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EC 002/2024

February 8, 2024

Re: Resolution of Board of Directors Meeting No. 2/2024 and investment in Eastern Green Development's ("EGD") ordinary shares, capital increase and share allocation in a private placement, change of the company's name and security name, and scheduling of the date for Extraordinary General Meeting of Shareholders No. 1/2024

To: President
The Stock Exchange of Thailand

Enc: 1. Information Memorandum on the Acquisition of Assets and Connected Transactions of Star Sitthi Solution Public Company Limited (Schedule 1) (Amendment)
2. Capital Increase Report Form (F53-4) (Amendment)
3. Information Memorandum on the offering of the Company's newly-issued ordinary shares in a private placement (Amendment)

Star Sitthi Solution Public Company Limited ("Company") would like to inform the resolution of the Company's Board of Directors Meeting No. 2/2024, held on February 8, 2024 at 5:00 p.m. ("Meeting"). The Meeting passed the resolution to acknowledge the financial advisor's report on the fair value assessment of the ordinary shares of Eastern Green Development Company Limited ("EGD") prepared on 8 February 2024 by Beyond Securities Public Company Limited ("BYD"), the Company's financial advisor. The assessment report is a new version of the opinion report sent to the Company after BYD received a renewal of approval to act as a financial advisor from the Securities and Exchange Commission. The said opinion report has details similar to the report of the opinion of the financial advisor on the fair value assessment of EGD's ordinary shares prepared on January 15, 2024 by BYD. The fair value assessment and its details remain the same.

In addition, even though the Company received a financial assistance from BYD by issuing bills of exchange since early 2018, and, subsequently, the Company has already fully repaid in 2022, the Board of Directors is of the opinion that BYD has the ability, experience and expertise in business and is independent in performing its duties as a financial advisor like a professional. There is also a person who controls the practice, work procedures and professional ethics to supervise which is appropriate to perform duties as the Company's financial advisor for this transaction.

In this regard, after considering the financial advisor's opinion report above, the Board of Directors passed the resolution to approve the details of the investment in EGD's ordinary shares, capital increase, and allocation of ordinary shares to Private Placement, change of the Company's name and the Securities abbreviation and to propose the date and agendas of for the Extraordinary General Meeting of Shareholders No. 1/2024 as previously approved in accordance with the resolution of the Board of Directors' Meeting No. 1/2024 on January 15, 2024, with the following details:

1. The Meeting passed a resolution to propose to Extraordinary General Meeting of Shareholders No. 1/2024, for consideration and approval, an increase in the number of the Company's directors and independent directors, by way of appointing Mr. Chavapas Ongmahutmongkol. He is qualified and does not possess any prohibited characteristics in accordance with the Public Limited Companies Act B.E. 2535 (including its amendments), and the Securities and Exchange Act B.E. 2535 (including its amendments), as well as the relevant notifications and the laws relating to the requirements for independent directors. He is able to independently give relevant opinions.

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2. The Meeting passed a resolution to propose to Extraordinary General Meeting of Shareholders No. 1/2024, for consideration and approval, amendment to the Company's Article of Association, Clause 33, related to publishing via electronic means to be in line with the Department Business Development Notification Re: Publication via Electronic Means B.E. 2565 (2022) with the following details:

From "Clause 33: in calling a shareholder's meeting, the Board of Director shall prepare a meeting notice specifying the place, date, time, and agenda, and matters to be presented to the meeting with appropriate details. The details shall clearly specifies that it is a matter to be submitted for information, approval or consideration, as the case may be, including the opinion of the Board of Director on such matter. The meeting notice shall be delivered to shareholders and the registrar not less than seven (7) days before the meeting date. The meeting notice must be advertised in a newspaper not less than three (3) days before the meeting date for a period of not less than three consecutive three (3) days.

The location, used for the meeting, will be in the province where the company's head office is located or any other place as the Board of Director may determine"

To "Clause 33: in calling a shareholder's meeting, the Board of Director shall prepare a meeting notice specifying the place, date, time, and agenda, and matters to be presented to the meeting with appropriate details. The details shall clearly specifies that it is a matter to be submitted for information, approval or consideration, as the case may be, including the opinion of the Board of Director on such matter. The meeting notice shall be delivered to shareholders and the registrar not less than seven (7) days before the meeting date. The meeting notice must be advertised in a newspaper not less than three (3) days before the meeting date for a period of not less than three consecutive three (3) days or published via electronic means as described in criteria under the laws.

