

**-Translation-**  
**Extraordinary General Meeting of Shareholders No. 1/2023**  
**of**  
**Chin Poon Electronics (Thailand) Public Company Limited**

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**Date, Time and Place of Meeting**

The Meeting was held on December 8, 2023 at 9.30 hrs, at the Company's Meeting Room 3<sup>rd</sup> Floor, no. 152 Moo 5, Bangkadi industrial park, Tiwanon road, Tumbol Bangkadi, Amphoe Muang Pathum Thani, Pathum Thani province.

**Preliminary Proceedings**

The meeting's moderator has informed that, Mr. Chen Jung Kun, director, was selected to be the Chairman of the Meeting. The Chairman had welcomed the shareholders who attended the meeting and opened the Extraordinary General Meeting of Shareholders No. 1/2023. Mr. Chen Jung Kun informed the meeting and asked Khun Laksana Samranthiwawan to be meeting moderator to conduct the meeting and also informed all details during the meeting so that it would be clear communication and understanding. Khun Laksana then informed the Meeting that there were 32 shareholders presented (in person or by proxy), representing 831,987,955 shares equivalent to 99.83 percent of the total paid-up shares (the total issued shares of the Company equaled to 833,404,917 shares), thereby constituting a quorum as required by the company's Articles of Association.

Board of Directors: Present 2 directors

- |    |                             |                                      |
|----|-----------------------------|--------------------------------------|
| 1. | Mr. Chen Jung Kun           | Director and chairman of the meeting |
| 2. | Mrs. Laksana Samranthiwawan | Director                             |

The Management: Present 4 persons

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|----|------------------------|--|
| 1. | Mr. Jason Chen         | AVP of the manufactory department                    |
| 2. | Ms. Kanda Opasri       | Factory manager                                      |
| 3. | Mrs. Jittima Noeythong | Senior manager of Sales and Marketing                |
| 4. | Mr. Chartchai Soiraya  | Senior manager of Human Resources and General Admin. |

Before convening the shareholders' meeting, meeting moderator had informed the Meeting the procedures to conduct the Meeting and voting's procedures for the shareholders in each agenda item as follows:

1. The shareholders who are personally attending the Meeting and proxy holders who have been given proxy to vote at this Meeting will have each been given a ballot paper when they registered for the Meeting.
2. The Meeting will consider the agenda items in the order as per the notice of the Meeting. The information in each agenda will be presented and the shareholders will be given opportunity to ask questions they may have before asking for the resolution in the relevant agenda. If the shareholders

or proxyholders wish to ask questions or express their views, they are required to inform their names and last names to the Chairman. In case of proxyholders, they are required to inform the shareholders who give proxies to attend the Meeting.

3. After the shareholders have been given the information related to each agenda item, which is presented to the Meeting for acknowledgement, the shareholders who disagree or abstain from voting on an agenda item must indicate their voting choices on the ballot paper given before the Meeting. When this is done, the shareholders shall raise their hands so that the staff can collect the ballot paper.
4. Each shareholder has one vote per share held. Any shareholder who have special interest in any agenda is prohibited to exercise his/her voting rights in such agenda.
5. In counting the votes, agenda item no. 1 and no.3 requires majority of the votes of the shareholders who attend and exercise their votes while agenda item no. 2 requires the votes of the shareholders who are present at the meeting and have the right to vote of not less than three fourths of the total issued shares of the Company. The Company will deduct the votes of disapproval and abstention from the total votes of the Meeting. The rest of the votes will be deemed votes of approval. Where no-one has stated an opposing or differing opinion, the Meeting will be deemed to have unanimously agreed or given a unanimous approval. As to save time during the collecting of the votes, the Meeting will proceed with the next agenda item.

The Chairman then declared the Meeting duly convened and proposed the Meeting to consider the following matters according to the agenda items.

**Agenda item no. 1      To certify the minutes of the 2023 Annual General Meeting of Shareholders held on April 28<sup>th</sup>, 2023**

Meeting moderator proposed that the Meeting to certify the minutes of Year 2023 Annual General Meeting of Shareholders held on April 28<sup>th</sup>, 2023. The shareholders were asked, if anyone wished to add any wording to the minutes of Year 2023 Annual General Meeting of Shareholders which have been sent to every shareholder, no shareholders had any comment. It was proposed by the Chairman that the minutes of Year 2023 Annual General Meeting of Shareholders would be certified.

