

(Translation)

**Minutes of the 2023 Annual General Meeting of Shareholders of
Gratitude Infinite Public Company Limited
On April 20th, 2023 at 14.00 hrs.
Through electronic means (e-Meeting)**

Date, Time and Venue

The 2023 Annual General Meeting of Shareholders was held on April 20th, 2023 at 14.00 hrs. through electronic means (e-Meeting) at Rose Hall meeting room, Headquarter of Gratitude Infinite Public Company Limited ("the Company") at No. 27 RS Group Building, 5th floor, Prasert-Manukitch Rd., Sena Nikhom, Chatuchak, Bangkok 10900 in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and other related laws and regulations. The e-Meeting system is from Inventech Company Limited (Thailand) who is service provider that has already assessed itself with the Electronic Transactions Development Agency (ETDA). In this regard, images and voices of the Meeting have been recorded in video format.

Mr. Surachai Chetchotisak, Chief Executive Officer, acted as the Chairman of the Meeting (the "Chairman"). Ms. Rattapawee Lapnan, Assistant Director of Investor Relations and Sustainable Development acted as the Secretary of the Meeting and act as a Moderator at the Meeting as assigned by the Chairman. In this meeting, there were shareholders attending the Meeting in person and by proxy as follows:

Shareholders attending in person	7 persons	holding an aggregate of	160,631,603 shares
Shareholders attending by proxy	32 persons	holding an aggregate of	82,989,638 shares
Total	39 persons	holding an aggregate of	243,621,241 shares

Representing 73.6434 percent of the total issued shares of the Company amounting 330,811,723 shares, thereby constituting a quorum according to the Company's Articles of Association.

On March 29th, 2023 (the Record Date for the right to attend the Meeting), the Company had which the company currently have registered capital Baht 330,811,723, the paid-up capital is Baht 330,811,723

The secretary of the Meeting then introduced the Board of Directors and Executives of the Company, Auditor, Representative of Shareholders who attended the Meeting as follows:

Directors and Executives present;

- | | |
|-------------------------------|--|
| 1. Mr. Surachai Chetchotisak | Director, and Chief Executive Officer |
| 2. Mr. Phisit Dachanabhirom | Independent Director, Director,
Chairman of the Audit Committee and
Chairman of the Remuneration Committee |
| 3. Mr. Somsak Phayapdechachai | Independent Director, Director,
Member of the Audit Committee and
Member of the Remuneration Committee |
| 4. Mr. Suthep Tarawas | Independent Director, Director,
Member of the Audit Committee and
Member of the Remuneration Committee |
| 5. Ms. Waleewan Rodjanapakdee | Director |

Directors and Executives absent;

-None-

There were 5 directors attending the Meeting of the total number of 5 directors, representing 100 percent of the total number of directors.

Representatives from Auditor, Dharmniti Auditing Co., Ltd.

1. Ms. Thanyaporn Tangthanopajai Auditor and teams

Representative of Shareholders

- None-

Representative of Shareholder's Right Protection Volunteer

1. Ms. Warunee Rodson

The secretary of the Meeting and taker of the minutes of the Meeting

1. Ms. Rattapawee Lapnan Assistant Director of Investor Relations and Sustainable Development

Preliminary Proceeding at 14.00 hrs.

The Chairman welcomed all shareholders and informed the Meeting that there were shareholders attending the Meeting in person and by proxy of not less than 25 shareholders with the aggregate number of shares of not less than one-third of the total issued shares, thereby constituting a quorum according to the Company's Articles of Association.

The Chairman then declared the Meeting duly convened and assigned the secretary of the Meeting to explain the meeting procedures, vote casting and vote counting methods to the Meeting.

The secretary of the Meeting explained the meeting procedures, vote casting and vote counting methods to the Meeting as follows:

Methods and criteria for the shareholders' meeting via electronic method (e-AGM)

- In casting a vote in the Meeting, shareholders have votes equal to the number of shares held and proxies, one share equals one vote. Shareholders may vote "approval", "disapproval" or "abstention" in any way, except for shareholders who are custodians who can split their votes.
- Agenda of appoint the Company's new directors of 2 persons, the Company has to elect directors individually in order to comply with the principles of good corporate governance.

Rule, Vote Casting, Vote Counting and Q&A or comment procedure

1. The Meeting will consider matters in the order of the agenda specified in the invitation letter by information will be presented in each agenda. Before voting on each agenda, the shareholders have the opportunity to ask questions on issues related to that agenda and will inform the result of the vote to the meeting when the votes were counted in that agenda finished.
2. To cast a vote, a shareholder may select an desired agenda then the system will show buttons for votes; "approval", "disapproval" and "abstention".

For shareholders or many proxies, the system will display all names of proxies by voting separately for each user account.

If a shareholder would like to cancel one's vote, please select "Cancel the latest vote". A selected vote can be cancelled until the vote has been closing. In the case that a shareholder has selected "Cancel the latest vote" or take no action, the Company would count it as an approval vote for that agenda. However, a shareholder may change one's decision until an agenda voting process ends. The Company allows time for vote casting one minute for each agenda when the voting is closed, the secretary of the Meeting will announce the voting result for that agenda.

3. In case of Proxies holder, accepting proxies from many shareholders press the menu to select "Account" and click on the "Change account" button to access other shareholders' account. The system will not take votes out of the meeting base.

4. In the event that shareholders left the meeting room before closing the meeting vote on any agenda Shareholders' votes will not be counted as a quorum for such agenda and the votes will not be counted in that agenda. However, left the meeting of any agenda will not deprive the shareholders' rights or proxies to return to the meeting and vote on the next agenda in the system.

