

-English Translation-

The Minutes of the 2025 Annual General Meeting of Shareholders

Beryl 8 Plus Public Company Limited

Date, Time, and Venue of the Meeting

The 2025 Annual General Meeting of Shareholders of Beryl 8 Plus Public Company Limited (the "**Company**") was convened on April 24, 2025 at 10:00 hrs., and conducted exclusively via electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other applicable laws and regulations. The meeting was livestreamed from Drawing I Room, 2nd Floor, The Okura Prestige Bangkok, located at No. 57 Witthayu Road, Lumpini Sub-district, Pathum Wan District, Bangkok 10330.

Prior to the commencement of the Meeting

The Company presented an introductory video providing guidelines for attending the meeting via electronic means. The video also explained the voting procedure through the e-Voting system and the process for submitting questions electronically.

Commencement of the Meeting

Mr. Chatchaval Jiaravanon, Chairman of the Board of Directors, presided over the meeting (the "**Chairman**").

The Chairman welcomed the shareholders to the 2025 Annual General Meeting of Shareholders, held via electronic means, then assigned Ms. Unchalee Inthamrong, Corporate Secretary, to act as the meeting moderator ("**Meeting Moderator**").

The Meeting Moderator informed the meeting that the Company had determined the Record Date for shareholders eligible to attend the 2025 Annual General Meeting of Shareholders as March 14, 2025. There were 19 shareholders attending the meeting in person via electronic media, representing 128,100,213 shares, and 76 shareholders attending by proxy, representing 34,516,195 shares. In total, 95 shareholders and proxies attended the meeting, representing a total of 162,616,408 shares, equivalent to 61.4321 of the total 264,709,131 issued shares of the Company. It was deemed that the number of shareholders attending in person and by proxy was not less than twenty-five (25) persons or not less than half (1/2) of the total number of shareholders, holding in aggregate not less than one-third (1/3) of the total number of shares sold. A quorum was thus constituted in accordance with the Article 32 of Company's Articles of Association.

The Meeting Moderator then introduced the Company's Board of Directors, Executives, and Auditors. The details of the attendees are as follows:

Directors Attending the Meeting

All 9 directors, representing 100% of the total Board members, were in attendance at the meeting. The list of directors attending the meeting in person is as follows:

Directors attending the meeting in person:

- | | |
|---|--|
| 1. Mr. Chatchaval Jiaravanon | Chairman of the Board of Directors |
| 2. Mr. Chatrapee Tantixalerm | Independent Director / Member of the Audit Committee /
Chairman of the Nomination and Remuneration Committee |
| 3. Mr. Associate Professor
Dr. Chaiyuth Padungsaksawasdi | Independent Director / Chairman of the Audit Committee /
Member of Sustainability and Risk Management Committee |
| 4. Mr. Udomsakdi Apichatthanapath | Independent Director / Member of the Audit Committee /
Chairman of the Risk Management Committee / Member
of the Nomination and Remuneration Committee |
| 5. Dr. Nithinart Sinthudeacha | Director / Member of the Nomination and Remuneration
Committee / Chairwoman of the Executive Committee –
Domestic / Chairwoman of the Executive Committee –
International |
| 6. Mr. Apisek Tewinpagti | Director / Member of Sustainability and Risk Management
Committee / Member of the Executive Committee –
Domestic / Member of the Executive Committee –
International / Chief Executive Officer / Chief Solution
Delivery Officer |
| 7. Mr. Supachai Buristrakul | Director / Member of Sustainability and Risk Management
Committee / Member of the Executive Committee –
Domestic / Member of the Executive Committee – International |

Directors attending the meeting via electronic means:

- | | |
|-----------------------------|--|
| 1. Mr. Karn Punyacharoensin | Director |
| 2. Mr. Krisada Ketphupong | Director / Member of Sustainability and Risk Management
Committee / Member of the Executive Committee –
Domestic / Member of the Executive Committee – International |

Executives in attendance:

- | | |
|-------------------------------|---|
| 1. Mrs. Supattra Simtharakaew | Member of Sustainability and Risk Management Committee
/ Member of Executive Committee - Domestic / Member of
Executive Committee - International / Chief Financial Officer |
|-------------------------------|---|

Auditors:

- | | |
|--------------------------------|--|
| 1. Mr. Vatcharin Pasarapongkul | Auditor from EY Office Limited |
| 2. Mrs. Ponnard Paocharoen | Auditor from EY Office Limited |
| 3. Mr. Thanrawe Pattarawinit | Representatives from EY Office Limited, serving as a witness for the vote counting process |

The Meeting Moderator informed the attendees that the Thai Investors Association had granted a proxy to Miss Chanatip Wittayakul to act as a volunteer, ensuring the protection of the rights of attending shareholders and serving as a witness to the vote-counting process, alongside the auditor's representative. For this meeting, the Company used the electronic meeting system provided by Inventech Systems (Thailand) Co., Ltd., a service provider whose system fully complies with the electronic meeting standards set by the Electronic Transactions Development Agency (ETDA) and the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other applicable laws and regulations.

The Company has demonstrated its commitment to good corporate governance by prioritizing the rights and equitable treatment of shareholders. In line with this, the Company notified the Stock Exchange of Thailand and published an announcement on its website, inviting shareholders to nominate candidates for directorial positions and propose agenda items for consideration at the 2025 Annual General Meeting of Shareholders. This invitation period was open from October 1, 2024, to December 31, 2024. However, no shareholders submitted agenda items or nominations for directorial election, in accordance with the Company's Articles of Association.

