

บริษัท มีบีจีโอ จำกัด (มหาชน) สำนักงานใหญ่ เลขที่ 2098 อาคาร เอ็ม กาวเวอร์ ชั้นที่ 5 ถนนสุขุบวิท แขวงพระโขนงใต้ เชตพระโขม กรุงเทพมหานคร 10260 โทรศัพท์ : 66 (0) 2335 8899 โทรสาร : 66 (0) 2335 8800 เลขประจำตัวผู้เสียภาษีอาทร 0-1075-61000-12-9 BBGI Public Company Limited
Head Office: 2098, M Tower Building, 5th Floor,
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Tel: 66 (0) 2335 8899 Fax: 66 (0) 2335 8800
Tax ID Number 0-1075-61000-12-9
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Minutes of the 2025 Annual General Meeting of Shareholders

BBGI Public Company Limited

BBGI Public Company Limited (the "Company") has convened the 2025 Annual General Meeting of Shareholders on Friday April 4, 2025, through electronic means (E-Meeting) in accordance with the Emergency Decree on Electronic Conferencing B.E. 2563 and other related laws and regulations.

Meeting started at 13.36 hours

Mr. Patiparn Sukorndhaman, the Chairman of the Board of Directors, presided as the Chairman of the Meeting (the "Chairman") and Mr. Somchai Sathiramongkolkul, the Company Secretary, acted as a Secretary to the meeting. There were 7 shareholders presented in person and 36 proxies, totaling 43 presented, constituted a total of 1,124,604,758 shares, representing 77.77% of the Company's total issued share capital, therefore, the meeting quorum was constituted as required under the law and Company's Articles of Association. The directors, executives, auditors, and legal advisors who attended the meeting are as follows:

<u>Directors attended the meeting</u> (10 directors were present, represented 90.90% of the Board of Directors)

1.	Mr. Patiparn	Sukorndhaman	Chairman of the Board of Directors
2.	Mr. Chalush	Chinthammit	Vice-Chairman of the Board of
			Directors and member of the
			Investment Committee
3.	Assoc.Prof. Jaruporn	Viyanant	Independent Director and Chairman of
			the Audit Committee
4.	Dr. Lackana	Leelayouthayotin	Independent Director, member of the
			Audit Committee, Chairman of the
			Nomination and Remuneration
			Committee, and Chairman of the Risk
			Management and Corporate
			Governance Committee



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5.	Mr. Pongchai	Chaichirawiwat	Director, Chairman of the of the
			Investment Committee, and member of
			the Nomination and Remuneration
			Committee
6.	Mrs. Patricia	Mongkhonvanit	Independent Director and member of
			the Audit Committee
7.	Mr. Matthew	Kichodhan	Independent Director, member of the
			Nomination and Remuneration
			Committee, and member of the Risk
			Management and Corporate
			Governance Committee
8.	Mr. Bundit	Hansapaiboon	Director and member of the Risk
			Management and Corporate
			Governance Committee
9.	Mr. Piripon	Chinthammit	Director
10.	Mr. Daechapon	Lersuwanaroj	Director, Chief Executive Officer and
			President, member of the Investment
			Committee, and member of the Risk
			Management and Corporate
			Governance Committee

Director absent from the meeting due to other commitment (1 director)

1.	Mr. Chanachai	Chutimavoraphand	Director and member of the Investment
			Committee

Company's executives attended the meeting

1.	Ms. Suttida	Sukhanindr	Senior Executive Vice-President of	
			Corporate Accounting and Finance	
2.	Mr. Prasit	Tantaworanart	Executive Vice President Operation	
3.	Ms. Nilubon	Jong-anurakkun	Executive Vice President Business and	
			Product Development	



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4. Mr. Chun Phokaisawan Acting Executive Vice President,
 Corporate Strategy and Business
 Support Division

Auditors attended the meeting

1. Ms. Sophit Prompol Auditor, KPMG Phoomchai Audit

Company Limited

2. Ms. Phanathip Chitayapuntagool Auditor, KPMG Phoomchai Audit

Company Limited

Legal advisors attended the meeting

1. Mr. Wittaya Kaewkungsadan Legal Advisor, Weerawong, Chinnavat

& Partners Limited

2. Mr. Kittipit Viseshsin Legal Advisor, Weerawong, Chinnavat

& Partners Limited

The Chairman opened the 2025 Annual General Meeting of Shareholders by extending a warm welcome to the shareholders attending the meeting and assigned Mr. Somchai Sathiramongkolkul, the Company Secretary, to explain the meeting agenda and vote counting method for each agenda item.