5. Asking questions (Q&A) or expressing opinions in the meeting room. Before voting on each agenda The Company will give the meeting attendees the opportunity to ask questions or express their opinions on issues related to that agenda as appropriate. The shareholders must choose the agenda that they want to ask questions or, then press the "Question" button. There are 2 channels for inquire as follows;

- Ask question via message, type your question or comment press "send question". The company will answer questions in the meeting room on the agenda related to that question. However, the company reserves the right to consider selecting questions as appropriate or

- Ask question via Video, press "Conference" and then press "Ok" for confirm queue. After receiving permission from the staff, turn on the camera and microphone. The shareholders' attendees must inform their name-surname and status as a shareholder or proxy before asking questions every time for the Company to be able to record in the minutes of the meeting accurately and completely.

6. In the event that a large number of shareholders wish to ask questions with video conference in the system, in order to maintain the duration of the meeting, the shareholders kindly to ask questions via message for the staff to answer questions or bring your questions to answer at the end of the meeting or to answer on the company's website.

7. In case of any difficulties on the meeting system or voting system, please see meeting instruction which was attached with the meeting notice or choose menu "Help" in the system by contact "Inventech Call Center" 02 931 9138 and Line Official.

8. If the meeting system has been interrupted during the meeting, shareholders will receive an e-mail to access to back up system.

Voting process and vote counting at the shareholders' meeting

Vote casting

- openly voted

Vote counting of shareholders attending in person

- Voting in each agenda shall be openly voted by a shareholder who attend the meeting via electronic media. The shareholders may vote in each agenda by press buttons for votes; approval, disapproval or abstention in the system before the voting for that agenda is closed. Once the voting has been submitted, if any shareholders did not press any voting button, the system will assume that shareholders vote in agreement and cannot change the vote.

Vote counting of shareholders attending by proxies

- A shareholder who grants a proxy to another person to attend a meeting via electronic media and vote on his/her behalf that has specified the voting in each agenda in the proxy form, the company will count the votes according to the wishes of the proxy grantor.

Number of shareholders or proxies

Each agenda may not be the same since there may be some shareholders or proxies attending the meeting additionally.

Procedure of inspection of Vote counting

As the meeting via electronic and voting are done through the system, the company did not arrange for the shareholders' representative to act as an independent intermediary (Inspector) to check the vote counting at this meeting.

To propose meeting agenda in advance

The Company had invited the shareholders to propose in advance a topic to be included in the meeting agenda, to recommend the name of those who should be elected as the director and send questions for the AGM 2023 via the Stock Exchange of Thailand website and the Company's website since February 16th 2023 to February 28th 2023, it appears "There was neither send questions for the AGM 2023 in this time, proposal the meeting agenda nor qualified person for election of directors."

The shareholder acknowledged and has no other opinion on the voting method, vote counting, announcement of results and practices related to the meeting as proposed above. The Chairman then proceeded with the Meeting according to the following agenda items.

The Chairman assigned Ms. Rattapawee Lapnan, the secretary of the Meeting, to conduct the meeting according to the following agenda items.

Agenda 1 To acknowledgment of the Company's operating results for the year 2022 in Form 56-1 One Report

The operating performance include the Company's key information for the year 2022 which appear in Form 56-1 One Report for 2022. Details are as follows:

The Company and its group of companies operate in a business of manufacturing, acquiring, developing and distributing finished products with chemical ingredients which can be categorized by business as follows.

1. Business Group (HPC); Home Care, Personal Care and Cosmetic
2. Business Group (FBS); Food, Beverage and Supplement
3. Business Group (TC); Traditional Medicine and Conventional Medicine
4. Business Group (PC); Plastic and Coating

During the past year, there were a number of key changes and developments per following. To begin with, the Board of Directors reached a resolution in 2022 to decrease registered capital to Baht 330.81 million and then increase registered capital to Baht 660.81 million to support the issuance of new ordinary shares for capital increase of 330 million shares to offer through private placement. Later during the beginning of 2023, the Company changed the shareholding structure of majority shareholders, appointed sub-committees and executives and registered change in its office location.

For other areas, the Company's ultimate goal is to create business value together with supporting and building long-term capabilities in sustainable development for all dimensions. Details are as follows:

- Environmental dimension: The Company aims to foster a responsible mindset of employees in the long run through different activities such as waste sorting, addition of green spaces at the office and reforestation with communities.
- Social dimension: The Company focuses on employee development, equitable treatment of employees, promotion of respect for employees' rights, mitigation of risk related to violation of human rights of employees, suppliers and customers, and direct and indirect participation to enhance quality of life of surrounding communities.
- Governance dimension: the Company is in the preparation phase to declare the intention to join Thailand's Public Sectors' Collective Action Against Corruption (CAC).

Give the shareholders an opportunity to raise questions, make suggestions or express opinions. There was no shareholder raising any questions in this agenda.

Then informed the Meeting that this agenda item was for acknowledgment; therefore, the vote is not required.

Agenda 2 To consider and approve the statements of financial position and statements of comprehensive income for the fiscal year ended December 31, 2022 and acknowledge the auditor's report

The Board of Directors arranged the statement of financial position and the statement of comprehensive income for the fiscal year ended 31 December 2022 to be audited by the certified auditor and reviewed by the Audit Committee, the details are as appeared in Annual Registration Statement / Annual Report 2022 (Form 56-1 One Report) under the "financial statements" section detail are as follows:

- Income Statement
 - For 2022, the Company's total revenue stood at Baht 119 million, decreasing 28.74% from 2021 due to the decline in sales of major products given the overall economic condition with weaker customer demand as well as market liberalization of alcohol products that led to higher number of competitors.
 - Net loss was a result of lower sales and falling gross profit margin together with realized loss from provision for slow moving inventories, provision for unused assets and realized loss from the sales of unused assets.
 - Lower cost of sales was derived from lower sales revenue due to general economic condition and higher competition of market for alcohol product.
 - Lower selling, general and administrative expenses is in line with declining sales revenue coupled with lower personnel expenses related to high-level executives.
 - Financial cost is similar to that of 2021 while the financial cost was incurred by paid interest from the use of trust receipt to import products from foreign countries.
- Statement of Financial Position
 - Total assets dropped modestly due to lower account receivables from lower sales revenue.
 - Key financial ratios are ROE and ROA which turned negative given that net profit dropped
 - D/E ratio also dropped because of lower account payables from lower product purchases, consistent with lower sales revenue.

