

meeting report annual general meeting of shareholders 2024

Make To Win Holding Public Company Limited

Date , time and place

The meeting was held on April 9, 2024 at 10:00 a.m. in the form of an electronic meeting (E-AGM).

Company directors attending the meeting Number of people: 7 people

1. Mr. Krittameth Tangpitchayaphothiwat, Director and Member of the Nomination and Remuneration Committee
(Assigned to act in place of the Chairman of the Board)
2. Miss Chuenjit Tangpitchaphothiwat, committee member
3. Miss Yaowapha Lertphongthawee Director
4. Mr. Rattapoom Chairangsi, Director
5. Miss Suwimon Thiangtae, Independent Director, Chairman of the Audit Committee and Chairman
Risk Management Committee
6. Mr. Pisan Kwanmuang, Independent Director and Chairman of the Nomination and Determination Committee
Compensation and Audit Committee
7. Mr. Warodom Kuayraksa, Independent Director and Member of the Audit Committee

Executives who attended the meeting

1. Miss Thansiree Danrungrroj Director of Accounting and Finance Department
2. Ms. Ladda Khamrat, Director of Operations

Auditor from the company Dharmniti Auditing Co., Ltd. participated in the meeting via electronic media.

1. Mr. Suwat Maneekanoksakul, Certified Public Accountant No. 8134

The legal advisor participated in the meeting via electronic media. act as Vote counting inspectors and witnesses to the vote counting

1. Mr. Phongrit Phattharasetnukul External legal advisor

Before the meeting begins

Make to win Holding Public Company Limited (the “ Company ”) by Ms. Thansiri Rungrroj Dan Acting as the moderator and Mr. Kritmeth Tangpitchayaphothiwat Act as chairman according to the letter assigned by the Chairman of the Board of Directors. Opened the meeting and welcomed the participants of the 2024 Annual General Meeting of Shareholders, No. 1/2024. Before starting the meeting, the moderator informed the meeting

participants of the following matters: that the general meeting of shareholders No. 1/2024 This time was a meeting via electronic media, broadcast live at the company's conference room using the services of OJ International Company Limited. The meeting via electronic media was conducted in accordance with the Emergency Decree on Meetings via Electronic Media B.E. 2020. and the announcement of the Ministry of Digital Economy and Society regarding security and safety standards for meetings via electronic media 2020 and in accordance with the personal data protection policy of the company according to the Personal Data Protection Act 2019 for protection. Shareholders' personal information is collected and used. and disclosure of personal information and to enable voting on every agenda of the Company. Today it is transparent and correct. The company has hired OJ International Company Limited, a meeting control system provider that has evaluated the system's consistency with the Electronic Transactions Development Agency. Responsible for organizing meetings Gathering and processing votes for this meeting

quorum

According to the principles of the Public Company Act and the Company's Articles of Association, Article 32, there are requirements regarding the quorum: There must be shareholders and proxies from shareholders attending the meeting of not less than 25 people or not less than half of the shareholders. Total number of shareholders and must have shares totaling not less than one-third of the total shares sold in the company. Therefore it will be counted as a quorum.

Meeting proceedings

According to Section 104 of the Public Company Act, which stipulates that the Chairman of the Board of Directors will be the chairman of the meeting in the event that the Chairman of the Board is not present. or unable to perform duties The Vice Chairman shall be the Chairman. If there is no vice president The directors allow the shareholders attending the meeting to elect one shareholder to be the chairman of the meeting.

How to vote

Article 1. Every shareholder will have votes equal to the number of shares they hold, counting 1 share for 1 vote.

Item 2. Voting in each agenda may be different. The Chairman will inform the meeting of each agenda before voting.

Item 3. For convenience in counting votes. If there is no shareholder pressing the button to disagree or abstain from voting and Confirm within the specified time. It is considered that the meeting has approved and approved the proposal.

