



(Translation)

Minutes of the 2023 Annual General Meeting of Shareholders
PP Prime Public Company Limited

Date, Time and Venue PP Prime Public Company Limited ("The Company") held the 2023 Annual General Meeting of Shareholders on Friday 28 April 2023 at 10.30 hrs, in only one form of electronic media by broadcasting live from The Company's meeting room, No.486, E1 building 3 Floor, People Park, On nut Road, On nut, Suanluang, Bangkok 10250

Attendees (Directors)

- | | |
|--------------------------------------|--|
| 1. Mrs. Namkang Pungthong | Chairman of the board of director |
| 2. Mr. Aran Permpiboon | Independent Director and Chairman of the Audit Committee |
| 3. Pol. Lt. Col. Thienrat Vichiensan | Independent Director / Chairman of Nomination and Remuneration Committee and Audit Committee |
| 4. Lt.Gen. Krisana Waropas | Independent Director / Chairman of the Sustainable Development Committee / Audit Committee and Nomination and Remuneration Committee |
| 5. Mr. Waiwit Udayachalerm | Independent Director and Audit Committee |
| 6. Mr. Denchai Aukkaradejdechachai | Director / Nomination and Remuneration Committee / Sustainable Development Committee and Executive Committee |
| 7. Mrs. Supattra Nakmontanakum | Director / Chairman of the Executive Committee and Chief Executive Officer |
| 8. M.L.Phanpiengduen Sungahapong | Director / Executive Committee and Chief Corporate Strategy Officer |

A total of 8 directors attended the meeting out of a total of 8, equivalent to 100%.

Other Attendees

- | | |
|--------------------------------|---|
| 1. Miss Utaiwan Ruangrojwiriya | Chief Finance Officer |
| 2. Mr. Parames Chokelumlerd | Legal Advisory from Araya & Partners Co., Ltd. |
| 3. Mr. Sa-nga Chokenitisawat | Auditor from PricewaterhouseCoopers ABAS Ltd. (PwC) |



Preliminary Proceedings:

Mrs. Namkang Pungthong, Chairman of the Board of Directors, acted as the Chairman of the Meeting asking Miss Patcharada Jutaprateep, Company Secretary to assist the moderator of the Meeting.

Miss Patcharada Jutaprateep, as the meeting moderator welcomed shareholders who attended the Meeting, and informed the meeting that there were 2 shareholders attended in person, holding the total shares in the number of 417,063,020 shares and 37 shareholders attended in proxy, holding the total shares in the number of 4,199,256,621 shares. Therefore there were 39 shareholders in total attended the meeting both in person and in proxy, holding the total shares in the number of 4,616,319,641 shares equivalent to 41.3458 % of the Company's total issued shares, a quorum was therefore formed as indicated in the Company's Article of Association.

The meeting moderator then explained the voting methods to the Meeting which can be summarized as follows:

1. Voting Cast

1.1 Each shareholder had his/her vote (s) equaling the number of shares held, by which one vote equaled one share.

1.2 To cast the vote in each agenda.

- If there is a shareholder who disagrees or abstains from voting, that shareholder shall vote in disapproval. or abstain from voting and for shareholders who did not vote The Company will consider that shareholder having a resolution to approve as proposed by the Chairman, except in the event that the shareholder has previously voted against or abstained in the proxy form. in which case The Company has already recorded the said votes.
- In case the shareholders attended in proxy and the voting has been specified. The voting system would count the votes as specified by shareholders. The voting has been specified in the proxy form and the Company has already counted the votes
- Shareholders or proxy holders who have already registered and did not cast the votes and wished to leave before the Meeting adjourned, the Company would need your cooperation to vote the rest agenda in advance.

1.3 In case the shareholder gives the right to proxy holder to attend the meeting and the proxy holder votes in accordance with the shareholder as indicated in the proxy form, the Company will record the vote casting in advance as indicated in the proxy form while the proxy holder attends the meeting to facilitate the proxy holder.

For voting during meetings the company will open for voting and summarize the results of each agenda by the voting method as follows. In the case of "Agree" on any agenda, shareholders can vote "Agree" on that agenda or if the



shareholder does not click to vote on that agenda. The system will count the shareholders' votes as "Agree" at the conclusion of the results.