Before proceeding with the agenda items, the Meeting Moderator provided an explanation of the meeting procedures, the voting process for each agenda item, and the method for submitting questions and casting votes through the e-Voting system. A video presentation was shown to facilitate understanding, ensuring that all shareholders could easily follow the procedures. The key points of the meeting procedures and guidelines are as follows:

Meeting Methods and Criteria

1. **Casting Votes on Each Agenda:** Shareholders will have votes based on the number of shares they hold, with one share equaling one vote. Shareholders may only cast one vote, choosing either Approve, Disapprove, or Abstain. Partial voting is not allowed unless it is a Custodian's vote.
2. **Election of Directors:** For Agenda Item 4, the election of directors to replace those retiring by rotation, the Company will use an individual election method to align with good corporate governance principles.
3. **Electronic Voting:** Voting through electronic means (e-Voting) by shareholders is considered binding and equivalent to traditional voting methods.

4. **Proxy Appointment:** If a shareholder has appointed a proxy and cast votes on the proxy form, the system will record the votes as specified.
5. **Advance Voting:** Shareholders who have logged into the system but do not attend the meeting until completion can vote in advance on agenda items that have not yet been proposed. The Company will count these votes when the relevant agenda item is presented.
6. **Non-voting Case:** If voting on an agenda is closed, and shareholders do not cast a vote or select "Cancel the Latest Vote", the Company will consider the shareholder's vote as Approve on the proposed agenda. To facilitate vote counting, the Company will subtract Disapprove and Abstain votes from the total, and the remaining votes will be considered Approve votes.
7. **Announcement of Vote Results:** The Company will announce the voting results for Approve, Disapprove, and Abstain for each agenda item, based on the latest number of shareholders or proxies attending the meeting. Once the results for an agenda item are announced, those results will be final.

Procedures for Voting

1. The meeting will proceed with the matters in the order outlined in the meeting invitation letter. Information regarding each agenda item will be presented, and shareholders will be afforded the opportunity to ask questions prior to voting. The results of the votes will be announced to the meeting once the vote counting for each agenda item has been completed and finalized.
2. Shareholders are entitled to cast their votes on each agenda item, with three available options: Approve, Disapprove, or Abstain. After selecting the desired option, shareholders must click the "Submit Vote" button to cast their vote. Votes can be revised within the given time frame. The Company will allocate one minute for the voting process. If no vote is cast by the shareholder or proxy within the given time, the vote will be automatically considered as 'Approve' for the proposed agenda item.
3. For shareholders or multiple proxies, the system will display the names of all proxies. Voting will be conducted individually for each proxy. In the case of receiving proxies from multiple shareholders using the same email address and phone number for identity verification, the system will combine the proxy names into a single user account. However, if different email addresses or phone numbers are used for identity verification, the system will treat them as separate user accounts.

To access other accounts, click on the "User Account" menu and press the "Change Account" button to switch to another proxy's account. The system will not remove votes from the meeting base when changing accounts.

4. In the event that a shareholder registers but leaves the quorum before voting closes on any agenda item, their votes will not be counted as part of the quorum for that specific agenda. Additionally, votes

will not be counted for any remaining agenda items. However, leaving the quorum during any agenda item will not disqualify the rights of shareholders or proxies from returning to participate in the meeting and casting votes on agenda items that have not yet been voted on the next agenda item

Voting Results Calculation

The Company will apply vote counting criteria in accordance with the law and the Company's Articles of Association, dividing the vote counting methods into two categories as follows:

Section 1: For agenda items that require approval by a majority vote of the shareholders presenting and voting (Agenda items 2, 3, 4, and 6), the Company will exclude the "Abstain" votes from the calculation base.

Section 2: For agenda items that require approval by at least two-thirds of the total votes of shareholders present and entitled to vote (Agenda item 5), the Company will include all votes Approve, Disapprove, and Abstain in the calculation base.

Inquiries and Comments

Before proceeding with the voting on each agenda item, the Chairman or the assigned person will provide an opportunity for shareholders to ask questions or make comments on matters related to that specific agenda item, as deemed appropriate. The procedure is as follows:

1. Asking Questions or Making Comments

- Shareholders or proxy holders can use the "Submit Question" function in the system by selecting the relevant agenda item or by typing questions in advance and clicking "Submit Question."
- The Company will allocate 1 minute for submitting questions for each agenda item.

2. Answering Questions

- The Company will respond to questions in the meeting room for the relevant agenda item.
- If there are numerous questions, the Company reserves the right to select those that are most relevant and appropriate.
- If all questions cannot be addressed within the allotted time, the remaining questions will be compiled in the appendix to the minutes of the Annual General Meeting of Shareholders and published as deemed appropriate.

Furthermore, the Meeting Moderator clarified that the Company has collected, used, and disclosed personal data, including the recording of audio and video presentation from the meeting, to comply with the laws regarding meetings through electronic media. This is also to prepare the meeting report and manage the meeting according to the prescribed procedures. The names of shareholders and proxies who asked questions or made comments will appear in the meeting minutes and will be published on the Company's website.

The Meeting Moderator also mentioned that if shareholders or proxies experience any issues with the meeting system during the session, they may contact the Call Center at 02-931-9136 or via the Official Line, as displayed on the screen.

Once shareholders confirmed they had no further comments regarding the voting process, vote counting, announcement of results, and inquiries during the meeting as previously mentioned, the meeting proceeded according to the agenda items.

Agenda 1 To Acknowledge the Company's Operations for the Year 2024

The Chairman assigned Mr. Apisek Tewinpagti, Chief Executive Officer, ("Chief Executive Officer"), to present this agenda item.