The location, used for the meeting, will be in the province where the company's head office is located or any other place as the Board of Director may determine"

3. The Meeting passed a resolution to propose to Extraordinary General Meeting of Shareholders No. 1/2024, for consideration and approval, the investment in Eastern Green Development Co., Ltd.'s ("EGD") ordinary shares, whereby the Company will accept the transfer of 1,000,000 ordinary shares in EGD, amounting to 100 percent of all its issued and paid-up shares, totaling THB 350,000,000 ("EGD's Ordinary Shares"), from Eastern Green Holdings Co., Ltd. ("EGH"), under an Entire Business Transfer (EBT) process ("EBT Process"). That is, the Company will acquire and accept the entire business transfer from EGH, including all assets, liabilities, rights, obligations, and responsibilities of EGH as of the business transfer date. As of the business transfer date, EGH will not have any liabilities, and it only owns EGD's Ordinary Shares. Therefore, on the business transfer date, the Company will acquire EGD's Ordinary Shares, totaling THB 350,000,000 ("EBT Transaction").

In consideration of this Entire Business Transfer Transaction, the Company will issue to EGH 486,109,997 newly-issued ordinary shares, with a par value of THB 0.70 per share, representing 64.21 percent of the total issued paid-up shares of the Company, after the capital increase. The offer price of the newly-issued ordinary shares will be determined at the price of THB 0.72 per share, representing a total value of THB 350,000,000. They will be offered to EGH in a private placement in consideration of the Entire Business Transfer Transaction, instead of a cash payment (payment in kind) ("Share Allocation Transaction for EBT"). This transaction is considered an offer for sale of newly-issued ordinary shares at a price whereby the discount does not exceed 10 percent of the market price, and the allocation of the newly issued ordinary shares for sale to the private placement as mentioned is also considered to be a significant offering of new shares in a private placement, according to the Notification of the

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Capital Market Supervisory Board No. Tor Jor. 28/2565 Re: Approval for Listed Companies to Issue Newly-Issued Shares in Private Placements (as amended) (“**Notification No. Tor Jor. 28/2565**”).

As EGH will receive an allocation of newly-issued ordinary shares of the Company, representing 64.21 percent of the total newly-issued and paid-up shares of the Company after the capital increase, EGH is obliged to make a tender offer for all the securities of the Company, according to the Notification of the Capital Market Supervisory Board No. Tor Jor. 12/2554 Re: Rules, Conditions, and the Procedures for the Acquisition of Securities for Business Takeovers (“**Notification on Acquisition of Securities for Business Takeovers**”). However, EGH applied for a temporary waiver of the tender offer, for all the Company’s securities, to the Office of the Securities and Exchange Commission (“**SEC**”), before entering into the transaction, due to certain necessities and reasons concerning the Company’s acquisition. EGH has already obtained approval, under letter no. SEC. JorTor-2. 39/2567, for the waiver of the tender offer for all the Company’s securities from the SEC on January 5, 2024, because EGH is only an intermediary in the transfer of the entire business. After the EBT Transaction and the Share Allocation Transaction for EBT, EGH will register the company dissolution, and transfer the Company’s newly-issued ordinary shares, which are issued and offered to EGH, to EGH’s shareholders, according to their shareholding proportions, under a liquidation process. This is for the purpose of compliance with the relevant conditions for the EBT, pursuant to the applicable Revenue Code, Royal Decree, Ministerial Regulations, and the Announcements of the Revenue Department’s Director-General. Consequently, the shareholders of EGH will become the Company’s shareholders.

