



บริษัท สแกน อินเตอร์ จำกัด (มหาชน)

SCAN INTER PUBLIC COMPANY LIMITED

355 ถนนบอนด์สตรีท ตำบลบางพลู อำเภอปากเกร็ด จังหวัดนนทบุรี 11120

355 BONDSTREET RD., BANGPOOD, PAKKRED, NONTHABURI 11120

TEL. 0-2503-4116-21 FAX : 0-2503-4400

(-TRANSLATION-)

The Annual General Meeting of Shareholders Minutes 2024

Scan Inter Public Company Limited

Monday, 29th April 2024

Broadcasting through electronic media (E-AGM) at 23rd floor Meeting Room,

Le Concorde Bangkok Ratchada Building, No.202 Ratchadapisek Road

Dindaeng Sub-district, Dindaeng District, Bangkok

Date, time and venue of the meeting

The 2024 Annual General Meeting of Shareholders of Scan Inter Public Company Limited (the “Company”) was held on Monday, 29th April 2024 through electronic media (E-AGM) according to the Emergency Decree on Electronic Meetings B.E. 2563 (2020) (the “Meeting”), broadcasting from Meeting Room, at 23rd floor, Le Concorde Bangkok Ratchada Building, no.202 Ratchadapisek Road, Dindaeng Sub-district, Dindaeng District, Bangkok.

Proceeding at 14.00 Hours

Before proceeding with the agendas of the Meeting, Miss Natthiyar Aeamsuksai acts as the moderator and introduced the Directors, Executive, Auditor and Legal advisor present at the Meeting. In this regard, there are 10 directors who attended the meeting, or representing 100 percent of the total number of directors of the Company.

Attended Directors

1. Mr. Pisit Serewiwattana Chairman of the Board of Directors and Independent Director.
2. Mrs.Kannika Ngamsopee Independent Director, Chairman of the Audit Committee, Chairman of the Nomination, Remuneration, Corporate Governance and Sustainable Development Committee, and Member of the Risk Management Committee.
3. Mr. Thanchart Kitpipit Director, Chairman of the Executive Committee, Member of the Risk Management Committee.
4. Dr. Littee Kipipit Chief Executive Officer, Director, Member of Executive Committee, and Member of Risk Management Committee.
5. Mr. Chamnarn Wangtal Independent Director, Member of the Audit Committee, and Chairman of the Risk Management Committee, Member of the Nomination, Remuneration, Corporate Governance and Sustainable Development Committee.



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6. Miss Narissara Kitpipit Director, Member of Executive Committee, Member of Risk Management Committee, and Senior Executive Vice President Strategic.
7. Mr. Ekajai Tivutanond Independent Director, Member of the Risk Management Committee, and Member of the Nomination, Member of the Audit Committee, Nomination, Remuneration, Corporate Governance and Sustainable Development Committee.
8. ACM Vorachat Tharechat Independent Director, Member of the Audit Committee, and Member of the Risk Management Committee.
9. Pol.Lt.Gen Prayad Boonsri Independent Director
10. Mrs. Pimwanitar Jaratpreedar Director, Member of the Executive Committee, Corporate Secretary, and Executive Vice President Finance.

In addition, it is recommended to witness the vote counting in this meeting.

Auditor Representative from KPMG Phoomchai Audit Co. Ltd.

1. Mr. Natthphong Tantichattanon
2. Mr. Chavalit Rasameeprapha

Legal Advisor from Kudun and Partners Limited

1. Miss Rujisaya Bubpaproh
2. Miss Napas Udomratanasirichai

Miss Natthiyar Aeamsuksai informed the Meeting that there were shareholders attending the Meeting in person and shareholders attending by proxy, totaling 49 shareholders. There were 9 shareholders attending the Meeting in person and 40 shareholders attending by proxy, representing a total of 802,559,796 shares or equivalent to 63.3728 percent of the total paid-up shares of the Company, thereby constituting a quorum pursuant to the law and Articles of Association of the Company.

To ensure the trustworthiness of the shareholders meeting system, Mrs. Pimwanita Jaratpreeda, the Company secretary informed that the 2024 Annual General Meeting of Shareholders via electronic media (E-AGM) will be conducted by OJ International Company Limited, which is a meeting control system provider that has been certified by the Electronic Transactions Development Agency and uses the Application ZOOM system, which is a system that complies with the announcement of the Ministry of Digital Economy and Society regarding meeting security standards via electronic media B.E. 2563 (2020), and in accordance with the Royal Decree on Conferencing via Electronic Media B.E. 2563 (2020)



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broadcasting from Meeting Room, at 23rd floor, Le Concorde Bangkok Ratchada Building, no. 202 Ratchadapisek Road, Dindaeng Sub-district, Dindaeng District, Bangkok.

In this regard, for the Meeting to be in accordance with the principles of good corporate governance, in the matter of voting at the Meeting Mrs. Pimwanita Jaratpreeda, Company Secretary, explained about the voting method in each agenda, including votes counting method via electronic media (E-AGM) as follows:

- 1 In casting votes at the Meeting, all shareholders shall have votes equal to the number of shares held by them, whereby one share is equal to one vote.
- 2 The voting in each agenda will be proceeded openly, not by the method of secret voting. The shareholders or proxies shall only vote for either approval, disapproval or abstention. The vote casting cannot be divided into several parts (except for the voting made by custodian).
- 3 All shareholders attending the meeting in person and by proxies in the form prescribed by law shall proceed the following voting procedures:

- **Before attending the Meeting**

The Company has assigned shareholders or proxies to submit their intention to attend the Meeting via electronic media to verify the identity to the Company in order to ensure transparency in voting. For the voting in each agenda, there will be the specified time, which is 1 minute. It's an open vote, not a secret vote. In case the shareholder wants to amend the vote. You can only make a change of points within the specified 1 minute period. Before the system closes, votes are closed.