The Chief Executive Officer presented the company's performance and key changes that occurred during the year 2024, with details provided in the Annual Registration Statement / Annual Report for 2024 (Form 56-1 One Report), which was previously sent to shareholders in QR code format along with the meeting invitation letter, as indicated in Attachment 1. The summary of the report is as follows:

Beryl 8 Plus Public Company Limited or BE8 has experienced significant growth over the past year, evolving from its origins as a CRM and data consulting firm into a fully integrated leader in the Digital Transformation Ecosystem. The Company's service offerings now comprehensively cover all dimensions of digital transformation, including:

- Strategy Development
- Customer Experience Design
- Technology Consulting
- Data and Artificial Intelligence (AI) Management
- Digital Agency Services
- Cybersecurity
- IT Outsourcing / Staff Augmentation

Key Achievements and Developments in 2024:

1. Establishment of HoriXon T8 Co., Ltd.

The Company entered into a joint venture with Dhipaya Group Holdings Public Company Limited (TIPH) to establish HoriXon T8 Co., Ltd., aiming to enhance Thailand's Insurance Ecosystem systematically and efficiently through AI-powered digital transformation. The joint venture focuses on improving consumer experience, boosting operational efficiency in insurance companies, and supporting ecosystem partners to enhance competitiveness at the regional level.

2. Investment in Heartsell Entertainment Co., Ltd.

The Company invested in Heartsell, a creative agency specializing in content creation, marketing, and digital campaigns. This strengthens BE8's creative and communication capabilities within its ecosystem and enables the Company to provide more comprehensive, end-to-end services to clients.

3. International Expansion through CarbonX

The Company established CarbonX in Australia to offer high-demand services globally, including AI, Data Analytics, and Marketing Technology (MarTech). This marks a critical step toward building an international business foundation and expanding into new regional markets.

4. Team and Operational Expansion in Southeast Asia

The Company expanded operations to Singapore and established a regional support team in Vietnam comprising over 20 personnel, focusing on supporting the Company's innovation and technology services in the region.

Transition to AI-Powered Digital Transformation

The Company has elevated its ecosystem from traditional digital transformation to a fully AI-powered digital transformation ecosystem, with key objectives including:

- Creating new S-Curves for growth
- Enhancing client capabilities
- Driving efficiency and innovation through AI automation
- Integrating AI into core business processes

(According to McKinsey, 92% of global organizations are expected to increase investment in AI over the next three years, demonstrating that AI is now an essential tool for enhancing competitiveness.)

AI Market Trends and BE8's Strategic Response:

- The global AI market is projected to exceed 800 billion USD by 2030
- The Generative AI market in Thailand is expected to grow from 313 million USD this year to 1.77 billion USD by 2030, particularly in the financial, retail, manufacturing, and government sectors, which are the Company's main target groups.

In 2024, the group of companies has taken proactive steps in AI as follows:

- Established a dedicated AI team to develop AI solutions that meet business needs.
- Collaborated with leading partners such as Salesforce, Gemini, Google, and OpenAI's ChatGPT.
- Started providing AI services to over 10 clients.
- Integrated AI technology into the company's core services, such as using AI for data analytics to create marketing strategies, accelerating digital transformation processes, and detecting cybersecurity threats.

- Implemented AI within the organization to improve efficiency and reduce costs in areas such as accounting, human resources management, procurement, and legal affairs.

Notable Awards in 2024:

1. ASEAN Top Performing Partner of the Year 2024 – Salesforce
2. Southeast Asia Emerging Partner of the Year 2024 – Adobe

Expanding the Business Partner and Customer Base Both Domestically and Internationally:

- **Technology Partners:** The company has continuously expanded its technology partnerships, with several partners being leaders in AI who continue to develop their own AI technologies. This enables the company to leverage AI innovations to enhance and develop modern services that better meet customer needs.
- **Customer Base:** Over 500 clients, both domestic and international.
- **New Clients:** More than 30 new clients acquired in the past year across various industries such as finance, retail, insurance, and government.
- **Global Projects:** Running projects in over 10 countries around the world.
- **International Clients:** The group of companies has nearly 50 international clients from various countries.

Strategic Response to Economic Challenges:

Last year, the Company faced challenges due to the sluggish economy and delays in the approval of government spending budgets, which impacted certain operations. As a result, the company has adjusted its strategy as follows:

1. Creating Strategic Joint Ventures (SJV) with partners to foster stable long-term growth.
2. Using technology and solutions to reduce costs: The company focuses on developing technologies that enable clients to manage costs effectively, such as using AI to enhance work efficiency. Additionally, the company develops solutions that help clients reduce costs and improve cost management, enabling them to compete better and achieve sustainable long-term growth.

Corporate Governance and Anti-Corruption:

- The Company has been a member of Thailand's Private Sector Collective Action Coalition Against Corruption (CAC) since 2020 and received its latest recertification on October 5, 2022
- Key measures include:
 - Clear anti-corruption and whistleblower policies
 - Risk assessment, monitoring, and evaluation procedures
 - Orientation and training for all new employees
- In 2024, there were no complaints or misconduct reported under the anti-corruption policies

The Chairman then provided the shareholders with an opportunity to ask questions or offer additional comments. The questions raised were summarized as follows:

Mr. Satinat Pongtanya (Shareholder) raised two questions:

- 1) What is the Company's revenue target for the year 2025?

The Chairman assigned the Chief Executive Officer to respond.

The Chief Executive Officer explained that the Company is committed to driving growth and developing new services to meet the demands of digital transformation in the new era. The Company has incorporated emerging technologies such as Generative AI into its solution development and enhancement processes. While the long-term outlook for the technology industry remains positive, external factors still present uncertainties that may impact short-term performance. The Company is closely monitoring the situation and is ready to adapt its strategies accordingly.

- 2) The SG&A expenses have continued to rise. It's understood that this is due to international expansion and the formation of a new product team focused on AI. When will these investments begin generating revenue?

The Chairman again assigned the Chief Executive Officer to respond.