The Company Secretary informed the meeting that the 2025 Annual General Meeting of Shareholders today is an Electronic Meeting held in accordance with the Emergency Decree on Electronic Conferencing B.E. 2563 and other related laws and regulation, and informed that the Company will collect, use, and disclose personal information, including still images, sounds, and motion pictures of all meeting attendees for recording and preparing meeting minutes as well as meeting management, etc.

The Company gave the shareholders an opportunity to propose matters to the Board of Directors to consider as agenda items in the meeting from 5 September 2024 to 31 December 2024 through the news system of the Stock Exchange of Thailand and the Company's website. However, when the specified period has lapsed, no shareholders proposed any matters to be considered as agenda items in the meeting. In addition, the Company provides shareholders who have questions and wanted the Company to clarify regarding the proposed meeting agenda this time to submit their



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questions in advance. Also, shareholders may raise additional questions during the related agenda items. The Company Secretary then elaborated on the voting procedure for each agenda item as follows.

The meeting will consider matters in order of the agenda items contained in the meeting notice, whereby each agenda item will be presented, followed by opportunities for shareholders and proxies to ask questions or comment on matters related to such agenda item as appropriate, before proceeding with the voting process. Meeting attendees who wish to ask questions or comment can type their messages through Inventech Connect system via. 2 channels: messages and VDO Conference, before the end of each agenda item for the directors' consideration. The Company will respond to the questions pertaining to each agenda item in the meeting room. If there are any questions that were not answered in the meeting, the Company will record such questions and publish the responses in the meeting minutes subsequently.

For the voting process in each agenda item, the Chairman will propose to the meeting to vote, whereby in each agenda item, the meeting attendees may vote approved, disapproved, or abstained.

In counting votes, the Company will count the votes of the shareholders voting approved, disapproved, or abstained, and will deduct such votes from all of the votes of the shareholders who attended the meeting and had the right to vote, or entitled to vote, as the case may be as prescribed by the law, and the remaining votes will be considered as a vote of approval for the respective agenda item.

As for proxies attending the meeting on behalf of shareholders, if the shareholders have cast their votes in advance, the Company has already recorded such votes according to the shareholders' intention in advance. Therefore, proxies are not required to vote at the meeting again. However, if the grantors did not specify his/her voting intention in any agenda items or if it was not explicitly stated, the proxies may vote as he or she deems appropriate.

For the voting process, Article 19 of the Company's Articles of Association stipulates that one share shall carry one vote, and that shareholders who have special interest in any particular agenda item are not allowed to vote on such agenda item. In this regard, when the voting results for any agenda item are announced, the voting results for that agenda item will be deemed final.

The Company has invited Legal Advisors from Weerawong, Chinnavat & Partners Limited, Mr. Wittaya Kaewkungsadan and Mr. Kittipit Viseshsin, to serve as an inspector to monitor the vote



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counting process in the shareholders' meeting, and ensuring that the shareholders' meeting was conducted transparently in accordance with laws and the Company's Articles of Association,

The Chairman then proceeded with the meeting in accordance with the meeting agenda items as proposed in the meeting notice as follows.

Agenda Item 1 To acknowledge on the Company's operational results for the year 2024

The Company presented a VDO on the business overview and operational situation of the Company for the year 2024, after which the Chairman asked Mr. Daechapon Lersuwanaroj, the Chief Executive Officer and President, to present additional information on the business operation of the Company for the year 2024. The Chief Executive Officer and President then presented the overview of the business operation for the year 2024 for the meeting's acknowledgement as follows:

Biodiesel and Bioethanol Businesses

- For the biodiesel business, in 2024, domestic crude palm oil prices have increased in line with the global market trend. Additionally, domestic consumption of biodiesel has expanded in response to economic conditions.
- For the bioethanol business, in 2024, molasses prices remain high, while domestic cassava
 prices have declined due to increased production. Furthermore, demand for ethanol in the
 industrial sector has continued to decrease, as the price gap between E10 and E20 has
 narrowed.
- Nevertheless, the Company has continuously enhanced production efficiency in both the biodiesel and bioethanol businesses.