2. Vote Counting

2.1 To comply with the Company's Articles of Association Article 35

- Voting for Agenda 2, Agenda 3, Agenda 4, Agenda 5 and Agenda 7 must be approved by a majority vote of the shareholders who attend the meeting and cast their votes. on that agenda the abstained voters will not be counted as the vote counting base.
- Voting for Agenda 6, which must be approved by a vote of not less than two-thirds of the total votes of the shareholders who attended the meeting and were entitled to vote. The vote counting of the shareholders in Agenda 6 will count the votes of "Approved", "Disapproved", "Abstained" as the base for vote counting.
- As for the voting for Agenda 8, Agenda 9 and Agenda 10, which must be approved by a vote of not less than three-fourths of the total votes of the shareholders who attended the meeting and were entitled to vote. The vote counting of the shareholders in Agenda 8, Agenda 9 and Agenda 10 will count the votes of "Approved", "Disapproved", "Abstained" as the base for vote counting.

2.2 To count the vote in each agenda, the Company will count the votes disapprove and abstain to deduct from the total shares of shareholders who attended and voted in the meeting and/or have the right to vote (case by case basis) in each agenda

2.3 The moderator would announce the voting result and the percentage in each agenda by classified the voting approve, disapprove, and abstain. Shareholders who submitted disapprove or abstain after the officer had announced the voting result; the Company would then not count such votes.

3. Opinion Expression and Queries

3.1 Shareholders or proxy holders who would express their opinions or asked questions in each agenda, please raise up their hands. Once getting permission from the Chairman, please mention your name, surname and indicate that you were shareholder or proxy holder following with query or opinion expression. This was to ensure the minutes was being correctly and completely recorded.

3.2 To ensure the effective meeting, please express your opinion or queries to the direct point. Do not ask repetitive questions.

3.3 In case that shareholders would like to express their opinion and ask question that was not in the scope of the considered agenda, the Company would like you to propose such issues in the last agenda of the meeting

The Company would publish the minutes of the meeting together with the votes in each agenda on the Company's website or with 14 days from the meeting date (or within 12 May 2023)



The moderator then proposed the Meeting to consider the following agenda:

Agenda 1 To acknowledge the operating results and the Annual Report for the year 2022

The moderator explained to the meeting that the details of the operating results and the Annual Report for the year 2022 to the meeting, details of which were appeared in the Annual Report 2022 distributed to the shareholders together with the Invitation to this meeting which can be summarized as follows:-

The moderator appointed Mrs. Supattra Nakmontanakum, Chief Executive Officer to present the details of the operating for the year 2022 to the meeting.

Important events in 2022

- The outstanding trade payables have been paid as of January 2022 in the amount of 76 million baht, paid within July 2022.
- Start producing shrimp feed and fish feed in 2022.
- Raised funds by issuing convertible debentures #1 (Convertible Debenture) of 180 million baht in 2022.
- Raised funds by offering new ordinary shares to existing shareholders (Right Offering) in June 2022 in the amount of 742 million baht.
- Sold assets of 13 power plants in Japan and land to buyers in Japan on July 2022
- Closing payment for TLUXE 198A stocks before maturity in the amount of 228 million baht in August 2022.
- Early repayment of debenture series PPM213A in the amount of 193.46 million baht in August 2022.
- Partial repayment of debenture series TLUXE205A in the amount of 60 million baht in December 2022.
- Repayment of principal with 2 major financial institutions totaling 62 million baht.

Fundraising and utilization objectives in 2022

The issuance and offering of convertible debentures in the amount of 180 million baht and the offering of new ordinary shares to the existing shareholders (Right Offering) in the amount of 742 million baht, totaling 922 million baht. Details of the use of the money are as follows:

1. Payment of trade payables in the amount of 25.80 million baht.
2. Payment to financial institution creditors in the amount of 71.34 million baht.
3. Payment of debentures TLUXE198A and PPM213A in the amount of 489.23 million baht.
4. Partial payment of principal and interest of TLUXE205A in the amount of 73.68 million baht.
5. Used as working capital in the amount of 251.71 million baht.
6. Used to improve machinery (Capex) in the amount of 10.24 million baht.



Comparison of sales in year 2022 and year 2021

Sales	Year 2022 (tons)	Year 2021 (tons)	increase (decrease)	%
Shrimp feed	14,181	1,936	12,245	632.49
Fish feed	982	872	110	12.61
Pet food	25,540	23,400	2,140	9.14
Total	40,703	26,208	14,495	55.31

Feed Production Capacity 2022

The company has a production capacity of 14,181 tons of shrimp feed, 982 tons of fish feed, and 25,540 tons of pet food, with a total production capacity of 40,703 tons, an increase of 14,495 tons from 2021, or 55.31%.

Production plan for year 2023

The company plans to produce 46,800 tons of aqua feed, divided into 34,000 tons of shrimp feed, 12,800 tons of fish feed, and 37,490 tons of pet food, divided into 24,700 tons of Nutrix. Pet food production (OEM) of 12,790 tons, total production plan for year 2023 is 84,290 tons.