The Chief Executive Officer clarified that the increase in Selling, General, and Administrative Expenses (SG&A) is primarily due to:

- Expansion into international markets, and
- The establishment of a dedicated team for AI-related product development.

Both areas have already begun contributing revenue to the Company. Currently, more than 10 clients are utilizing the Company's AI services, which reflects a strong and consistent growth trend. The Company continues to develop other product lines aimed at strengthening the Company's long-term competitive capabilities.

The Company is confident that these investments in international business expansion and AI technology will serve as significant drivers of sustainable growth and will effectively meet client demands for efficiency enhancement and cost optimization.

The Meeting Moderator informed the shareholders that, there were no further questions or comments, the meeting would proceed to the next agenda item. As this agenda was for acknowledgment only, no voting was required.

Resolution of the Meeting: The meeting acknowledged the Company's Operations for the Year 2024.

Agenda 2 To consider and approve the Consolidated and Separate Financial Statements for the year ended December 31, 2024

The Chairman assigned Associate Professor Dr. Chaiyuth Padungsaksawasdi, Chairman of the Audit Committee (“Chairman of the Audit Committee”), to present this agenda item.

The Chairman of the Audit Committee reported to the meeting that, in accordance with Section 112 of the Public Limited Companies Act B.E. 2535 and Articles 38 and 39 of the Company’s Articles of Association, the Company is required to prepare the balance sheet and profit and loss statement at the end of each fiscal year. These financial statements must be audited by a certified public accountant and submitted to the Annual General Meeting of Shareholders for approval. The Board of Directors is responsible for appointing an auditor to complete the audit of the financial statements before submission.

Accordingly, the Company proposed the Statement of Financial Position and the Statement of Comprehensive Income for the fiscal year ended December 31, 2024, which have been audited and certified by Mr. Vatcharin Pasarapongkul, Certified Public Accountant No. 6660 from EY Office Limited. The details are set out in the Annual Registration Statement for the year 2024 (Form 56-1 One Report), which was delivered to shareholders in QR code format along with the Meeting invitation, as enclosed in Attachment 1. A summary of the financial statements is as follows:

(Unit: Baht)

Details	Consolidated Financial Statements		Separate Financial Statements	
	Year 2023	Year 2024	Year 2023	Year 2024
Total Assets	3,989,337,019	4,001,770,507	2,878,655,608	2,883,967,046
Total Liabilities	1,189,681,747	1,122,718,860	238,617,605	258,784,319
Shareholder’s Equity	2,799,655,272	2,879,051,647	2,640,038,003	2,625,182,727
Total Revenues	2,427,494,089	2,537,960,178	660,883,398	654,591,179
Net Profit	244,392,939	154,505,115	106,946,597	54,094,306
Earnings per share	0.92	0.58	0.40	0.20

The Board of Directors deemed it appropriate to propose to the 2025 Annual General Meeting of Shareholders the consideration and approval of the separate and consolidated financial statements of the Company and its subsidiaries for the fiscal year ended December 31, 2024. These financial statements have been audited and certified by the Company’s auditor from EY Office Limited and have been reviewed and approved by both the Audit Committee and the Board of Directors.

The Chairman then provided the shareholders with an opportunity to ask questions or offer additional comments. The questions raised were summarized as follows:

Mr. Satinat Pongtanya (Shareholder) asked: Why did the Company not record the entire non-cash expense from the impairment of Goodwill in a single instance? Why is it being amortized gradually, thus impacting profits over time?

The Chairman assigned the Chief Financial Officer to respond.

The Chief Financial Officer clarified that the non-cash item mentioned is defined as the amortization of intangible assets, which is not impairment of Goodwill. Therefore, the intangible assets have a useful life and must be recognized over time through amortization which cannot be recorded entirely in a single accounting period.

As there were no further questions or suggestions from the floor, the Chairman proposed that the meeting proceed to vote on this agenda item.

The Meeting Moderator informed the meeting that a resolution for this agenda item would require approval by a majority vote of the shareholders presenting and casting their votes.

Resolution of the Meeting: The meeting unanimously resolved, by a majority vote of the shareholders who attended the meeting and cast their votes, to approve the separate and consolidated financial statements of the Company and its subsidiaries for the fiscal year ended December 31, 2024, with the following voting results:

Resolution	Number of Votes	Equivalent to (%)
Approved	162,638,808	99.9855
Disapproved	23,500	0.0144
Abstained	0	-
Total	162,662,308	100.0000

Remarks: In this agenda item, an additional 2 shareholders or proxies attended the meeting, representing 45,900 shares. As a result, the total number of attendees increased to 97, representing a total of 162,662,308 shares.

Agenda 3 To consider and approve the dividend payment for the operating results of the year 2024 and the appropriation of a legal reserve

The Chairman assigned Mrs. Supattra Simtharakaew, Chief Financial Officer (“Chief Financial Officer”), to present this agenda item.

The Chief Financial Officer reported to the meeting that, in compliance with Section 116 of the Public Limited Companies Act B.E. 2535 and Article 45 of the Company’s Articles of Association, the Company is required to allocate a portion of the annual net profit to a legal reserve, amounting to no less than 5% of the annual net profit, after deducting any accumulated losses carried forward (if any), until the legal reserve reaches

at least 10% of the registered capital. The Company currently has a registered capital of 138,972,368 Baht, and a legal reserve of 13,240,000 Baht as per the separate financial statements. Therefore, for the year 2024, the Company will allocate 660,000 Baht to the legal reserve, increasing the total legal reserve to 13,900,000 Baht, which represents 10% of the Company's registered capital.

Regarding dividend payments, the Company has a policy to distribute dividends to shareholders at a rate of not less than 40% of the net profit, based on the separate financial statements, after deducting corporate income tax, legal reserves, and other reserves (if any, and as specified). Nevertheless, the Board of Directors may consider and, if necessary, revise the dividend policy by taking into account various factors such as the Company's operating performance, the need for working capital, future business expansion plans, and prevailing market or economic conditions.

