



Make To Win Holding Company Limited (Public Company)

No. 9/70,9/88 Village No. 3 , Om Yai Subdistrict, Sam

Phran District, Nakhon Pathom Province

Website:maketowin.com E-mail: info@maketowin.com Tel: 034-100 368

Day 12 March 2025

Invitation to the 2025 Annual General Meeting of Shareholders

Dear Shareholders

Maketowin Holding Company Limited (Public Company)

What's included

1. 2024 Annual General Meeting of Shareholders on April 9 , 2024
2. Power of Attorney
3. Annual Information Listing Form / Annual Report 2024 (Form 56-1 One Report) with financial statements for the year 2024 ending on December 31 , 2024 in QR Code format .
4. Information of the Company's auditors for the year 2025
5. Documents or evidence showing the shareholder or representative of the shareholder who has the right to attend the meeting
6. Details of the independent directors proposed by the Company to act as proxies
7. Registration procedures and methods for attending the 2025 Annual General Meeting of Shareholders via electronic media (e - Meeting)
8. Privacy Notice

The Board of Directors of Maketowin Holding Public Company Limited (the “Company”) has resolved to call the 2025 Annual General Meeting of Shareholders on 2 April 2025 at 10:00 a.m. via electronic media (E-Meeting) , which will be broadcasted from Maketowin Holding Public Company Limited, No. 9/70, 9/88 Village No. 3 , Om Yai Subdistrict, Sam Phran District, Nakhon Pathom Province, to consider various matters according to the meeting agenda as follows:

Agenda Item 1: Consideration of approval of the report of the 2024 Annual General Meeting of Shareholders . which met on April 9, 2024

Facts and Reasons

2024 Annual General Meeting of Shareholders was held on 9 April 2024 , with a copy of the minutes of the meeting recorded correctly and in accordance with the resolutions of the shareholders' meeting.

Opinion of the Committee



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It is deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the minutes of the Annual General Meeting of Shareholders for 2024 held on 9 April 2024 , which the Board of Directors believes has been recorded correctly and in accordance with the resolutions of the meeting, with a copy of the meeting minutes appearing in Attachment No. 1.

Voting

This agenda item must be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 2 Consideration of acknowledgement of operating results for the year 2024 , ending on 31 December 2024.

Facts and Reasons

Summary of the Company's consolidated operating results for the fiscal year ending December 31 , 2024

Unit : Baht

Current assets	443,327,804.19
Total assets	933,155,313.24
Current liabilities	310,722,614.72
Total debt	321,402,059.00
Total income	291,695,576.59
Shareholders' equity	611,753,254.24
Net profit (loss)	(20,733,640.92)
Profit (Loss) per share (Baht)	(0.0292)

The Company has summarized the Company's operating results and financial position for the year 2024 as shown in the Company's Annual Information Form / Annual Report 2024 (Form 56-1 One Report) which has been sent to shareholders in the form of a QR Code together with the invitation letter for this meeting (Attachment No. 3).



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Opinion of the Committee

It is deemed appropriate to propose to the general meeting of shareholders to acknowledge the Company's operating results for the fiscal year 2024 ending on 31 December 2024 , with details as shown in Attachment No. 3.

Voting

This agenda is for information only. Therefore, there will be no voting on this agenda .

Agenda Item 3: Consideration and approval of the financial statement report for the year 2024 , ending on 31 December 2024.

Facts and Reasons

In order to comply with the Public Limited Companies Act B.E. 2535 Section 112 which requires the board of directors to prepare a balance sheet (statement of financial position) and profit and loss account as of the last day of the company's fiscal year and to have an auditor examine the balance sheet and profit and loss account before presenting them to the shareholders' meeting at the annual general meeting for consideration and approval.

The Board of Directors has prepared the financial statements for the fiscal year ending on December 31, 2024 , which have been audited by the auditors and reviewed by the Audit Committee, including the approval of the Board of Directors, to be presented to the shareholders' meeting for consideration and approval at the annual general meeting of shareholders as stipulated in Section 112 of the Public Limited Companies Act B.E. 2535 (Attachment No. 3).