- **To conclude the voting results**

The Company will calculate the votes in the system, which will show the results of "Approve", "Disapprove", or "Abstain" according to the facts. The Company has recorded the votes in the system for transparency and accountability in voting. The Meeting will not skip agenda, switch agenda or add any agenda. The Company has given the right to shareholders to submit any queries related to any agenda which will be considered in the 2024 Annual General Meeting of Shareholders. Details appear in accordance with the submission of 11, which has been attached to the invitation letter of the 2024 Annual General Meeting of Shareholders. In this regard, The Company publishes the invitation to the Shareholders' Meeting on the Company's website www.scan-inter.com and notify the news via the Channel of the Stock Exchange of Thailand. On March 29, 2024. However, when the closing date was due on April 22, 2024, it appeared that no shareholder had submitted questions to the Company.



4. If the shareholders appoint other persons as proxies in Proxy Form B and C to attend the Meeting or appoint an independent director as proxy to vote on their behalf and requires proxy to vote as intended by the shareholders. The Company shall count the votes based on the shareholders' or proxy's intention.

In this regard, Mrs.Kannika Ngamsopee, Mr. Chamnarn Wangtal and Mr. Ekajai Tivutanond as the three independent directors above have no special interest in Agenda

1-4 and Agenda 8-9 except Mr. Ekachai Tiwutanont, an independent director, who is a stakeholder in Agenda 5: To consider and approve the election of directors to replace the directors who must retire by term.

And the three independent directors are stakeholders in Agenda 6: To consider and approve the director's remuneration for the year 2024 which is considered to have a special interest. Therefore, an independent director will vote only in cases where the shareholders explicitly specify that an independent director will vote on their behalf by using the proxy form B or C as previously mentioned.

For the case of foreign shareholders, which appoints a custodian in Thailand to be a stock depository and keeper can vote separately for approving, disapproving, or abstaining at the same time in each agenda by separating the votes to be cast equal to the number of shares held.

5. Subject to Article 35 of the Company's Articles of Association, basically, the majority votes of the shareholders who attend the meeting and cast the vote. If there are equal votes, the Chairman of the meeting shall cast an additional vote as a casting vote. Therefore, in considering the majority votes of the shareholders whether they agree or not, only the "Approve" votes of the shareholders who attend the meeting and casting the vote will be counted. In case that a shareholder has a vote "Disapprove", it is deemed that the shareholder disapproves the proposed agenda, and the vote of the shareholders who "Abstain", the vote shall not be included as the basis of the vote counting, "invalid cards" shall be included as the basis of the vote counting. and in consideration of Agenda item 5, To consider and approve the appointment of directors who were retired by rotation. Shall be held by a majority vote of the total number of votes of shareholders attending the meeting and casting their votes, approved, disapproved, or abstained by each person.
6. Given that agenda item 6, To consider and approve the directors' remuneration for year 2024, subject to Article 22 of the Company's Article Association, the consideration and approved with no less than two thirds of the total number of votes of shareholders attending the meeting. Therefore, the votes of not less than two thirds of the shareholders in favor of any particular agenda item shall be counted from only the votes "Approve" by the shareholders present at the Meeting and casting their votes, whereas the votes "Disapprove" by the shareholders shall be regarded as disapproval of such agenda item, and the votes of the shareholders who "abstain" the vote shall be included as the basis of the vote counting.
7. Given that agenda item 8, consideration and approval of the addition of the Company's objectives and amendment of the Company's Memorandum of Association Article 3



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(Objectives) and Agenda 9 To consider and approve amendments to the Articles of Association of the Company in accordance with Article 35 of the Company's Articles of Association shall be deemed to have at least three-fourths of the total votes of the shareholders present at the meeting and entitled to vote. Therefore, the votes of not less than three-fourths of the shareholders in favor of any particular agenda item shall be counted from only the votes "Approve" by the shareholders present at the Meeting and casting their votes, whereas the votes "Disapprove" by the shareholders shall be regarded as disapproval of such agenda item, and the votes of the shareholders who "abstain" the vote shall be included as the basis of the vote counting.

8. For shareholders who wish to leave the E-Meeting system early, in any agenda, the shareholders can exercise their voting rights in advance. However, the shareholders can go to the E-Voting page to vote in advance.
9. The votes of shareholders in each agenda may not be equal due to the gradual entry into the E-Meeting system of Shareholders and proxies. Therefore, the number of attendees in each agenda may change and may not be equal.
10. Before passing a resolution on each agenda item, the Company will allow shareholders to ask questions or comments first and then to have a vote for that agenda. The Company will answer questions on issues related to the agenda without postponing to answer in other agenda.
11. The vote counting on this occasion of the Company would be witnessed representative from Kudun and Partners Company Limited, a legal advisor, namely Mr. Ekachai Chotipitayasunon, and the votes would be counted by OJ International Co., Ltd to inspect the voting procedures and vote counting.

The Meeting started according to the agenda

Mr. Pisit Serewiwattana, the Board Chairman, who presided over as the Chairman of the Meeting (the "Chairman"), declared the Meeting open and welcomed the shareholders and their proxies, and to inform the Meeting of the Company's information as of Record Date as follows:

The Company's registered capital amounted to THB 866,113,673 and its registered paid-up capital amounted to THB 604,585,255.00, divided into 1,209,170,510 ordinary shares at the par value of THB 0.50 per share.

The Company scheduled the record date to determine the list of shareholders entitled to attend the Shareholders' Meeting to be March 6, 2024. In the Meeting on this date, there were 49 shareholders by proxy, 9 shareholders present at the Meeting in person and totaling 40 shareholders, holding among them a total of 802,559,796 shares or 63.3728 percent of all issued shares of the Company, thereby constituting a quorum pursuant to Article 33 of the Company's Articles of Association, which reads



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that there shall be not less than 25 shareholders and their proxies (if any) present at the Meeting or not less than one half of all shareholders holding not less than one-third of all issued shares of the Company to constitute a quorum.