Operation Results of the Company Group

- For the year 2024 operational results, the Company and its subsidiaries recorded total revenue of THB 22,192 million, with earnings before interest, tax, depreciation, and amortization (EBITDA) of THB 991 million. The net profit was THB 215 million, representing earnings of THB 0.15 per share.
- For the Biodiesel Business Performance, in 2024, the Company recorded total sales volume of 451 million liters, an increase of 174 million liters. The improvement in the Company's plant efficiency enabled production to reach 100% of capacity in line with the demand from Bangchak Group. Additionally, in November 2024, the Company increased its shareholding in BBGI Biodiesel Company Limited ("BBGI-BI") from 70% to 100%.



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For the Ethanol Business Performance, in 2024, due to rising raw material costs and declining ethanol selling prices resulting from reduced domestic demand for ethanol, the Company adjusted its strategies in raw material procurement and product sales, as well as inventory management and enhanced production efficiency. As a result, production capacity utilization increased to 76%, and sales volume rose by 55 million liters, representing a 38% increase from the year 2023.

High Value Bio-Based Product Business

- The Company has invested in BSGF Company Limited ("BSGF"), which operates the business of sustainable aviation fuel (SAF) and is a SAF production plants, producing SAF from used cooking oil, in collaboration with Bangchak Corporation Public Company Limited, in which the Company holds a 20% equity stake. Currently, the plant is under construction and progressed 94% as of March. Commercial production is expected to commence in the second quarter of 2025.
- Additionally, the Company has incorporated a joint venture company, BBGI Fermbox Bio Company Limited jointly with Fermbox Bio, a leader in research and production of synthetic biology products. In 2024, the Company holds an 86.8% stake in BBGI Fermbox Bio Company Limited, which is under construction and progressed 89% as of March. Commercial production is expected to commence in 2025.

Good Corporate Governance

- The Company places strong emphasis on conducting business sustainably alongside social and environmental responsibility. This commitment has been recognized through various quality and sustainability awards. In 2024, the Company received a "AA" rating in the SET ESG Ratings, and was selected as one of 19 securities included in the ESG Emerging group for 2024. Additionally, based on assessments by the Thaipat Institute and the 2024 Corporate Governance Report (CGR 2024) of Thai listed companies, the Company was rated "Excellent" (5 stars) for the second consecutive year. Furthermore, the Company's corporate credit rating has been improved to "A" with a "Stable" outlook by TRIS Rating. Additionally, the Company also encourages its subsidiaries and business partners to participate in the Private Sector Collective Action Coalition Against Corruption (CAC).
- In 2025, the Company remains committed to sustainable business growth alongside social and environmental responsibility. The focus is on enhancing efficiency through process



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improvements and inventory management strategies to strengthen competitiveness, along with effective risk management. In addition, the Company plans to further develop high-value products and increase the value of production waste by converting it into value-added products.

• The Company aims to achieve carbon neutrality by 2030, with initiatives to reduce energy consumption and integrate technology into production processes. The Company targets its high value bio-based product business to contribute approximately 40% of earnings before interest, tax, depreciation, and amortization (EBITDA).

Then, the Chairman provided an opportunity for the shareholders and proxies to ask questions or provide comments, which there were no shareholders and proxies asking any questions or providing any additional comments in this agenda item.

Resolution The meeting acknowledged the Company's operational result for the year 2024

as proposed.

Agenda Item 2 To approve the separate financial statements and consolidated financial

statements for the year ended December 31, 2024, which have been audited

by a certified public accountant

The Chairman asked Mrs. Suttida Sukhanindr, Senior Executive Vice-President Corporate Accounting and Finance, to inform the meeting of the details.

The Senior Executive Vice-President Corporate Accounting and Finance reported on the operation results for the year 2024 as follows:

- Total revenue amounted to THB 22,192 million, an increase of THB 8,435 million, representing 61%. The main reason was the increase in sales volume of biodiesel and ethanol from the previous year, driven by higher demand from companies within the Bangchak Group. This resulted in 100% production capacity utilization in the biodiesel business and 76% utilization in the ethanol business, an increase of 16% from 2023.
- Total gross profit after deducting cost of sales was THB 783 million, an increase of THB 342 million or 78%. The main reason was the Company's improved cost management efficiency and effective procurement and storage of raw materials, along with adjustments to the production plan in line with the increased sales volume, enabling the Company to fully utilize its production capacity.