In 2024, the Company recorded a net profit of 54,094,306 Baht, based on the separate financial statements for the fiscal year ended December 31, 2024, equivalent to earnings of 0.20 Baht per share. Following the allocation to the legal reserve, the Company maintained sufficient retained earnings and cash flow to support the proposed dividend payment.

Therefore, the Company proposes to distribute a dividend for the fiscal year from January 1, 2024, to December 31, 2024, at the rate of 0.24 Baht per share, based on a total of 264,709,131 shares. The total dividend payment will amount to 63,530,191.44 Baht. The proposed dividend is to be paid from the accumulated profits of the investment promoted business subject to the Board of Investment (BOI) at 0.22 Baht per share and from non-investment promoted business (Non-BOI) at 0.02 Baht per share.

The record date for determining shareholders' entitlement to receive the dividend will be May 6, 2025, with the dividend payment to be made on May 22, 2025. However, the dividend payment remains uncertain as it is subject to the resolution of the 2025 Annual General Meeting of Shareholders.

The comparison of dividend distribution between 2023 and 2024 is as follows:

Items		2023	2024
1.	Net income (Million Baht)	106.9	54.1
2.	Number of ordinary shares (Million shares)	264.7	264.7
3.	Earnings per share (Baht per share)	0.40	0.20
4.	Dividend payment per share (Baht per share)	0.23	0.24
5.	Total dividend payment (Million Baht)	60.9	63.5

Notes: Annual net profit is the net profit in separate financial statements

The Board of Directors deems it appropriate to propose to the 2025 Annual General Meeting of Shareholders to consider and approve the appropriation of profit from the operating results for the period from

1 January 2024 to 31 December 2024, for legal reserve allocation and dividend distribution, with the following details:

1. To allocate profit in the amount of 660,000 Baht as a legal reserve. As a result, the Company's total legal reserve will amount to 13,900,000 Baht, which is equivalent to 10% of the Company's registered capital.
2. To distribute dividends in cash at the rate of 0.24 Baht per share for a total of 264,709,131 ordinary shares, amounting to a total dividend payment of 63,530,191.44 Baht. The proposed dividend is to be paid from the accumulated profits of the investment promoted business subject to the Board of Investment (BOI) at 0.22 Baht per share and from non-investment promoted business (Non-BOI) at 0.02 Baht per share.

The Chairman provided the shareholders with an opportunity to ask questions or offer additional comments. As no questions or further comments were raised, the Chairman proposed that the meeting proceed with a vote to approve the dividend payment for the operating results of the year 2024 and the appropriation of the legal reserve, as proposed to the meeting.

The Meeting Moderator informed the meeting that a resolution for this agenda item would require approval by a majority vote of the shareholders presenting and casting their votes.

Resolution of the Meeting: The meeting unanimously resolved, by a majority vote of the shareholders who attended the meeting and cast their votes, to approve the dividend payment for the operating results of the year 2024 and the appropriation of the legal reserve as proposed, with the following voting results:

Resolution	Number of Votes	Equivalent to (%)
Approved	162,662,308	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total	162,662,308	100.0000

Remarks: In this agenda, there were no additional shareholders or proxies attending the meeting.

Agenda 4 To consider and approve the election of directors to replace those who are retired by rotation

The Meeting Moderator informed the meeting that, under Agenda Item 4, three directors of the Company were due to retire by rotation, namely: 1. Associate Professor Dr. Chaiyuth Padungsaksawasdi, 2. Dr. Nithinart Sinthudeacha, 3. Mr. Karn Punyacharoensin. In accordance with good corporate governance principles, the directors who are due to retire by rotation voluntarily excused themselves from the meeting during the consideration of this agenda and will rejoin the meeting once the deliberation on this item has been concluded.

Once the directors who were due to retire by rotation and had been nominated for re-election by the shareholders had excused themselves from the meeting, the Chairman assigned the Meeting Moderator, in her capacity as Secretary of the Nomination and Remuneration Committee, to present this agenda item to the meeting.

The Meeting Moderator informed the meeting that pursuant to Section 71 of the Public Limited Companies Act B.E. 2535 and Article 17 of the Company's Articles of Association, one-third (1/3) of the total number of directors shall retire by rotation at every Annual General Meeting of Shareholders. For the 2025 Annual General Meeting of Shareholders, three directors were due to retire by rotation as follows:

1. Associate Professor Dr. Chaoyuth Padungsaksawasdi
2. Dr. Nithinart Sinthudeacha
3. Mr. Karn Punyacharoensin

The Company has followed its Good Corporate Governance Policy to demonstrate its commitment to treating all shareholders fairly and equitably. As part of this commitment, the Company provided an opportunity for shareholders to propose agenda items and nominate qualified individuals possessing the appropriate knowledge, expertise, and suitability for election as directors at the 2025 Annual General Meeting of Shareholders, in advance. The proposal period was open from October 1, 2024, to December 31, 2024. During this period, the Company published its nomination criteria and procedures via the electronic system of the Stock Exchange of Thailand (SET) and on the Company's website. Upon the close of the submission period, no shareholder had proposed any agenda items or director nominations.

The Nomination and Remuneration Committee (excluding the directors retiring by rotation at the 2025 Annual General Meeting of Shareholders) carried out the director's nomination process in accordance with the Company's nomination criteria. The committee thoroughly reviewed each candidate's qualifications and suitability based on the Public Limited Companies Act B.E. 2535 (1992) (including its amendments), the composition of the Board, the qualifications of independent directors, and relevant criteria and notifications issued by the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET). The Committee also carefully considered the diversity of the Board's structure, the qualifications, expertise, and skills of the candidates, aligning with the Company's Board Skills Matrix, strategic direction, and their performance during their tenure as directors of the Company.