The Chairman then declared the 2024 Annual General Meeting of Shareholders of the Company open and proceeded in accordance with the agenda per the Notice of the 2023 Annual General Meeting of Shareholders of the Company, as follows:

Agenda 1 : To acknowledge the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 held on 19 December 2023

The chairman informed that the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 held on 19 December 2023 had already been sent to all shareholders prior to the meeting enclosed with the meeting invitation in Enclosure 2. The board had reviewed and considered that the minutes was written accurately, therefore should be proposed for the shareholders to acknowledge the of the Extraordinary General Meeting of Shareholders No. 1/2023

The Chairman then gave the Meeting an opportunity to comment and ask questions, however, as there was no comment and question from any shareholder. Therefore, proposed to the meeting to consider and acknowledge the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 as mentioned and informed that this agenda item requires no voting as it is a matter for acknowledgment.

No shareholders and proxies questioned and commented on.

Resolution: This agenda item would require no voting as it was a matter of acknowledgment.

Agenda 2 : To acknowledge the Company's operational results in 2023, ended on 31 December 2023

The Chairman informed that the company had composed the operation results report for the fiscal year of 2023 included in the 2023 56-1 One Report as Enclosure 1 which had been sent to all shareholders in advance along with the meeting invitation as QR Code for the shareholders would reach the information conveniently. Therefore, should be proposed for the shareholders to acknowledge the Company's 2023 operational results The Chairman delegated Dr. Littee Kitpipit, Chief Executive Officer, to present the Meeting with this agenda.

Dr. Littee Kitpipit informed that throughout the 36 years of operation of Scan Inter Public Company Limited, we have been committed to creating clean energy business growth along with giving importance to organizational development for the purpose to support the business expansion of the group of companies. I believe that the success of the company came from the effective strategic planning of the management team as well as the cooperation of employees in the organization that will help bring the organization forward, including building business strength along with conducting business under good governance principles and participation in social responsibility.



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In 2023, the Company has expanded and changed its business structure to be more diverse in response to changes from external factors. As a result, the Company has successfully operated according to the set goals and is able to pay dividends to shareholders consistently.

In addition, the Company continues to deliver good things to society through CSR activities continuously. In the past year, the Company has implemented a total of 30 projects in economic, social, and environmental aspects. The Company also aims to help propel Thailand towards Net Zero greenhouse gas emissions according to the government's policy to develop society and the environment towards true sustainability (ESG) along with the growth of the organization with good cooperation from executives and employees, including all stakeholders. Therefore, the Company has prepared a video to collect images of CSR activities in the past year 2023, inviting everyone to watch.

- CSR VDO Activities –

In addition, the Company has participated in the Private Sector Collective Action Coalition of Thailand (CAC) that is an initiative of the Thai private sector to participate in tackling corruption as a platform for companies in Thailand to voluntarily participate in combating corruption. In the form of collective action, the Company signed a declaration of intention on June 30, 2016.

The Company was approved for certification as a member of the CAC project on November 10, 2017, and submitted documents to renew the membership of the CAC project on June 30, 2020. On March 31, 2023, the Company received approval for the renewal of the project membership already. Membership has been renewed for another 3 years (expires on March 30, 2027).

Key Event in 2023

SCN won the bidding for the transportation project from PTT as the best transporter for natural gas.

SCN successfully won the bid for PTT transportation, making it the No. 1 natural gas transporter in the country.

- The contract value is more than 500 million baht. Duration 2 years.
- The total shipment volume is more than 1 million kilograms per day.
- Contracts were increased from 2 to 6 areas.
- Commencement of operations and recognition of revenue from the new contract in all areas

Advance Power (SAP) to go public

- Profit for SAP projects in 2023 was 35.6 million baht. 60% YoY growth.
- In 2023, COD increased by 6 projects, for a total of 29 COD projects.



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- SAP currently has 36 private PPA contracts.
- The total installed capacity is 23 MW.

SAP is in the process of preparing for listing on the stock exchange.

iCNG business continues to grow revenue and turn profitable after joint venture with Japanese partners.

Thai-Japan Gas Network Co., Ltd. (TJN) continues to grow its operating performance.

- Revenue in 2023 was 645 million baht. 27% YoY growth
- iCNG sales growth reached a maximum of 4,500 MMBtu/day
- TJN turned profitable after consolidating capital.

Japan's 3rd and 4th largest natural gas company.

Construction work (EPC) continues to grow

- The Company seized a significant increase in EPC work worth more than 222 million baht.
- The Company has undertaken construction and renovation of large gas stations, as well as contracting for the installation of solar rooftop power generation systems, which is a business in the non-gas sector. (Non-Gas) that continues to grow.
- The Company foresees the growth of EPC in this non-gas segment in the future. In addition to other current EPC works.

Business Direction in 2024

Transportation Business

In the past year, SCN has been very successful in expanding its transportation business as follows:

- SCN successfully won the bid for PTT transportation, making it the No. 1 natural gas transporter in the country. The total transportation volume is more than 1 million kilograms per day in 6 areas: Lat Lum Kaeo, Lam Luk Ka, Sam Khok (2 districts), Chiang Rak Noi, King Kaew.
- In addition, Scan Inter Logistics Co., Ltd., a company engaged in the transportation of hazardous materials and general goods, has continued to grow its performance.

Total revenue in 2023 was 147.2 million baht. Growth of 38.5% (YoY)

Net profit in 2023 was 18.3 million baht. Growth of 34.6% (YoY)



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The Company is prepared to recognize revenue and profit from both natural gas transportation from PTT and other transportation works continuously.

Renewable Energy Business

- In the past year, SCN has a total power generation capacity of over 79 MW. In 2025, the company aims to increase production capacity continuously.
- The increase in production capacity is mainly due to SAP's Private PPA project that the Company has invested in.

Minbu 220MW Solar Power Plant

Green Earth Power Thailand Co., Ltd. (GEP) for the Minbu Power Plant Project in Myanmar received COD in the first phase. 50 MW as of September 2019.

The company continues to receive electricity bills. It is not affected by the conflict situation in Myanmar.

- Minbu Power Plant's revenue in 2023 is 334 million baht.
- Net profit was Baht 90.8 million.
- SCN recognized a share of profits amounting to approximately 36.3 million baht.

Scan Advance Power (SAP) or Solar Rooftop Project

- Private PPA contracts signed for 36 projects.
- The total installed capacity is about 23 MW.
- The company aims to increase production continuously.
- It plans to list the company on the stock exchange in 2024 to increase its competitiveness, to find new customers for the company.