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Net profit attributable to the parent company was THB 215 million, representing earnings of THB
 0.15 per share.

The key aspects of the consolidated financial statements with respect to the financial position of the Company Group are as follows:

- Total assets amounted to THB 13,728 million, an increase of THB 93 million or representing 0.7%, primarily due to the following factors:
 - O Investment in BSGF increased by THB 916 million.
 - O Trade receivables increased by THB 644 million, due to higher B100 sales volume during the fourth quarter of 2024.
 - O Other current receivables increased by THB 411 million, resulting from annual advance payments for raw materials.
- The decrease in assets was primarily due to a reduction in cash and cash equivalents by THB
 1,714 million.
 - O The majority of the decrease was from cash used in investing activities totaling THB 1,272 million, mainly for investments in the aforementioned joint venture.
 - O Cash used in financing activities amounted to THB 416 million, primarily due to borrowings from financial institutions and related parties, as well as repayments of debentures and short-term loans, and dividend payments to shareholders.
- Total liabilities amounted to THB 4,368 million, an increase of THB 669 million or representing 18%, primarily due to an increase in borrowings (BCTC) of THB 1,200 million, partially offset by the repayment of matured debentures totaling THB 800 million.
- Total shareholders' equity was THB 9,360 million, a decrease of THB 577 million or representing 6% from the previous year, mainly due to a reduction in non-controlling interests resulting from the acquisition of shares from a subsidiary.

With respect to cash flows, as of December 31, 2024, the Company Group had cash amounting to THB 546 million. The details by activity are as follows:

- Cash used in operating activities totaled THB 26 million.
- Cash used in investing activities amounted to THB 1,272 million, primarily due to investments in the Sustainable Aviation Fuel (SAF) business and the construction of the CDMO plant.



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Cash used in financing activities totaled THB 416 million, mainly from the repayment of debentures and short-term borrowings, as well as the acquisition of the remaining shares in BBGI-BI from minority shareholders.

The Company then propose to the meeting to consider and approve the separate financial statements and consolidated financial statements for the year ended December 31, 2024, which have been audited by Ms. Sophit Prompol, an auditor from KPMG Phoomchai Audit Company Limited, a certified public accountant, who expressed an opinion that such financial statements are materially accurate in accordance with financial reporting standards and have been reviewed by the Audit Committee.

Then, the Chairman provided an opportunity for the shareholders and proxies to ask questions or provide comments, which there were no shareholders or proxies asking any questions or providing any additional comments in this agenda item. Therefore, the Chairman requested the meeting to cast a vote. The results of the vote count are summarized as the following resolution:

Approval	1,130,849,728	votes,	representing	99.9999 percent
Disapproval	1,000	votes,	representing	0.0000 percent
Abstention	3,174,447	votes,	representing	- percent
Invalid ballots	0	votes,	representing	- percent

Resolution

The meeting, with a majority vote of the shareholders attending the meeting and casting their votes, has resolved to approve the separate financial statements and consolidated financial statements for the year ended December 31, 2024, as proposed

Agenda Item 3

To approve the allocation of net profit for the year 2024 as a legal reserve and dividend payment for the year 2024

The Chairman asked Mr. Somchai Sathiramongkolkul, the Company Secretary, to inform the meeting of the details.

The Company Secretary reported that according to Section 116 of the Public Limited Companies Act B.E. 2535 (as amended), and Article 45 of the Company's Articles of Association, the Company shall allocate a part of its annual net profits as reserve fund in an amount of not less than 5%



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of the annual net profits, deducting the accumulated loss carried forwards (if any) until this reserve fund reaches the amount of not less than 10% of the registered capital.

The Company has a policy to pay out dividend at the rate of not less than 40% of net profit from the separate financial statements after deducting all various reserves in accordance with the Company's Articles of Association and the law. In this regard, the aforementioned dividend payment is subjected to the economic situation, the Company's cashflow and investment plans each year according to necessity, appropriateness, and other considerations the Board of Directors deems appropriate.

