



Minutes of 2024 Annual General Meeting of Shareholders

Through electronic media (E-meeting)

Rhom Bho Property Public Company Limited

Friday, 19 April 2024

---

**Attendees Board of Directors**

- |    |                              |  |
|----|------------------------------|--|
| 1. | Mr. Ronnachit Mahattanapreut | Chairman of the Board of Directors, Independent Director, and Chairman of the Audit Committee    |
| 2. | Mr. Sunpasiri Sunpa-A-Sa     | Independent Director, Audit Committee, and Chairman of the Risk Management Committee             |
| 3. | Mr. Chakaphat Naskan         | Independent Director. Audit Committee, and Chairman of the Nomination and Remuneration Committee |
| 4. | Mr. Weerapan Wipanpong       | Director   |
| 5. | Mr. Kriengsak Hiamto         | Director   |
| 6. | Mr. Nuthapon Luckkanalawan   | Director   |
| 7. | Mr. Darong Hutajuta          | Director, Co - Chief Executive Officer   |
| 8. | Mr. Wut Vipanpong            | Director   |
| 9. | Mr. Prasert Vannacharoen     | Director, Chief of Operation and Legal Officer   |

Therefore, the directors attending the meeting today were 9 persons from a total of 9 persons or equivalent to 100 percent.

**Attendees Executives**

- |    |                         |   |
|----|-------------------------|---|
| 1. | Mr. Wakin Thangkulawat  | Co-Chief Executive Officer                        |
| 2. | Mr. Sutinun Theparruk   | Chief of Accounting & Financial Officer           |
| 3. | Ms. Cheraya Udomvongsup | Executives Vice President, Accounting & Financial |

**Auditor from Siam Truth Audit Company Limited**

- |    |                            |         |
|----|----------------------------|---------|
| 1. | Miss Khaymanundt Chaichuen | Auditor |
|----|----------------------------|---------|

**The meeting started at 10:00 AM**

Mr. Ronnachit Mahattanapreut, the Chairman of the Board of Directors, acted as the chairman of the meeting (the "Chairman") and delegated Ms. Buabucha Punnanant (the "Meeting Facilitator") to conduct the meeting today. The Annual General Meeting of Shareholders for the Year 2024 (the "Meeting") was held via electronic media (E-meeting), conducted in accordance with the Electronic Meeting Act B.E. 2563 and other related laws and regulations. The meeting took place at the company meeting room no. 444-444/1 Pracha Uthit Road, Huaykwang Sub District, Huaykwang District, Bangkok. In this regard, OJ International Company Limited, which passed a self-assessment pursuant to the requirements of Electronic Transaction Development

Agency, was a service provider of the meeting control system, in accordance with criteria specified in the laws on electronic meeting. The Meeting has agendas stipulated in the invitation to this Meeting which has been sent to the shareholders.

The Meeting Facilitator introduced directors and executives who attended the meeting to all attendees and introduced the auditor Miss Khaymanundt Chaichuen from Siam Truth Audit Company Limited who takes charge in voting audit at the Meeting.

For this Annual General Meeting of Shareholders, there were 7 shareholders attending the Meeting in person, holding a total number of 4,784,400 shares and there were 30 shareholders as the proxies, holding the number of 523,729,579 shares, totaling 37 shareholders with the total number of 528,513,979 shares, representing 73.2118 % of total issued shares of the Company. The quorum was thereby constituted according to the law and the Company's Articles of Association.

The Meeting Facilitator informed the Meeting that the Company had invited and notified the shareholders about the Meeting in 3 ways as follows.

1. Sending the Meeting invitation letter in the QR Code form by post
2. Announcing the Meeting invitation in a newspaper
3. Posting the Meeting details on the Company's website

Subsequently, the Meeting Facilitator clarified the meeting procedures, the voting and counting method and criteria, and details of approval in each agenda to the Meeting as follows:

1. The agendas would be proposed agenda by agenda.
2. Once the agenda has been proposed, Q&A session will be commenced. If the shareholders or their proxies have any queries or opinions related to such agenda, the shareholders can ask questions or share their opinions by following methods:

- **In cases ask questions via text message:**

In the Zoom program, press the Chat menu button. The program will open a window for you to type your message to ask a question to the recipient named "Q&A". After typing your message, press the Enter button or the send icon to send the message to the officials. Please check that your question is sent (Send to) to Q&A.