- Cashflow Statement
 - In general, liquidity adjusted downward during the past year due to falling revenue from product sales.
 - Operating activities increased from lower account receivables due to falling sales revenue.
 - Investing activities decreased from the investment in equity instruments with the amount of Baht 85.52 million
 - Financial activities increased – from increased trust receipt payable

Give the shareholders an opportunity to raise questions, make suggestions or express opinions. There was no shareholder raising any questions in this agenda.

Then asked the Meeting to consider approving the statements of financial position and statements of comprehensive income for the fiscal year ended December 31, 2022, and acknowledge the auditor's report.

Resolutions: The Meeting resolve to approve the statements of financial position and statements of comprehensive income for the fiscal year ended December 31, 2022 and acknowledge the auditor's report as proposed.

The Meeting has approved this agenda by the majority votes of shareholders attending the meeting and casting their votes, with the following votes:

Voting	Approved	Disapproved	Abstained	Void	Total
Vote	243,621,241	0	0	0	243,621,241
%	100.0000	0.0000	0.0000	0.0000	100.0000

Agenda 3: To consider and approve omission of the dividend payment

The Company has Dividend Payment Policy whereby the Company shall pay dividend at the rate of not less than 40% of net profit after tax and legal reserve. However, the rate of dividend payment is subject to change depending on the necessity and suitability and should considering the best benefit of shareholders. In this regard, the resolution of the Board of Directors approving the dividend payment must be proposed to the shareholders' meeting for approval except interim dividend payment. The Board of Directors has the authority to approve the interim dividend payment and report it to the shareholders' meeting at the next meeting.

The Company is required to allocate part of its annual net profits to a reserve fund in an amount of not less than 5% of the annual net profits with the deduction of the amount representing the accumulated loss carried forwards (if any) until this reserve fund reaches the amount of not less than 10% of the registered capital.

As the Company has allocated the legal reserve to reach the minimum amount required by law (10 percent of the registered capital). Therefore, at the end of the year 2022, the Company is not required to allocate additional legal reserve. At present, the Company's legal reserve is Baht 39,120,000.

Thus, the Company's requires to invest capital to expand the business and used as working capital to increase the liquidity of the Company in the future.

Give the shareholders an opportunity to raise questions, make suggestions or express opinions. There was no shareholder raising any questions in this agenda.

Then asked the Meeting to consider approving the omission of the dividend payment.

Resolutions: The Meeting resolve to approve omission of the dividend payment as proposed.

The Meeting has approved this agenda by the majority votes of shareholders attending the meeting and casting their votes, with the following votes:

Voting	Approved	Disapproved	Abstained	Void	Total
Vote	243,621,241	0	0	0	243,621,241
%	100.0000	0.0000	0.0000	0.0000	100.0000

Agenda 4: To consider and approve to appoint the Company's new directors of 2 persons

To enhance the potential of corporate governance and operations of the Company. The Board of Directors agrees to propose to the Annual General Meeting of Shareholders for the year 2023 to approve the appointment of 2 new directors (from 5 persons, a total of 7 persons) as follows:

- 1) Pol.Gen. Somyot Poompanmoung Chairman / Director
- 2) Mrs. Wansuda Thanasaranart Independent Director / Director

The person who nominated has been deliberately and carefully considered, scrutinized, and concurred with the Board of Directors and Remuneration Committee's proposal excluding directors and executives who no interest with the company and deemed it appropriate to nominate "Pol.Gen. Somyot Poompanmoung and Mrs. Wansuda Thanasaranart who have appropriate qualification and do not have the prohibited characteristics as specified in the relevant regulations or laws. These 2 new directors have highly knowledge, competency, experienced in a specific profession. This will increase efficiency and diversity in the structure of the Board of Directors and well beneficial to the business of the company" which specifies the information of the person nominated for the position of director.

Give the shareholders an opportunity to raise questions, make suggestions or express opinions. There was no shareholder raising any questions in this agenda.

Then asked the Meeting to consider approving appoint the Company's new directors individually for 2 persons as proposed and requesting shareholders to approve, disapprove or abstain from voting, to make a vote in the voting system.

Resolutions: The Meeting resolve to approve to appoint the Company's new directors of 2 persons; Pol.Gen. Somyot Poompanmoung and Mrs. Wansuda Thanasaranart as proposed by elect directors individually with the following votes:

The Meeting has approved this agenda by the majority votes of shareholders attending the meeting and casting their votes, with the following votes:

1. Pol.Gen. Somyot Poompanmoung

Voting	Approved	Disapproved	Abstained	Void	Total
Vote	243,621,241	0	0	0	243,621,241
%	100.0000	0.0000	0.0000	0.0000	100.0000

2. Mrs. Wansuda Thanasaranart

Voting	Approved	Disapproved	Abstained	Void	Total
Vote	243,621,241	0	0	0	243,621,241
%	100.0000	0.0000	0.0000	0.0000	100.0000

Agenda 5: To consider and approve the determination of the directors' remuneration for the year 2023

Article 58 of the Company's Articles of Association stipulated that "directors are eligible to receive remuneration in the form of salary, meeting allowance, per diem, rewards or other types of benefits according to the Company's Articles of Association or as approved by the Shareholders' Meeting. The Shareholders' Meeting may fix the amount of remuneration or set up the criteria and fix the remuneration from time to time or affect the remuneration perpetually until it is changed".