The Board of Directors, excluding those directors who are due to retire by rotation at the 2025 Annual General Meeting of Shareholders, has carefully and thoroughly reviewed the qualifications of each nominated individual. The Board approved the recommendation of the Nomination and Remuneration Committee and resolved to propose the nominations to the shareholders for consideration and election to replace those directors retiring by rotation. Accordingly, the Board proposes that the following three directors be re-elected for another term:

- Associate Professor Dr. Chaityuth Padungsaksawasdi to be re-elected as an Independent Director
- Dr. Nithinart Sinthudeacha to be re-elected as a Director
- Mr. Karn Punyacharoensin to be re-elected as a Director

All three nominated individuals are fully qualified under the relevant laws and the Company's Articles of Association. They possess the necessary experience, knowledge, and expertise aligned with the Company's Board Skills Matrix. Their previous performances as members of the Board were commendable. The Board of Directors also reviewed and confirmed the independence qualifications of Associate Professor Dr. Chaityuth Padungsaksawasdi and found that he is capable of providing independent opinions and meets all legal and regulatory requirements to serve as an independent director.

The profiles of all three director nominees had been provided to shareholders in advance along with the meeting invitation letter.

The Chairman provided the shareholders with an opportunity to ask questions or offer additional comments. As no questions or further comments were raised, the Chairman proposed that the meeting proceed with a vote to approve the election of directors to replace those retiring by rotation.

The Meeting Moderator informed the meeting that a resolution for this agenda item would require approval by a majority vote of the shareholders presenting and casting their votes.

Resolution of the Meeting: The meeting unanimously resolved, by a majority vote of the shareholders who attended the meeting and cast their votes, to approve the re-election of three directors who were retiring by rotation. The three directors were re-elected to serve for another term. The re-election of each director was voted on individually as follows:

- 1) Associate Professor Dr. Chaityuth Padungsaksawasdi, Independent Director (to be re-elected for another term)

Resolution	Number of Votes	Equivalent to (%)
Approved	162,662,308	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total	162,662,308	100.0000

- 2) Dr. Nithinart Sinthudeacha, Director (to be re-elected for another term)

Resolution	Number of Votes	Equivalent to (%)
Approved	162,662,308	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total	162,662,308	100.0000

3) Mr. Karn Punyacharoensin, Director (to be re-elected for another term)

Resolution	Number of Votes	Equivalent to (%)
Approved	162,662,308	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total	162,662,308	100.0000

Remarks: In this agenda, there were no additional shareholders or proxies attending the meeting.

Agenda 5 To consider and approve the remuneration to the Board of Directors for the year 2025

The Chairman assigned the Meeting Moderator, in her capacity as Secretary of the Nomination and Remuneration Committee, to present the details of this agenda item to the meeting.

The Meeting Moderator reported that, in accordance with the Public Limited Companies Act B.E. 2535 (1992), Section 90, and the Article 22 of Company's Articles of Association, the Board of Directors is entitled to receive remuneration in the form of salary, meeting allowances, bonuses, or other benefits, as determined by the shareholders' meeting.

The Nomination and Remuneration Committee has reviewed the appropriateness of the directors' remuneration based on best practices as issued by the Thai Institute of Directors Association (IOD) and adapted to align with the Company's specifics. The committee thoroughly evaluated various factors, including the alignment with the Company's performance, the scope of duties and responsibilities, the performance of individual directors, and comparisons with companies listed on the Stock Exchange of Thailand and within the same industry group. The remuneration proposal is deemed appropriate and competitive. Therefore, the committee recommends that the Annual General Meeting of Shareholders approve the directors' remuneration for the year 2025, with a total budget not exceeding 4,000,000 Baht (Four Million Baht), the same as the previous year.

The Board of Directors proposes that the 2025 Annual General Meeting of Shareholders approve the director remuneration for the year 2025, in the total amount not exceeding 4,000,000 Baht (Four Million Baht), effective until the next amendment by a resolution of the shareholders' meeting. The details of the remuneration are as follows:

Directors' Remuneration		Year 2024 Baht/person/Meeting	Year 2025 (Proposed Year) Baht/person/Meeting
1.	Monetary Compensation		
	1.1 Monthly Remuneration	- None -	- None -
	1.2 Meeting allowance		
	• Board of Directors		

Directors' Remuneration		Year 2024 Baht/person/Meeting	Year 2025 (Proposed Year) Baht/person/Meeting
	Chairman	50,000	50,000
	Director	30,000	30,000
	• Audit Committee		
	Chairman	40,000	40,000
	Director	30,000	30,000
	• Sustainability and Risk Management Committee		
	Chairman	20,000	20,000
	Director	10,000	10,000
	• Nomination and Remuneration Committee		
	Chairman	20,000	20,000
	Director	10,000	10,000
	• Executive Committee		
	Chairman	15,000	15,000
	Director	10,000	10,000
	1.3 Bonus	The Company will calculate and pay bonuses from the remaining director's compensation budget as approved by the shareholders. The Board of Directors will determine the terms, details, and rates of the bonus payments as deemed appropriate, based on the Company's performance. The bonuses will be paid to directors based on their performance and participation in meetings. However, directors who are executives of the Company and its subsidiaries will not receive a director's bonus.	
2.	Non-Monetary Remuneration and Other Benefits	- None -	- None -

Remark :

1. Meeting allowances shall be paid to directors who do not receive a salary, including audit committee members, independent directors, and members of various sub-committees who do not receive a salary. They will receive a meeting allowance for each meeting they attend.
2. Directors who are executives of the Company, its subsidiaries, or affiliates shall not receive a meeting allowance.