- **In cases ask questions verbally:**

Go to the Reaction menu at the bottom and press the Raise hand button to raise your hand. When the Company Secretary calls your name, the officials will enable your microphone for you to ask your question. You must press the Unmute button that appears on your screen and activate your device's microphone. If you are unable to speak through the microphone within one minute, please type your question in the Chat so that the Company Secretary can read it on your behalf. After asking your question, please press the microphone button to mute and press Lower hand to lower your hand.

- For ask a question, please provide your first and last name together with specifying whether you are shareholder attending the Meeting in person or as a proxy before asking questions every time for the benefit of taking accurate and complete minutes of the Meeting. The

Company Secretary will read the questions related to agendas and the Chairman may assign the responsible person to answer such questions.

- Answering the questions would be reserved to answer only questions related to the proposed agenda. In case the question is related to other agendas, the answer would be answered in that agenda. If the question is not related to such proposed agenda, the shareholders should propose such questions or opinions in Agenda item No.7: Other matters. The Company will leave time for submitting questions around 2 minute. If the shareholders do not submit the questions within 2 minute after the proposal of each agenda, it was deemed that none of the shareholders have any questions, and the Meeting will continue.
  - The Company will record a video for all agenda items in the Annual General Meeting of Shareholders.
3. After the Q&A session is completed, there shall be a voting session. The voting in each agenda during the Meeting would be through E-Voting system. The shareholders may cast their votes pursuant to the amount of the share or in accordance with their proxy with one vote per one share. The Company will leave 1 minute after the voting has started. After 1 minute, the vote counting process will start. The method for E-Voting is as follows:
- Since this meeting is conducted electronically, there will be no printed voting cards provided to attendees.
  - For voting, shareholders have to go to the Web Browser, access the main window, and click on the E-Voting button. This will open a new window for voting on each agenda item within a specified time (1 minute). After selecting your vote, a pop-up will appear for confirmation. Click 'OK' to confirm your vote.
  - The shareholders who wish to change their vote can do so by selecting a new option. However, once the voting for an agenda item has closed, shareholders will no longer be able to vote or change their vote.
  - The shareholders who are using mobile devices or tablets should switch from the Zoom app back to the main Web Browser to cast their votes using the E-Voting menu.
  - Once you have completed your vote, please return to the E-Meeting window in the Zoom program to continue watching and listening to the meeting.
4. The shareholders attending the Meeting can view all agendas as listed in the “Voting Menu” and can cast their votes during voting time of each agenda by voting ‘approve’, ‘disapprove’ or ‘abstain’ only and the shareholders cannot split the votes. Once the voting time for each agenda has been closed, the shareholders cannot change their votes. If the shareholders or the proxy does not make any vote, the system shall deem that such shareholders approve the agenda. In the case of the shareholders who have appointed their proxies and has already casted their votes, the Company shall record and count their votes in accordance with the proxy form.
5. In case where none of the shareholders disapproves or abstains in any agenda, it shall be deemed that the Meeting is resolved with a unanimous vote.

6. As for the vote counting of the shareholders having the right to vote, the Company will not count the votes from the shareholders with special interest in the proposed agenda. In this regard, the Company had already included the details of the shareholders with special interest in relevant agendas in the invitation to this Meeting.
7. For voting counting, the Company will inform the Meeting of the voting result including the vote casting in proxy form submitted to the Company and the vote casting through E-Voting system during voting time of each agenda.

The Meeting Facilitator asked the Meeting if there was any question related to the meeting procedures and method of vote counting as mentioned and informed that if any shareholders have queries or encounter with any technical problem, shareholders can contact for support via telephone at (call center) 02-079-1811. Since there are no shareholders who objected or disagreed to the procedures of conducting the Meeting and vote counting. Therefore, the Meeting was deemed to agree with the procedures of conducting the Meeting and vote counting.

The voting of each agenda, details of which are as follows:

**Agenda No. 1** To acknowledge the report of the Board of Directors on the Company's business operations in 2023.

This agenda is for acknowledgement and there will be no casting of votes.

**Agenda No. 2** To consider and approve the consolidated financial statements for the year ended December 31, 2023.

**Agenda No. 3** To consider and approve the allocation of profits and no dividend payment for the Company's operating results for the year 2023.