Social responsibility projects

In 2022, the company has implemented various projects divided into 3 dimensions as follows:

- 1) Environment: The company operates the aquatic animal species release ceremony project. On the occasion of the 44th birthday anniversary of Her Majesty the Queen in collaboration with the Fisheries Office, Phetchaburi Province, etc.
- 2) Social: The Company operates the Smile Sharing Project to the elderly for the year 2022, etc.
- 3) Economic and social: The company runs a pond dredging project to solve drought problems to drive the community economy. Thai Local Day Support Project Kathin Ceremony Support Project at Wat Nong Chumphon, etc.

Community relations projects such as providing drinking water Nong Chumphon for groups at risk of COVID-19 quarantine, support activities on New Year's Day, Nong Chumphon sub-district community, support prizes at Loi Krathong festival, Nong Chumphon Temple, etc.

Sustainable Development : SD

On Wednesday, December 21, 2022, the Company received the 2022 Sustainability Disclosure Acknowledgment Award from Thaipat Institute. Since the company discloses concrete sustainability information since 2019 - present and to reinforce its standpoint in disclosing sustainability information that is beneficial to the organization's stakeholders. As well as responding to the Sustainable Development Goals (SDGs) of the United Nations. The company continues to be aware of the dissemination of operating information covering environmental, social and governance (ESG: Environment Social



and Governance) continuously. This will benefit the stakeholders of the organization and organizational development for long-term sustainability.

Thailand's Private Sector Collective Action Coalition against Corruption

As the Company has joined the Collective Action Coalition Against Corruption or CAC since February 2018, the Company is currently re-certified on December 31, 2020 for a period of 3 years from the date of approval on December 31, 2020 and due on December 31, 2023.

In 2022, the company continues to promote and provide knowledge in the form of training, new employee orientation and various activities to instill corporate ethics and auditing of internal control systems in various departments that has a risk of causing fraud and corruption regularly. In this regard, the company has announced no - giving gifts or other benefits (No Gift Policy) in all forms in order to reduce the risks that may arise from giving and receiving gifts and to create good norms in work without expecting other benefits in return and to prevent corruption continuously every year.

The moderator invited the shareholders to raise question, express an opinion or suggestion.

There was no question being raised, thus, the moderator requested the Meeting to acknowledge the operating results and the Annual Report for the year 2022.

In this regards, the moderator informed the Meeting that this agenda was for acknowledgement; thus, the resolution was not required.

Agenda 2 To consider and approve the Statement of Financial Position and the Profit & Loss Statements of the Company for the Fiscal year ended 31 December 2022

The moderator explained to the meeting that the details of the Company's Statement of Financial Position and Profit and Loss Statement of the Company for the Fiscal year ended 31 December 2022.

The moderator appointed Miss Utaiwan Ruangrojwiriya, Chief Finance Officer to present the details of the Company's Statement of Financial Position and Profit and Loss Statement for the Accounting Period ended 31 December 2022. In accordance with the Public Limited Act B.E. 2535 (1992) No. 112 and the Company Article of Association No. 38 determined that the Company has to organize the balance sheet and the profit & loss statement to propose the shareholders' meeting. The Company then has arranged the financial statement and the profit & loss statement for the period ended 31 December 2022 that has been reviewed and verified by the certified public accountant appeared in the Annual Report 2022 form 56-1 One Report and the Audit Committee Meeting had audited the Company's Statement of Financial Position and Profit and Loss Statement for the accounting period ended 31 December 2022 and its Subsidiary's as proposed by the Company Auditor. The committee agreed the report is correct, complete, and being trusted. The disclosure is enough and can be summarized as follows:



Miss Utaiwan Ruangrojwiriya reported that the Company's Statement of Financial Position and Profit and Loss Statement of the Company for the Fiscal year ended 31 December 2022.

Consolidated financial statements

Unit: million baht

Detail	2022	2021	Difference	%
1. Total current assets	497	268	229	85%
2. Total non-current assets	935	1,347	-406	-30%
3. Total assets	1,432	1,615	-177	-11%
4. Total current liabilities	728	808	-80	-10%
5. Total non-current liabilities	98	708	-604	-86%
6. Total Liabilities	826	1,516	-684	-45%
7. Total Equity	606	99	507	512%

Separate financial statements

Unit: million baht

Detail	2022	2021	Difference	%
1. Total current assets	284	128	156	122%
2. Total non-current assets	759	1,863	-1,098	-59%
3. Total assets	1,043	1,991	-942	-47%
4. Total current liabilities	533	923	-390	-42%
5. Total non-current liabilities	14	618	-598	-98%
6. Total Liabilities	547	1,541	-988	-64%
7. Total Equity	496	450	46	10%

In addition, The Board of Directors had considered the Company's Statement of Financial Position and Profit and Loss Statement without different opinion from the Audit Committee. They agreed to propose to shareholders to consider and approve the Company's Statement of Financial Position and Profit and Loss Statement for the Accounting Period ended 31 December 2022 that was audited and certified by the Company's auditor and the Audit Committee. Details are appeared in the Annual Report 2022 form 56-1 One Report that was being distributed to shareholders together with the invitation letter this time.