For shareholders who disagree or abstain from voting Please press the button to disagree or abstain from voting and when you have finished pressing the voting button. Please press the confirm button. One more vote In order for the company to be able to record your votes into the system, shareholders must press the voting button and

confirm their voting within. specified period And when the voting time has expired and the voting has been confirmed, the officials of OJ International Company Limited will close the voting system for that agenda.

When shareholders have finished voting Please return to the e-meeting window to continue viewing the video and audio of the meeting. In summing the scores, the company will deduct the votes of disapproval, abstention, and invalid ballots from the total votes. and the rest will be considered as the affirmative vote.

Item 4. Shareholders who have given a proxy by stating their opinion or have already exercised their voting rights. As shown in the receipt of the meeting of shareholders via electronic media (E-EGM) and supporting documents that the shareholders sent to the Company in advance, the Company will count the votes according to the shareholders' proxy in all respects.

Item 5. For proxies attending the meeting. Ask the proxy to check the instructions of the grantor and Vote correctly as specified by the proxy.

Item 6. Shareholders or proxies whose identity was confirmed and entered into the shareholder meeting program through the media Electronic (E-EGM) has been completed but has not yet voted. and unable to attend the meeting until it was completed You can press the voting button and confirm your vote on the agenda at the company. It has not yet been presented to the meeting. The Company will count such votes when considering the agenda that shareholders have received. Leave your vote

Item 7. The votes of shareholders in each agenda may not be equal. Due to the shareholders gradually entering the meeting room and proxy

For asking questions or offering opinions

For guidelines for asking questions or offering opinions. Shareholders can type questions or express opinions related to the agenda being considered. Go to the Q&A menu in the Zoom program to type questions or express opinions, then press the Enter button . The system will arrange them in order of priority. In order of when questions or comments are received, the company reserves the right to screen questions that are appropriate to the agenda. In case there are many questions To maintain time in meetings The company will answer questions related to that agenda. After the meeting was finished Via the email that shareholders have registered

Company has set the date for determining the names of shareholders who have the right to attend the Annual General Meeting of Shareholders No. 1/2024 on March 11, 2024 (Record Date).

Now, I would like to inform shareholders that today's meeting is in accordance with the resolution of the Board of Directors No. 1/2024.

which met on February 22, 2024 to consider various matters as specified in the meeting invitation letter.

The operator informed that today's meeting had the following shareholders participating: Shareholders registered to attend the 2024 Annual General Meeting of Shareholders in person, 31, receiving 1 proxy, totaling 357,922,927 shares, equivalent to 53.1043 percent of the total shares sold, amounting to 674,000,000 shares. A quorum was formed for the annual general meeting of shareholders. 2023 has considered and resolved on each agenda as follows:

Agenda 1: Consider certifying the minutes of the 2023 Annual General Meeting of Shareholders, which was held on 24 April 2023.

The Chairman informed the meeting that this agenda was to consider and approve the minutes of the 2023 Annual General Meeting of Shareholders, held on April 24, 2023, which the Company had prepared. and submit a copy of the meeting report such matter to the Ministry of Internal Commerce The period specified by law, which the company has sent to all shareholders this time.

The Chairman provided an opportunity for shareholders or proxies attending the meeting to express their opinions or ask additional questions regarding this agenda. There were no shareholders or proxies who attended the meeting to inquire and provide additional suggestions on this agenda.

The Chairman then asked the meeting to vote to approve the minutes of the 2023 Annual General Meeting of Shareholders, held on April 24, 2023.

Resolution: The meeting resolved to certify the minutes of the 2023 Annual General Meeting of Shareholders, held on 24 April 2023, with all details as proposed. With a majority vote of the shareholders who attended the meeting and cast their votes. With the following votes:

Shareholders' votes	Number (votes)	Percentage
Approved	357,923,127	100
Disapproved	-	-
Abstained	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholder meeting with a majority vote of the number of votes of shareholders who attend the meeting and cast their votes.
 2. There were a total of 32 shareholders attending the meeting, totaling 357,923,127 shares.