**Agenda No. 4** To consider and approve the election of directors replacing those retiring.

**Agenda No. 6** To consider and approve the appointment of the auditor and determine the auditor's remuneration for the year 2024.

Resolutions of these 4 agendas must be passed by a majority of the shareholders who attend the Meeting and cast their votes, excluding ones that abstain from voting.

**Agenda No. 5** To consider and approve the determination of directors' remuneration for the year 2024.

This agenda must be passed by not less than two-third of the total of number of votes of the shareholders who attend the Meeting.

The meeting then commenced to consider agendas as outlined in the agenda specified in the invitation to the meeting.

**Agenda Item No. 1** To acknowledge the report of the Board of Directors on the Company's business operations in 2023.

The Chairman assigned Mr. Wakin Thangkulawat, Co-Chief Executive Officer, and Mr. Sutinan Theparruk, Chief Accounting and Financial Officer. to jointly report the company's performance for the year 2023 at the meeting.

Mr. Wakin Thangkulawat, Co-Chief Executive Officer Presented to the meeting that Performance in developing all projects of the company In the Rawai Beach area Phuket Province There are a total of 4 projects

all of which have been sold out. There are a total of 3 projects in the Nai Harn Beach area of Phuket Province, with one more project having land awaiting development. Out of these, 2 projects have already been sold out, and the project "The Title Halo1" is nearing completion. It is anticipated that it will be able to generate income within the second quarter of 2024.

In 2023, following the acquisition of shares in Asset wise Company Limited, the company commenced the sale of "The Title Legendary Bang Tao" project. In 2024, in February, the company began selling "The Title Heritage Bang Tao" project, situated in a prominent tourist destination in Phuket Province. Additionally in March the company sales of the project The Title Serenity Nai Yang.

The progress of project development is as follows.

#### Year 2023

- The Title V project value at 947 million baht, sales 100%, revenue recognition 99 %.
- The Title Halo 1, project value at 1,537 million baht, sales 88% and expected to begin recognizing revenue within the 2nd quarter of 2024.
- The Title Legendary Bang Tao, project value at 4,500 million baht, 80% sales and expected to begin recognizing revenue within the 1st quarter 2025.

#### New projects in 2024

- The Title Heritage Bang Tao, project value at 6,000 million baht, sales 50% and expected to begin recognizing revenue within 2025-2026.
- The Title Serenity Nai Yang, project value at 4,000 million baht.
- The Title Rawai, project value at 1,000 million baht and sales are expected to open in the 4th quarter of 2024.
- Joint venture project with Botanic Grand Avenue Company Limited is a residential project, selling 21 units value at 1,400 million baht and a condominium project, selling 99 units value at 1,500 million baht. Total sales of both projects value at 2,900 million baht and is expected to gradually recognize income in the 1st quarter of 2025.

Next, would like to assign Mr. Sutinan Theparruk, Chief Accounting and Financial Officer. Presenting the company's financial performance.

Mr. Sutinan Theparruk presents at the meeting: In 2023, the company had sales income to 437.56 million baht, which was the recognition of income from The Title V project. Other income 22.50 million baht. Total income is 460.95 million baht. Cost of sales 230.94 million baht. Selling and administrative expenses to 185.32 million baht. The selling and administrative expenses increased from the opening of 3 new projects and the company had a net profit of 22.20 million baht.

The company has condominium units waiting to transfer ownership (Backlog) as of December 31, 2023, valued at 4,047 million baht, divided into 3 projects as follows:

1. The Title V, value at 12 million baht, is expected to recognize revenue within 2024.

2. The Title Halo 1, value at 1,354 million baht.
3. The Title Legendary Bang Tao, value at 2,681 million baht

Mr.Wakin Thangkulawat informed shareholders apart from the presented operational results, the company has also established policies to combat corruption and collusion in the past. The company has established guidelines for conducting operations in various areas that may lead to corruption, as well as policies for handling complaints to facilitate reporting and complaints about corruption more conveniently. Furthermore, the company has disclosed various policies on its website to inform stakeholders. The company is currently considering and preparing to participate with anti-corruption agencies in the future.

Mr.Wakin Thangkulawat informed shareholders that the earlier reporting is an explanation that summarizes key changes in financial performance including other factors with significant impacts to the Company, both positive and negative. All details can be found in the section "Management Discussion and Analysis" of Form 56-1 One Report of 2023 which was sent to shareholders together with the meeting notice. If you have questions, you can submit questions at the next time after the end of the report. Note that shareholders can also study further information of MD&A and One Report on the website of the Stock Exchange of Thailand or the Thailand or the Company's website under Investor Relations section.