The moderator invited the shareholders to raise question, express an opinion or suggestion.



Miss Naruemon Amornmanutwong, as a proxy from the Thai Investors Association, would like to ask questions in Agenda 2 as follows:

- 1) I would like to know the repayment period in year 2021 for 64.88 days, while the repayment period in year 2022 is 21.44 days. Why is the repayment period in year 2022 less than in year 2021?

Miss Utaiwan Ruangrojwiriya clarified that in year 2021 the company had less production and sales. As a result, there is liquidity that will be able to pay less debt and make it slow to pay debt. In year 2022, there will be more production. Since the company has raised funds from the issuance and offering of convertible debentures, the company has more liquidity and can pay debts on time.

- 2) Why can't download Form 56-1 One Report now?

Miss Patcharada Jutaprateep, Company Secretary, clarified that the Company had submitted Form 56-1 One Report to the Stock Exchange of Thailand. Through the system for a specified period of time It can be downloaded in 2 ways as follows: 1) From the SET website but the company does not know why the 56-1 One Report cannot be downloaded and 2) from the company's website. Form 56-1 One Report can be downloaded normally or if unable to download, can be contacted at the phone number displayed on the company's website.

There was no question being raised, thus, The moderator requested the Meeting to consider and approve the Statement of Financial Position and the Profit & Loss Statements of the Company for the Fiscal year ended 31 December 2022

In this regard, The moderator informed that this agenda shall comprise of majority vote of shareholders attending the meeting and casting their votes.

Resolution: The Meeting considered the matter and approve the Statement of Financial Position and the Profit & Loss Statements of the Company for the Fiscal year ended 31 December 2022, resolved with the majority votes of the total number of votes of the shareholder attending the meeting and casting their votes as follows:

Approved	4,616,318,641	Votes	Percentage of total votes	100.0000%
Disapproved	1,000	Votes	Percentage of total votes	0.0000%
Abstained	0	Votes	Percentage of total votes	-

Agenda 3 To consider and approve the omitted dividend payment of the year 2022

The moderator explained to the meeting that the omission of dividend payment for the year 2021, according to the Company's policy to pay dividend of no less than 60% of its separated net profit after deduction of tax and reserves (if any). However, the dividend payment shall be changed depending upon the Company's operation, financial



statements, future projects, including the overall economic. The Company's Article of Associations Clause. 40 determines that "dividing of the dividend payment is not allowed form other types of cash other than profit. In case the company has loss."

Due to the loss of the operation in 2022, it was proposed that the shareholder's meeting to the omitted dividend payment and also not to keep the legal reserve for the operation of 2022.

The moderator invited the shareholders to raise question, express an opinion or suggestion.

There was no question being raised, thus, the moderator requested the Meeting to consider and approve the omitted dividend payment of the year 2022.

In this regard, the moderator informed that this agenda shall comprise of the majority vote of shareholders attending the meeting and casting their votes.

Resolution: The Meeting considered the matter and approve the omitted dividend payment of the year 2022 with a unanimous vote as follows:

Approved	4,616,319,641	Votes	Percentage of total votes	100.0000%
Disapproved	0	Votes	Percentage of total votes	0.0000%
Abstained	0	Votes	Percentage of total votes	-

Agenda 4 To approve the appointment of Directors, replacing those retired by rotation for the year 2023

The moderator explained to the meeting that the appointment of Directors, replacing those retired by rotation for the year 2023, pursuant to the Public Company Act B. E. 2535 Section 71 and the Company's Article of Associations No. 17, at every annual general meeting of shareholders, one-thirds (1/3) of the directors must retire from office. If the number of directors is not at (1/3), directors must retire closet to the ratio (1/3). Directors who will retire in the first and the second year after being listed must draw lots. In the next year, directors who are in the longest terms will retire and be re-elected.