Oil and Gas Business

In particular, the compressed natural gas (iCNG) business has seen a significant increase in consumption, which in the past year TJN has entered into a joint venture with two major energy companies from Japan. As a result, Thai-Japan Gas Network Co., Ltd. Has a growing operating performance.

- The revenue in 2023 was 645.3 million baht.
- SCN recognized a share of profits amounting to approximately 25.9 million baht.



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Construction Business (EPC)

The company won the bid and received a contract worth more than 222 million baht. The scope of non-gas-related work has been expanded. Non-gas and solar rooftop work have increased in recent years.

- It accounts for the proportion of each type of work.

1. Gas-related work 75.3%

2. Non-gas work 24.7%

And it is expected that EPC work in the non-gas group will grow significantly in the future. In addition to other current EPC works.

Our summary of the future in the next 3-5 years includes:

SCN continues to set growth targets under the 3+1 strategy, comprising

- 1) Natural Gas Business Group;
- 2) Renewable Energy Business Group
- 3) Transportation business

and other groups such as construction business, EPC, hemp business, etc.

The Company continues to seek additional revenue opportunities from other types of businesses by leveraging its knowledge and operational potential as an important force, such as feasibility studies in the hydrogen business, which will play an important role in the global energy industry in the near future.

It is expected that investments in various businesses over the past year and in the near future will support sustainable growth in 2024.

Financial Result

Revenue performance in 2023

Revenue in 2023 amounted to 2,343 million baht. + 22% YOY

From the picture, total income in proportion to shareholding. In Minbu 40%, SAP 68.92% and TJN 51% to give shareholders a clearer picture. The proportion of revenue comes from;

- Business revenue related to natural gas products increased. As a result of the volume, the demand for gas is constantly growing.
- The Company won the bid for EPC work with a total contract value of more than 222 million baht and is preparing to gradually recognize the revenue continuously.
- The company recognized revenue from the winning transportation work in Q2/2023.



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SCN Consolidated Performance

Net profit from SCN in 2023 was 132 million baht. This excludes one-time profit arising from the sale of investments and amortization of non-performing projects of the Company due to;

1) Growth in operating performance in the business unit related to natural gas products, which was positively impacted by higher demand for natural gas and oil prices.

2) Growth in performance in the transportation business.

3) SAP renewable energy business with continuous leaps in performance and is in the process of preparing for listing on the stock exchange.

SCN 2023 Balance Sheet

- Total assets equal to 6,163 million baht, The ratio increased by 10.2% compared to the previous year due to the change of SAP status from an associate company to a subsidiary.
- Total liabilities were Baht 2,946 million. This was 13.8% compared to the previous year. The main reasons are due to
 1. Short-term loans increased from business operations and long-term loans from SAP.
 2. Financial hire purchase agreement Increased from tractors for transportation PTT that won the bid.
- Shareholders' equity was Baht 3,217 million. The ratio increased by 7.1 percent compared to the previous year due to the recognition of operating profit.

The Chairman then gave the Meeting an opportunity to comment and ask questions, however, as there was no comment and question from any shareholder. Therefore, proposed to the meeting to consider and acknowledge the minutes of the 2023 Annual General Meeting of Shareholders as mentioned and informed that this agenda item requires no voting as it is a matter of acknowledgment.

No shareholders and proxies questioned and commented on.

Resolution: This agenda item would require no voting as it was a matter of acknowledgment.

Agenda 3 : To consider and approve the financial statement for the accounting period of 2023, ended on 31 December 2023

The Chairman informed that the Company's financial statement and profit-loss statement of the year 2023, ended on 31 December 2023 has been audited and certified by Mr. Natthaphong Tantichattanon, Certification no. 8829 of KPMG Phoomchai Audit Ltd. ("KPMG"). The auditor has expressed his opinions towards the Company's and subsidiaries' financial statement that they are accurate and follow the standards of corporate financial reporting.



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The Board of directors would like to propose to the meeting to consider and approve the Company's financial statement and profit-loss statement of the year 2023, ended on 31 December 2023 as the information in the 2023 One Report as *Enclosure 1*, in the form of QR Code along with the meeting invitation prior to the meeting, moreover, disclosed on the corporate website. For the conclusion as follows:

(Unit: Thousand Baht)

Consolidated financial statements	2023	2022	Difference	%
Total assets	6,162,895	5,594,192	568,703	10.2%
Total liabilities	2,946,254	2,587,580	358,674	13.9%
Shareholding ratio	3,216,641	3,006,612	210,029	7.0%
Main Company's net profit	167,821	342,693	(174,872)	(51.0)%
Main Company's profit per share	0.14	0.29	(0.15)	

(Unit: Thousand Baht)

Separate financial statements	2023	2022	Difference	%
Total assets	4,996,389	4,943,193	53,196	1.1%
Total liabilities	2,472,935	2,387,882	85,053	3.6%
Shareholding ratio	2,523,454	2,555,311	(31,857)	(1.2)%
Main Company's net profit	34,143	101,660	(67,517)	(66.4)%
Main Company's profit per share	0.03	0.08	(0.05)	

The chairman allowed shareholders and proxies to ask questions and comments. Shareholders who attended the meeting via electronic media inquired about this agenda. Be able to summarize the essence of the points questioned. as follows:

Mr. Thongthot Phaenglart, Volunteers to protect shareholders' rights, received proxies from the Thai Investors Association, asked about 2 issues as follows:

- (1) Based on the comprehensive income statement in 2022, the company's total revenue was about 34% higher than in 2023, resulting in an increase in gross profit of about 99%, but net profit decreased. We would like to know the reasons for this case and the forecast of the current year's earnings target.

The chairman assigned Dr. Littee Kitpipit, Chief Executive Officer Clarification on this matter:

Dr. Littee Kitpipit clarified that in 2022, a profit from a change in investment status was recorded, which is a one-time profit of 320 million baht. as follows:

- TJN sold its 49% investment in the amount of 296.9 million baht. The joint venture with Japanese giants Toho Gas and Shizuoka Gas
- PHARMACEUTICAL PLANTS and SCAN ICT sold all shares for 23.4 million baht.



