved	1,092,600	Votes	Equivalent to	0.8202
Abstained	0	Votes	Equivalent to	0.0000
Not entitled to vote	19,976,800	Votes		
Total	133,201,403	Votes	Equivalent to	100.0000

The meeting's resolution: With votes of not less than three-fourth (3/4) of the total votes of shareholders attending the meeting and entitled to votes, excluding the votes of the interested shareholders, the meeting passed the resolution approving the allocation of newly issued ordinary for (1) offering to specific person through private placement to Ms. Pranee Piriymasakul, Mr. Danupon Chillli and Mr. Jiratch Wongtrangarn, (2) offering to shareholders according to their shareholding proportion (Right Offering) and (3) accommodating the adjustment of rights under the warrants of DOD Biotech Public Company Limited No. 2 issued to the existing shareholders as proposed in all respects.

Agenda 5 To consider and approve the issuance and offering of debentures of the Company

The Chairman assigned Mr. Dusit Chongsutthanamane, Vice Chairman, to present information to the Meeting.

The Vice Chairman informed the meeting that according to the Company's intention to provide funding sources to be used in operations and/or expanding existing businesses or new businesses and working capital of the Company and its subsidiaries. The Company proposes to issue and offering of debentures of the Company with the amount of, not exceeding, 500,000,000 THB, all types and forms of debentures (except convertible debentures), currency in THB, a domestic public offering by interests rate depending on the market conditions at the time of debenture issuance and offering and other relevant factors. For short-term debentures up to 270 days and for long-term debentures up to 10 years. Debenture holders and/or the Company may or may not have the right to redeem the debentures before their maturity, depending on the conditions of each issued debentures. Other restrictions and conditions of the debentures shall be within the authority of the Chief Financial Officer

The Company Secretary then provided shareholders with an opportunity to ask questions and/or give opinions. In this connection, there are no questions and/or giving additional opinions. The Company Secretary then requested shareholders to adopt a resolution to approve the issuance and offering of debentures of the Company.

The voting results were as follows:

Approved	153,163,203	Votes	Equivalent to	99.9902
Disapproved	15,000	Votes	Equivalent to	0.0097
Abstained	0	Votes	Equivalent to	0.0000
Total	153,178,203	Votes	Equivalent to	100.0000

The meeting's resolution: With votes of not less than three-fourth (3/4) of the total votes of shareholders attending the meeting and entitled to votes, the meeting passed the resolution approving the issuance and offering of debentures of the Company.

Agenda 6 To acknowledge the directors' report on the Company's performance for the year 2022

The Chairman assigned Mr. Dusit Chongsutthanamane, Vice Chairman to present information to the Meeting.

Vice Chairman presented the Company's performance in 2022 to the meeting, a summary of which was as follows:

Revenue Structure

Type of Income	Year 2021		Year 2022	
	Million Baht	%	Million Baht	%
Sale Revenues				
- Beauty Products	359.79	65.62	813.95	79.93
- Health Products	177.37	32.35	201.37	19.77
Total Sales Revenues	537.16	97.96	1,015.32	99.70
Others Income	11.17	2.04	3.03	0.30
Total Income	548.33	100.00	1,018.35	100.00

Income Statement (Consolidated Financial Statement)

(Unit : Million THB)