The directors who will retire by rotation were as follow:

1. Lt.Gen. Krisana Waropas Independent Director
2. Mr. Waiwit Udayachalerm Independent Director
3. Mr. Denchai Akaradajdachachai Director

According to The Principal of Good Corporate Governance and to allow the shareholders to consider this matter independently, the three retired directors left the meeting room.

The Nomination and Remuneration Committee Meeting excluding the members who have conflict of interest in this agenda, has considered suitability of the persons who will be elected as the directors by taking into consideration



the important procedures, e.g. qualifications of directors in accordance with the Public Limited Companies Act B.E. 2535 (1992), moral, ethics, knowledge, ability, expertise, and experience and suitability in various fields of being the directors and continuation of working and performance in the Board of Directors and the sub-committees of each person individually. It therefore resolved to propose to the Board of Directors to then present to the 2023 Annual General Meeting of Shareholders to consider and approve the election of Lt.Gen. Krisana Waropas, Mr. Waiwit Udayachalerm, and Mr. Denchai Akaradajdachachai who retire by rotation to return their office for another term. (Profile of each director and procedures for director selection and definition of independent directors as appeared in enclosure being distributed to shareholders.)

In addition, The moderator has additionally explained that the three directors have the qualification in line with the Public Company Act B.E. 2535 and the laws on securities and the stock exchange. In addition, they all are knowledgeable, capable, expertise, and full of experience and contribution time to the best benefits of shareholders, and stakeholders; therefore, they are suitable to be the Company's directors. Besides, Lt.Gen. Krisana Waropas and Mr. Waiwit Udayachalerm who are proposed to be the independent director, can provide independent opinions and perform their actions by abiding laws, regulations, related rules and regulations to the best benefit of all shareholders.

The moderator invited the shareholders to raise or express any question, opinion or suggestion.

There was no question being raised, thus, The moderator requested the Meeting to approve the election of the directors who will retire by rotation.

In this regard, The moderator informed that this agenda shall be approved by the majority votes of shareholders attending the meeting and having the right to vote.

Resolution: The Meeting considered the matter and resolved to approve individually the election of the directors who will retire by rotation with the following votes:

1. Lt.Gen. Krisana Waropas

The Meeting considered the matter and resolved with the majority votes of the total number of votes of the shareholder attending the Meeting and casting their votes on the re-election Lt.Gen. Krisana Waropas, Independent Director for the other terms with the following votes:

Approved	4,616,319,641	Votes	Percentage of total votes	100.0000%
Disapproved	0	Votes	Percentage of total votes	0.0000%
Abstained	0	Votes	Percentage of total votes	-



2. Mr. Waiwit Udayachalerm

The Meeting considered the matter and resolved with the majority votes of the total number of votes of the shareholder attending the Meeting and casting their votes on the re-election Mr. Waiwit Udayachalerm, Independent Director for the other terms with the following votes:

Approved	4,616,319,641	Votes	Percentage of total votes	100.0000%
Disapproved	0	Votes	Percentage of total votes	0.0000%
Abstained	0	Votes	Percentage of total votes	-

3. Mr. Denchai Akaradajdachachai

The Meeting considered the matter and resolved with the majority votes of the total number of votes of the shareholder attending the Meeting and casting their votes on the re-election Mr. Denchai Akaradajdachachai, Director for the other terms with the following votes:

Approved	4,616,319,641	Votes	Percentage of total votes	100.0000%
Disapproved	0	Votes	Percentage of total votes	0.0000%
Abstained	0	Votes	Percentage of total votes	-

The moderator then asked the officer to invite the three directors to the meeting room.

Agenda 5 To consider and approve the increase of the number of directors of the Company and the appointment directors

The moderator explained to the meeting that in according to the Articles of Association, Clause 14 that "the company's directors may establish a Director Committee comprising not less than 5 directors and half of whom must live in the country". The Company has notified via the system of the Stock Exchange of Thailand allowing the shareholders to propose the agendas and the list of persons who are qualified to be the Company's directors in advance, from 1 November 2022 until 30 December 2022. and upon the expiration of the aforementioned period. There was a shareholder to nominate Mr. Pongsak Hematappa to be elected as a director of the Company in advance of the meeting. The Company has proceeded according to the consideration process and criteria for granting the rights of shareholders to propose matters to be included in the agenda of the Annual General Meeting of Shareholders and nominate directors in advance. The Company's operations to be efficient and to have suitable qualified persons to help operate the Company's business sustainably who have knowledge and experience that can be used to develop the company to be strong as well as being fully qualified according to the company's regulations the Public Limited Act B.E. 2535 (1992) and the Securities and Exchange Act.