(2) What is the difference between net profit of 167 million baht and organic profit of 132 million baht? (ONEREPORT page 72)

Dr. Littee Kitpipit clarified that the difference between net profit and organic profit is as follows:

- Net profit for 2023 was Baht 167 million, including onetime profit of Baht 35.5 million, from profit from changing investment position in SAP from "Associate" to "Subsidiary"
- Organic profit 132 million baht Based on the company's normal operating results.

None of the shareholders expressed any further comments or questions. The Chairman asked them to consider and cast their votes. He informed that the resolution in this agenda shall be approved with a majority vote of the total number of votes of shareholders attending the meeting.

Resolution: The Meeting approved the financial statement for the accounting period of 2023, ended on 31 December 2023 with the vote of the shareholders who attended the meeting and voted, and casting their votes as follows:

The total number of votes attending the agenda: 802,559,796 votes:

	Votes	Percent
Approved	802,559,796	100.0000
Disapproved	0	0.0000
Voided Ballots	0	0.0000
Total	802,559,796	100.0000
Abstained	0	-

Agenda 4 : To consider and appropriation of Profit to Payment of dividend for 2023

The Chairman informed that according to the Act of Public Company Limited B.E.2535 Section 116 and the Company regulations no.45 stated that dividend payments must be approved by shareholders at the Annual General Meeting of Shareholders. The Company must allocate part of the annual net profit as reserved funds no lesser than 5% as a reserved capital from the net profit of the year, minus the collective loss amount (if any) until this reserved capital reaches an amount of no lesser than 10% of the registered capital. The Company has allocated the reserved capital totaling 86.61 million Baht, or 10% of the registered capital of the Company, as predetermined by the law already.

The Company has a dividend policy for shareholders to receive no less than 40% of the net profit of the separate financial budget, after deducing corporate tax and the reserved capital by the law.

The dividend payment for the year 2023 has been considered by the Board of Directors in its meeting dated 19 February 2024, to propose to the shareholders meeting for approval. The dividend paid from the Company's unappropriated retained earnings to the shareholders at the rate of 0.0124 Baht per share, totaling 15 million THB. However, the Company has allocated the reserved capital as predetermined by the law already.



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Such dividend payment shall be payable only to the shareholders entitled to receive the dividend on the record date of May 8, 2024. The dividend paid on May 23, 2024, and such dividend is paid from retained earnings, under the corporate income tax rate of 20%

The chairman allowed shareholders and proxies to ask questions and comments. No shareholders and proxies were inquiring and expressing opinions.

The Chairman asked them to consider and cast their votes. He informed that the resolution in this agenda shall be approved with a majority vote of the total number of votes of shareholders attending the meeting.

Resolution: The Meeting approved the dividend payment from the Company's unappropriated retained earnings are 0.0124 Baht per share, a total of 15,000,000 Baht. Shareholders who qualify to receive the dividend as of Record date on 8 May 2024 and the dividend allocation date of 23 May 2024, casting their votes as follows:

The total number of votes attending the agenda: 802,559,796 votes:

	Votes	Percent
Approved	802,559,796	100.0000
Disapproved	0	0.0000
Voided Ballots	0	0.0000
Total	802,559,796	100.0000
Abstained	0	-

Agenda 5 : To approve Directors replacing the Directors who retire from rotation.

The Chairman informed that in the 2024 Annual General Meeting of Shareholders meeting, there are 4 directors shall retire by rotation namely:

1. Mr. Ekajai Tivutanond Independent Director / Audit Committee / Risk Management Committee / Nomination, Remuneration, Corporate Governance and Sustainable Development Committee.
2. Air Chief Marshal Vorachat Tharechat Independent Director / Audit Committee / Risk Management Committee.
3. Police Lieutenant General Prayad Boonsri Independent Director.



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4. Mrs. Pimwanitar Jaratpreedar

Director / Corporate Secretary / Executive
Committee / Senior Executive Vice President
Finance & Accounting.

For purposes of this agenda voting transparency. The Company has recorded the directors' information that is required. The second and the fourth director were stakeholders in this session. Therefore, will be asked to "abstain from voting". For this agenda, the four directors are invited to leave the Zoom meeting by waiting at the "waiting room" of the system. When the end of this session meeting will be invited back to the meeting and assigned Mr. Chamnarn Wangtal, the Nomination, Remuneration, Corporate Governance and Sustainable Development Committee, to present details to the Shareholders' Meeting.

Mr. Chamnarn Wangtal informed that according to Section 17 of the Articles of Association of the Company complying with the Public Limited Companies Act, B.E. 2535 Section 71 Clause 2 stated that "at every Annual General Meeting of Shareholders, one in third (1/3) of directors shall be retired by rotation and if the number of directors is not divisible by one-third, the number of directors to be retired shall be nearest to one-third (1/3). The directors who retired can be re-elected for another term.

The Company has given an opportunity for shareholders to nominate directors in advance to replace those who must retire by rotation on the corporate website: www.scan-inter.com and channels of SET on 30 November 2023. However, on the deadline of 31 December 2023, no proposals were made whatsoever.

The Board of directors, following suggestions by the Nomination, Remuneration and Corporate Governance Committee and considered the suitability of the elements of the persons by qualifications, knowledge, experience and professionalism of each Director who are all experienced and possess experience in diverse fields which will benefit the business of the Company. Therefore all 4 persons shall be proposed to the shareholder's Annual General Meeting to be re-appointed for another term.

Details of their profiles, education and work experience of the directors who retire from rotation who are proposed for re-appointment as a director for another term can be found in enclosure 3, which has already been sent to all shareholders prior to the meeting enclosed with the meeting invitation.

The first to the third candidates, independent directors who had been able to freely express her opinions while complying with the relevant rules or criteria, and had brought about his knowledge, experiences, and expertise to make beneficial recommendations to the company.

The fourth candidate director is a director who holds the position of one of the executives and is responsible for making decisions on accounting and financial operations. Analysis: Able to make financial plans, allocate capital, manage the company's financial risks, and perform duties as the company secretary well.