The Meeting Facilitator asked the Meeting if there was any question.

Mr.Palit Tanange a shareholder attending the Meeting in person asked questions. The Chairman assigned Company Secretary to read the questions.

Would like to know if the company has plans to purchase land in the Bang Tao Beach area for further project by the end of this year?

Mr.Wakin Thangkulawat responded the land available is sufficient for another 3 years of project development, and there are no plans to purchase land in the near future.

Miss Thanomkwan Nuankiai Proxie From Thai Investors Association asked questions. TITLE there a policy to Annual General Meeting of Shareholders , Extraordinary General Meeting of Shareholders on-site and online, also known as hybrid?

Mrs.Patinya Jeewaphong Company Secretary responded There is no policy for hybrid meetings.

As none of the shareholders raised any question, the Meeting Facilitator then declared to the Meeting that this agenda is for acknowledgement, therefore, the Meeting Facilitator shall conclude that the Meeting acknowledged the Company's business operation for the fiscal year 2023.

**Agenda Item No. 2 To consider and approve the consolidated financial statements for the year ended December 31, 2023.**

The Chairman assigned the Meeting Facilitator to present the details of this agenda to the Meeting. The Meeting Facilitator declared to the Meeting as follows: the Meeting proposed for the meeting to consider and approve that the annual financial statements of the Company ended on 31 December 2023 have been audited and certified by Miss Khaymanundt Chaichuen, a certified public accountant from Siam Truth Audit Company Limited, and were considered by the Audit Committee and the Board of Directors. The details are

as appeared in Attachment 1 which has been sent to the shareholders prior to this Meeting together with the invitation letter which can be summarized below.

Unit : MB

Transactions from the consolidated financial Statements	December 31, 2023	December 31, 2022	% change
Total Assets	3,472.90	1,236.98	181
Total Liabilities	2,635.58	574.53	359
Shareholders' equity	837.32	662.45	26
Total Revenues	460.95	595.96	(22.66)
Profit (loss) before income tax	28.61	78.01	(63.30)
Net profit (loss)	22.21	61.19	(63.7)
part belonging to the Company	23.03	61.19	(62.40)
Net profit (loss) per share (baht/share)	0.03	0.08	(62.50)

The Board of Directors deemed it appropriate to propose that the shareholders' meeting approve the consolidated financial statements for the year ending December 31, 2023.

The Meeting Facilitator asked the Meeting if there was any question.

As none of the shareholders raised any question, the Meeting Facilitator requested the shareholders to consider and approve the financial statements for the year ended December 31, 2023, the details of which are as aforementioned.

**Resolution**

The Meeting considered and resolved to approve the consolidated financial statements for the year ended December 31, 2023 as proposed with the majority of the total votes of shareholders attending the meeting and casting votes. Voting results are as follows:

Approved	542,499,121	Votes	Equivalent to	100
Disapproved	0	Votes	Equivalent to	0
Abstained	0	Votes	Equivalent to	0

**Agenda Item No. 3 To consider and approve the allocation of profits and no dividend payment for the Company's operating results for the year 2023.**

The Chairman assigned the Meeting Facilitator to present the details of this agenda to the Meeting. The Meeting Facilitator declared to the Meeting as follows:

Pursuant to the Public Limited Companies Act B.E. 2535 (1992), section 115, section 116 and clause 45 and 46 of the Company's Articles of Association, the Company can pay dividend from the retained profits only and the company shall allocate no less than five percent of its annual net profit, less the accumulated losses brought forward (if any) to a reserve fund until this fund reaches an amount of no less than ten percent of the registered capital, unless its articles of association or other laws require a larger fund.

The Company has a policy to pay dividends at the rate of no less than 40% of the net profit according to the consolidated financial statements, after deducting corporate income taxes and various types of reserves

required by law. Nonetheless, payment of such dividends is dependent on the Company’s performance in each year.

1. In the fiscal year ending December 31, 2023, the Company had net profits from operations in the amount of 22,207,382 baht. The Company proposes to allocate net profits as legal reserves in the amount of 1,312,000.00 baht when combined with the current accumulated reserves (before net profit allocation) amount of 30,292,000.00 baht, the Company will have a total accumulated reserve fund of 31,604,000.00 baht, equivalent to 8.76% of the registered capital.