The Nomination and Remuneration Committee has carefully reviewed and carefully considered the suitability of a person who deserves to be elected as a director of the Company. By considering various important criteria such as not having prohibited qualifications for being a director of a company according to the Public Limited Companies Act B.E. 2535



(1992), morality, ethics, knowledge, competence, expertise, experience and suitability in terms of diversity of the Board of Directors as a whole nominated Mr. Pongsak Hemathappa to be a director. Therefore, it was resolved that the Board of Directors proposed to the Annual General Meeting of Shareholders for the year 2023 to consider approving the appointment of one new director by increasing the number of directors from the original 8 persons to 9 persons.

The Board of Directors approved the recommendation of the Nomination and Remuneration Committee. It was deemed appropriate to propose to the shareholders' meeting to consider and approve the increase of the number of directors of the Company and the appointment of new directors, as detailed above.

The moderator invited the shareholders to raise or express any question, opinion or suggestion.

There was no question being raised, thus, The moderator requested the Meeting to approve the increase of the number of directors of the Company and the appointment directors.

In this regard, The moderator informed that this agenda shall be approved by the majority votes of shareholders attending the meeting and having the right to vote.

Resolution: The Meeting considered the matter and approve the increase of the number of directors of the Company and the appointment directors, resolved with the majority votes of the total number of votes of the shareholder attending the meeting and casting their votes as follows:

Approved	4,603,435,941	Votes	Percentage of total votes	99.7209%
Disapproved	12,883,700	Votes	Percentage of total votes	0.2791%
Abstained	0	Votes	Percentage of total votes	-

Agenda 6 To approve the remuneration of Directors and Sub-committee's Directors for the year 2023

The moderator explained to the meeting that in accordance with the Article 30 of the Company's Articles of Association states that directors have the right to receive the remuneration in forms of cash, meeting allowance, bonus, or other benefits as specified in the Articles of Association or approved by the shareholders' meeting which can be determined in the exact amount or in principle, and as to be set forth from time to time or until any changes otherwise. In addition, directors have the right to receive allowance, and other benefits as per the Company's regulations.

In 2022, the Company has paid the director and sub-committee remunerations for 1,502,000 Baht (One Million Five Hundred and Two Thousand Baht) comprising of monthly remuneration and meeting allowances.

The Nomination and Remuneration Committee had considered the director remuneration by referring to the suitability, duties, responsibilities in conjunction with the overall operation together with the comparison with other companies in the same business and same size, the expansion of business growth. They would like to propose to the Board of Directors and to escalate to the 2023 Annual General Meeting of Shareholders to consider and



approve the director remuneration of not exceeding 5,000,000 Baht (Five Million Baht), (unchanged) which is the same as last year to be consistent with the current situation of the company Details of the meeting allowances are as following:

Title	Meeting allowance (Baht per person / Meeting)
The Board of Directors (BOD)	
- Chairman of the Board of Directors	15,000
- Board of Directors Members	10,000
Audit Committee (AC)	
- Chairman of the Audit Committee	15,000
- Audit Committee Members	10,000
Executive Committee (EXCOM)	
- Chairman of the Executive Committee	15,000
- Executive Committee Members	10,000
Nomination & Remuneration Committee (NRC)	
- Chairman of the Nomination & Remuneration Committee	15,000
- Nomination & Remuneration Committee Members	10,000
Sustainability Development Committee (SD)	
- Chairman of the Sustainability Development Committee	15,000
- Sustainability Development Committee Members	10,000

Remarks: Directors who has an executive position will not be paid the meeting allowance.

The moderator invited the shareholders to raise or express any question, opinion or suggestion.

There was no question being raised, thus, The moderator requested the Meeting to approve the remuneration of the Directors and Sub-Committee for 2023.

In this regard, The moderator informed that this agenda shall be approved by the votes of no less than two-thirds of shareholders attending the meeting and having the right to vote.

Resolution: The Meeting considered the matter and approve the remuneration of Directors and Sub-committee's Directors for the year 2023 with a unanimous vote as follows:

Approved	4,616,319,641	Votes	Percentage of total votes	100.0000%
Disapproved	0	Votes	Percentage of total votes	0.0000%
Abstained	0	Votes	Percentage of total votes	0.0000%



Agenda 7 To approve the appointment of Auditors and determine the audit fee for the year 2023