After considering the 2024 operational results, the Company has net profits according to the consolidated financial statement of the parent company in the amount of 215 million Baht, representing a net profit of 0.15 Baht per share, and net profits based on the separate financial statements in the amount of 215 million Baht, representing a net profit of 0.15 Baht per share. Therefore, the Company has considered and allocated net profit for the year 2024 as a legal reserve in the amount of 10,754,000 Baht, representing 5% of net profit from the separate financial statements, and considered and approved the dividend payment for the year 2024 at the rate of 0.10 Baht per share, equivalent to a total of approximately 144,600,000 Baht, representing a dividend payout ratio of 67% of net profit, which is higher than the dividend policy of the Company. Such dividend is paid from unallocated retained earnings and profits that are exempt from corporate income tax, therefore, shareholders will not be able to receive tax credit on dividend.

After due consideration, the Board of Directors deemed it appropriate to propose to the shareholders' meeting to consider and approve the allocation of net profit for the year 2024 as a legal reserve in the amount of 10,754,000 Baht, and approved the dividend payment for the year 2024 at the rate of 0.10 Baht per share, equivalent to a total of approximately 144,600,000 Baht. Such dividend is paid from unallocated retained earnings and profits that are exempt from corporate income tax, therefore, shareholders will not be able to receive tax credit on dividend. The Company fixed the date to determine the list of shareholders who are entitled to receive dividend payment on 4 March 2025, and the dividend payment date will be 30 April 2025.

Then, the Chairman provided an opportunity for the shareholders and proxies to ask questions or provide comments, which there were no shareholders or proxies asking any questions or providing any additional comments in this agenda item. Therefore, the Chairman requested the meeting to cast a vote. The results of the vote count are summarized as the following resolution:



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Approval	1,130,849,728	votes,	representing	99.9999 percent
Disapproval	1,000	votes,	representing	0.0000 percent
Abstention	3,174,447	votes,	representing	- percent
Invalid ballots	0	votes.	representing	- percent

Resolution

The meeting, with a majority vote of the shareholders attending the meeting and casting their votes, has resolved to approve the allocation of net profit for the year 2024 as a legal reserve, and approved the dividend payment for the year 2024 as proposed.

Agenda Item 4

To approve the election of directors to replace those who retired by rotation

The Chairman informed the meeting that this year, the directors who will be retiring by rotation are Assoc. Prof. Jaruporn Viyanant, Mr. Matthew Kichodhan, Mrs. Patricia Mongkhonvanit, and Mr. Daechapon Lersuwanaroj. In order to promote good corporate governance of the Company, interested directors will leave the meeting until the consideration of this agenda item is completed, and asked Mr. Somchai Sathiramongkolkul, the Company Secretary, to inform the meeting of the details.

The Company Secretary reported that according to Article 20 of the Company's Articles of Association, the Board of Directors shall consist of no more than 12 directors, and Article 22 stipulates that at every Annual General Meeting, one-third of the directors (or the closest to one-third) shall retire by rotation, whereby the director who holds the office the longest shall retire, but may be eligible for reelection. Currently, the Company has a total of 11 directors, out of which there are 4 directors who retire by rotation this year as follows:

1.	Assoc. Prof. Jaruporn	Viyanant	Independent Director
2.	Mr. Matthew	Kichodhan	Independent Director
3.	Mrs. Patricia	Mongkhonvanit	Independent Director
4.	Mr. Daechapon	Lersuwanaroj	Director

With regard to nomination of directors, the Company gave the shareholders the opportunity to propose any person who possesses the appropriate qualification to be elected as director of the Company from 5 September 2024 to 31 December 2024, through the news system of the Stock Exchange of Thailand and on the Company's website, in which no shareholders has proposed any director nomination to the Company.



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The Nomination and Remuneration Committee proceeded with director recruitment, by considering a list of persons with knowledge, competency, experience, good career paths, leadership, vision, morality, ethics, and a good attitude toward the Company, who can dedicate adequate of time benefitting the Company's businesses, as well as the list of chartered director the Thai Institute of Directors and the list of directors who are due to retire by rotation this year.

In addition, Board Diversity is also taken into account and the Board Skills Matrix is prepared to determine the qualifications of the directors to be recruited, by considering the necessary skills that they are still lacking as well as considering the appropriate qualifications which are consistent with the composition and structure of directorship according to business strategies. The Nomination and Remuneration Committee also considered performance efficiency of the directors who are due to retire by rotation, who duly performed their duties with full capacity and dedication and provided opinions that were beneficial to the Company, along with continuity, consistency with the Company's business operational strategies, and the directors' experiences, ensuring confidence for the shareholders.