2. The Company has considered the necessity of working capital for operations and investment plans in the new projects that will occur in 2024, the Company therefore proposes to omission paying dividends for the 2023 operating results to shareholders.

The Board of Directors deemed it appropriate to propose that the shareholders’ meeting approve the allocates a legal reserve in the amount of 1,312,000.00 Baht, the Company will have a total accumulated reserve fund of 31,604,000.00 baht, equivalent to 8.76% of the registered capital and no dividend payment for the fiscal year 2023 operating results to shareholders.

The Meeting Facilitator asked the Meeting if there was any question.

As none of the shareholders raised any question, the Meeting Facilitator requested the shareholders to consider and approve the allocation of legal reserve from the net profit, and no dividend payment for the fiscal year 2023 the details of which are as aforementioned.

<b><u>Resolution</u></b>	The Meeting considered and resolved to approve the allocation of legal reserve from the net profit, and no dividend payment for the fiscal year 2023 by majority votes of the shareholders who attended the Meeting and cast their votes. Voting results are as follows:			
Approved	542,499,121	Votes	Equivalent to	100
Disapproved	0	Votes	Equivalent to	0
Abstained	0	Votes	Equivalent to	0

**Agenda Item No. 4 To consider and approve the election of directors replacing those retiring.**

Prior to the commencement of this agenda, In order to comply with the good corporate governance, the spokesman asked the 3 retired directors by rotation to leave the meeting room. Therefore, Mr. Ronnachit Mahattanapreut, Mr. Weerapan Wipanpong and Mr. Kriengsak Hiamto, attending directors, left the Meeting temporarily.

The Chairman assigned the Meeting Facilitator to present the details of this agenda to the Meeting. The Meeting Facilitator declared to the Meeting as follows:

Pursuant to the Public Limited Companies Act B.E. 2535 (1992), section 71 and clause 16 and 33 of the Company’s Articles of Association which is specified at every annual general meeting of shareholders, one-third of the directors shall retire from office at such time. If the number of directors is not a multiple of three, the number of directors closest to one-third shall retire. In addition, directors who must retire from office in the first and second years after registering as a public company, that will use the method of drawing lots to determine who will retire. For subsequent years, the directors who have been in office the longest will be chosen to retire. A director who vacates office under the rotation may be re-elected.



The Nomination and Remuneration Committee is in charge of nominating qualified candidates who can contribute greatly to the Company and meet all qualifications for directors according to the Public Limited Companies Act B.E. 2535 (1992) (and revised version), the SEC Act B.E. 2535 (1992) (and revised version), and related regulations and proposing to the Board and the shareholders for approval respectively.

In this 2024 Annual General Meeting of Shareholders, there are directors who are required to vacate office, as follows:

1. Mr. Ronnachit Mahattanapreut Independent Director
2. Mr. Weerapan Wipanpong Director
3. Mr. Kriengsak Hiamto Director

In this regard, the Company has provided the opportunity for shareholders to nominate persons to be selected as directors in advance for the Annual General Meeting of the year 2024 from October 1, 2023 – December 31, 2023 via the Company's website. It appeared that no shareholder nominated a person to be considered as a director of the Company.

The Nomination and Remuneration Committee has considered the appropriateness and best interests of the Company and believes that retired directors will be rotated at this meeting who are qualified and not possessing characteristics prohibited by relevant laws, possessing knowledge, ability, experience, and professional knowledge that is beneficial for company operations. In addition, The Board of Directors has considered that that the person nominated as an independent director has qualifications in accordance with relevant laws and regulations related to independent directors. Therefore, it is considered appropriate to propose that all 3 directors who will retire from office at the expiration of their terms of office be re-elected as directors for another term. The details of the profiles, educational background, work experience, shareholding proportions, and directorships in other companies of 3 directors who are the directors due to retire by rotation and nominated to hold office for another term. Details appear has been sent to the shareholders prior to this Meeting together with the invitation letter.

The Board of Directors and The Nomination and Remuneration Committee carefully and cautiously reviewed deemed it appropriate to propose that the shareholders' meeting approve the re-election of the 3 directors to hold office for another term.

The Meeting Facilitator asked the Meeting if there was any question.