The Remuneration Committee shall consider the directors' remuneration by considering the rate in comparison with other companies within the same industry, appropriateness of duties and responsibilities of directors and the Company's operating results.

The Board of Directors have considered and agree with the proposal of Remuneration Committee and then propose to the Shareholders' Meeting for consideration and approval the directors' remuneration as follows:

1. Monthly remuneration including meeting allowances:

Type of compensation	Meeting Allowance (Bath/Meeting)	Monthly Remuneration (Baht/Month)
Remuneration for Board of Directors		
- Chairman of Board of Directors	30,000	40,000
- Board of Directors	20,000	15,000
Remuneration for Audit Committee		
- Chairman of Audit Committee	25,000	30,000
- Audit Committee	15,000	15,000

2. Remuneration for gratuities / annual bonuses for directors not exceeding Baht 1,000,000 authorized to the Board of Directors to allocate to each director as appropriate.

3. Other remuneration -None

Comparison to the Board of Directors' Remuneration of the previous year; there were some changes as follows.

Type of compensation	2023 (Proposed Year) (Baht)	2022 (Passed Year) (Baht)	Changed from 2022 (+/-)
Chairman of Board of Directors - Meeting Allowance (Bath/Meeting)	30,000	-	+ 100%
Chairman of Board of Directors - Monthly Remuneration (Person/month)	40,000	43,000	- 7%
Board of Directors - Meeting Allowance (Bath/Meeting)	20,000	-	+ 100%
Board of Directors - Monthly Remuneration (Person/month)	15,000	10,000	+ 50%
Chairman of Audit Committee - Meeting Allowance (Bath/Meeting)	25,000	-	+ 100%
Chairman of Audit Committee - Monthly Remuneration (Person/month)	30,000	30,000	-
Audit Committee - Meeting Allowance (Bath/Meeting)	15,000	-	+ 100%
Audit Committee - Monthly Remuneration (Person/month)	15,000	18,000	- 17%
Other compensation / Other benefit	- None -	- None -	-

Give the shareholders an opportunity to raise questions, make suggestions or express opinions. There was no shareholder raising any questions in this agenda.

Then asked the Meeting to consider approving the determination of the directors' remuneration for the year 2023

Resolutions: The Meeting resolve to approve the determination of the directors' remuneration for the year 2023 as proposed.

The Meeting approved this Agenda Item requires votes of not less than two - thirds (2/3) of the total number of votes of shareholders attending the meeting and having the right to vote.

Voting	Approved	Disapproved	Abstained	Void	Total
Vote	243,621,241	0	0	0	243,621,241
%	100.0000	0.0000	0.0000	0.0000	100.0000

Agenda 6: To consider and approve the appointment of auditor and determination of the auditor's fee for the year 2023

Section 120 of the Public Limited Companies Act B.E. 2535 requires that "the Annual General Meeting of Shareholder must appoint the Company's auditor and determine the audit fee every year. The former auditor may be re-appointed", Dharmniti Auditing Co.,Ltd., has been the auditor of Gratitude Infinite Public Company Limited and its subsidiaries from 2020 until 2022

The Audit Committee and The Board of Directors had considered and agreed to propose these matters to the Shareholders' Meeting to consider and approve the appointment of any of the following auditors:

- | | | | |
|----|----------------|------------------|--|
| 1. | Ms. Thanyaporn | Tangthanopajai | Certified Public Accountant No. 9169 or, |
| 2. | Mr. Peradate | Pongsahiansak | Certified Public Accountant No. 4752 or, |
| 3. | Ms. Chotima | Kitjasirikorn | Certified Public Accountant No. 7318 or, |
| 4. | Mr. Suwat | Maneeekanoksakul | Certified Public Accountant No. 8134 or, |
| 5. | Ms. Arisa | Chumwisut | Certified Public Accountant No. 9393 or, |
| 6. | Ms. Rungnapa | Sangjun | Certified Public Accountant No. 10142 |

of Dharmniti Auditing Co.,Ltd., to be Company's auditor for the year 2023 of which anyone of them is authorized to audit, review and express opinion For the company's financial statements and consolidated financial statements quarterly and yearly.

Audit Fee and Service Fee : (unit : Baht)		2022	2023 (proposed year)	Change
Audit Fee	- Gratitude Infinite PCL.	650,000	650,000	-
	- Subsidiaries	160,000	160,000	-
	Company and Subsidiaries	<u>810,000</u>	<u>810,000</u>	-
Other Service Fee		None	None	-

The Audit fees for the Company for the year 2023 would be fixed at Baht 650,000 and Baht 160,000 for the Company's subsidiaries. This audit fees' prices did not changes from the previous year.

In addition, Dharmniti Auditing Co.,Ltd., and the proposed auditors have no relationship or conflict of interests with the Company, Subsidiaries, Executives, Major shareholders including their related persons, which would affect the independence of their performing.

Give the shareholders an opportunity to raise questions, make suggestions or express opinions. There was no shareholder raising any questions in this agenda.

Then asked the Meeting to consider approving the appointment of auditor and determination of the auditor's fee for the year 2023.

Resolutions: The Meeting resolve to approve the appointment of auditor and determination of the auditor's fee for the year 2023 as proposed.