3. *Executives or employees of the Company shall not receive any compensation for holding a directorship in the Company, subsidiary boards, or affiliate boards (as applicable).*

The Chairman provided the shareholders with an opportunity to ask questions or offer additional comments. As no questions or further comments were raised, the Chairman proposed that the meeting proceed with a vote to approve the remuneration to the Board of Directors for the year 2025

The Meeting Moderator informed the meeting that a resolution for this agenda item would require approval by at least two-thirds (2/3) of the total votes of the shareholders present and entitled to vote.

Resolution of the Meeting: The meeting unanimously resolved to approve the directors' remuneration for the year 2025 as proposed, with the approval receiving not less than two-thirds (2/3) of the total votes of the shareholders who attended the meeting and cast their votes, as follows:

Resolution	Number of Votes	Equivalent to (%)
Approved	162,662,308	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total	162,662,308	100.0000

Remarks: In this agenda, there were no additional shareholders or proxies attending the meeting.

Agenda 6 To consider and approve the appointment of the Auditor and the audit fees for the year 2025

The Chairman assigned the Chairman of the Audit Committee to report on this agenda.

The Chairman of the Audit Committee reported to the meeting that, pursuant to Section 120 of the Public Limited Companies Act B.E. 2535 (1992) and Article 36 of the Company's Articles of Association, which specify that the Annual General Meeting of Shareholders shall appoint the auditor and fix the auditor's remuneration annually. In appointing the auditor, the former auditor may be re-appointed. And the Notification of the Capital Market Supervisory Board stipulates a listed company must rotate the auditor every 7 fiscal years, whether consecutive or not. The Company will appoint such an auditor as the Company's auditor after the period at least five consecutive fiscal years. However, the Company can appoint a new auditor from the same audit firm as the previous auditor.

The Audit Committee has reviewed and selected EY Office Limited (EY) to be the audit firm for the Company and its subsidiaries for the years 2025 due to the readiness in both quality standards and the audit fee, along with an understanding of the company's business. EY is able to provide guidance and offer in-depth insights derived from audits to create value added as well as continuously provide beneficial knowledge on various matters to the company, and they also have been independent and have had no relationship or conflict of interest with the Company, its subsidiaries, managements, major shareholders, or related persons of the said persons, so they are independent to audit and express their opinions for the group's financial statements.

The Board of Directors considered the Audit Committee's recommendations and deemed it appropriate to propose to the shareholders' meeting for approval of the appointment of one of the following auditors from EY Office Limited as the group's auditor for the year 2025, namely:

1. Mrs. Poonnard Paocharoen Certified Public Accountant Registration No. 5238
(Has never signed the Company's financial statements) and/or
2. Mr. Vorapoj Amnauypanit Certified Public Accountant Registration No. 4640
(Has never signed the Company's financial statements) and/or
3. Ms. Sineenart Jirachaikhuan Khan Certified Public Accountant Registration No. 6287
(Has never signed the Company's financial statements)

In case that the auditors whose names appear above are not able to perform their duties, EY Office Limited shall nominate other auditors from EY Office Limited to replace the auditors mentioned above and perform the audit and express their opinions on the group's financial statements. In this regard, the profiles and work experience of the nominated auditors have been provided to all shareholders along with the invitation to the meeting, as detailed in [Attachment 3](#).

The audit fees for the 2025 financial statements of the Group, including its quarterly financial statements, will be fixed at 5,150,000 Baht (Five Million One Hundred and Fifty Thousand Baht), with the following details:

Audit Fee

Description	Year 2024 Approved Amount (Baht)	Year 2024 Actual Payment (Baht)	Year 2025 (Proposed Year) (Baht)
• Annual Audit Fee	3,475,000	3,635,000	3,845,000
• Fee for the audit of the interim financial statements	1,125,000	1,215,000	1,305,000
Total	4,600,000	4,850,000	5,150,000

Remarks: The audit fee for the year 2024 was increased from the amount previously approved at the 2024 Annual General Meeting of Shareholders due to the inclusion of an additional audit for the financial statements of a subsidiary, Reconix Company Limited, which resulted in an additional audit fee of 250,000 Baht.

Non – Audit Fee

Description	Year 2024 (Baht)	Year 2025 (Baht)
• Audit fee for tax deduction eligibility for the Board of Investment Promotion (BOI) (per certificate)	80,000	80,000

The increase in the audit fees from the previous year is 6.19% due to the inclusion of the audit fee for the subsidiary, Vanilla & Friends Company Limited, which was previously not within the scope of the audit by EY Office Limited.

The proposed audit fee includes the audit services for the following subsidiaries:

1. Extend IT Resource Company Limited
2. Bay Computing Public Company Limited
3. E-C.O.P (Thailand) Company Limited
4. Reconix Company Limited
5. Vanilla & Friends Company Limited

For other subsidiaries, associates, and joint ventures, the Company engages auditors from other firms that are more suitable based on the business size and nature. The Board of Directors will oversee and ensure that these entities are able to prepare financial statements promptly in accordance with the specified laws and regulations deadlines.

The Chairman provided the shareholders with an opportunity to ask questions or offer additional comments. As no questions or further comments were raised, the Chairman proposed that the meeting proceed with a vote to approve the appointment of the Auditor and the audit fees of the group for the year 2025.

The Meeting Moderator informed the meeting that a resolution for this agenda item would require approval by a majority vote of the shareholders presenting and casting their votes.

Resolution of the Meeting: The meeting unanimously resolved, by a majority vote of the shareholders who attended the meeting and cast their votes, to approve the appointment of the auditor and the audit fees of the group for the year 2025 in the total amount of 5,150,000 Baht (Five Million One Hundred and Fifty Thousand Baht), with the following voting results:

Resolution	Number of Votes	Equivalent to (%)
Approved	162,662,308	100.0000
Disapproved	0	0.0000
Abstained	0	-
Total	162,662,308	100.0000

Remarks: In this agenda, there were no additional shareholders or proxies attending the meeting.