The EBT Transaction is considered to be an acquisition or acceptance of the transfer of the business of a private company, according to Section 107(2) of the Public Limited Companies Act B.E. 2535 (as amended), under which the Company is required to obtain approval from a shareholders’ meeting with a vote of not less than three-fourths of the votes of all shareholders who are present at the meeting and entitled to vote. In addition, the EBT Transaction is considered an asset acquisition, pursuant to the Notification of the Capital Market Supervisory Board No. Tor Jor. 20/2551 Re: Rules on Entering into a Material Transaction Deemed as an Acquisition or Disposal of Assets and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning an Acquisition or Disposition of Assets B.E. 2547 (as amended) (collectively referred to as “**Notifications on Acquisitions or Dispositions of Assets**”). The highest value of the transaction size is equal to 802.78 percent, based on the criteria of total value of the Company’s consideration, according to the Company’s reviewed consolidated financial statements ended September 30, 2023. The Company has no other asset acquisition transactions during the past six months prior to the date of the resolution approving this transaction. This transaction is considered a Class 4 transaction, which has a value equal to 100 percent or more, according to the Notifications on Acquisitions or Dispositions of Assets, or it is considered a backdoor listing. Although the Entire Business Transfer Transaction is considered a backdoor listing, the Company may enter into this transaction, provided it complies with the **Notifications on Acquisitions or Dispositions of Assets**, which requires the Company to do the following:

- (1) Immediately prepare a report and disclose an Information Memorandum on the transaction to the Stock Exchange of Thailand and/or Market for Alternative Investment – MAI (“**SET**”), which must at least include the information required by Schedule 1 of the Notifications on Acquisitions or Dispositions of Assets;
- (2) Appoint an independent financial advisor to perform relevant duties, including giving advice on the matters described in the Notifications on Acquisitions or Dispositions of Assets through a report, to be distributed to shareholders for their consideration, together with an invitation notice to a shareholders’ meeting; and
- (3) Convene the Company’s shareholders’ meeting to obtain approval for the subject transaction. An invitation notice must be served to the shareholders no less than 14 days prior to the meeting date, and affirmative

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votes shall be obtained from no less than three-fourths of all the votes of the shareholders present at the meeting and who are entitled to vote, without counting the votes of any interested shareholders, provided their names and numbers of shares have been specified in the invitation notice.

Furthermore, the Company must file an application with the SET for the Company's listed securities to resume trading within one year from the joint investment, or from the introduction of the new business or assets. The Company must also comply with the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Procedures for Actions against Listed Companies whose Operation or Financial Position Fit the Criteria for Possible Delisting dated 21 March 2019 effective on 1 April 2019

Furthermore, the EBT Transaction and the Share Allocation Transaction for EBT are considered to be "Connected Transactions", pursuant to the Notification of the Capital Market Supervisory Board No. Tor Jor. 21/2551, Re: Rules on Connected Transactions, and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning Connected Transactions B.E. 2546 (as amended) (collectively, "Notifications on Connected Transactions"). This is because a party to the transactions is EGH, which is a connected party to the Company. That is, (a) EGH and the Company share a major shareholder, i.e., Mr. Susitak Achariyasombat, who is a close relative of a director of the Company. Mr. Susitak Achariyasombat is holding 24.84 percent of the registered capital in EGH, and 14.23 percent of the total issued and paid-up shares in the Company¹; and (b) EGH is a juristic person which Mr. Suthee Luangrattanachareon is a director and an executive. EGH's shareholders and Mr. Suthee Luangrattanachareon will receive ordinary shares after EGH applies for registration of dissolution and perform liquidation and shareholders of EGH have chosen Mr. Suthee Luangrattanachareon to become a director and executive of the company in the position of Executive Director, Business Development Committee, and Chief Executive Officer of the Company after conducting the transaction which will cause it to be a connected party transaction according to the Notification of the Capital Market Supervisory Board Re: Regulations on Connected Party Transaction. He is the father of Mr. Thanakrit Achariyasombat, who is a director of the Company.) The value of the EBT Transaction and the Share Allocation Transaction for EBT is equal to 543.14 percent of the net tangible assets of the Company, which is calculated based on the consolidated financial statements of the Company for the period ended September 30, 2023, as reviewed by the Company's auditor. The Company did not carry out other connected transactions with the same related persons or related persons or close relatives during the period of six months prior to the date of conducting these transactions. Therefore, the Company is obligated to disclose such information to the SET and to convene a shareholders' meeting to seek approval for such transactions, by obtaining a vote of not less than three-fourths of the votes of all shareholders who are present at the meeting and entitled to vote, without counting the votes of interested shareholders, and arrange for an independent financial advisor to provide their opinion about the reasonableness of such transactions for the shareholders' consideration.