The Meeting has approved this agenda by the majority votes of shareholders attending the meeting and casting their votes, with the following votes:

Voting	Approved	Disapproved	Abstained	Void	Total
Vote	243,621,241	0	0	0	243,621,241
%	100.0000	0.0000	0.0000	0.0000	100.0000

Agenda 7: To consider and approve the amendment of the Company's Objectives and amendment of the Clause 3 of Memorandum of Association

The Board of Directors proposed to the Meeting to consider and approve the amendment of the Company's objectives which from the original company that there are; 25 objectives, addition of 54 new particular of objectives, totaling 79 objectives and amendment to the Memorandum of Association to be consistent with the amendment of the Company's objectives to "Clause 3 the Company's objectives consist of 79 objectives" details as follows:

No.	Amendment the Company's Objectives
26	To engage in the businesses to undertake joint ventures, auctions, trading or products, entering of agreements and contracts with any government agency, municipal or local authority according to the business objectives as well as applying for rights, licenses, privileges and concessions for persons, groups of people, juristic persons, government agencies, municipal authorities or government organizations as the Company sees appropriate.
27	To engage in the businesses of manufacturing, production outsourcing, production contracting, and distribution of feed for pets and livestock such as chicken, pigs, cows, aquatic animals such as shrimps, fish and pets such as dog and cats as well as manufacturing, production outsourcing, production contracting, and distribution of tonics, medicines for curing and prevention of diseases in animals, instant food, canned food including the bottling of byproducts from manufacturing processes of those products and businesses of slaughter houses and butcheries.
28	To engage in all kinds of agricultural businesses including farming such as rice-farming, plantation, horticulture, fruit plantation, animal breeding and farming such as chicken, pigs, cows, buffalos, goats, sheep, ostriches including fishery such as aquaculture of shrimps, fish, crocodiles, snapping turtles, frogs; forestry such as economic plants and the distribution of all kinds of agricultural products and byproducts of those businesses both domestically and internationally through export
29	To engage in the businesses of purchasing, selling, importing and exporting livestock products for aquatic animals and other animals including all kinds of agricultural products.
30	To engage in the businesses of purchasing, selling and importing animal feed, tonics, medicines for curing and prevention of diseases in human and animals including all kinds of machines, equipment, appliances, materials and consumable parts used in factories and agriculture.
31	To engage in the businesses of operation and management for ordinary persons and juristic persons in general for the businesses related to hotels, restaurants, eateries, food courts, venues for dancing, Thai folk dancing and Ronggeng dancing, places that sell cigarettes, beers, liquors, wines, tea or other beverages, bathhouses, massage or saunas, bowling alleys, spas, beauty treatment, recreational places, entertainment complex, music lounges, bars, nightclubs, cabarets, entertainment, plays, cinemas, movies, video projections, health services, indoor and outdoor sports, fitness centers, swimming pools including conference rooms, meeting venues, exhibition halls, shows, arts, fine arts, paintings, sculptures as well as organizing ceremonies, including other entertainment places under Clause 3 (1)-(4) of the Entertainment Places Act B.E.2509 and the amendments that include the Entertainment Places Act No.2 B.E.2521, the Entertainment Places Act No.3 B.E.2525, the Entertainment Places Act No.4 B.E.2548 and the future amendments.
32	To engage in the tourism businesses for both domestic and international including renting, owning all types of rental vehicles for tourism as well as all tour guide businesses.
33	To engage in the business of sales agents to distribute tickets of airlines, steamboats and cars of companies, organizations, partnerships and juristic persons that operate locally and overseas.
34	To engage in the businesses of shipping, packaging, passenger transportation including procurement of vehicles and equipment for land, water and air transportation both domestic and international including the custom clearance services and arrangement of all kinds of freight.
35	To engage in the businesses of hotels for tourists, residential houses and all other types of accommodations as well as improvement and decoration of places for tourists or customers to stay that include single rooms, condominiums, houses, rooms for rent, mobile constructions, huts, cruise ships and others.
36	To engage in the consulting businesses in legal, accountancy, engineering, architectural and marketing fields, including advisory services to provide solutions for hotel, tourism, commerce, industry, manufacturing and marketing areas
37	To engage in the businesses of land auction and allocation, management, sales, benefit collection, and management of assets, chattels and real estate for other persons including the repairment, maintenance and examination of all types of buildings of different organizations for both private and public sectors.
38	To engage in any businesses of property, purchase, sale, hire, lend, hire – purchase, sale on consignment, mortgage, exchange, acquire lands or all kinds of properties related to business operation of the Company. To engage in the businesses of rental, consignment, pledge and mortgage of real estate as employment collaterals of employees or collaterals of debt repayment for product sales as well as acceptance of mortgage transfers and collaterals to ensure contract fulfillment or acquisition of chattels, real estate or interests in lands or any other acquired asset and related interest to conduct the business according to the objectives without accepting deposits or money from the people nor benefiting from the money.
39	To engage in the business of foreign currency exchange (as permitted by the Ministry of Finance).