	2022		2021		Increase/(Decrease)	
Revenues from Sale	537.16	100.00%	1,015.32	100.00%	(478.16)	(47.09%)
Cost of Sales	396.66	73.84%	580.70	57.19%	(184.04)	(31.69%)
Gross Profit	140.50	26.16%	434.62	42.81%	(294.12)	(67.67%)
Selling and Distribution Expenses	16.86	3.14%	18.68	1.84%	(1.82)	(9.74%)
Administrative Expenses	146.20	27.22%	108.16	10.65%	38.04	35.17%
Operating Profit(Loss)	(22.56)	(4.20%)	307.78	30.31%	(330.34)	(107.33%)
Other Revenues	11.17	2.08%	3.03	0.30%	8.14	268.65%
Finance Income	0.11	0.02%	0.25	0.02%	(0.14)	(56.00%)
Finance Cost	7.09	1.32%	6.71	0.66%	0.38	5.66%
Other expenses	405.86	75.56%	39.28	3.87%	366.58	933.25%
Profit (loss) before income tax expenses	(424.23)	(78.98%)	265.07	26.11%	(689.30)	(260.04%)
Income tax income (expenses)	79.11	14.73%	(31.96)	(3.15%)	111.07	(347.53%)
Profit(Loss) for the year from continued operation	(345.12)	(64.25%)	233.11	22.96%	(578.23)	(248.05%)
Loss for the year from discontinued	(60.03)	(11.18%)	(213.71)	(21.05%)	153.68	(71.91%)
Profit(Loss) for the year	(405.15)	(75.42%)	19.40	1.91%	(424.55)	(2,188.40%)
Non-controlling interests of the subsidiaries						
Loss for the year from continued operation	(2.15)	(0.40%)	(4.12)	(0.41%)	1.97	(47.82%)
Loss for the year from discontinued operation	(4.66)	(0.87%)	(26.27)	(2.59%)	21.61	(82.26%)
Loss for the year attributable to Non-controlling interest	(6.81)	(1.27%)	(30.39)	(2.99%)	23.58	(77.59%)
Profit(Loss) attributable to Equity holders of the parent company	(398.34)	(74.16%)	49.79	4.90%	(448.13)	(900.04%)

(Unit : Million THB)

	As at 31 December 2022		As at 31 December 2021		Change	
Cash and cash equivalents	30.27	2.34%	161.68	9.94%	(131.41)	(81.28%)
Trade and other receivables	57.29	4.44%	337.74	20.76%	(280.45)	(83.04%)
Inventories	98.03	7.59%	113.46	6.97%	(15.43)	(13.60%)
Other current assets	11.54	0.89%	13.12	0.81%	(1.58)	(12.04%)
Total Current Assets	197.13	15.27%	626.00	38.48%	(428.87)	(68.51%)
Restricted bank deposits	16.99	1.32%	16.93	1.04%	0.06	0.35%
Other non-current financial assets	2.60	0.20%	2.60	0.16%	-	-
Property, plant and equipment	909.08	70.42%	904.14	55.57%	4.94	0.55%
Rights of use assets	53.92	4.18%	56.89	3.50%	(2.97)	(5.22%)
Other intangible assets	5.57	0.43%	5.66	0.35%	(0.09)	(1.59%)
Deferred tax assets	92.54	7.17%	7.90	0.49%	84.64	1,071.39%
Advance for purchasing fixed assets	12.59	0.98%	6.37	0.39%	6.22	97.65%
Other non-current assets	0.50	0.04%	0.50	0.03%	-	-
Total Non-Current Assets	1,093.79	84.73%	1,000.99	61.52%	92.80	9.27%
Total Assets	1,290.92	100.00%	1,626.99	100.00%	(336.07)	(20.66%)

(Unit : Million THB)

	As at 31 December 2022		As at 31 December 2021		Change	
Bank overdrafts and short-term loans from bank	138.70	10.74%	77.00	4.73%	61.70	80.13%
short-term loan from shareholder	10.00	0.77%	-	0.00%	10.00	-
Trade and other payables	110.24	8.54%	120.59	7.41%	(10.35)	(8.58%)
Current portion of long-term loans	19.81	1.53%	28.76	1.77%	(8.95)	(31.12%)
Current portion of leases liabilities	2.62	0.20%	4.92	0.30%	(2.30)	(46.75%)
Income tax payable	1.66	0.13%	-	0.00%	1.66	100.00%
Other current liabilities	21.08	1.63%	27.89	1.71%	(6.81)	(24.42%)
Total Current Liabilities	304.11	23.56%	259.16	15.93%	44.95	17.34%
Long-term loans, net of current portion	2.12	0.16%	19.31	1.19%	(17.19)	(89.02%)
Lease liabilities, net of current portion	55.83	4.32%	53.31	3.28%	2.52	4.73%
Provision for long-term employee benefits	7.68	0.59%	5.37	0.33%	2.31	43.02%
Deferred tax liabilities	10.68	0.83%	12.05	0.74%	(1.37)	(11.37%)
Other non-current liabilities	16.87	1.31%	15.50	0.95%	1.37	8.84%
Total Non-Current Liabilities	93.18	7.22%	105.54	6.49%	(12.36)	(11.71%)
Total Liabilities	397.29	30.78%	364.70	22.42%	32.59	8.94%
Shareholder's Equity	893.63	69.22%	1,262.29	77.58%	(368.66)	(29.21%)
Total Liabilities and Shareholder's Equity	1,290.92	100.00%	1,626.99	100.00%	(336.07)	(20.66%)

For the year of 2022, the Company had gross profit by THB 140.50 Million that was decrease by THB 294.12 Million or 67.67% , which corresponds to decreases of revenue from sale and Gross Profit Margin was decrease from the same period of 2021 because the company has changed the customer base for diversified the market risk.