**Resolution**      The Meeting unanimously resolved that Year 2023 Annual General Meeting of Shareholders held on April 28<sup>th</sup>, 2023 as Chairman proposed, be certified by the votes as follows:

Approved	831,987,955	shares	equal to	100%
Disapproved	-	shares	equal to	0
Abstained	-	shares	equal to	0

**Agenda item no. 2      To consider and approve the increase of the Company's registered capital and the amendments to Clause 4 of the Company's Memorandum of Association to reflect the capital increase**

Meeting moderator informed the Meeting that the Company was planning to invest in its new printed circuit board factory and was required to be compliance with the condition to receive investment promotion from Board of Investment, it was proposed that the Meeting considered and approved the increase of the Company's registered capital for another Baht 705,882,332, from the existing registered capital of Baht 833,404,917, to be new registered capital Baht 1,539,287,249 by issuing 705,882,332 new ordinary shares with a par value of Baht 1 each.

In addition, she also proposed that Clause 4 of the Company's Memorandum of Association would be amended to reflect the increase of the Company's registered capital, according to the following details:

Clause 4. The registered capital Baht 1,539,287,249			(Baht One Thousand Five Hundred and Thirty Nine Million Two Hundred and Eighty-Seven Thousand Two Hundred and Forty-Nine)
Divided into	1,539,287,249 shares		(One Thousand Five Hundred and Thirty Nine Million Two Hundred and Eighty-Seven Thousand Two Hundred and Forty-Nine shares)
At the par value of	Baht 1 each		(Baht One) each
Categorized into			
Ordinary shares	1,539,287,249 shares		(One Thousand Five Hundred and Thirty Nine Million Two Hundred and Eighty-Seven Thousand Two Hundred and Forty-Nine shares)
Preferred shares	- None-		(-)

Meeting moderator had informed the meeting that in this agenda should be approved by a vote of not less than three-fourths of the number of shares of shareholders and proxies attending the meeting and having the right to vote.

The Chairman asked the shareholders if there were any shareholders who had any questions or concerns. One shareholder, Mr. Hangchai Akkhawasakul, a representative from the Thai Shareholders Association, who was shareholder and took another two shareholders' representatives asked questions as follows:

1. Since the company had capital increased in last June and the purpose of this capital increase would be for production capacity of printed circuit board expansion. He would like to know if there was a plan to use this capital increase to repay loan/debt or not.
2. If this capital increase also be reserved for warrants? If there were warrants, what would be the conversion price of the warrants, what is the amount? If there was no warrant, please ignore this question.

Khun Laksana had explained that the purpose of June capital increase was to increase the Company's liquidity but for this December capital increase, it would be an investment in the production of Multi-layer printed circuit board expansion. This investment project would be around Baht 3,900 million. In the first phase, the company would increase capital by Baht 1,200 million (share capital + share premium) and the rest would come from subsequent capital increases and borrowing money from financial institute in the future. This capital increase would be used for land purchasing; factory building construction and purchases of machinery. The Company did not need to reserve money for the conversion of warrants or debentures because the Company did not have both warrants and convertible debenture.

Khun Hangchai requested that questions and answers from today's meeting would be recorded in the meeting minutes. He also asked if funds would be used to purchase land, would the land be located in this area or anywhere else. Khun Laksana clarified that the land that the company would purchase would be land in Bangkadi Industrial Park. In the meantime, a memorandum of understanding for the land purchase had been signed. Because the company was a foreign company, to be able to buy land it was necessary to receive investment promotion from the Board of Investment (BOI) only. The company had already submitted documents to receive investment promotion since September. It was in the process of consideration and would be presented to the BOI subcommittee. After the Company had received investment promotion, the Company could buy this land.

The Chairman asked the shareholders if there were any shareholders who had any other questions, if no any other questions, he would like the meeting to consider and approve the increase of the Company's registered capital and Clause 4 of the Company's Memorandum of Association amendment.

**Resolution**

The Meeting unanimously resolved to approve the increase of the Company's registered capital for another Baht 705,882,332 from the existing registered capital of Baht 833,404,917, to be new registered capital Baht 1,539,287,249 by issuing 705,882,332 new ordinary shares with a par value of Baht 1 each and the amendments to Clause 4 of the Company's Memorandum of Association to reflect the capital increase according to the above details, be approved by the votes as follows:

Approved	831,987,955	shares	equal to	100%
Disapproved	-	shares	equal to	0
Abstained	-	shares	equal to	0

**Agenda item no. 3      To consider and approve the allotment of new issued ordinary shares in amount of 705,882,332 shares**

Due to the increase of the Company's registered capital approved in Agenda item no. 2 above, the meeting moderator proposed that the meeting should consider and approved the allotment of 705,882,332 new ordinary shares at the par value of Baht 1 each, in one or several tranches, to existing shareholders by way of rights issue, whose names appear in the share register book on November 17, 2023 with subscription ratio of 1.180657 existing shares to 1 new shares (Any fraction of the allotment of such new shares would be disregarded) at the offering price of Baht 1.70 per share.