In this regard, The Directors voted in this agenda (apply to the Independent Directors No. 1 to 3 who are not Executive Director) shall receive remuneration at a rate that the shareholders' meeting approves in Agenda 6 of this meeting.

The chairman allowed shareholders and proxies to ask questions and comments.
No shareholders and proxies were inquiring and expressing opinions.



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The Chairman asked them to consider and cast their votes. He informed that the resolution in this agenda shall be approved with a majority vote of the total number of votes of shareholders attending the meeting and it is an individual vote. After the shareholders voted, the Chairman asked the officers to invite the directors back in the meeting.

Resolution : The Meeting approved the appointment of 4 directors replacing the Directors who retire from rotation for another term with the vote of shareholders who attending the meeting and voted, and casting their votes as follows:

5.1 Mr. Ekajai Tivutanond

Independent Director.

The total number of votes attending the agenda: 802,559,796 votes:

	Votes	Percent
Approved	802,559,796	100.0000
Disapproved	0	0.0000
Voided Ballots	0	0.0000
Total	802,559,796	100.0000
Abstained	0	-

5.2 Air Chief Marshal Vorachat Tharechat

Independent Director.

The total number of votes attending the agenda: 802,559,796 votes:

	Votes	Percent
Approved	802,559,796	100.0000
Disapproved	0	0.0000
Voided Ballots	0	0.0000
Total	802,559,796	100.0000
Abstained	0	-

5.3 Police Lieutenant General Prayad Boonsri

Independent Director.

The total number of votes attending the agenda: 802,559,796 votes:

	Votes	Percent
Approved	802,559,796	100.0000
Disapproved	0	0.0000
Voided Ballots	0	0.0000
Total	802,559,796	100.0000
Abstained	0	-



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4. Mrs. Pimwanitar Jaratpreedar

Director.

The total number of votes attending the agenda: 802,559,796 votes:

	Votes	Percent
Approved	801,756,813	100.0000
Disapproved	0	0.0000
Voided Ballots	0	0.0000
Total	801,756,813	100.0000
Abstained	802,983	-

Agenda 6 : To consider and approve the remuneration of the Company's Directors for the year 2024

The Chairman delegated Mr. Chamnarn Wangtal, the Nomination, Remuneration, Corporate Governance and Sustainable Development Committee, to present the meeting with this agenda.

Mr. Chamnarn Wangtal informed that according to Company regulation No.22 "Company Directors have the right to receive remuneration in the form of bonus, meeting allowances, allowances or benefits in other forms according to the shareholders' consideration by voting with no less than two thirds of the total number of votes of shareholders attending the meeting.

The Board of Directors, following suggestions by the Nomination, Remuneration and Corporate Governance Committee, considered the Director compensations from the suitability such as operational results of the Company, duties, and responsibilities of the Board of Directors and in comparison, to businesses with the same type and size. The Board of Directors agreed to propose to the shareholders at the Annual General Meeting to consider and approve of the directors' remuneration of the year 2024.

Risk Management Committee's remuneration adjusted to 5,000 baht.

Meeting allowance for the Chairman of the Risk Management Committee previously 15,000 baht adjusted to 20,000 baht.

And Meeting allowance for the Risk Management Committee previously 10,000 baht adjusted to 15,000 baht.

The information had been sent along with the meeting invitation to shareholders in advance with details as follows:



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	Board of Directors	Audit Committee	Risk Management Committee	Nomination, Remuneration and Corporate Governance Committee
A. Meeting allowances (THB) / time				
Chairman	30,000	22,500	20,000	15,000
Member	18,000	18,000	15,000	10,000
B. Quarterly remunerations (THB) / quarter				
Chairman	120,000	80,000	-	-
Member	64,000	-	-	-
C. Annual bonus: -none-				
D. Other compensation				
Physical checkup and/or medical expenses and/or annual health insurance not over 30,000 baht /person/ per year. According to the company's regulations.				

However, The Company doesn't have any remuneration for directors in any form other than those mentioned above.

The Company has no other director remuneration than quarterly and meeting allowances. The Executive Committee and the Executive Directors or employees of the company are not entitled meeting allowances and quarterly remunerations as a Board or other sub-committee members but may entitled to the remuneration in the form of rewards as specified by the Board of Directors.

Board remuneration comparison table

Board remunerations	2023	2022	2021	2020	2019
Meeting allowances	1,624,000.00	1,913,500.00	1,394,500.00	1,607,500.00	1,614,500.00
Quarterly remunerations	1,809,652.17	1,824,000.00	1,824,000.00	1,738,870.00	1,568,000.00
Bonus	-	-	-	-	-
Total	3,433,652.17	3,737,000.00	3,218,500.00	3,346,370.00	3,182,500.00

The chairman asked shareholders and their proxies if they have any questions or comments.

No shareholders and proxies were inquiring and expressing opinions.

The Chairman asked them to consider, cast their votes for each person, and informed that the resolution in this agenda shall be approved with no less than two-thirds of the total number of votes of shareholders attending the meeting.



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Resolution: The meeting approved the remuneration of the Company's Directors for the year 2024, with no less than two-thirds of the total number of votes of shareholders attending the meeting and casting their votes as follows:

The total number of votes attending the agenda: 802,559,796 votes:

	Votes	Percent
Approved	802,559,796	100.0000
Disapproved	0	0.0000
Voided Ballots	0	0.0000
Abstained	0	0.0000
Total	802,559,796	100.0000

Agenda 7 : Approve the auditors and auditing fee for 2024

The Chairman delegated Mrs. Pimwanitar Jaratpreedar, Director and Corporate Secretary to present the meeting with this agenda.

Mrs. Pimwanitar Jaratpreedar informed that according to Company Regulations related to auditor appointing audit fee which follow the Public Limited Companies Act B.E. 2535, stated that.

Section 120 regulates that "The Annual General Meeting of Shareholder of the year must appoint the auditor and predetermine the amount of money for the audit fee of the Company yearly and the same auditor may be appointed."