The Nomination and Remuneration Committee has considered and determined that Assoc. Prof. Jaruporn Viyanant possesses knowledge and expertise in accounting, with experience and an in-depth understanding of accounting principles, financial statement analysis, and financial management, and is independent. Mr. Matthew Kichodhan has knowledge, capability, and expertise in business, investment, and marketing, and is independent. Mrs. Patricia Mongkhonvanit has expertise in planning strategy, policy making, and oversight of debt management planning, as well as knowledge and expertise in taxation, international tax, finance, investment, and banking, and is independent. Mr. Daechapon Lersuwanaroj has expertise in engineering and business administration, with experience in the energy and agriculture industries. The Nomination and Remuneration Committee, excluding interested directors, therefore resolved to propose that the 4 directors who are due to retire by rotation be reappointed as directors for another term.

After due consideration through a screening process by the Board of Directors of the Company in accordance with the Company's policy on directors' recruitment, the Board of Directors, excluding interested directors, is of the opinion that the proposed directors possess qualifications required by the relevant regulations and are suitable for the business operations of the Company, and after considering the opinion of the Nomination and Remuneration Committee, the Board of Directors deemed it appropriate to propose to the shareholders' meeting to consider and re-elect Assoc. Prof. Jaruporn



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Viyanant, Mr. Matthew Kichodhan, Mrs. Patricia Mongkhonvanit, and Mr. Daechapon Lersuwanaroj, who are due to retire by rotation, to perform their duty as directors for another term.

Then, the Chairman provided an opportunity for the shareholders and proxies to ask questions or provide comments, which there were no shareholders or proxies asking any questions or providing any additional comments in this agenda item. Therefore, the Chairman requested the meeting to cast a vote for each directors individually. The results of the vote count are summarized as the following resolution:

1. Assoc. Prof. Ja	ruporn Viyanant,	with the	following votes:	
Approval	1,130,744,928	votes,	representing	99.9906 percent
Disapproval	105,800	votes,	representing	0.0093 percent
Abstention	3,174,447	votes,	representing	- percent
Invalid ballots	0	votes,	representing	- percent
2. Mr. Matthew Ki	chodhan,	with the	following votes:	
Approval	1,130,744,928	votes,	representing	99.9906 percent
Disapproval	105,800	votes,	representing	0.0093 percent
Abstention	3,174,447	votes,	representing	- percent
Invalid ballots	0	votes,	representing	- percent
3. Mrs. Patricia M	ongkhonvanit,	with the	following votes:	
Approval	1,134,025,175	votes,	representing	100.0000 percent
Disapproval	0	votes,	representing	0.0000 percent
Abstention	0			
	U	votes,	representing	- percent
Invalid ballots	0	votes,	representing representing	percentpercent
Invalid ballots	_	•	_	
	0	votes,	representing	
Invalid ballots 4. Mr. Daechapor	0	votes,	_	
	0	votes,	representing	
4. Mr. Daechapor	0 n Lersuwanaroj,	votes,	representing following votes:	- percent
4. Mr. Daechapor Approval	0 n Lersuwanaroj, 1,130,850,728	votes, with the	representing following votes: representing	- percent 100.0000 percent



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Resolution

The meeting, with a majority vote of the shareholders attending the meeting and casting their votes, has resolved to re-elect the 4 directors who are due to retire by rotation to perform their duty for another term.

After the completion of the voting process, the Chairman has requested interested directors to return to the meeting room and proceeded with the meeting.

Agenda Item 5 To approve the determination of the directors' remuneration

The Chairman asked Mr. Somchai Sathiramongkolkul, the Company Secretary, to inform the meeting of the details.

The Company Secretary reported that Section 90 of the Public Limited Company Act B.E. 2535 (as amended) states that the remuneration payment for directors shall be as determined by the resolution of the shareholders' meeting, with a vote of not less than two thirds of the total number of votes of the shareholders attending the meeting.