Agenda 2: Consider acknowledging the operating results for the year 2023, ending on December 31, 2023.

The Chairman informed the moderator to report the operating results to the meeting for acknowledgment (since this agenda is presented for acknowledgment therefore there was no voting)

Meeting resolution acknowledged the operating results of the Company and its subsidiaries for the fiscal year ending 31 December 2023. The General Meeting of Shareholders acknowledged the report on the Company's operating results for the year 2023.

Agenda 3 : Consider approving the financial statement report for the year 2023, ending December 31 , 2023.

The Chairman informed the meeting that this agenda was Approval of the financial statement report for the year 2023 ending December 31, 2023 by the Company with all details as proposed.

The Chairman provided an opportunity for shareholders or proxies attending the meeting to express their opinions or ask additional questions regarding this agenda. There were no shareholders or proxies who attended the meeting to inquire and provide additional suggestions on this agenda.

The Chairman then asked the meeting to vote. Approval of the financial statements of the Company and its subsidiaries for the year 2023 ending December 31, 2023, which have been audited by a certified public accountant.

Meeting resolution There was a resolution to approve the financial budget. of the Company and its subsidiaries for the year 2023 ending on December 31, 2023 , which has been audited by a certified public accountant. with all details as presented. With a majority vote of the shareholders who attended the meeting and cast their votes. With the following votes:

Shareholders' votes	Number (votes)	Percentage
Approved	357,923,127	100
Disapproved	-	-
Abstained	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholder meeting with a majority vote of the number of votes of shareholders who attend the meeting and cast their votes.
 2. There were a total of 32 shareholders attending the meeting, totaling 357,923,127 shares.

Agenda 4 Consider and approve Refrain from allocating net profits as legal reserves. and approved the suspension of dividend payments from the company's operating results. For the fiscal year ending 31 December 2023

The Chairman informed the meeting that this agenda was Approved to refrain from allocating net profits as legal reserves. and approved the suspension of dividend payments from the company's operating results. For the fiscal year ending 31 December 2023 By having the operator report to the shareholders as follows.

According to the Public Limited Companies Act of 1992 , Section 115 requires that companies pay dividends from profits only. It is prohibited to pay dividends in cases where the company still has accumulated losses and according to Section 116 and Article 46 of the Company's regulations , the company must allocate annual net profits. Set aside as a reserve fund not less than 5 percent of the annual net profit, deducted from the accumulated losses brought forward (if any), until the reserve fund is not less than 10 percent of the registered capital.

In addition, the company has a policy to pay dividends at a rate of not less than 40 percent of net profits according to the separate financial statements. After deducting corporate income tax and after allocation of legal reserve funds and the Company's regulations. However, the dividend payment is subject to change. It will be considered based on the company's operating results. Investment plan as needed Financial status, liquidity, business expansion plan and other appropriateness, including the management of the company in the future

In 2023, the company does not pay dividends. Because they want to reserve funds to use as working capital for business operations. And in order to maintain the financial status of cash flow and working capital to be sufficient and stable for future operations, the board of directors has considered not paying dividends. and is expected to create more benefits for shareholders

The Chairman provided an opportunity for shareholders or proxies attending the meeting to express their opinions or ask additional questions regarding this agenda. There were no shareholders or proxies who attended the meeting to inquire and provide additional suggestions on this agenda.

The Chairman then asked the meeting to vote. Approved to refrain from allocating net profits as legal reserves. and approved the suspension of dividend payments from the company's operating results. For the fiscal year ending 31 December 2023

Meeting resolution It was resolved to approve the allocation of net profits to be reserved as legal reserve. and refrain from paying dividends for the Company's operating results. For the accounting period ending on December 31, 2023, with details as presented in all respects. With a majority vote of the shareholders who attended the meeting and voted with the following votes:

Shareholders' votes	Number (votes)	Percentage
Approved	357,923,127	100
Disapproved	-	-
Abstained	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholder meeting with a majority vote of the number of votes of shareholders who attend the meeting and cast their votes.
 2. There were a total of 32 shareholders attending the meeting, totaling 357,923,127 shares.