Any unsubscribed shares from the subscription by the existing shareholders (**Unsubscribed Shares**) would during the subscription period be re-allotted to the shareholders, who wished to subscribe such Unsubscribed Shares in excess of their entitlement, in proportion to their shareholding at the same offering price. Such Unsubscribed Shares would be re-allotted to the shareholders, who wished to subscribe such Unsubscribed Shares only when there were new ordinary shares remaining from the allotment to existing shareholders who had already completed their subscription under rights issue. The subscription period of new shares would be between December 20-26, 2023 (totaling 5 business days). The Chairman of the Board of Directors or his designated person would be authorized to amend and/or determine the closing date of the Company's share register book in order to determine the names of shareholders who are entitled to subscribe for new ordinary shares, and subscription period, as well as to determine terms and all other details relating to the offer of such unsubscribed shares to the shareholders who wished to subscribe for excess rights shares in proportion to the shareholding of each of such shareholders until no new shares remained unsubscribed.

If the number of the Unsubscribed Shares were sufficient for allotting to all shareholders subscribing for excess rights shares, the Unsubscribed Shares might be allotted to each shareholder subscribing for excess right according to the number of shares specified in his/her subscription. Any new ordinary shares remaining unsubscribed at this stage would be proposed for the consideration of the shareholders' meeting for further capital reduction.

The Chairman of the Board of Directors or his designated person would be also authorized to amend wording or statement in any documents ie. minutes of shareholders' meeting, the Memorandum of Association and/or applications and/or carry out any acts in order to comply with the registrar's advice in applying for registration of the Company's capital increase to the Business Development Department, Ministry of Commerce.

The meeting moderator also informed the meeting that in the slides projected on the screen was a brief summary of information regarding the subscription of new shares. The shareholders would receive detailed documents again from Thailand Securities Depository Co., Ltd. (TSD) who would send documents to shareholders together with notification of the number of shares subscription rights. It was expected that the document would be sent to all shareholders on December 13, 2023.

The Chairman asked the shareholders if there were any shareholders who had any other questions and there was one shareholder named Mr. Nara Sripetch asked questions as follows:

1. Because the company was not listed in the Stock Exchange of Thailand, many information was not generally available therefore, he would like to ask how much the Company's shareholders' equity was?
2. From this capital increase he would like to know the duration of the project, when it would be completed and when it was expected to start production.

The Chairman of the meeting answered the 2<sup>nd</sup> question that it would take around 2 years and expected to start operation by next 2 years or year 2025. Moreover, Khun Laksana had informed that currently the Company had shareholders equity total Baht 1,291 million.

Khun Nara asked further questions that for this capital increase, the minority shareholders did not have information and subscribed the new share according to their right, the major shareholder would take their over right shares or not. Khun Laksana described that major shareholders; Chin Poon Industrial Co., Ltd. in Taiwan would subscribe all these increase shares, therefore if the minority shareholders did not subscribe their shares according to their right, our major shareholder would take all shares over their right.

The Chairman asked the shareholders if there were any shareholders who had any other questions, if there was no any further questions, he would like to meeting to approve the allotment of new issued ordinary shares.

**Resolution** The Meeting unanimously resolved that the allotment of 705,882,332 new shares at the par value of Baht 1 each according to the above details, be approved by the votes as follows:

Approved	831,987,955	shares	equal to	100%
Disapproved	-	shares	equal to	0
Abstained	-	shares	equal to	0

**Agenda item no. 4      Other Business (if any)**

The Chairman asked the shareholders if there were any shareholders who had any other questions, and there was 1 shareholder, Mr. Hangchai Akkhawasakul, would like to ask some information of the Company and if it was the Company confidential information, it would be acceptable not to answer this question. If it was not, he requested to record it in the meeting minutes so that shareholders who did not attend the meeting today would also receive this information. He asked if this capital increase was an investment in expanding the production of printed circuit boards that would be used in what industry and what the future growth trend would be? He also shared his opinion that the automotive industry tended to grow continuously, especially electric vehicle from China manufacturers which had been produced more and more. He thought that other major automotive manufacturers in the world might have to develop their own technology to compete with China manufacturer.

The Chairman explained that this capital increase would be the expansion of printed circuit boards production for the automotive industry. The company had also focus the future growth trend of this industry, not only in Thailand but it was also the potential future growth business in the world. Therefore, it was the main objective of this capital increase for investment. The Company expected to receive an investment promotion certificate around the end of December or the beginning of January and because it was a big investment and needed a lot of money, the machines used in production would be intelligent and automated to increase production efficiency, high quality and energy saving.

No others business has proposed by the shareholder for the meeting consideration, the Chairman then thank to the meeting attended and close the meeting.

The Meeting was closed at 10.05 hrs.

Certified for correctness of the minutes

-Signed-

(Mr. Chen Jung Kun)

Chairman of the meeting

-Signed-

(Mrs. Laksana Samranthiwawan)

Company's secretary/ the minutes recorder