Please find further details in the Information Memorandum on the Acquisition of Assets and Connected Transactions of Star Sitthi Solution Public Company Limited (Schedule 1) (Enclosure 1).

4. The Meeting passed a resolution to propose to Extraordinary General Meeting of Shareholders No. 1/2024, for consideration and approval, an increase in the Company's registered capital of THB 340,276,997.90, from THB 189,636,980.40, to THB 529,913,978.30, by way of issuing 486,109,997 newly-issued ordinary shares, at the par value of THB 0.70 per share.

¹ Remark: * Information from the closing of the shareholder register (XM) of the Company as of February 5, 2024.

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In addition, the Meeting passed a resolution to propose to Extraordinary General Meeting of Shareholders No. 1/2024, for consideration and approval, amendment to Clause 4 of the Company's memorandum of association, so that it reflects the above capital increase. The person designated by the Board of Directors shall be authorized to amend the Company's memorandum of association with the Department of Business Development, Ministry of Commerce, and to make such amendments and give such statements as ordered by the Registrar.

Further details can be found in the Capital Increase Report Form (F53-4) (Enclosure 2).

5. The Meeting passed a resolution to propose to Extraordinary General Meeting of Shareholders No. 1/2024, for consideration and approval, the allocation of 486,109,997 newly-issued ordinary shares to EGH, with a par value of THB 0.70 per share, representing 64.21 percent of the total issued paid-up shares of the Company, after the capital increase, at the price of THB 0.72 per share, totaling THB 350,000,000, as consideration for the investment in EGD's Ordinary Shares. In this regard, EGH agrees to transfer 1,000,000 of EGD's Ordinary Shares, amounting to 100 percent of all EGD's paid-up shares, totaling THB 350,000,000, to the Company under the EBT Process.

The allocation of the Company's newly-issued ordinary shares is an offering of newly-issued ordinary shares in a private placement, at the price of THB 0.72 per share. The price does not include a discount which exceeds 10 percent of the market price, and it is a case of the significant offering of newly issued shares to Private Placement according to the Notification of the Capital Market Supervisory Board No. Tor Jor. 28/2565, and therefore, it requires the approval of Extraordinary General Meeting of Shareholders No. 1/2024, with at least three-fourths of all votes from the shareholders with voting rights who are present at the meeting expect the ones who have interests.

The Company's newly-issued ordinary shares are offered as consideration for the investment in EGD's Ordinary Shares in an EBT Process. That is, the Company will acquire and accept the entire business transfer from EGH, including all assets, liabilities, rights, obligations, and responsibilities of EGH as of the business transfer date. As of the business transfer date, EGH will not have any liabilities, and it only owns 1,000,000 of EGD's Ordinary Shares. Therefore, on the business transfer date, the Company will acquire EGD's Ordinary Shares, totaling THB 350,000,000. The Company will pay for the entire business by issuing 486,109,997 newly-issued ordinary shares, at the par value of THB 0.70 per share, or 64.21 percent of the Company's issued and paid-up shares, after the capital increase, instead of a cash payment (payment in kind).

To comply with the Revenue Code in relation to the EBT Process, EGH will register the company dissolution within the same accounting period as the period for the transfer of EGH's entire business to the Company. After the entire business transfer, including EGD's Ordinary Shares, EGH will register the company dissolution and allocate its assets (which merely include 486,109,997 ordinary shares) according to a liquidation process, to EGH's shareholders.