Agenda 5 Consider appointing directors To replace directors whose terms expire in the year 2024

The Chairman informed the meeting that this agenda was Approve consideration of appointment of directors To replace directors whose terms expire in 2024, the Chairman reported that According to the Public Limited Companies Act, B.E. 2535, Section 71 and the Company's Articles of Association, Section 17, it is stated that at every annual general meeting of shareholders Directors account for one-third. or the number closest to one-third Must retire from office. Directors who will retire from office in the first and second years after registering the company will use the method of drawing lots. For subsequent years, the directors who have been in office the longest will retire from office. At the 2024 Annual General Meeting of Shareholders of Public Company Limited, the directors who have expired will be the ones who will retire from their positions. There is a list of names as follows:

1. Mr. Pisan Kwanmuang, Independent Director
2. Miss Yaowapa Lertphongthawee, committee member
3. Mr. Ratthapoom Chairungsi Director

Criteria for selecting individuals to serve as directors of the company Has passed the consideration of the Nomination and Remuneration Committee. By presenting appropriate people to the meeting. Shareholders consider Having considered the structure of the company's board of directors and the qualifications of the three individual directors, it was determined that the qualifications of the directors were in accordance with the law on public limited companies. Laws governing Securities and stock exchange

and other related laws (if any) are persons with appropriate qualifications, knowledge, abilities, and experience suitable for the Company's business operations. And the performance of work as a company director during the past period has been beneficial to the company and all 3 directors do not have any prohibited qualifications and do not operate any business or hold shares in any business that is in competition. with the operations of the company In addition, the Board has considered that the persons nominated to be independent directors will be able to give independent opinions regarding the Company's operations. and have the qualifications in accordance with the law related to the requirements regarding independent directors.

The Chairman provided an opportunity for shareholders or proxies attending the meeting to express their opinions or ask additional questions regarding this agenda. There were no shareholders or proxies who attended the meeting to inquire and provide additional suggestions on this agenda.

The Chairman informed the meeting that This agenda will allow voting for 1 person at a time. It takes 1 minute for each person to vote and when all 3 people have voted, the votes will be summarized. And because all 3 directors are stakeholders. Therefore, we would like to invite all 3 directors to temporarily leave the meeting.

Resolution of the meeting: It was resolved to approve the appointment of new directors to replace 3 directors whose terms expired for the year 2024 to return to serve as directors and various positions for another term, with all details as proposed. With a majority vote of the shareholders who attended the meeting and cast their votes .

5.1 Approve the election of Mr. Pisan Kwanmuang Independent Director/Member of the Nomination and Remuneration Committee with the following scores:

Shareholders' votes	Number (votes)	Percentage
Approved	357,923,127	100
Disapproved	-	-
Abstained	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholder meeting with a majority vote of the number of votes of shareholders who attend the meeting and cast their votes.
 2. There were a total of 32 shareholders attending the meeting, totaling 357,923,127 shares.

5.2 Approval of the election of Ms. Yaowapa Lertphongtawee Directors and directors with authority to bind the company With the following votes:

Shareholders' votes	Number (votes)	Percentage
Approved	357,923,127	100
Disapproved	-	-
Abstained	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholder meeting with a majority vote of the number of votes of shareholders who attend the meeting and cast their votes.
 2. There were a total of 32 shareholders attending the meeting, totaling 357,923,127 shares.

5.3 Approve the election of Mr. Rattapoom Chairungsi. Director (who is an executive) , executive committee member and The Nomination and Remuneration Committee with the following votes:

Shareholders' votes	Number (votes)	Percentage
Approved	357,923,127	100
Disapproved	-	-
Abstained	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholder meeting with a majority vote of the number of votes of shareholders who attend the meeting and cast their votes.
 2. There were a total of 32 shareholders attending the meeting, totaling 357,923,127 shares.