No.	Amendment the Company's Objectives
40	To engage in the import and export businesses for distribution to foreign countries of various products including computers, all types of equipment and devices used with computers as well as providing services on installation, maintenance, instructions, training, user training on computers and supporting companies, stores and shops in all kinds of businesses to use computers such as accounting, tax calculation, recording of items in cards and program including computer rentals and the businesses related to computer schools or institutes as permitted by relevant government agencies.
41	To engage in the service businesses as permitted to possess all types of communication and telecommunication devices across Thailand to serve government agencies or public organizations including installation, repairment, maintenance and distribution of all types of telecommunication devices as permitted especially pagers and personal radio devices of all systems as well as radios, televisions, telephones, telegrams, teletypes, photo telegraphs and satellite communication.
42	To engage in the businesses of service centers for PR and advertising via radio, TV, newspapers and all types of mass media including production of advertising materials for radio, TV and all other types of mass media as well as printing of documents, translation, photocopying, secretary services, computer work, faxing and internet services.
43	to engage in the businesses and to provide services related to news, photo news, radio, TV, mass communication and all types of communication and telecommunication including preparation, procurement, contracting and purchasing of xxx, transmission devices for radio, TV, and videos, all types and kinds of telecommunication devices including necessary materials to fulfill the businesses, services, contracting and procurement.
44	To engage in the service businesses of electronic payment such as clearing, settlement, electronic payment via either a particular device or a network, transaction switching, payment intermediary, e-money for product purchasing and acceptance of services from multiple sellers or service providers not limited to places or under the same e-money distribution and service systems. (except that the permission is granted by relevant government agencies).
45	To engage in the businesses of restaurants, vendor stalls, selling of food and beverages including manufacturing, selling, purchasing, wholesale, retail of ready-to-eat Thai and international food.
46	To engage in the businesses of selling gifts, memorabilia, crafts, souvenirs, clothing, textiles, crops, local products, miscellaneous products in local market as well as exporting to foreign countries.
47	To engage in wholesale and retail businesses for ales, stouts, alcoholic grape juices, brandy, wines, juices, vegetable juices, herbal drinks, all types of carbonated drinks and liquors including containers for the mentioned items as well as wholesales for malts, hops, rice grains, ground grains, yeast and materials used for those businesses.
48	To engage in the businesses of distribution, import and export of all types of products and materials including equipment, tools and appliances for manufacturing, preparation and storage of all kinds of food and snacks.
50	To engage in the different businesses in purchasing, selling, servicing and contracting according to the objectives through direct sales, internet, phone, credit cards and gift cards including issuances of discount cards for customers. Note that direct sales business and direct marketing are excluded.
51	To engage in the businesses of training, talent development, organizing of seminars, training courses and meetings.
52	To engage in the businesses of private hospitals or medical facilities that diagnose and treat patients and injured persons including academic coaching and training related to medicine and all branches of health and hygiene, all branches of medicine, obstetrician, dentistry and the provision of nursing homes for children and the elderly (as permitted by relevant agencies).
53	To engage in the businesses of offering x-rays services including x-rays film processing and printing as well as providing diagnoses based on x-rays films.
54	To engage in the businesses of and conduct medical, public health and hygiene research and studies including other types of research.
55	To engage in the trading business for communication and telephone devices and electronic devices including equipment and products related to their parts.
56	To engage in the service businesses for cleaning, decoration, maintenance of buildings, plants, constructions, vehicles, motorboats, ocean liners, engines, machines including the maintenance of all types of gardens as well as security services for offices and residential units covering management, maintenance, and collection of fees for condominiums and common assets.
57	To engage in the businesses of crafting and arts related to hotel business and any other business according to the company's other objectives to generate more revenue, higher asset prices or any right of the company.
58	To engage in the businesses related to security, maintenance and cleaning of central electricity, public parks and facilities including asset rental services for furniture, electrical appliances, sports equipment, cars, motorcycles, bicycles as well as real estate rentals such as rental and services of parking spaces, commercial buildings, places for exercise, saunas, and living rooms for residents in condominiums or other persons.
59	To engage in the businesses of managing assets and debts for both performing and non-performing loans as well as collecting, negotiating, compromising, monitoring, and informing of debt repayment and debt restructuring which includes being a representative for debtor prosecution, for request of business rehabilitation according to the bankruptcy law, for searching and investigating assets, debt enforcement, legal execution, public auction and any other necessary and legal action related to obtaining debt repayment.

No.	Amendment the Company's Objectives
60	To engage in the businesses of investment for interests by entering into limited partnerships, becoming a shareholder of limited companies or public limited companies or acquiring or accepting the transfers of businesses from limited partnerships, limited companies and public limited companies or mergers with any other company or entering into joint ventures with persons, juristic persons of both government and private organizations, domestically and internationally regardless of the business objectives of those other limited partnerships or companies whether they are similar to the company's objectives or not.
61	To invest the company's proceeds in funds, shares, stocks, bonds, debentures or any other obligation and securities of any company established to operate in any industry or business as well as managing those shares, stocks, bonds, debentures or any other obligation and securities by selling, distributing or buying back those securities as specified for the company or any other juristic person inside and outside the stock exchange both domestically and internationally (not a securities business).
62	To issue securities in the formats of shares, debentures, warrants to purchase any type of securities, bills, securities, or any other instrument and any other format as permitted, prescribed, or to be prescribed by the laws governing public limited companies, securities and exchange, or any other laws, for the purpose of offering for sale to the shareholders, the general public or any person.
63	To request, purchase or procure with any other means to protect and extend patents, trademarks, design works, licenses and rights of all other types of intellectual properties, secrets or any other information related to inventions and the development including permission to use and seek benefits through other means from assets, rights or other information mentioned earlier as well as verifying rights that the Company intends to acquire.
64	To be the operator to complete any agreement to jointly conduct businesses, share profits or merge with other companies, limited partnerships or any person that carry out businesses according to the company's objectives.
65	To borrow money or use overdrafts from banks, juristic persons or other financial institutions including lending money or credit through other means with or without collaterals as well as accepting, issuing, transferring and endorsing bills or any other negotiable instrument with the exception of banking business, finance business and credit foncier business.
66	To establish branch offices or appoint representatives locally and overseas.
67	To apply, register, purchase, permit, subcontract, procure, own, possess, operate, manage, transfer, exchange, rent, lease or sell or manage by any other case for the whole or in part of trade names, trademarks, brands, copyrights, patents, designs, formulas, secret processes, licenses, concessions, improvements or similar items used for related items or as acquired according to laws of Thailand or any other jurisdiction, and issue, use and develop and permit relevant to pertinent items mentioned or the use of those items for other benefits.
68	To apply, register, purchase, permit, subcontract, procure, own, possess, operate, manage, transfer, exchange, rent, lease or sell or manage by any other case for the whole or in part of trade names, trademarks, brands, copyrights, patents, designs, formulas, secret processes, licenses, concessions, improvements or similar items used for related items or as acquired according to laws of Thailand or any other jurisdiction, and issue, use and develop and permit relevant to pertinent items mentioned or the use of those items for other benefits.
69	To endorse bills, cheques, drafts and bills of trading.
70	To have ownership rights of assets, real estate domestically and internationally for the use in offices, factories and employees' accommodations including places for raising animals, for agriculture and for industries according to the company's objectives.
71	To collect, arrange, disseminate or publish news, statistics or any other information related to trade, agriculture, industry, finance as well as preparing analytical reports and impact assessment for those activities including provision of advice for customers according to the material details of those reports.
72	To be a contractor for construction, forest clearing, plant cultivation and maintenance of horticulture
73	To examine, experiment and analyze all types of plants including trading of wood products such as timbers, plywood, wood chips, wood scraps and other wood products.
74	To manufacture, purchase, sell or hire-purchase machinery, engines, tools and appliances used in agriculture, spare parts and engines including any electrical equipment or others used in extraction or refinery plants for vegetable oils and chemicals for all types of agriculture and industry.
75	To be a representative, broker, sales agent for domestically and internationally for all types of products and services aforementioned including being a representative or broker to import and export those products except non-life insurance business, membership recruitment for associations and securities trading.
76	To enter into legal contracts to control and prevent risks from fluctuations in foreign exchange rates, interest rates and prices of raw materials, products and assets.
77	To accept transfers of any debt claim from persons or general juristic persons regardless of whether those debts are secured with collaterals or not.
78	The company may issue shares with the price higher or lower than the par value.
79	The company may issue securities such as debentures, bills, warrants on debentures or any other securities to the public according to applicable securities and exchange laws.