Additionally, according to the director remuneration policy, the Company will take into consideration the appropriateness of duties and assigned responsibilities, and compare with other listed companies on the Stock Exchange of Thailand in a similar industry and of a similar business size. The remuneration for the directors shall be sufficient to induce the directors to work with quality and able to conduct their duties to achieve the objectives as set out in the business direction as determined by the Company, through transparent procedures ensuring confidence for the shareholders.

The Nomination and Remuneration Committee has reviewed the remuneration for the directors for the year 2025 based on the Company's director remuneration policy, as well as the average of other listed companies based on the survey report on the directors' remuneration in listed companies by the Thai Institute of Directors, as well as business expansion and the operation results of the Company. Therefore, the Nomination and Remuneration Committee deemed it appropriate to fix the directors' remuneration for the year 2025 at the same rate as the year 2024 as follows:



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1. Monthly Remuneration and Meeting Allowance (same as the year 2024)

	Board of Directors	Year 2025		Year	2024
		Monthly	Meeting	Monthly	Meeting
		Remuneration	emuneration Allowance (Baht		Allowance (Baht
		(Baht / person)	/ person / time)	(Baht / person)	/ person / time)
			(Only for		(Only for
			attending		attending
			director)		director)
Во	ard of Directors	30,000	20,000	30,000	20,000
Su	b-Committee				
1.	Audit Committee	10,000	10,000	10,000	10,000
2.	Nomination and	-	10,000	-	10,000
	Remuneration				
	Committee				
3.	Risk Management and	-	10,000	-	10,000
	Corporate Governance				
	Committee				
4.	Investment Committee	-	10,000	-	10,000

<u>Remark:</u> The Chairman of the Board of Directors and the Chairman of the Sub-Committees shall receive monthly remuneration and meeting allowances higher than those of members by 25%, whilst the Vice-Chairman of the Board of Directors shall receive monthly remuneration and meeting allowances higher than those of members by 12.5%.

2. Remuneration as a Bonus to the Board of Directors

Remuneration as a Bonus to the Board of Directors is not changed, remaining at the same rate as 2024, which is 1% of the net profit, but not exceeding 3 million Baht per director. The calculated amounts are to reflect individual periods of service, whereby the Chairman of the Board of Directors and Vice-Chairman of the Board of Directors shall receive the bonus higher than other members by 25% and 12.5% respectively.

3. Other benefits

	Year 2025	Year 2024
Other benefits	None	None



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After due consideration and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors deemed it appropriate to propose to the shareholders' meeting to approve the determination of the directors' remuneration for the year 2025 at the same rate as the year 2024 as proposed.

Then, the Chairman provided an opportunity for the shareholders and proxies to ask questions or provide comments, which there were no shareholders or proxies asking any questions or providing any additional comments in this agenda item. Therefore, the Chairman requested the meeting to cast a vote. The results of the vote count are summarized as the following resolution:

Approval	1,130,850,728	votes,	representing	99.7200 percent
Disapproval	0	votes,	representing	0.0000 percent
Abstention	3,174,447	votes,	representing	0.2799 percent
Invalid ballots	0	votes,	representing	0.0000 percent

Resolution The meeting, with a vote of not less than two-third of the total number of votes

of the shareholders attending the meeting, has resolved to approve the determination of the directors' remuneration for the year 2025 as proposed.

Agenda Item 6 To approve the appointment and determination of the fee for the auditors for

the year 2025

The Chairman asked Mr. Somchai Sathiramongkolkul, the Company Secretary, to inform the meeting of the details.

The Company Secretary reported that Section 120 of the Public Limited Company Act B.E. 2535 (as amended) states that the Annual General Meeting of shareholders shall appoint auditor(s) and shall determinate the Company's audit fees yearly, and in such appointment, the Company may re-appoint the same auditor(s).

In the selection of the Company's auditors for the year 2025, the Audit Committee has based its consideration on performance, experience, personnel readiness, acceptable standard of performance, and the audit fees proposed by the auditors, and therefore has deemed it appropriate to appoint:



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- 1. Ms. Sophit Prompol, Certified Public Accountant Registration No. 10042 (the number of years serving as an auditor for the Company: 2 years); or
- 2. Mr. Waiyawat Kosamarnchaiyakij, Certified Public Accountant Registration No. 6333 (the number of years serving as an auditor for the Company: none); or
- 3. Mr. Sakda Kaothanthong, Certified Public Accountant Registration No. 4628 (the number of years serving as an auditor for the Company: none),

of KPMG Phoomchai Audit Company Limited, as the Company's auditor for year 2025. The auditor's renumeration is 945,540 Baht, representing a 2% increase from the year 2024, as well as any occurred actual expenses while providing the services to the Company (Out of Pocket Expenses), such as travel expenses, telephone expenses, postage expenses, stamp duty fees, photocopying expenses, etc. (such expenses shall not exceed 8% of the audit fee). In this regard, the Company and subsidiaries use the same auditor, namely KPMG Phoomchai Audit Company Limited.