Agenda 6 Consider approving an increase in the number of company directors from 8 people to 9 people and appoint 1 new company director position.

The Chairman informed the meeting that this agenda was Approval of increasing the number of company directors from 8 people to 9 people and appointing 1 new company director position, namely Ms. Pawaphak Arayapong, position: Independent Director. The history of the directors appointed to the position has been sent along with the meeting invitation letter.

The Chairman provided an opportunity for shareholders or proxies attending the meeting to express their opinions or ask additional questions regarding this agenda. There were no shareholders or proxies who attended the meeting to inquire and provide additional suggestions on this agenda.

The Chairman then asked the meeting to vote. Approved the increase in the number of company directors from 8 people to 9 people and appointed 1 new company director position.

Resolution of the meeting: It was resolved to approve the increase in the number of company directors from 8 people to 9 people and the appointment of 1 new company director, namely Mr. Pawaphak Arayapong, independent director position. with all details as presented. With a majority vote of the shareholders who attended the meeting and cast their votes. With the following votes:

Shareholders' votes	Number (votes)	Percentage
Approved	356,882,525	100
Disapproved	-	-
Abstained	1,040,602	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholder meeting with a majority vote of the number of votes of shareholders who attend the meeting and cast their votes.
 2. There were a total of 32 shareholders attending the meeting, totaling 357,923,127 shares.

Agenda 7 Consider and approve the remuneration of the board of directors, and sub-committees of the company for the year 2024

The Chairman informed the meeting that this agenda was Approve the remuneration of the committee and sub-committees of the company for the year 2024, according to the details sent to shareholders along with the meeting invitation letter

The Chairman provided an opportunity for shareholders or proxies attending the meeting to express their opinions or ask additional questions regarding this agenda. There were no shareholders or proxies who attended the meeting to inquire and provide additional suggestions on this agenda.

The Chairman then asked the meeting to vote. Approve the remuneration of the committee and sub-committees of the company for the year 2024

Resolution of the meeting: It was resolved to approve the determination of directors' remuneration, and sub-committees Company for the year 202 7 at an annual rate not exceeding 1,200,000 baht The details are as follows.

1. Compensation for company directors			
	Year 2024	Year 2023	
1.1 Meeting allowance			
Chairman of the Board of Directors	30,000	30,000	Baht/person/time
Company Director	10,000	10,000	Baht/person/time
2. Remuneration of the Audit Committee			
	Year 2024	Year 2023	
2.1 Meeting allowance			
Chairman of the Audit Committee	20,000	20,000	Baht/person/time
Audit Committee	10,000	10,000	Baht/person/time
3. Remuneration of the Nomination and Remuneration Committee			
	Year 2024	Year 2023	
3.1 Meeting allowance			
Chairman of the Selection Committee	15,000	15,000	Baht/person/time

Nomination Committee	10,000	10,000	Baht/person/time
4. Remuneration for the Risk Management Committee			
4.1 Meeting allowance	Year 2024	Year 2023	
Chairman of the Risk Management Committee	15,000	15,000	Baht/person/time
Risk Management Committee	10,000	10,000	Baht/person/time

with all details as presented. With a majority vote of the shareholders who attended the meeting and cast their votes. With the following votes:

Shareholders' votes	Number (votes)	Percentage
Approved	357,923,127	100
Disapproved	-	-
Abstained	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholder meeting with a majority vote of the number of votes of shareholders who attend the meeting and cast their votes.
 2. There were a total of 32 shareholders attending the meeting, totaling 357,923,127 shares.