The moderator explained to the meeting that in accordance with the Public Company Act B.E. 2535 Section 120 and Section 121 as well as the Company Articles of Associations No. 36 and No. 42 had determined that the Annual General Meeting of Shareholders appointed the annual auditor. Shareholders may appoint the existing auditor and then have the shareholders determined the audit fee. However, the auditor must not be the director, staff, employee, or any other persons in the company. According to the Audit Committee's Meeting proposed to the Board of Directors Meeting had considered and selected the Company's auditor by consideration on the performance, the independence of the auditor and its remuneration, and provided the opinion to the Board of Directors to propose the appointment of one of the following auditors from PricewaterhouseCoopers ABAS Company Limited (PwC) be the auditors for the Company and its subsidiary for 2023

1. Mr. Sa-nga Chokenitisawat Certified Public Accountant No. 11251 and/or
2. Ms. Rodjanart Banyatananusard Certified Public Accountant No. 8435 and/or
3. Mr. Kan Tanthawirat Certified Public Accountant No. 10456

Comparison of audit fees

Company	Audit Fee (Baht)		Non-audit Fee (Baht)	
	Year 2022	Year 2023	Year 2022	Year 2023
PP Prime Public Company Limited	2,300,000	2,250,000	-	-
Subsidiaries in Thailand (Thailuxe Enterprises (Thailand) Co.,Ltd.)	1,200,000	1,100,000	200,000*	200,000*
Subsidiaries in Thailand (Thuxe Power Co.,Ltd.)	500,000	570,000		
Subsidiaries in Thailand (Thuxe Global Business Co.,Ltd.)	200,000	280,000		
Total	4,200,000	4,200,000	200,000*	200,000*
Overseas Subsidiaries	600,000	750,000		
Total	4,800,000	4,950,000		

* Fee for checking the use of promotional privileges (BOI)

Remark The out of pocket expenses, such as auditor allowance, travelling expense, overtime, international phone call, room and board (in case of staying overnight or travelling up-countries and/or overseas) will be paid on actual basis

The above audit fee Excluding other service fees (Non-audit fees) which are paid for checking the use of BOI privileges.

However, the determination for the audit fee of the year 2023, amounting 2,250,000 Baht (Two Million Two Hundred Fifty Thousand Baht), decrease from the year 2022 for the amount of 50,000 Baht (Fifty Thousand Baht). The



audit fee for the subsidiaries in Thailand the amount of 1,950,000 Baht (One Million Nine Hundred and Fifty Thousand Baht) higher from the year 2022 for the amount of 50,000 Baht (Fifty Thousand Baht) and the audit fee for the overseas subsidiaries the amount of 750,000 Baht (Seven Hundred and Fifty Thousand Baht) higher from the year 2022 for the amount of 150,000 Baht (One Hundred and Fifty Thousand Baht). The subsidiaries use the same auditing firm. The Audit Committee has considered that PricewaterhouseCoopers ABAS Company Limited (PwC) has a good standard of work. It is recognized and trusted by companies all over the world and to increase the confidence of shareholders.

In addition, there is an opinion that shareholders should approve determine the audit fee for the year 2023 in the amount of 4,950,000 baht (Four Million Nine Hundred and Fifty Thousand Baht). The auditors have no relationship and/or no conflict of interest with the Company/Subsidiaries/Management/major shareholders or relating such person. Shareholders have enough information to decide the nominated auditors have sufficient independence to perform their duties. The Board of Directors will ensure the preparation of the financial statements will be scheduled on time.

The moderator invited the shareholders to raise or express any question, opinion or suggestion.

There was no question being raised, thus, The moderator requested the Meeting to approve the appointment of Auditors and determine the audit fee for the year 2023.

In this regard, The moderator informed that this agenda shall be approved by the majority votes of shareholders attending the meeting and having the right to vote.

Resolution: The Meeting considered the matter and approve the appointment of Auditors and determine the audit fee for the year 2023 with a unanimous vote as follows:

Approved	4,616,319,641	Votes	Percentage of total votes	100.0000%
Disapproved	0	Votes	Percentage of total votes	0.0000%
Abstained	0	Votes	Percentage of total votes	-

Agenda 8 To consider and approve the change of Company's Logo and the change of Company's Seal

The moderator explained to the meeting that the change's logo and company's seal so that the pattern is consistent and in the same direction Therefore, it was deemed appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the change's logo and company's seal. The details of the amendments are as follows:



	Old	New
Company's Logo		
Company's Seal		

The Board of Directors to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the change of the Company's logo and seal as details above.

The moderator invited the shareholders to raise or express any question, opinion or suggestion.