Section 121 regulates that "the auditor must not be a director, staff, employee or hold any other positions within the company."

Audit Committee has considered and chosen the auditors and proposed towards the Board of Directors to appoint auditors from KPMG Phoomchai Audit Ltd. ("KPMG") as auditor of the Company and subsidiaries from their professionalism and independence, fairness and has standards in international auditing and is suitable to appoint as the financial statement auditors for the Company and subsidiaries. Any of the following auditors can conduct the audit and express an opinion on the financial statements of the Company and subsidiaries in case if the following auditors are unable to performs their duties, KPMG Phoomchai Audit Ltd. may assign another of its auditor to auditing in thier replace.

- | | |
|-----------------------------------|------------------------------|
| 1) Miss Pornthip Rimdusit | Certification number 5565 or |
| 2) Miss Thanyalux Keadkeaw | Certification number 8179 or |
| 3) Mr. Natthaphong Tantichattanon | Certification number 8829 |

The auditors mentioned above are independent, hold no relationship to /or are not a stakeholder of the Company and subsidiaries, are not members of the Board, major shareholders or any related person as mentioned.

The auditing fee of the Company and consolidated financial statement auditing fee for quarters 1, 2 and 3 in 2024 along to the auditing fee for the financial statement ended on 31 December 2024



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totals 2,447,100 THB (Two million four hundred forty seven thousand one hundred THB only), which had increased from 2023 by 127,100 THB as following details:

(Unit: Baht)

Auditing fee	2024	2023	2022	2021
Audit fee	2,447,100	2,320,000	2,230,000	2,670,000
Non-Audit fee	N/A	N/A	N/A	N/A
Total	2,447,100	2,320,000	2,230,000	2,670,000

The Chairman allowed shareholders and proxies to ask questions and comments.

Shareholders who attended the meeting via electronic media inquired about this agenda. Be able to summarize the essence of the points questioned. as follows:

Mr. Thongthot Phaenglart, Volunteers to protect shareholders' rights, received proxies from the Thai Investors Association, asked if the audit fee for the year 2024 amounted to 2,447,100 baht, an increase from 2023 of 127,000 baht ?

The Chairman clarified that the Audit Committee had discussed with the auditor and concluded that it was caused by the subsidiary SAP, which is preparing to enter the stock market, and SAP has increased its expansion. Therefore, the auditor requested an increase in the audit fee.

None of the shareholders expressed any further comments or questions, The Chairman asked them to consider, cast their votes, and informed that the resolution in this agenda shall be approved with a majority vote of the total number of votes of shareholders attending the meeting.

Resolution: The meeting approved the appointment the auditors and auditing fee for 2024 and fixing of the audit fee for the Company with the vote of the shareholders who attended the meeting and voted, and casting their votes as follows:

The total number of votes attending the agenda: 802,559,796 votes:

	Votes	Percent
Approved	802,559,796	100.0000
Disapproved	0	0.0000
Voided Ballots	0	0.0000
Abstained	0	0.0000
Total	802,559,796	100.0000



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Agenda 8 : To consider and approve the amendment of the Company's Objectives and the amendment to Article 3 of the Company's Memorandum of Association (Objectives).

The Chairman delegated Miss Rujisaya Bubpaprohm, Legal Advisor from Kudun and Partners Limited to present the meeting with this agenda.

Miss Rujisaya Bubpaprohm informed that the company to conduct additional business to support the Company's transportation-related business. In other words, it is a business of providing training and training services. in various courses related to freight transportation. Hazardous chemicals and hazardous materials according to international standards to individuals, groups of persons, juristic persons, government agencies and government organizations both inside and outside the country.

The Company's Board of Directors deems it appropriate to propose to the 2024 Annual General Meeting of Shareholders the amendment of the Company's Objectives. This proposed amendment involves the addition of a new objective, Section 75, which pertains to supporting the company's transportation-related business, the details are as follows:

"Section 75: To engage in the business of providing training services for various courses, including training courses for tanker operators, tanker types for oil transportation, operator courses for liquefied petroleum gas filling stations, operator courses for natural gas transportation tankers specifically for gas receiving or delivering employees, operator courses for natural gas transportation tankers specifically for vehicle personnel, as well as issuing certificates of course recognition, training for trainers, lecturers, and practitioners, providing consulting services, conducting research studies, and providing information on safety management regarding hazardous goods, hazardous chemicals, and dangerous substances in accordance with international standards, to individuals, groups, legal entities, governmental agencies, and organizations both domestically and internationally."

And the amendment to Article 3 of the Company's Memorandum of Association (Objectives) to be in line with the amendment of the Company's Objectives as follows:

"Clause 3. The objectives of the Company contain 75 items."

Also, proposed to the Shareholders' Meeting to approve the authorization of Board of Directors and/or the Chief Executive Officer and/or other person who is delegated by Board of Directors and/or the Chief Executive Officer to register the amendment of the Company's objectives and the amendment to Article 3 of the Company's Memorandum of Association (Objectives) to be in line with the amendment of the Company's Objectives at the Department of the Business Development, Ministry of Commerce, including to revise any details as per the Registrar's order for the completion of the registration.

The Chairman allowed shareholders and proxies to ask questions and comments.

No shareholders and proxies were inquiring and expressing opinions.

The Chairman asked them to consider, cast their votes for each person, and informed that the resolution in this agenda shall be approved with no less than three-fourth of the total number of votes of shareholders attending the meeting.

Resolution: The meeting approved the amendment of the Company's Objectives and the amendment to Article 3 of the Company's Memorandum of Association (Objectives), with no less than three-fourth of the total number of votes of shareholders attending the meeting and casting their votes as follows:



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The total number of votes attending the agenda: 802,559,796 votes:

	Votes	Percent
Approved	802,559,796	100.0000
Disapproved	0	0.0000
Voided Ballots	0	0.0000
Abstained	0	0.0000
Total	802,559,796	100.0000

Agenda 9 : To consider and approve the amendment of the Company's Article of Association.

The Chairman delegated Miss Rujisaya Bubpaproh, Legal Advisor from Kudun and Partners Limited to present the meeting with this agenda.

