MGI20-2024

## 5th August 2024

Subject: Notification of the Resolutions of the Extraordinary General Meeting of Shareholders

No. 1/2024

To: Managing Director

**Exchange of Thailand** 

Miss Grand International Public Company Limited would like to inform you that the Extraordinary General Meeting of Shareholders No. 1/2024 was held on August 5, 2024, at 11:00 AM in the form of an Electronic Extraordinary General Meeting (E-EGM) only, according to the legal requirements for electronic meetings (E-EGM). At the commencement of the meeting, there were a total of 31 shareholders present, with 10 attending in person and 21 represented by proxies, holding a total of 158,675,261 shares, accounting for 75.5596 of the total issued shares. The resolutions passed at the meeting are as follows:

## Agenda 1: To Consider and Approve the Minutes of the Annual General Meeting of Shareholders for the Year 2024

Resolution: The shareholder meeting resolved to certify the minutes of the 2024 Annual

General Meeting of Shareholders on April 26, 2024 with a majority vote of

shareholders who attended the meeting and voted as follows:

Approved 158,693,764 Vote Percentage 100.00

Disapproved 0 Vote Percentage 0

total 158,693,764 Vote Percentage 100.00

Abstained 0 Vote Percentage -

Remark In this agenda, an additional 3 shareholders participated in the meeting, totaling

18,503 shares.

Agenda 2: To Consider and Approve the Increase of the Company's Registered Capital

and the Amendment of Article 4 of the Company's Memorandum of Association

to Reflect the Increase in Registered Capital

**Resolution:** The shareholder meeting resolved to approve an increase in the registered capital

of the company in the amount of 42,000,000 baht from the original registered

capital of 105,000,000 baht to a new registered capital of 147,000,000 baht by



issuing 84,000,000 additional ordinary shares with a par value. 0.50 baht per share and the amendment of the company's memorandum of association, Section 4, to be in line with the increase in registered capital. and related authorization With a vote of not less than three-quarters (3/4) of the total number of votes of shareholders who attended the meeting and had the right to vote, as follows:

Approved	158,683,564	Vote	Percentage 99.9936
Disapproved	0	Vote	Percentage 0
Abstained	10,200	Vote	Percentage 0.0064
total	158,693,764	Vote	Percentage 100.00

Agenda 3: To Consider and Approve the Issuance and Offering of the Warrants to Purchase Ordinary Shares of the Company No. 1 (MGI-W1)

**Resolution:** 

The shareholder meeting resolved to approve the issuance and offering of warrants to purchase shares. The Company's ordinary shares No. 1 (MGI-W1), an amount not exceeding 84,000,000 units, to be allocated to the existing shareholders of the Company in proportion to their shareholding. without allocating shares to Shareholders who will cause the company to have duties under foreign law The allocation ratio is 2.5 common shares per 1 warrant unit. In the case that there is a fraction, the whole amount must be rounded off without consideration. The term is 2 years from the date the warrant is issued and the exercise rate is 1 warrant unit per 1 ordinary share and the exercise price is 10.00 baht (except in the case of adjustment of the rate and price of exercise of rights) by setting the date for determining the names of shareholders who are entitled to be allocated MGI-W1 warrant shares (Record Date) on 16 August 2024 and the authorization that related by a majority vote of the shareholders who attended the meeting and cast their votes as follows:

Approved	158,683,564	Vote	Percentage 100.00
Disapproved	0	Vote	Percentage 0
total	158,683,564	Vote	Percentage 100.00
Abstained	10,200	Vote	Percentage -



Agenda 4: Consider approving the allocation of ordinary shares to increase capital to accommodate the exercise of rights under the warrant (MGI-W1)

Resolution:

The shareholder meeting resolved to approve the allocation of 84,000,000 additional common shares with a par value of 0.50 baht per share to support the exercise of the right to purchase the company's common shares No. 1 (MGI-W1) issued to existing shareholders in proportion to their shareholding, without allocating them to shareholders who will make the company Has duties under foreign law with a majority vote of shareholders who attended the meeting and voted as follows:

Approved	158,683,564	Vote	Percentage 100.00
Disapproved	0	Vote	Percentage 0
total	158,683,564	Vote	Percentage 100.00
Abstained	10,200	Vote	Percentage -

Agenda 5: Consideration of any other matters (if any)

- without -

Please be informed accordingly

Best Regards,

- Dr. Manus Nonuch -

(Dr. Manus Nonuch)

Chief Executive Officer

Miss Grand International Public Company Limited