As EGH will receive an allocation of newly-issued ordinary shares of the Company, representing 64.21 percent of the total newly-issued and paid-up shares of the Company after the capital increase, EGH is obliged to make a tender offer for all the securities of the Company, according to the Notification on Acquisition of Securities for Business Takeovers. However, EGH applied to the SEC for a temporary waiver of the tender offer, for all the Company's securities, before entering into the transaction, due to certain necessities and reasons concerning the Company's acquisition. EGH has already obtained approval, under letter no. SEC. JorTor-2. 39/2567, for the waiver of the tender offer for all the Company's securities from the SEC on January 5, 2024, because EGH is only an intermediary in the transfer of the entire business. After the EBT Transaction and the Share Allocation Transaction for the EBT, EGH will register the company dissolution, and transfer the Company's newly-issued ordinary shares, which are issued and offered to EGH, to EGH's shareholders, according to their shareholding proportions, under a liquidation process. This is for the purpose of compliance with the relevant conditions for the EBT, pursuant to the applicable Revenue Code,

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Royal Decree, Ministerial Regulations, and the Announcements of the Revenue Department's Director-General. Consequently, the shareholders of EGH will become the Company's shareholders.

Moreover, the Meeting passed a resolution to propose to Extraordinary General Meeting of Shareholders No. 1/2024, for consideration and approval, authorization of Executive Chairman, or an authorized director, or the CEO, or the CFO, and/or any designated person to communicate, negotiate, amend, agree, execute, and deliver documents and/or instruments, including, but not limited to, handling and filing applications for permission and waivers (if any), and necessary evidence with government agencies or other relevant agencies, including Thailand Securities Depository Co., Ltd., the Office of the Securities and Exchange Commission, the Market for Alternative Investment (MAI), and the Ministry of Commerce, and amending any relevant memorandums of information required to be disclosed, disclosures, and statements given to any relevant agencies, as well as determining and/or changing the conditions and details relating to the issuance and allocation of newly-issued shares, and any relevant actions relating thereto, subject to the applicable rules and laws, which include, but are not limited to:

- (1) Allocation of newly-issued shares in a single allocation or subsequent allocations, subscription period, offering price, payment, allocation methods, and other conditions and details with respect to the allocation of the newly-issued shares;
- (2) Appointment of a financial advisor, negotiation, entering into, and execution of documents and agreements relating to the allocation of newly-issued ordinary shares, and any relevant acts;
- (3) Signing of applications for permission, applications for waivers (if any), and evidence relating to the allocation and offering for sale of newly-issued ordinary shares; certification of any relevant documents; communication, handling, and filing of applications for permission and applications for waivers (if any), and any relevant evidence with the relevant government and other agencies; and
- (4) Listing the Company's newly-issued ordinary shares on the Market for Alternative Investment (MAI), and any other acts necessary and relating to such transaction until completion, including the authority to appoint and/or remove substitutes for any of the above acts.

Further details are available in the Capital Increase Report Form (F53-4) (Enclosure 2) and Information Memorandum on the offering of the Company's newly-issued ordinary shares in a private placement (Enclosure 3).

6. The Meeting passed a resolution to propose to Extraordinary General Meeting of Shareholders No. 1/2024, for consideration and approval, the following changes to the Company's name and security name:

	Thai Name	English Name	Security Name
Current	บริษัท สตาร์ สิทธิ โซลูชั่น จำกัด (มหาชน)	Star Sithi Solution Public Company Limited	SSS
New	บริษัท เวล แมเนจเม้นท์ คอร์ปอเรชั่น จำกัด (มหาชน)	Well Management Corporation Public Company Limited	WELL

7. The Meeting passed a resolution to propose to Extraordinary General Meeting of Shareholders No. 1/2024, for consideration and approval, the amendment of Clause 1 of the Company's memorandum of association, to the following, in order to reflect its name change:

"Clause 1. The Company's name is "Well Management Corporation Public Company Limited."

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In addition, the Meeting deemed it appropriate to propose to the shareholders' meeting, for consideration and approval, authorization of a designated person to register amendments of the Company's memorandum of association with the Department of Business Development, Ministry of Commerce, and to make such amendments and give such statements as ordered by the Registrar.

8. The Meeting passed a resolution to propose to Extraordinary General Meeting of Shareholders No. 1/2024, for consideration and approval, the following amendments of Clauses 1, 2, and 47 of the Company's articles of association with respect to the Company's name change:

(1) Clause 1 of the articles of association shall be amended as follows:

From: "Clause 1. These Articles of Association shall be referred to as the Articles of Association of Star Sitthi Solution Public Company Limited."