The Company had profit(loss) from continued operation amount of THB (345.12) Million, which was decrease 248.05% due to the impairment loss on financial assets as mentioned above.

For the year of 2022, the Company had loss from discontinued operation by THB 60. 03 Million, which decreased compared with the same period of 2021 by THB 213.71 Million due to the two subsidiaries business discontinued operation.

The Company has the profit(loss) attributable to equity holders of the parent company by THB (398.34) Million, while it had the profit by THB 49.79 Million for the year of 2021 which was decrease THB 448.13 Million or 900.04%, which mainly came from the decrease of operating profit and impairment loss on financial assets

As of December 31, 2022, the total assets were decrease by THB 336.07 Million or 20.66% compared with December 31, 2021 which mainly came from Trade and other receivables decreased by THB 280.45 million due to the impairment loss on financial assets.

As of December 31, 2022, the total liabilities were increase by THB 32.59 Million or 8.94% compared with December 31, 2021 because the Company has cash receipt from bank overdrafts and short-term loans from bank institution amount of THB 61.70 Million

In conclusion, the economy circumstances have adversely slow down which affecting the Company' s operating result in both of the revenue from sale and gross profit margin together with payment ability of the customer. However, The Company has increased the potential of the group of companies by investing in Siam Herbal Tech Company Limited to produce extracts for expand the existing business and new businesses including aim to own brand development.

Company Secretary then provided shareholders with an opportunity to ask questions and/or give opinions.

Question 1 : Mr. Thammarat Opassathien, a shareholder, inquired about the company's hemp project. Marijuana used to be the company's flagship. How much did that investment cost ? And is there still a chance to grow again or not?

Answer 1 : Mr. Dusit Chongsuthanamanee, Vice Chairman of the Board of Directors clarified from the shareholder's question that During the establishment of Siam Herbal Tech Company Limited, a hemp plant extraction factory, it is the period of investment in the construction of the factory. Currently, the factory is licensed according to internationally accepted standards. In the past, the company viewed it as an investment that

did not damage the company. There are still opportunities for growth as the law has been modified to allow higher consumption than before.

Question 2 : Mrs. Somruedee Kerdbankram, a shareholder, inquired about the company, how much total revenue and profit does the Company expect this year? Which products come from, what type of products and what are the distribution channels?

Answer 2 : Mr. Torlarp Chaiyachaow, Acting Chief Executive Officer, clarified from the shareholder's question that due to the year 2022, the Company's major customers defaulted on debt which effects to the overall income decrease. The company plans to acquire new customers and encourage existing customers to release more products. At the same time, the company has developed products under its own brand. The Company will hold shares through "DOD Infinite Company Limited", a subsidiary to operate investment business (Holding Company) in companies related to the Company's business such as Auswell Life Company Limited and A Metaverse Company Limited, a subsidiary for the business of selling food supplements.

And, there were no further questions or comments from the shareholders.

As this agenda item was for acknowledgment, there was no resolution to be adopted.

Agenda 7 To consider approving the Company's audited the financial statements for the year ended December 31, 2022.

The Chairman assigned Mr. Dusit Chongsutthanamane, Vice Chairman to present information to the Meeting.

Vice Chairman presented the Company's performance in 2021 to the meeting, a summary of which was as follows:

Statement of Financial Position (Consolidated financial statements) in Brief

Statement of Financial Position	2021		2020		Change	
	Million Baht	%	Million Baht	%	Million Baht	%
Assets	1,2090.92	100.00%	1,626.99	100.00%	(336.07)	(20.66%)
Liabilities	397.29	30.78%	364.70	22.42%	32.59	8.94%
Shareholder's Equity	893.63	69.22%	1,262.29	77.58%	(368.66%)	(29.21%)

As of December 31, 2022, the total assets were decrease by THB 336.07 Million or 20.66% compared with December 31, 2021 which mainly came from Trade and other receivables decreased by THB 280.45 million due to the impairment loss on financial assets.