Agenda 8 Consider and approve the appointment of auditors, and auditor compensation for the year 2024

The Chairman informed the meeting that this agenda was Approve the appointment of the auditor. and auditor remuneration for the year 2024 according to the details sent to shareholders along with the meeting invitation letter

The Chairman provided an opportunity for shareholders or proxies attending the meeting to express their opinions or ask additional questions regarding this agenda. There were no shareholders or proxies who attended the meeting to inquire and provide additional suggestions on this agenda.

The Chairman then asked the meeting to vote. Approve the appointment of auditors and auditor compensation for the year 2024

Meeting resolution : Approved the appointment of auditors, and auditor remuneration for the year 2024 of the company, considering the independence of the auditor and the audit remuneration. Have opinions and propose appointments

1. Ms. Arisa Chumwisutra, Certified Public Accountant No. 9393 or
2. Mr. Peeradej Phongsathiansak, Certified Public Accountant No. 4752 or
3. Ms. Chotima Kitsirakorn, Certified Public Accountant No. 7318 or

of Dharmniti Auditing Co., Ltd. is the auditor of the company and its subsidiaries for the year. 2024 along with determining compensation in the amount of 1,170,000.- baht and subsidiaries in the amount of 750,000.- baht, which does not include other service fees that the company will actually pay. This is an appropriate amount and must be passed by a majority vote of the shareholders who attend the meeting and have the right to vote. The details are as follows:

Shareholders' votes	Number (votes)	Percentage
Approved	357,923,127	100
Disapproved	-	-
Abstained	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholder meeting with a majority vote of the number of votes of shareholders who attend the meeting and cast their votes.
 2. There were a total of 32 shareholders attending the meeting, totaling 357,923,127 shares.

Agenda 9 Consider and approve the issuance and offering of warrants to purchase additional common shares of the Company No. 1 (MTW-W 1) to be allocated to the existing shareholders of the Company in proportion to their shareholding (Right Offering).

The Chairman informed the meeting that this agenda was Approve the issuance and offering of warrants to purchase additional common shares of the company No. 1 (MTW-W 1) to be allocated to the existing shareholders of the company in proportion to their shareholding (Right Offering) according to the details. It was sent to shareholders along with the meeting invitation letter. And it is exactly as reported by the moderator.

The Chairman provided an opportunity for shareholders or proxies attending the meeting to express their opinions or ask additional questions regarding this agenda. There were no shareholders or proxies who attended the meeting to inquire and provide additional suggestions on this agenda.

The Chairman then asked the meeting to vote. Approve the issuance and offering of warrants to purchase additional common shares of the company No. 1 (MTW-W 1) to be allocated to the existing shareholders of the company in proportion to their shareholding (Right Offering). This agenda item must be have A vote of not less than three-quarters (3/4) of the total number of votes of shareholders who attend the meeting and cast their votes.

The meeting's resolution approved the issuance and offering of warrants to purchase the Company's common shares for the first time (MTW -W1), an amount not exceeding 337,000,000 units, to be allocated to the Company's existing shareholders in proportion to their shareholding (Right Offering).) without charge at the ratio of 2 original common shares to 1 unit of warrant. However, if there is a fraction of the warrant arising from the calculation, such fraction must be rounded off. The first warrant to purchase the Company's common shares (MTW-W1) has an expiration date of 1 year from the date of issuance of the warrant. and has an exercise price of the warrants at 1.00 baht (one baht). The names of shareholders who are entitled to receive the allocation of warrants will be determined on April 23 , 2024. In this regard, the meeting of the Board of Directors has given authority to the Board of Directors. or the executive committee of the company or Chief Executive Officer and/or Persons assigned by the Board of Directors or the executive committee of the company It is the authority to determine the criteria, conditions, and other details of the warrants. This includes allocating warrants, entering into negotiations, agreeing to sign documents and contracts. related including various operations Necessary and appropriate in connection with the warrants and the issuance and offering of the warrants at this time. This includes the taking of warrants and common shares resulting from the exercise of warrants. Listed as a security on the Stock Exchange of Thailand As well as proceeding to request permission from relevant agencies with details as specified. Offer everything by vote Not less than three-quarters (3/4) of the total number of votes. of shareholders who attended the meeting and voted With the following votes:

With the following votes:

Shareholders' votes	Number (votes)	Percentage
Approved	357,923,127	100
Disapproved	-	-
Abstained	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by a vote of not less than three-quarters (3/4) of the total number of votes of shareholders who attend the meeting and have the right to vote.
 2. There were a total of 32 shareholders attending the meeting, with a total of 357,923,127 shares.