As none of the shareholders raised any further question, the Meeting Facilitator requested the Meeting to consider and approve the re-election of appointment Mr. Ronnachit Mahattanapreut, Mr. Weerapan Wipanpong and Mr. Kriengsak Hiamto as the Company's directors for another term, the details of which are as aforementioned.

**Resolution** The Meeting considered to approve the appointment Mr. Ronnachit Mahattanapreut, Mr. Weerapan Wipanpong and Mr. Kriengsak Hiamto to be the Company's directors for another term by majority votes of the shareholders who attended the Meeting and cast their votes. Voting results are as follows:

1. Mr. Ronnachit Mahattanapreut Independent director				
Approved	542,499,121	Votes	Equivalent to	100
Disapproved	0	Votes	Equivalent to	0
Abstained	0	Votes	Equivalent to	0
2. Mr. Weerapan Wipanpong Director				
Approved	542,499,121	Votes	Equivalent to	100
Disapproved	0	Votes	Equivalent to	0
Abstained	0	Votes	Equivalent to	0
3. Mr. Kriengsak Hiamto Director				
Approved	542,499,121	Votes	Equivalent to	100
Disapproved	0	Votes	Equivalent to	0
Abstained	0	Votes	Equivalent to	0

**Agenda Item No. 5 To consider and approve the determination of directors' remuneration for the year 2024.**

The Chairman assigned the Meeting Facilitator to present the details of this agenda to the Meeting. The Meeting Facilitator declared to the Meeting as follows:

Pursuant to the Public Limited Companies Act B.E. 2535 (1992), section 90 and clause 17 of the Company's Articles of Association; A director is entitled to receive the remuneration from the Company in any forms as stipulated in the regulations of the Company or the consideration of the meeting of shareholders and has the resolution not less than two-thirds (2/3) of all votes of the shareholders present at the meeting. Such remuneration may be at fixed amount or specified from time to time or let it being enforced unless otherwise approved by the meeting of shareholders. Moreover, the director is also entitled to a per diem and any fringe benefit according to the regulations of the Company. The first clause does not affect the right of employees or employees elected as directors of the company to receive compensation and benefits as company's employees"

The Nomination and Remuneration Committee is in charge of evaluating the remuneration of the Board of Directors and sub-committees regarding the type and scale of business in order to be consistent with the same industry including the remuneration of the board of directors and sub-committee should be appropriate to the business expansion and profit growth of the company as well as their duties and responsibilities. The Board of Directors deemed it appropriate to propose that the shareholders' meeting approve the determination of the directors' remuneration for the year 2024 of the Board of Directors, Audit Committee, Risk Management Committee and Nomination and Remuneration Committee to propose the directors' remuneration, meeting allowance and bonus. The total amount not to exceed 2.5 million baht per year, with details as follows;

1. Monetary Compensation :

Unit : Baht

Remuneration for the Board and Sub-Committee	2024 (Proposal)			2023		
	Monthly Remuneration (Baht/person/month)	Meeting Allowance (Baht/person/time)	Bonus	Monthly Remuneration (Baht/person/month)	Meeting Allowance (Baht/person/time)	Bonus
<b>1. Board of Directors</b>						
• Chairman	15,000	20,000	Depend on the company's operating results within the amount not exceeding the total amount per year	15,000	20,000	Depend on the company's operating results within the amount not exceeding the total amount per year
• Non-Executive Directors	12,000	15,000		12,000	15,000	
• Executive Directors	-	-	-	-	-	-
<b>1. Audit Committee</b>						
• Chairman	-	15,000	-	15,000	15,000	-
• Member	-	10,000	-	12,000	10,000	-
<b>2. Other sub-committees (Nomination and Remuneration Committee and Risk Management Committee)</b>						
• Chairman	-	15,000	-	-	-	-
• Non-Executive Directors	-	10,000	-	-	-	-
• Executive Directors	-	-	-	-	-	-

2. Non-Monetary Compensation or other kind of Remuneration: None

The Board of Directors deemed it appropriate to propose that the shareholders' meeting approve the determination of directors' remuneration for the year 2024.

The Meeting Facilitator asked the Meeting if there was any question.

As none of the shareholders raised any question, the Meeting Facilitator requested the shareholders to consider and approve the determination of directors' remuneration for the year 2024.