As of December 31, 2022, the total liabilities were increase by THB 32.59 Million or 8.94% compared with December 31, 2021 because the Company has cash receipt from bank overdrafts and short-term loans from bank institution amount of THB 61.70 Million. In conclusion, the economy circumstances have adversely slow down which affecting the Company's operating result in both of the revenue from sale and gross profit margin together with payment ability of the customer. However, The Company has increased the potential of the group of companies by investing in Siam Herbal Tech Company Limited to produce extracts for expand the existing business and new businesses including aim to own brand development.

For the Company's financial position, the Company had current ratio of 0.65 times and debt to equity ratio 0.44 times, showing its sufficient liquidity and strong financial position.

Income Statement (Consolidated) in Brief

(Unit: Million Baht)

รายการ	2022	2021	% Change
Sales Revenues	537.16	1,015.32	(47.09%)
Cost of Sale	396.66	580.70	(31.69%)
Gross Profit	140.50	434.62	(67.67%)
Selling Expenses	16.86	18.68	(9.74%)
Administrative Expense	146.20	108.16	35.17%
Operating Profit (Loss)	(22.56)	307.78	(107.33%)
Profit (Loss) attributable to shareholders of the parent	(398.34)	49.79	(900.04%)

Major Changes in the Income Statement (consolidated financial statements) as explained in the previous agenda and Company Secretary then provided shareholders with an opportunity to ask questions and/or give opinions.

Company Secretary then provided shareholders with an opportunity to ask questions and/or give opinions.

Question 1 : Mr. Thammarat Opassathien, a shareholder, inquired about the company which is the name of the company that did not pay 400 million baht, how to sue, and will there is a chance to win a refund or not ?

Answer 1 : Mr. Torlarp Chaichachaow, Acting Chief Executive Officer, clarified from the shareholder's question that the company name is Agital Advertise Company Limited which is currently in the process of collecting documents to prosecute the breach of the debt settlement agreement. In this section, the company has complete documents for the legal process. And the company continues to negotiate to follow up such debts continuously.

Question 2 : Mr. Peerawat Pipatsathukit, a shareholder, inquired about the company, will a large debtor who defaults on payment have to write off all bad debts or not in the future?

Answer 2 : Mr. Dusit Chongsutthanamani, Vice Chairman, clarified from the shareholder's question that at present, that amount has been written off as bad debt in the financial statements for the year 2022.

And, there were no further questions or comments from the shareholders.

Company Secretary requested shareholders to adopt a resolution approving the Company's audited the financial statements for the year ended December 31, 2022.

The voting results were as follows:

Approved	153,154,403	Votes	Equivalent to	99.9844
Disapproved	0	Votes	Equivalent to	0.0000
Abstained	23,800	Votes	Equivalent to	0.0155
Total	153,178,203	Votes	Equivalent to	100.0000

The meeting's resolution: With the majority votes of the shareholders who were present at the meeting and casted their votes, the meeting passed the resolution approving the Audited Statement of Financial Position and Income Statement for the year ended 31 December 2022 as proposed in all respects.

Agenda 8 To consider and acknowledge the omission of dividend payments for the year 2022

The Chairman assigned Mr. Dusit Chongsutthanamanee, Vice Chairman to present information to the Meeting.

Vice Chairman presented to the meeting that the dividend policy is to pay a total dividend of not less than 50% of net profits after deductions for tax and the legal reserve fund as required by applicable law. During the year 2022, the Company had the operating profit(loss) from separate financial statement of Baht 314,055,588, so the company will not pay dividends.

Company Secretary then provided shareholders with an opportunity to ask questions and/ or give opinions. In this connection, there are no and/ or give opinions from the shareholders.

As this agenda item was for acknowledgment, there was no resolution to be adopted.

Agenda 9 To consider and approve the appointment of the directors those retired by rotation to re-elect the aforementioned to be the Company's director for another term.

The Chairman assigned Mr. Dusit Chongsutthanamanee, Chairman of the Nomination and Remuneration Committee to presented information to the Meeting.