Opinion of the Committee

It is deemed appropriate to propose to the general meeting of shareholders to consider and approve the Company's financial statements for the fiscal year 2024 ending on 31 December 2024 , which have been audited by the Company's auditors and are shown in the Company's Annual Information Form/Annual Report 2024 (Form 56-1 One Report) , which has been delivered to shareholders in QR Code format together with the meeting invitation letter, as per Attachment No. 3.

Voting

This agenda item must be approved by a majority vote of the shareholders attending the meeting and casting their votes.



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Agenda Item 4 : Consideration of approval to suspend the allocation of net profit as legal reserve and approval to suspend the payment of dividends from the Company's operating results for the fiscal year ending 31 December 2024.

Facts and Reasons

According to the Public Limited Companies Act B.E. 2535, Section 115 stipulates that the company must pay dividends only from profits. It is prohibited to pay dividends in cases where the company still has accumulated losses. Section 116 and the Company's Regulations, Section 46 stipulate that the company must allocate a portion of its annual net profit as a reserve fund of not less than 5 percent of the annual net profit, less 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 profit according to the separate financial statements after deducting corporate income tax and after allocating reserves in accordance with the law and the Company's regulations. However, such dividend payment may be changed, taking into account the Company's performance, investment plans as necessary, financial position, liquidity, business expansion plans, and other appropriateness, including the Company's management in the future.

From the Company's operating results for the fiscal year ending on December 31, 2024 , according to the consolidated financial statements and the separate financial statements for the fiscal year ending on December 31, 2024, which have been audited by the auditor, the Company has a net loss for the Company's operating results for the year 2024 in the amount of (20,733,640.92) baht.

Opinion of the Committee

It is deemed appropriate to propose to the general meeting of shareholders to consider and approve the suspension of the allocation of net profit as legal reserves and the suspension of dividend payments, the suspension of dividend payments for the Company's operating results for the accounting period ending on 31 December 2024 to shareholders.

Voting

This agenda item must be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda Item 5 : Consideration of the appointment of directors to replace directors whose terms are due in2025

Facts and Reasons

According to the Public Limited Companies Act B.E. 2535, Section 71 and the Company's Regulations, Section 17, it is stipulated that at every annual general meeting of shareholders, one-third of the directors, or the number closest to one-third, must leave their positions. Directors who will leave their positions in the first and second years after the company's registration will be drawn by lot. In subsequent years, the directors who have been in the position the longest will leave their positions. The annual general meeting of shareholders in 2025 The directors whose terms have expired are as follows:

1. Ms. Suwimol Thiangtae, Independent Chairman, Company Director
2. Mr. Worodom Kuayrak Independent Director, Company Director
3. Mr. Kritmet Tangpichayapothiwat, Director of the Company

The criteria for selecting persons to hold positions as directors of the Company have been considered by the Nomination and Remuneration Committee, which has proposed suitable persons for the shareholders' meeting to consider. After considering the structure of the Board of Directors and the qualifications of the 3 directors individually, it was found that the qualifications of the directors complied with the Public Limited Companies Act, the Securities and Exchange Act, and other relevant laws (if any). They are persons with appropriate qualifications, knowledge, skills, and experience that are appropriate for the Company's business operations, and their performance as directors of the Company over the past period has been beneficial to the Company. The 3 directors do not have any prohibited qualifications and have not engaged in any business or held shares in any business that competes with the Company's operations. In addition, the Board has considered and found that persons nominated as independent directors will be able to express independent opinions on the Company's operations and have qualifications in accordance with laws related to the requirements for independent directors. The definition of an independent director is detailed in Attachment 6.

Opinion of the Committee

Shareholding information of the directors nominated this time

<u>List of persons nominated for the position of committee member</u>	<u>Number of shares</u>	<u>Voting rights</u>
1. Ms. Suwimol Thiangtae	-	-
2. Mr. Worodom Kuayrak	-	-
3. Mr. Kritmet Tangpichayaphothiwat	-	-



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The Board of Directors, excluding interested directors, has carefully considered and screened the matter.

It is deemed appropriate to propose to the shareholders' meeting to consider and approve the appointment of the following persons, who are directors who must resign by rotation, to return to their positions for another term.

The persons nominated this time have passed the selection process and have qualifications in accordance with the Public Limited Company Act, the Securities and Exchange Act, and related regulations (if any) and are suitable for the Company's business and the independent directors have qualifications in accordance with the laws related to the requirements related to independent directors.