Agenda 7 Any other matter (if any)

The Meeting Moderator informed the meeting that, for Agenda Item 7, the Company would offer shareholders the opportunity to ask questions and/or provide comments to the Board of Directors (if any), and/or

allow the Board to clarify and respond to shareholders' inquiries. No other matters would be presented for approval, and no voting would take place during this agenda item.

The Meeting Moderator reported that, as the Company had offered shareholders the opportunity to submit questions in advance from March 26, 2025, to April 18, 2025, no shareholders had submitted any questions.

The Chairman then provided the shareholders with an opportunity to ask questions or express additional comments. A shareholder raised questions and provided suggestions, which are summarized as follows:

Mr. Poomcharn Siripoonkiatikul (Proxy holder) asked whether, in the current economic challenges, the company is seeing a trend of decreased IT budgets from clients, such as in the banking sector, where more attention is being given to cost control.

The Chairman assigned the Chief Executive Officer to respond to the question.

The Chief Executive Officer explained that the current economic climate presents challenges for all industries sectors, leading organizations to be more cautious with their investments and to adopt stricter performance evaluations. However, organizations continue to prioritize the adoption of technology to reduce costs, improve work efficiency, and enhance business potential. The demand for technology continues, although it is being selectively applied based on necessity. The company offers comprehensive services in digital transformation, including new services such as AI, Cybersecurity, and Staff Augmentation, which clients continue to use.

Mr. Satinat Pongtanya (Shareholder) asked when the company expects Horizon T8 to begin operations, and what revenue is anticipated from this joint venture. He also inquired whether the company would only provide services to TIPH or to other companies as well, and whether the company would recognize revenue on a transaction basis.

The Chairman assigned the Chief Executive Officer to respond to the question.

The Chief Executive Officer explained that HoriXon T8 Co., Ltd. has already commenced operations since the beginning of this year 2025. with the goal of elevating the overall Insurance Ecosystem through the adoption of technology and AI, the aim is to create new products and services for all players within Insurance Ecosystem, with the potential to expand into other industries in the future. As for the revenue model of HoriXon T8, it will include revenue from projects (Project-based) and revenue from products with a product-based service model or transaction-based revenue recognition. A platform for these services is currently under development.

When no further questions or suggestions were raised by the shareholders, the Chairman assigned the Meeting Moderator to inform the meeting that, following the conclusion of the 2025 Annual General Meeting,

the Company would publish the meeting minutes in both Thai and English on the Company's website, as well as disclose them via the Stock Exchange of Thailand's electronic information system within 14 days. If shareholders have any questions or comments, they may notify the corporate secretary within one month from the date of the meeting. If there are no amendments or objections, the Company will consider the minutes as approved by the shareholders.

On behalf of the Board of Directors, the Chairman expressed his appreciation to the shareholders for their presence at the meeting and then declared the meeting adjourned.

At the conclusion of the meeting, there were a total of 97 shareholders present, with 21 attending in person and 76 represented by proxies. The total number of shares represented at the meeting was 162,662,308 shares, which accounts for 61.4494% of the total shares issued.

The meeting was adjourned at 11.45 hrs.

- Signed -

Signature _____ Chairman of the Meeting
(Mr. Chatchaval Jiaravanon)

- Signed -

(Ms. Unchalee Inthamrong)

Corporate Secretary

The minute taker

Attachments

Summary of Questions and Answers from the 2025 Annual Meeting of Shareholders

Agenda Item 1 To Acknowledge the Company's Operations for the Year 2024

No.	Questions/Suggestions	Answer
1.	Miss Araya Kingkaew (Shareholder) asked: How many new projects have come in this year, and what is the target set for this year?	➤ Technology investment remains a top priority for all organizations. The Company continuously enhances its services and introduces new technologies to meet customer needs and drive sustainable long-term growth.
2.	Mr. Satinat Pongtanya (Shareholder) asked: Regarding the SG&A increase in Q4, I understand that the company is building a higher base. I'd like to know how the company plans to manage SG&A so that it does not exceed a certain percentage of revenue.	➤ The Company invests in its personnel strengthen capabilities in delivering rapidly evolving services and technologies, effectively responding to customer needs while creating competitive advantages and fostering sustainable growth.

Agenda Item 7 Any other matter (if any)

No.	Questions/Suggestions	Answer
1.	Mr. Satinat Pongtanya (Shareholder) asked and provided suggestions as follows: 1) Could you share how the synergy between BE8 , X10, and BAYCOMS is progressing? What has happened so far? 2) For the next session, it would be great if the company could organize it in a Hybrid or On-Site format.	➤ The merger with BAYCOMS and X10 has significantly enhanced our capability to deliver a comprehensive One-stop Digital Transformation service. It has also increased the number of specialists in various fields and allowed us to build on the expertise gained from successfully completing over 800 real-world projects. ➤ The Company acknowledges your suggestions to enhance the Company's business in the future.

No.	Questions/Suggestions	Answer
2.	<p>Mr. Poomcharn Siripoonkiatikul (Proxy) asked:</p> <p>How does the company view the intensity of competition between IT Service Providers? Is there strong price competition to win projects in the market? And what strategies does the company have to improve competitiveness in cases where both we and our competitors offer similar services, or when dealing with a single foreign vendor?</p>	<p>➤ The company consistently develops its services and seeks out new technologies across all aspects of Digital Transformation to gain a competitive advantage. This includes leveraging technology to create new products and enhance service efficiency, with the goal of becoming a leader in the Digital Transformation market.</p>