Chairman of the Nomination and Remuneration Committee informed that Article 22 of the Company's Articles of Association stipulates that 1/3 of the total number of directors shall retire from the company. The shareholders can re-appoint the directors who have completed their term for re-entry. Therefore, 1/3 of the total 8 directors of the Company are 2 people who must retire by rotation at the annual general meeting of shareholders every year. Therefore, it must be proposed to the shareholders to consider appointing directors to replace those who are due to retire by rotation, namely Mr. Pongtep Thithapand and Mrs. Apaporn Kosolkul.

The Nomination and Remuneration Committee, excluding directors with conflict of interest, considered the 2 directors to have the necessary qualifications as per the Public Limited Companies Act B.E.2535 and relevant knowledge, including valuable experience that can help the operations of the Company. Hence, the Nomination and Remuneration Committee deemed it appropriate to propose the re-appointment of the Company's directors in place of the directors who are retired by rotation. The profile of the 2 directors shown on the attachment No.5.

Company Secretary then provided shareholders with an opportunity to ask questions and/or give opinions. In this connection, there is no questions and/or giving additional opinions. Then, requested shareholders to adopt a resolution approving the appointment of the directors those retired by rotation to re-elect the aforementioned to be the Company's director for another term.

The voting results were as follows:

1. Mr. Pongtep Thithapand

Approved	153,178,203	Votes	Equivalent to	100.0000
Disapproved	0	Votes	Equivalent to	0.0000
Abstained	0	Votes	Equivalent to	0.0000
Total	153,178,203	Votes	Equivalent to	100.0000

2. Mrs. Apaporn Kosolkul.

Approved	153,178,203	Votes	Equivalent to	100.0000
Disapproved	0	Votes	Equivalent to	0.0000
Abstained	0	Votes	Equivalent to	0.0000
Total	153,178,203	Votes	Equivalent to	100.0000

The meeting's resolution: With the majority votes of the shareholders who attended the meeting and casted their votes, the meeting passed the resolutions re-electing the 2 candidates as Directors in replacement of the ones retiring by rotation as proposed in all respects.

Agenda 10 To approve the fixing of the director's remuneration for the year 2023

The Chairman assigned Mr. Dusit Chongsutthanamane, Chairman of the Nomination and Remuneration Committee to present information to the Meeting.

Chairman of the Nomination and Remuneration Committee explained that the Board of Directors agreed with the regulation on the remuneration of the Company, proposed by the Nomination and Remuneration Committee. The regulation on remuneration considers duty, responsibility, achievement, and interest received from each director, and the financial amount in the year 2022 is limited is not exceeding Baht 5.0 million. The details are in attachment no.6.

For vote-counting of this agenda, the votes of directors who are stakeholders have no right to vote, with a total shareholding of 473,100 votes, which does not count as the base of votes in the vote-counting. In this agenda, a resolution must be passed with a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting according to the Public Act, Section 90.

Company Secretary then provided shareholders with an opportunity to ask questions and/or give opinions. In this connection, there are no questions and/or giving additional opinions. Then, requested shareholders to adopt a resolution approving the director's remuneration for the year 2022.

The voting results were as follows:

Approved	152,690,103	Votes	Equivalent to	99.9901
Disapproved	15,000	Votes	Equivalent to	0.0098
Abstained	0	Votes	Equivalent to	0.0000
Not entitled to vote	473,100	Votes		
Total	152,705,103	Votes	Equivalent to	100.0000

The meeting's resolution: With a majority of more than two-thirds of the votes of the shareholders who were present at the meeting, the meeting adopted a resolution approving the fixing of the director's remuneration for the year 2023 as proposed in all respects.

Agenda 11 To approve the appointment of the auditors and fixing the audit fee for the year 2023

The Chairman assigned Mr. Dusit Chongsutthanamane, Chairman of Audit Committee, to present information to the Meeting.

The Chairman of the Audit Committee informed the meeting that the Audit Committee has a process for selecting auditors for the year 2022 and proposes to the Board of Directors for consideration and proposals to the shareholders' meeting for appointment.