Voting

This agenda item must be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda Item 6 : Consideration and approval of the remuneration of the Company's board of directors and subcommittees for the year 2025 .

Facts and Reasons

According to the Public Limited Companies Act B.E. 2535 Section 90 and the Company's regulations, Section 22, the directors are entitled to receive remuneration from the Company in the form of prize money, meeting allowances, rewards, bonuses or other benefits in accordance with the regulations or as considered by the shareholders' meeting, which may be fixed in amount or set as criteria and may be determined from time to time or may be effective until changed. In addition, they are entitled to receive allowances and various welfare benefits in accordance with the Company's regulations. The Board of Directors has conducted a survey of the directors' remuneration for the year 2025 and considered it in accordance with the criteria and policies set by the Board of Directors, considering the responsibilities and performance of the Company's directors and comparative data with reference to other companies in the same industry with similar sizes and business characteristics, including the survey of director remuneration by the Thai Institute of Directors Association (IOD). It was found that the director remuneration set by the Company is close to the overall market average. The Board of Directors' opinion is that it is appropriate to propose to the general shareholders' meeting for consideration and approval of the determination of the director remuneration for the year 2025, to be paid in the form of meeting allowances, with details as follows:



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1. Remuneration of Company Directors			
1.1 Meeting allowance	Year 2025	Year 2024	
Chairman of the Board of Directors	30,000	30,000	Baht/person/time
Board of Directors	10,000	10,000	Baht/person/time
2. Audit Committee Remuneration			
2.1 Meeting allowance	Year 2025	Year 2024	
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 Selection and Remuneration Committee			
3.1 Meeting allowance	Year 2025	Year 2024	
Chairman of the Selection Committee	15,000	15,000	Baht/person/time
Selection Committee	10,000	10,000	Baht/person/time
4. Risk Management Committee Remuneration			
4.1 Meeting allowance	Year 2025	Year 2024	
Chairman of the Risk Management Committee	15,000	15,000	Baht/person/time
Risk Management Committee	10,000	10,000	Baht/person/time

Opinion of the Committee

The Board of Directors has considered the approval of the Nomination and Remuneration Committee and sees fit to propose to the shareholders' meeting to consider and approve the remuneration of the directors for the year 2025.

Voting

This agenda item must be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda Item 7 : Consideration and approval of the appointment of auditors and auditor remuneration for the year 2025

Facts and Reasons

According to the Public Limited Companies Act B.E. 1992, Section 120, the annual general meeting of shareholders shall appoint an auditor and determine the audit fee of the company every year. In appointing an auditor, the same auditor may be reappointed. In addition, the announcement of the Capital Market Supervisory Board requires the company to rotate auditors if the auditor has performed his/her duties for 7 consecutive fiscal years, whether consecutively or not. Rotation does not require changing the audit firm. The company may appoint other auditors in the audit firm to replace the original auditor. However, the company may appoint an auditor who has ceased to perform his/her duties due to auditor rotation after at least 5 consecutive fiscal years have elapsed.

Opinion of the Audit Committee

The Audit Committee has considered the qualifications of the Company's auditors, taking into account the auditors' independence and audit fees, and has given its opinion and proposed their appointment.

1. Ms. Arisa Chumwisut, Certified Public Accountant No. 9393 or
2. Mr. Phiradech Phongsathiansak, Certified Public Accountant No. 4752 or
3. Ms. Chotima Kitsirakorn, Certified Public Accountant No. 7318 or
4. Ms. Wanisa Ngambuathong, Certified Public Accountant No. 6838 or
5. Ms. Thanaporn Tangthanopchai, Certified Public Accountant No. 9169 or

It is proposed that the meeting consider determining the audit fee of the Company at 1,170,000.- baht and the subsidiary at 800,000.- baht, excluding other service fees that the Company will actually pay, and present it to the general meeting of shareholders for consideration and approval, as detailed in **the meeting documents for agenda item 4.**

(Unit: Baht)

External auditor compensation	2024	2025	Increase (decrease) difference	
			quantity	%
company Maketowin Holding Company Limited (Public) Company Limited	1,170,000	1,170,000	-	-
company Deco Green Energy Co., Ltd.	750,000	800,000	+ 50,000	+ 6.66 %
together	1,920,000	1,970,000	+50,000	+ 2.60 %



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Opinion of the Committee

The Board of Directors agrees to propose the appointment to the general meeting of shareholders for consideration.