To: "Clause 1. These Articles of Association shall be referred to as the Articles of Association of Well Management Corporation Public Company Limited."

(2) Clause 2 of the articles of association shall be amended as follows:

From: "Clause 2. In these Articles of Association, the term "Company" means Star Sitthi Solution Public Company Limited, unless otherwise stated herein."

To: "Clause 2. In these Articles of Association, the term "Company" means Well Management Corporation Public Company Limited, unless otherwise stated herein."

(3) Clause 47 of the articles of association shall be amended as follows:

From: "Clause 47. The Company Seal is as follows:



To: "Clause 47. The Company Seal is as follows:



Moreover, the Meeting deemed it appropriate to propose to the shareholders' meeting, for consideration and approval, authorization of a designated person to register amendments of the Company's articles of association with the Department of Business Development, Ministry of Commerce, and to make such amendments and give such statements as ordered by the Registrar.

9. The Meeting passed a resolution to propose to Extraordinary General Meeting of Shareholders No. 1/2024, for consideration and approval, amendments of the Company's objectives and Clause 3 of its memorandum of association, so

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that they are in line with the amendments of the objectives. The amendments are according to the Meeting's resolution approving the investment in EGD's Ordinary Shares, amounting 1,000,000 shares or equivalent to approximately 100 percent of registered capital of EGD. EGD's invested business is related to the production of refuse derived fuel (RDF), which is used to substitute fossil fuel, trading of RDF, and collection of non-hazardous refuse. The total amount of shares is 1,000,000 shares, amounting to 100 percent of the registered capital of EGD. Therefore, to enable the Company to carry out any part of the business in relation to such matter, the Company is required to proceed with the amendments of its business objectives, as follows.

These 15 Clauses shall be additionally included in the Company's objectives:

"Clause 65: To produce and distribute methane gas to individuals, stores, companies, and government agencies.";
and

"Clause 66: To conduct business Fuel, coal, and other products that generate energy and fuel service stations"

"Clause 67: To construct power plant and to produce electricity from renewable energy to sell to individuals, groups of people, juristic persons, government agencies, and government organizations. State enterprises both within and outside the country"

"Clause 68: To operate a service business and apply for a license in the production and distribution of electricity"

"Clause 69: To carry out the business of owning, possessing, and renting land and real estate"

"Clause 70: To carry out business of collecting, sorting, disposing of waste and managing solid waste of private and government sectors"

"Clause 71: To carry out business related to plastic products Make plastic into pellets, sticks, pipes, tubes, sheets, pieces, powder or various shapes. Proceed with washing, grinding. or digest plastic"

"Clause 72: To provide water, storing water, selling and distributing water For use in households and industries through water supply systems. Including the procurement and distribution of other types of water"

"Clause 73: To produce batteries and accumulators"

"Clause 74: To sell retail sale of used or antique items in stores"

"Clause 75: To produce solid fuel from waste or unused materials"

"Clause 76: To buy, sell, and process products obtained from the sorting process such as glass scraps, paper, plastic, and used scrap materials to be turned into new raw materials"

"Clause 77: To conduct buying, selling, distributor, renting, giving access rights, including giving advice, designing, developing, and providing services regarding computer systems, information technology systems and platforms (Platform) of all types, including tools and equipment related to such systems, but it does not include the production of any media"

Clause 78: To conduct research, business development, consulting, designing, producing, systematize, installment, sale, rental, or to provide services for distributed transaction database technology, blockchain technology, information production technology, artificial intelligence technology, automation technology, big data analysis technology, embedded technology, internet technology, robot technology, virtual reality technology, and technology integrates virtual reality into the real world, technology that takes a lot of time and effort or tuff, technology for wearable devices, other technology including software programs computer equipment electronic equipment Including other engineering systems all kinds all types"

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“Clause 79: To carry out the business of buying, selling, producing, repairing, distributor, import for distribution in the country or export to sell abroad, all types of telecommunication tools such as telephones, mobile phones, television radio, providing computer training“

Clause 3 of the memorandum of association shall be removed and replaced with the following statement:

“Clause 3. There are 79 Clauses in the Company's objectives. The details are shown in Form BorMorJor. 002, as enclosed.”