Agenda 10 Consider and approve an increase in the company's registered capital.

The Chairman informed the meeting that this agenda was Approve the increase of the company's registered capital. According to the details sent to shareholders along with the meeting invitation letter. And it is exactly as reported by the moderator.

The Chairman provided an opportunity for shareholders or proxies attending the meeting to express their opinions or ask additional questions regarding this agenda. There were no shareholders or proxies who attended the meeting to inquire and provide additional suggestions on this agenda.

The Chairman then asked the meeting to vote. Consider and approve an increase in the company's registered capital. This agenda requires a vote of not less than three-quarters (3/4) of the total number of votes of shareholders who attend the meeting and cast their votes.

The meeting resolution approved an increase in the company's registered capital of 168,500,000 baht with a par value of 0.50 baht per share from the original capital of 337,000,000 baht to 505,500,000 baht by issuing 337,000,000 additional common shares with a par value of 0.50 baht per share to support Exercise of rights according to the warrant to purchase additional ordinary shares of the company for the first time (MTW -W1) Quantity 337,000,000 units with all details as proposed. With a vote of not less than three-quarters (3/4) of the total number of votes of shareholders who attend the meeting and cast their votes. With the following votes:

Shareholders' votes	Number (votes)	Percentage
Approved	357,923,127	100
Disapproved	-	-
Abstained	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by a vote of not less than three-quarters (3/4) of the total number of votes of shareholders who attend the meeting and have the right to vote.
 2. There were a total of 32 shareholders attending the meeting, with a total of 357,923,127 shares.

Agenda 11 Consider and approve the amendment to the Company's Memorandum of Association, Section 4, to be consistent with the increase in the Company's registered capital.

The Chairman informed the meeting that this agenda was Approve the amendment of the Company's Memorandum of Association, Section 4, to be consistent with the increase in the Company's registered capital. According to the details sent to shareholders along with the meeting invitation letter. And it is exactly as reported by the moderator.

The Chairman provided an opportunity for shareholders or proxies attending the meeting to express their opinions or ask additional questions regarding this agenda. There were no shareholders or proxies who attended the meeting to inquire and provide additional suggestions on this agenda.

The Chairman then asked the meeting to vote. Consider approving the amendment to the Company's Memorandum of Association, Section 4, to be consistent with the increase in the Company's registered capital. This

agenda requires a vote of not less than three-quarters (3/4) of the total number of votes of shareholders who attend the meeting and cast their votes.

The meeting's resolution approved the amendment to Section 4 of the Company's memorandum of association to be consistent with the increase in registered capital. As follows:

“Item 4	Registered capital	505,500,000	baht	(Five hundred and five million and five hundred thousand baht)
	amount			
	divided into	1,011,000,000	share	(One billion eleven million shares)
	Value per share	0.5 0	baht	(Five ten satang)
	Separated into :			
	common shares	1,011,000,000	share	(One billion eleven million shares)
	Preferred shares	-	share	(Stock Center)

In this regard, the person assigned by the Board of Directors shall register the amendment of the memorandum of association at the Department of Business Development. Ministry of Commerce Has the power to amend and add words to comply with the registrar's orders with all details as proposed. by vote Not less than three-quarters (3/4) of the total number of votes. of shareholders who attended the meeting and voted With the following votes:

Shareholders' votes	Number (votes)	Percentage
Approved	357,923,127	100
Disapproved	-	-
Abstained	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by a vote of not less than three-quarters (3/4) of the total number of votes of shareholders who attend the meeting and have the right to vote.
 2. There were a total of 32 shareholders attending the meeting, with a total of 357,923,127 shares.