After due consideration based on the recommendation of the Audit Committee, the Board of Directors has deemed it appropriate to propose to the shareholders' meeting to consider and appoint the auditors and the determination of the fee for the auditors as proposed.

Then, the Chairman provided an opportunity for the shareholders and proxies to ask questions or provide comments, which there were no shareholders or proxies asking any questions or providing any additional comments in this agenda item. Therefore, the Chairman requested the meeting to cast a vote. The results of the vote count are summarized as the following resolution:

Approval	1,130,850,728	votes,	representing	100.0000 percent
Disapproval	0	votes,	representing	0.0000 percent
Abstention	3,174,447	votes,	representing	- percent
Invalid ballots	0	votes,	representing	- percent

Resolution

The meeting, with a majority vote of the shareholders attending the meeting and casting their votes, has resolved to appoint the auditors from KPMG Phoomchai Audit Company Limited, as the auditor for year 2025, and determined the fee for the auditors for the year 2025 as proposed.



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Agenda Item 7 Other matters (if any)

The Chairman informed that the meeting has completed the consideration of all agenda items as stated in the meeting notice. According to Section 105 paragraph 2 of the Public Limited Companies Act B.E. 2535 (as amended), it is stated that the shareholders holding the aggregate number of shares of not less than one-thirds of the total number of issued share capital may request the meeting to consider other matters in addition to the matters specified in the meeting notice. However, for transparency of the meeting and to preserve equal rights for every groups of shareholders, there should be no additional agenda items added for consideration other than those specified in the meeting notice, as the shareholders have studied the information and already casted some votes, and the Company has complied with the principles of good corporate governance of the Stock Exchange of Thailand by giving the shareholders an opportunity to propose matters to the Board of Directors to consider as agenda items in the meeting, from 5 September 2024 to 31 December 2024, which the Company has informed the shareholders through the news system of the Stock Exchange of Thailand and the Company's website, and no shareholders proposed any matters to be considered.

Since this agenda item is for other matters, and the Company has no other matters to propose to the shareholders' meeting for further consideration, therefore, the opportunity was given to the shareholders to inquire about other matters or provide suggestions related to the Company, whereby there were no shareholders inquiring about any other matters.

The Chairman then inquired if there were any further questions or suggestions to be raised at the meeting. When there is no further questions or suggestions raised, the Chairman informed the meeting that in accordance with good practices, the Company will disclose the resolutions of the meeting via the Stock Exchange of Thailand's information disclosure system on the following business day after the meeting. The Company will also prepare the minutes of the meeting within 14 days from the meeting date and submit through the Stock Exchange of Thailand's disclosure system and publish on the Company's website for shareholders to acknowledge the meeting results and verify the accuracy of the minutes. The Chairman then concluded the meeting and informed the meeting that if any shareholders have further questions, comments, or suggestions, they can contact the Company through the investor relations department at telephone number 02-335-8812 or 02-355-8814, or at email in@bbgigroup.com.

Concurrently, the Board of Directors also established channels to receive reports of wrongdoings or complaints regarding unlawful or unethical acts. The whistleblowers are able to contact



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the Company at telephone number 02-335-8673 or at email ia@bbgigroup.com or mail to the Company's Internal Audit Department at No. 2098, M Tower Building, 5th Floor, Sukhumvit Road, Phra Khanong Tai Sub-district, Phra Khanong District, Bangkok 10260.

Meeting adjourned at 15.00 hours.

-signed-

(Mr. Patiparn Sukorndhaman)

Chairman of the Board of Directors

-signed-

(Mr. Daechapon Lersuwanaroj)

Chief Executive Officer and President

-signed-

(Mr. Somchai Sathiramongkolkul)

Meeting Minutes Taker