Miss Rujisaya Bubpaproh, inform the meeting that due to the revision of the rules on share repurchases. Disposal of Repurchased Shares and Write-off of Repurchased Shares of the Company and Amendments to the Public Limited Companies Act on Electronic Means of Meetings of the Board of Directors and Shareholders' Meetings Delivery of documents or letters, as well as proxy at shareholders' meetings.

The Board of Directors therefore deems it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider and approve amendments to the Company's Articles of Association in relation to the Company's share repurchase in order to comply with the Ministerial Regulation prescribing rules and procedures governing share repurchase. Disposal of Repurchased Shares and Write-off of Repurchased Shares of the Company (No. 2) B.E. 2565 (2022) and amendment of the Articles of Association to comply with the Public Limited Companies Act (No. 4) B.E. 2565 (2022) which has been announced and effective since May 24, 2022 to be up-to-date and in line with the current situation, as well as to support the Company's management through electronic means, which are modern and efficient methods. Reduce the burden of expenses as well as facilitate shareholders. The details are set out in the draft articles of association (Enclosure 4) of the invitation letter sent to all shareholders, including amendments to the Articles of Association by adding provisions on proxy to attend shareholders' meetings and shareholders' right to vote, and the organization, advertising, and delivery of documents via electronic media to Section 7 (proxy to attend shareholders' meetings and shareholders' rights to vote, and the organization, advertising, and delivery of documents via electronic media). Replace Section 7 (Accounting, Finance and Auditing) of the current Articles of Association.

This is because the proposed amendments to the Company's management by electronic means are not required to be amended. Details of amendments to the Company's Articles of Association appear in the draft Articles of Association (Enclosure 4) of the Notice of Meeting sent to all shareholders.

As a result of the addition of the provisions relating to proxy to attend the shareholders' meeting and the right of shareholders to vote and the holding of meetings, advertising and delivery of documents through electronic media, it is Section 7 of the Company's Articles of Association instead of the original Section 7 of the current Articles of Association. This time, it will affect the sorting of clauses and articles of association of the company, as follows:

- Section 7 (Accounting, Finance and Auditing) will be amended by moving to Section 8 (Accounting, Finance and Auditing), Section 8 (Dividends and Reserves) will be amended by moving to Section 9 (Dividends and Reserves) and Section 9 (Additional Chapters) will be amended by moving to Section 10 (Additional Chapters) respectively, and



- The sub-clauses of the Company's Articles of Association in accordance with the present Articles of Association shall be renumbered. In accordance with the addition of Section 7 on proxy to attend shareholders' meetings and shareholders' rights to vote and to hold meetings, advertisements and delivery of documents through electronic media, this time.

Everything. There are no amendments to the original sub-regulations of Chapter 7, Section 8 and Section 9.

Also, proposed to the Shareholders' Meeting to approve the authorization of Board of Directors and/or the Chief Executive Officer and/or other person who is delegated by Board of Directors and/or the Chief Executive Officer to register the amendment of the Company's objectives and the amendment to Article 3 of the Company's Memorandum of Association (Objectives) to be in line with the amendment of the Company's Objectives at the Department of the Business Development, Ministry of Commerce, including to revise any details as per the Registrar's order for the completion of the registration.

The Chairman allowed shareholders and proxies to ask questions and comments.

No shareholders and proxies were inquiring and expressing opinions.

The Chairman asked them to consider, cast their votes for each person, and informed that the resolution in this agenda shall be approved with no less than three-fourth of the total number of votes of shareholders attending the meeting.

Resolution: The meeting approved the amendment of the Company's Article of Association, with no less than three-fourth of the total number of votes of shareholders attending the meeting and casting their votes as follows:

The total number of votes attending the agenda: 802,559,796 votes:

	Votes	Percent
Approved	802,559,796	100.0000
Disapproved	0	0.0000
Voided Ballots	0	0.0000
Abstained	0	0.0000
Total	802,559,796	100.0000

The Company has completed the meeting in accordance with the established agenda. There were no further matters to be considered at the Meeting. The Chairman allowed shareholders and proxies to ask questions and comments. Shareholders who attended the meeting via electronic media inquired about this agenda. Be able to summarize the essence of the points questioned. as follows:

Mr. Thongthot Phaenglart, Volunteers to protect shareholders' rights, received proxies from the Thai Investors Association, asked about 2 issues as follows:

- (1) From the news of the fire incident of solar panels installed on the roof. Please know the probability of causing the fire. It is expected that the company should have a system to prevent such incidents from occurring.



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The Chairman clarified that the company has the following prevention standards:

- The company designs the solar cell system in accordance with the standards of the Engineering Institute of Thailand.
 - The system the company has applied for permission from the Electricity Authority which is in accordance with the safety conditions of the Electricity Authority,
 - including the current new project. The Company has installed the Rapid Shutdown system in accordance with the requirements of the Engineering Institution of Thailand.
- (2) To know the environmental impact on heavy metals (cadmium and mercury) that are components in solar panels that may leak and their disposal when the panels reach the end of their useful life.

The Chairman clarified that the company has managed as follows:

- Leakage will only occur if there is an incorrect post-end disposal method.
- SCN has a method to dispose of end-of-life solar panels by submitting them to a third-party company with expertise and permission to dispose of electronic waste. Dispose of it in accordance with the standard of e-waste disposal.

Mrs. Linda Mutirangura asked if SCN terminated the contract with BMC because of late payment. But according to the news, the BMC will sue SCN for damages because it did not repair the car enough to make it work ?

The Chairman clarified that according to the resolution of the Board of Directors' meeting, SCN has exercised its right to terminate the contract. On March 4, 2024, for the issue that the BMC will sue back. The company still does not know the facts. Because I still don't know any information, I have only seen it on the news.

None of the shareholders expressed any further comments or questions, the Chairman then thanked the shareholders for attending the Meeting.

The meeting was adjourned at 16:10 Hr.

-Sign-

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(Mr. Pisit Serewiwattana)
Chairman

-Sign-

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(Mrs. Pimwanitar Jaratpreedar)
Corporate Secretary