**Resolution** The Meeting considered to approve the remuneration of the Company's directors for the year 2024 by not less than two-third of the total of number of votes of the shareholders who attended the Meeting and cast their votes. Voting results are follows:

Approved	542,499,121	Votes	Equivalent to	100
Disapproved	0	Votes	Equivalent to	0
Abstained	0	Votes	Equivalent to	0

**Agenda Item No. 6 To consider and approve the appointment of the auditor and determine the auditor's remuneration for the year 2024.**

The Chairman assigned the Meeting Facilitator to present the details of this agenda to the Meeting. The Meeting Facilitator declared to the Meeting as follows:

In section 120 of the Public Limited Company Act and clause 33 of the Company's Articles of Association indicated that in every Annual General Meeting, the shareholders have to appoint and determinate the remuneration for auditor (s) and auditor (s) of preceding year can be re-elected". In addition, the Notification of the Office of the Securities and Exchange Commission provides that listed companies shall rotate auditor once the auditor has performed duties in reviewing, auditing and providing opinion to the Company's financial statements for a total period of 7 years, whether it is consecutive or not. The company is allowed to appoint such auditor to be the auditor of the Company when at least 5 consecutive accounting periods have passed.

The Audit Committee has selected the auditors for the year 2024 and proposed them to the Board of Directors in order for the Board of Directors to propose that the shareholders' meeting appoint three auditors. from EY Office Company Limited as the auditor of Company for the year 2024 (first year), namely

1. Ms.Sineenart Jirachaikhuan Khan CPA No. 6287
2. Mrs.Poonnard Paocharoen CPA No. 5238
3. Mrs.Wilai Sunthornwanee CPA No. 7356

In the case that these auditors fail to satisfactorily perform their duties, EY Office Company Limited is allowed to arrange for other of its auditors to review the accounts and render opinions on the Financial Statements of the Company in place of these auditors and approval for empowering the Board to have an authority on behalf of shareholders to approve the auditor's fee for financial statements of the Company's subsidiaries, associated companies, and any joint ventures in 2024.

The determined audit fee including quarterly review fee will be fixed at the total amount of 1,700,000 Baht, which is higher than the audit fee for year 2023, which was at the total amount of 1,500,000 Baht. This rate is acceptable because This kind of audit rate is similar to other companies in the same business

The Board of Directors deemed it appropriate to propose that the shareholders' meeting approve the EY Office Company Limited as the auditors of the Company for the year 2024, the determination of the audit fee for the year 2024 at 1,700,000 Baht.

The Meeting Facilitator asked the Meeting if there was any question.

As none of the shareholders raised any question, the Meeting Facilitator requested the shareholders to consider and approve the appointment of the auditor and determine the auditor's remuneration for the year 2024.

**Resolution**

The Meeting considered to approve the appointment of the Company's auditors and the determination audit fee for the year 2024 in the amount of 1,700,000 Baht by majority votes of the shareholders who attended the Meeting and cast their votes. Voting results are follows:

Approved	542,499,121	Votes	Equivalent to	100
Disapproved	0	Votes	Equivalent to	0
Abstained	0	Votes	Equivalent to	0

**Agenda Item No. 7 Other matters (if any)**

Mr. Palit Tanange a shareholder attending the Meeting in person asked questions. The Chairman assigned Company Secretary to read the questions, as follows.

- 1) How do the executives view the oversupply situation in some areas, such as Bang Tao or Phuket in general? Additionally, what concerns do they have regarding payment defaults?

Mr. Wakin Thangkulawat responds that there is still relatively high demand in the Bang Tao beach area, and the company is not concerned. Regarding payment, the company has strict measures for collecting payments from customers after room reservations. Within one month, customers are required to pay a 25% contract fee upon booking a suite. Currently, cancellations of suites amount to no more than 2% of sales.

- 2) The executives view whether reservations for The Title Heritage Bang Tao project are below target compared to other competitors?

Mr. Wakin Thangkulawat responds that after one month of sales launch, The Title Heritage Bang Tao project has achieved 50% of its sales target, indicating that this is considered a premium project and the sales figure is satisfactory.

Since there was no one proposing any further matter to the Meeting for consideration or raised any question, the Chairman thanked the shareholders and other relevant persons and declared the Meeting adjourned at 11.30 AM.

Yours faithfully,

Rhom Bho Property Public Company Limited

*-Ronnachit Mahattanapreut-*

(Mr. Ronnachit Mahattanapreut)

Chairman of the Board of Directors