Furthermore, the Meeting passed a resolution to propose to Extraordinary General Meeting of Shareholders No. 1/2024, for consideration and approval, amendments of Clause 3 of the Company's memorandum of association, so that it is in line with the above amendments of the Company's objectives by way of authorizing a person designated by the Board of Directors to register the amendments of the Company's memorandum of association with the Department of Business Development, Ministry of Commerce, and to make such amendments and give such statements as ordered by the Registrar.

10. The Meeting passed a resolution to propose to Extraordinary General Meeting of Shareholders No. 1/2024, for consideration and approval, an increase of the number of the Company's directors by way of appointing Mr. Suthee Luangrattanacharoen as a director. This is because Mr. Suthee Luangrattanacharoen has knowledge and expertise in the business relating to RDF, the trading of RDF, and the collection of non-hazardous refuse. He is qualified and does not possess any prohibited characteristics in accordance with the Public Limited Companies Act B.E. 2535 (including its amendments), and the Securities and Exchange Act B.E. 2535 (including its amendments), as well as the relevant notifications.

11. The Meeting passed a resolution to appoint Capital Advantage Co., Ltd., a listed financial advisor as approved by the SEC, as its independent financial advisor to provide opinions on the transaction of Entire Business Transfer and the transaction of allocation of shares to return of acquiring the business transfer.

12. The Meeting passed a resolution to schedule the meeting date for the Extraordinary General Meeting of Shareholders No. 1/2024 for March 1, 2024, at 2.00 p.m., at Alexander Hotel, 5th Floor Evergreen Room, No. 1 Soi Ramkhamhaeng 83/3 Huamark, Bang Kapi Bangkok, Thailand, 10240. The agendas are as follows:

- Agenda 1: To adopt the Minutes of the 2023 Annual General Meeting of Shareholders, held on April 28, 2023;
- Agenda 2: To consider and approve the appointment of Mr. Chavapas Ongmahutmongkol as a director and an independent director of the Company;
- Agenda 3: To consider and approve the amendment to the Company's Article of Association relevant to publishing via electronic means;
- Agenda 4: To consider and approve entering into the transaction relating to the investment in 1,000,000 EGD's Ordinary Shares, amounting to 100 percent of all its issued and paid-up shares, totaling THB 350,000,000, from EGH under the EBT process;
- Agenda 5: To consider and approve the Company's increase of registered capital of THB 340,276,997.90, from THB 189,636,980.40, to THB 529,913,978.30, by way of issuing 486,109,997 newly-issued ordinary shares, at the par value of THB 0.70 per share, and the

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amendments of Clause 4 of the Company's memorandum of association so that it conforms with the Company's increase of registered capital;

- Agenda 6: To consider and approve the allocation of the Company's newly-issued shares;
- Agenda 7: To consider and approve the changes to the Company's name and security name;
- Agenda 8: To consider and approve the amendments of Clause 1 of the Company's memorandum of association, so that it conforms with the changes to the Company's name;
- Agenda 9: To consider and approve the amendments of the Company's articles of association concerning the change of the Company's name;
- Agenda 10: To consider and approve the amendments of the Company's objectives and Clause 3 of its memorandum of association, so that they conform with the amendments of the objectives;
- Agenda 11: To consider and approve appointing of Mr. Suthee Luangrattanacharoen as a director;
- Agenda 12: To consider other matters (if any).

As Agenda 4 to Agenda 11 are connected to each other, the consideration thereof is conditional and dependent on each other. If one of these agenda items is not approved, it is deemed that any other previous agenda items that have been approved are cancelled, and the rest of these specified agenda items will not be considered. In this case, it shall be deemed that the other agenda items have not been approved by the Meeting of Shareholders.

Chief Executive Officer is legally authorized to reconsider and/or reschedule the date, time, location, and Agendas for Extraordinary General Meeting of Shareholders No. 1/2024, as he/she deems appropriate.

13. The Meeting passed a resolution to schedule the record date for the attendance at the Extraordinary General Meeting of Shareholders No. 1/2024 ("Record Date"), for February 5, 2024.

Please be informed accordingly.

Kind regards,

(Mr. Somchai Jongmeesuk)

Chief Executive Officer (Acting for)