In order to support business expansion and increase the Company's potential in accepting work in the future, it is deemed appropriate to add the objectives of the Company. This amendment to the objectives will be a consequence for the Company Clause 3 of the Company's Memorandum of Association must be amended to be consistent with each other.

According to the Company's Articles of Association and the Public Limited Companies Act B.E. 2535 by letting the person at the company assignment to register the amendment of the Memorandum of Association at the Department of Business Development Ministry of Commerce has the power to amend and add wording to comply with the order of the Registrar and/or any other relevant government agencies.

Give the shareholders an opportunity to raise questions, make suggestions or express opinions. There was no shareholder raising any questions in this agenda.

Then asked the Meeting to consider approving the amendment of the Company's Objectives and amendment of the Clause 3 of Memorandum of Association

Resolutions: The Meeting resolve to approve the amendment of the Company's objectives which from the original company that there are; 25 objectives, addition of 54 new particular of objectives, totaling 79 objectives and amendment to the Memorandum of Association to be consistent with the amendment of the Company's objectives to "Clause 3 the Company's objectives consist of 79 objectives" by authorizing the authorized director of the Company or Chief Executive Officer have the authority to take any action necessary and in connection with such amendment to the Memorandum of Association. This includes but is not limited to amendments to any statements based on advice, opinions or orders of the Registrar of the Ministry of Commerce and/or any other relevant government agencies.

The Meeting approved this Agenda Item requires votes of not less than three -fourth (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote.

Voting	Approved	Disapproved	Abstained	Void	Total
Vote	243,621,241	0	0	0	243,621,241
%	100.0000	0.0000	0.0000	0.0000	100.0000

Agenda 8: To consider and approve the limit of the issuance and offering of debentures of the Company

The Company have objective to offering of this debentures of the company, to be operation and/or expansion of existing businesses and/or new businesses and/or as working capital of the Company and its subsidiaries or for other purposes as the Board of Directors deems appropriate.

The Company therefore proposes a fundraising plan by issuing and offering debentures of the Company. In the amount not exceeding Baht 600,000,000 (six hundred million baht). The details are as follows:

Type of the Debentures	All types of the Debentures: Name or Un-name the Holder, Secured and/or Unsecured, Treasury and/or Non-treasury, Subordinated and/or Unsubordinated; with/and without credit rating with/and without bondholders' representative, amortization type and/or a one-time payment of principal upon maturity. Thus, depending on the appropriateness of the market conditions at the time of issuance and offering each time as may be further permitted by the relevant regulatory authorities.
Currency	Baht currency and/or Foreign currency using the exchange rate at the time of issue and Offer to sell debentures each time.
Total Value of the Debentures	The total value of unredeemed debentures at any point in time not exceeding Baht 600,000,000 (six hundred million baht) or in other currencies at the rate equivalent to Baht. Company can issue and offer for sales additional the Debentures and/or issue and offer for sales Debenture as replacement of primary the Debentures already released within the aforesaid limit, by the total outstanding principal amount of shares. The loan issued by the company at any time must not exceed the said credit line.
Maturity	As specified in each occasion depending on market conditions at the time of issuance and offering of debentures.
Interest Rate	Depend on market condition while issuing and offering such debentures. This is under the regulations of announcements of the Securities and Exchange Commission and/or the Office of the SEC and/or other announcements or regulations applicable at the time of each offering and issuance of the debentures.
Offering for Sales	<p>(1) Offering for sale all debentures at the same time or several times and/or as a project; and/or in a revolving manner (Revolving) in the event that the Company offers bonds in a rotating manner. The company can redeem or receive payment. The principal can be repaid under the specified conditions and credit limit.</p> <p>(2) Offering for sale to the general public and/or to specific investors and/or investor's Domestic institutional investment and/or abroad and/or large investor's whole or part This may be divided into single or multiple offerings. According to the announcement of the Securities and Exchange Commission and/or the Capital Market Committee or according to announcements, ministerial regulations, rules and other laws applicable at the time of issuance of the debentures.</p> <p>(3) In order to Company has redeemed or to repay the debentures issued within this approved amount. The Company is able to issue additional debentures in lieu of the amount that has been redeemed or repaid. The debentures issued by the Company in lieu of these will have the terms and conditions as specified.</p>
Release before Maturity	The Shareholders may be or may be not entitled to release the Debentures before maturity and the Company may be or may be not entitled to release the Debentures before maturity or the Company may require redemption in exceptional circumstances (Special Event Redemption) any or not, subject to the terms and conditions issuance of debentures each time.
Authorization	<p>The Board of Directors and/or the Chief Executive Officer and/or the Board of Directors Executive has the authority to determine other details and conditions related to the issuance and offering debentures such as the name designation, the nature of the offering of debentures Number of debentures to be issued and offered for sale each time Type of debentures Collateral Offering price per unit Maturity redemption period early redemption interest rate How to pay principal and interest allocation method and details of the offering, etc.</p> <p>The registration of such debentures registered with the Thai Bond Market Association or any secondary market as well as having the power to take action, ask for permission from the relevant authorities. Appointment of consultants or persons related to the issuance and offer debentures Appointment of a financial advisor Institutional bond underwriter trust Rating property appraiser legal advisor Debenture Registrar payment agent Debenture holder representative or other consultants or any other persons involved in issuing and offering debentures, as well as negotiating, agreeing, and signing various contract documents involved and have the authority to take any action as necessary and in connection with the issuance and offering debentures this time.</p>
Other conditions	Depending on market conditions at the time of each bond issuance and offering and other factors that relevant.