Agenda 12 Consider approving the allocation of additional common shares of the Company to support the exercise of rights according to the warrants issued to the Company's existing shareholders.

The Chairman informed the meeting that this agenda was Approve the allocation of additional common shares of the company to support the exercise of rights according to the warrants issued to the existing shareholders of the company. According to the details sent to shareholders along with the meeting invitation letter. And it is exactly as reported by the moderator.

The Chairman provided an opportunity for shareholders or proxies attending the meeting to express their opinions or ask additional questions regarding this agenda. There were no shareholders or proxies who attended the meeting to inquire and provide additional suggestions on this agenda.

The Chairman then asked the meeting to vote. Consider approving the allocation of additional common shares of the Company to support the exercise of rights according to the warrants issued to the Company's existing shareholders. This agenda requires a vote of not less than three-quarters (3/4) of the total number of votes of shareholders who attend the meeting and cast their votes.

The meeting's resolution approved the allocation of not more than 337,000,000 additional common shares with a par value of 0.50 baht per share to accommodate warrants to purchase the company's common shares for the first time . (MTW-W1) which was issued and offered to the existing shareholders of the company in proportion to their shareholding (Warrant - RO). In this regard, the meeting of the Board of Directors authorized the Board of Directors. or the executive committee of the company or Chief Executive Officer and/or Persons assigned by the Board of Directors or the executive committee of the company Has the authority to set rules, conditions, and other details. of warrants to purchase ordinary shares of the Company This includes allocating warrants, entering into negotiations, agreeing to sign documents and contracts. related including various operations necessary and appropriate related to the warrants and the issuance and offering of warrants this time This includes the registration of warrants and common shares resulting from the exercise of warrants as securities on the Stock Exchange of Thailand. As well as proceeding to request permission from relevant agencies. with all details as presented. by vote Not less than three-quarters (3/4) of the total number of votes. of shareholders who attended the meeting and voted With the following votes:

Shareholders' votes	Number (votes)	Percentage
Approved	357,923,127	100
Disapproved	-	-
Abstained	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by a vote of not less than three-quarters (3/4) of the total number of votes of shareholders who attend the meeting and have the right to vote.
 2. There were a total of 32 shareholders attending the meeting, totaling 357,923,127 shares.

Agenda 13 Consider other matters (if any)

The Chairman gave the opportunity to shareholders. According to the Public Limited Companies Act, B.E. 2535, Section 105, which stipulates that shareholders with shares can be counted together. Not less than one-third

of the total number of shares sold will request the meeting to consider other matters. In addition to what is specified in the meeting appointment letter as well. There were no questions on this agenda.

The Chairman therefore took time in this agenda to answer questions from shareholders who inquired into the system. There was no voting on this agenda. When there are no shareholders with other matters Or have additional questions? The moderator then informed The meeting knew that The proposed agenda for consideration as specified by the company in the meeting invitation letter has considered every agenda item completely.

Before closing the meeting The company would like to inform the meeting that

After the 2024 annual general meeting of shareholders has been completed this time. The Company will publish minutes of shareholder meetings in both Thai and English on the Company's website. As well as informing through the information dissemination system of the Stock Exchange of Thailand within 14 days. If shareholders have questions or have opinions, they can inform the Company Secretary within 1 month from the date of this meeting. The Chairman thanked the meeting participants and closed the meeting.

The meeting closed at 12.00 hrs.

Best regards

Make To Win Holding Public Company Limited

-Mr. Kritmeth Tangpitchayaphothiwat-

(Mr. Kritmeth Tangpitchayaphothiwat)

Chief Executive Officer

-Rattapoom Chairangsi-

(Mr. Rattapoom Chairangsi)

Company Secretary

meeting recorder