There was no question being raised, thus, The moderator requested the Meeting to consider approve the change's logo and company's seal

In this regard, The moderator informed that this agenda shall comprise of the votes no less than three-fourths of the total votes of shareholders who attend the meeting and have the right to vote



Resolution: The Meeting considered the matter and approve the change of Company's Logo and the change of Company's Seal with a unanimous vote as follows:

Approved	4,616,319,641	Votes	Percentage of total votes	100.0000%
Disapproved	0	Votes	Percentage of total votes	0.0000%
Abstained	0	Votes	Percentage of total votes	0.0000%

Agenda 9 To consider and approve the amendment of the Articles of Association, clause 47 to be in line with the electronic meeting

The moderator explained to the meeting that the amendment of the Articles of Association, clause 47 of the Articles of Association to be consistent with the change of the Company's seal.



Articles of Association (old)	Articles of Association (new)
Clause 47. The Company's seal is as affixed below 	Clause 47. The Company's seal is as affixed below 

The Board of Directors to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the amendment of the Articles of Association, clause 47 of the Company's Articles of Association to be conform with the change of the Company's seal as details above.

The moderator invited the shareholders to raise or express any question, opinion or suggestion.

There was no question being raised, thus, The moderator requested the Meeting to approve the amendment of the Articles of Association, clause 47 to be in line with the electronic meeting.

In this regard, The moderator informed that this agenda shall comprise of the votes no less than three-fourths of the total votes of shareholders who attend the meeting and have the right to vote

Resolution: The Meeting considered the matter and approve the amendment of the Articles of Association, clause 47 to be in line with the electronic meeting with a unanimous vote as follows:

Approved	4,616,319,641	Votes	Percentage of total votes	100.0000%
Disapproved	0	Votes	Percentage of total votes	0.0000%
Abstained	0	Votes	Percentage of total votes	0.0000%

Agenda 10 To consider and approve the change in the purpose of utilizing capital increase proceeds from the issuance and offering of convertible debentures to private investors (Private Placement) (According to the resolution of the Extraordinary General Meeting of Shareholders No. 2/2022 held on September 23, 2022).

The moderator explained to the meeting that the change in the purpose of utilizing capital increase proceeds from the issuance and offering of convertible debentures to private investors (Private Placement) (According to the resolution of the Extraordinary General Meeting of Shareholders No. 2/2022 held on September 23, 2022). The details of the changes are as follows.



Objective	Approximate amount (Baht) (Extraordinary General Meeting of Shareholders No. 2/2022 held on September 23, 2022)	Approximate amount (Baht) Change
1. Repayment of debentures, Tluxe 205A Due in May 2023.	70,000,000	=
2. As working capital for the Company and increases liquidity in the Company's business operations, to strengthen and stabilize the Company's financial position	80,000,000	150,000,000
Total	150,000,000	150,000,000

The moderator appointed Miss Utaiwan Ruangrojwiriya, Chief Finance Officer to present the change in the purpose of utilizing capital increase proceeds from the issuance and offering of convertible debentures to private investors (Private Placement) because in the year 2023, the company plans to produce more animal feed. Causing the company to use more working capital. The company therefore proposes to change the purpose of utilizing the capital increase as detailed above.

The Board of Directors to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the change in the purpose of utilizing capital increase proceeds from the issuance and offering of convertible debentures to private investors (Private Placement) (According to the resolution of the Extraordinary General Meeting of Shareholders No. 2/2022 held on September 23, 2022) as details above.

There was no question being raised, thus, The moderator requested the Meeting to consider approve the change in the purpose of utilizing capital increase proceeds from the issuance and offering of convertible debentures to private investors (Private Placement) (According to the resolution of the Extraordinary General Meeting of Shareholders No. 2/2022 held on September 23, 2022).

In this regard, The moderator informed that this agenda shall comprise of the votes no less than three-fourths of the total votes of shareholders who attend the meeting and have the right to vote

Resolution: The Meeting considered the matter and approve the change in the purpose of utilizing capital increase proceeds from the issuance and offering of convertible debentures to private investors (Private Placement) (According to the resolution of the Extraordinary General Meeting of Shareholders No. 2/2022 held on September 23, 2022), resolved with the votes of no less than three-fourths of the total number of votes of the shareholder attending the meeting-and casting their votes as follows:



Approved	4,603,435,941	Votes	Percentage of total votes	99.7209%
Disapproved	12,883,700	Votes	Percentage of total votes	0.2791%
Abstained	0	Votes	Percentage of total votes	0.0000%

Agenda 11 Other matter (if any)

The Chairman invited the shareholders to propose other matter for consideration, raise or express any question, opinion or suggestion. There were shareholders themselves and proxy holders asking questions as following:-

No queries were made by any shareholders. The Chairman then thanked shareholders for attending the meeting.

The Meeting was adjourned at 12.13 hrs.

_____-Signature-_____Chairman
(Mrs. Namkang Pungthong)