The Company can issue and offer additional debentures and/or offer debentures to replace existing debentures that have already been redeemed within the said amount. The total outstanding principal amount of the debentures that the Company issued at any time must not exceed the said amount

Give the shareholders an opportunity to raise questions, make suggestions or express opinions. There was no shareholder raising any questions in this agenda.

Then asked the Meeting to consider approving the limit of the issuance and offering of debentures of the Company.

Resolutions: The Meeting resolve to approve the limit of the issuance and offering of debentures of the Company by authorizing the authorized director of the Company or Chief Executive Officer or the person authorized by the Chief Executive Officer to have the power to determine other details and conditions relating to the issuance and offering of debentures, such as the designation of the name, the nature of the offering of the debentures Number of debentures to be issued and offered for sale each time, type of debentures, Collateral, Offering price per unit, Maturity, Redemption period, release before maturity, interest rate, to pay principal and interest, allocation method, and details of the offering, etc.

To register such debentures with the Thai Bond Market Association or any secondary market, as well as having the power to apply for permission from relevant agencies. To appointment of advisors or persons related to the issuance and offering of debentures, appointment of a financial advisor, bond underwriter, credit rating agency, property appraiser, legal advisor, Debenture Registrar, payment agent, Debenture holder representative or other consultants or any other persons involved in the issuance and offering of debentures, including entering into negotiations, agreements, and signing contracts Related and has the power to take any action as necessary and in connection with the issuance and offering of debentures at this time and/or any other relevant government agencies.

The Meeting has approved this agenda by the majority votes of shareholders attending the meeting and casting their votes, with the following votes:

Voting	Approved	Disapproved	Abstained	Void	Total
Vote	243,621,241	0	0	0	243,621,241
%	100.0000	0.0000	0.0000	0.0000	100.0000

Agenda 9 To consider other matters (if any)

There was no additional agenda item to be proposed by the shareholders.

The Meeting had completely considered and resolved the matters in the sequential agenda items as specified in the Invitation Letter. The Chairman gave the shareholders an opportunity to raise questions and express opinions. The shareholders asked the questions which could be summarized as follows:

1. Questions from Khun Suchin Uamruangsri, a shareholder:

What type of new business the Company is interested in expanding into in the future and when do you expect to have a clear and concrete start of new businesses?"

Khun Surachai Chetchotisak, Chief Executive Officer responded to the shareholder:

We already made an announcement of our direction from the Board and Management to enter into SMB (Small Medium Businesses) which have a promising future and recently gain more attention. Besides, our interest is in businesses related to lifestyle and IT and we already set them as our targets.

And about when will this become clearer and more concrete? The Management expected that by the 3rd quarter of 2023, we should see the progress in incorporating new businesses into our investment and business plans.

2. Questions from Napaporn Chuchaisri, a shareholder:

To invest in the expansion into new businesses, how does the Management prepare to promote financial readiness of the Company?

Khun Surachai Chetchotisak, Chief Executive Officer responded to the shareholder: I would like to inform the meeting that the Company currently has quite a strong financial position. As shareholders are already aware, today we have an agenda to propose an issuance of debenture to the meeting. This means that the Company already has a plan and that is the reason the Company plans to secure financing from existing funds as well as looking for new sources of funds to support the business plan we have. I confirm to the meeting that the Company is well-prepared and well-planned on this.

3. Questions from Khun Napassorn Tientong, a shareholder:

What is the Company's plan to solve the liquidity issue of GIFT shares?

Khun Surachai Chetchotisak, Chief Executive Officer responded to the shareholder:

Regarding the liquidity, the Company expected the improvement and completeness in the near future thanks to the 2 guidelines that the Management has prepared which to be discussed within the Management later on.

1. Firstly, when we have more clarity on new businesses and the Company's turnaround is gaining momentum, we expected that the Company will have a stronger appeal for investors.
2. The Company has a plan on this and it is under consideration. We will propose this to the Management and inform shareholders next time on our plan to improve liquidity of GIFT shares.

There was no shareholder raising any further questions. The Chairman then thanked all shareholders for attending the Meeting and declared the Meeting closed.

The Meeting closed at 15.00 hrs.

(Mr. Surachai Chetchotisak)
Director / Chairman

(Ms. Rattapawee Lapnan)
Secretary of the Meeting / Minutes Taker