- | | |
|-------------------------------------|--------------------------------------|
| 1. Mrs. Phoonnard Phaocharean | Certified Public Accountant no. 5238 |
| 2. Ms. Manee Rattanabunnakit | Certified Public Accountant no. 5313 |
| 3. Ms. Sineenart Jirachaikhuan Khan | Certified Public Accountant no. 6287 |
| 4. Ms. Sumesa Tangyoosuk | Certified Public Accountant no. 7627 |

From EY Office Co., Ltd. is the Company's accountant for the year 2023, with the Audit Committee's opinion that EY Office Co., Ltd. has a comprehensive network that is recognized in many countries. This will make the auditing standard of the company international and all 4 auditors, including EY Office Company Limited, have no relationship or transaction that may cause a conflict of interest. The audit fees proposed in 2023 are determined in the amount not exceeding Baht 2.5 million. According to Enclosure 7.

Company Secretary then provided shareholders with an opportunity to ask questions and/or give opinions. In this connection, there are no questions and/or giving additional opinions. Then, requested shareholders to adopt a resolution approving the appointment of the auditors and fixing the audit fee for the year 2023

The voting results were as follows:

Approved	153,178,203	Votes	Equivalent to	100.0000
Disapproved	0	Votes	Equivalent to	0.0000
Abstained	0	Votes	Equivalent to	0.0000
Total	153,178,203	Votes	Equivalent to	100.0000

The meeting's resolution: With the majority votes of the shareholders who were present at the meeting and casted their votes, the meeting passed the resolution approving appointment of the auditors and fixing the audit fee for the year 2023 as proposed in all respects.

Agenda 12 Other businesses (if any).

The Chairman assigned Miss Arachaporn Boonkerd, Company Secretary, to present information to the Meeting.

Company Secretary informed the meeting that Section 105 of the Public Limited Companies Act B.E. 2535 states that “the shareholders holding the aggregate number of shares of not less than one-third of the total number of shares sold may request the consideration at the meeting of other business in addition to that specified in the notice summoning the meeting”

Company Secretary then provided shareholders with an opportunity to ask questions and/or give opinions.

Question 1 : Mr. Thammarat Opassathien, a shareholder, inquired about the company, today's stock price is 4.70 baht per share, what is the trend?

Answer 1 : Mr. Dusit Chongsuthanamanee, Vice Chairman, clarified from the shareholder's question that as a member of the Board of Directors has the responsibility for managing the operating results to be in accordance with the specified plans to create maximum benefits for shareholders. Therefore, the company has no permission to comment on the trend of the share price.

Answer 2 Mrs. Somruedee Kerdbankram, a shareholder, inquired about the company to report progress in hemp products, what are the concerns, and what is the size of the domestic market?

Answer 2 : Mr. Torlarp Chaiyachaow, Acting Chief Executive Officer, clarified from the shareholder's question that the domestic market received a better response, due to the adjustment of the law to be more in line with the company's policy, which tends to improve accordingly. For overseas markets, we need to control production costs from upstream, midstream, and downstream in order to be able to export to compete with overseas markets.

Answer 3 Mrs. Somruedee Kerdbankram, a shareholder, inquired about the company which follows from the previous question, how many products are licensed to produce and distribute, what is the feedback, and who is the customer?

Answer 3 : Mr. Torlarp Chaoyachaow, Acting Chief Executive Officer, clarified from the shareholder's question that most of the products that the company produces are hemp seed oil. This product is an early product that is required by law to be consumed in small amounts per day. At present, the law has been modified to allow for more consumption. As a result, many customers come to produce products at the company. In the meantime, it is in the process of applying for a license from Food and Drug Administration (FDA)

Question 4 : Mr. Thammarat Opassathien, a shareholder, inquired about the company, in the past, the company has managed that results in a transaction that causes damage. How does the company manage to prevent it from happening again?

Answer 4 : Mr. Torlarp Chaoyachaow, Acting Chief Executive Officer clarified from the shareholder's question that each customer has different potential. Therefore, the Company will manage the risk by setting a credit limit that is suitable for the customer's business and rigorous customer credit checks.

As there was no one proposing any other item for consideration, the Chairman thanked the shareholders for taking the time to attend the meeting and declared the meeting closed.

The meeting was closed at 16:00 hours.

Signed

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Chairman of The Meeting

(Mrs. Arpaporn Kosolkul)

Chairman



Miss Arachaporn Boonkerd

Secretary to the meeting/ Minute's recorder