- | | | |
|----|--------------------------------|-----------------------------------------|
| 1. | Ms. Arisa Chumwisut | Certified Public Accountant No. 9393 or |
| 2. | Mr. Phiradech Phongsathiansak, | Certified Public Accountant No. 4752 or |
| 3. | Ms. Chotimakijisirikon, | Certified Public Accountant No. 7318 or |
| 4. | Ms. Wanisa Ngam Buathong, | Certified Public Accountant No. 6838 or |
| 5. | Ms. Thanaporn Tangthanopchai, | Certified Public Accountant No. 9169 or |

The auditors from Dharma Auditing Co., Ltd. are the Company's auditors for the year 2025. Any one of them will be responsible for auditing and expressing an opinion on the Company's financial statements. In the event that the above-mentioned certified public accountants are unable to perform their duties, Dharma Auditing Co., Ltd. shall provide another certified public accountant from Dharma Auditing Co., Ltd. to act as their representatives. It is proposed that the remuneration for the Company's auditors for the year 2025 not exceed 1,170,000 baht and for subsidiaries in the amount of 800,000 baht , excluding other expenses. The auditors nominated to be the Company's auditors, as per the above list, do not provide any other services to the Company and have no relationship or interest with the Company/subsidiaries/executives/major shareholders or any person related to such persons, and are therefore independent in auditing and expressing an opinion on the Company's financial statements.

Voting

This agenda item must be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda Item 8: Consideration of approval of amendments to the Company's regulations.

Facts and Reasons

To make the Company's regulations consistent with Section 6/1 of the Ministerial Regulations on the Criteria and Methods for the Repurchase of Shares, the Sale of Repurchased Shares and the Cancellation of the Company's Repurchased Shares (No. 2) B.E. 2022, with the following details:



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old

Section 10 The repurchase of the Company's shares must be approved by the shareholders' meeting, except in cases where the Company is a listed company on the Stock Exchange of Thailand and the repurchase of such shares does not exceed ten (10) percent of the paid-up capital, in which case the Board of Directors of the Company shall have the authority to approve such repurchase of shares. In cases where the number of shares repurchased exceeds ten (10) percent of the paid-up registered capital, the Company must obtain approval from the shareholders and the Company must repurchase the shares within one (1) year from the date of receiving approval from the shareholders' meeting.

Change to

Section 10 The repurchase of the Company's shares must be approved by the shareholders' meeting, except in cases where the Company is a listed company on the Stock Exchange of Thailand and such share repurchase does not exceed ten (10) percent of the total shares sold, in which case the Board of Directors of the Company shall have the authority to approve such share repurchase. In cases where the number of shares repurchased exceeds ten (10) percent of the total shares sold, the Company must obtain the approval of the shareholders and the Company must repurchase the shares within one (1) year from the date of receiving the approval from the shareholders' meeting.

Opinion of the Committee

The Board of Directors considered and deemed it appropriate to propose to the shareholders' meeting to approve the amendment of the Company's Articles of Association, Section 10, to be in line with Section 6/1 of the Ministerial Regulations on the Criteria and Methods for Share Repurchases, Sale of Repurchased Shares and Cancellation of Repurchased Shares of the Company (No. 2) B.E. 2022, as detailed above.

Voting

This agenda must be passed with a vote of not less than three-quarters of the total number of votes of shareholders attending the meeting and Voting rights

Agenda Item 9 Other matters (if any)

Objectives and reasons

In addition to the agenda set by the Board of Directors at the 2025 Annual General Meeting of Shareholders, if shareholders wish to propose other matters for the meeting to consider in addition to those specified in the invitation letter, they must comply with the conditions under Section 105, paragraph two of the Public Limited Companies Act.



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Shareholders holding shares totaling no less than one-third of the total number of shares sold may request the meeting to consider other matters in addition to those specified in the invitation letter. However, for the sake of transparency and to provide equal rights to shareholders, there should be no additional agenda items to consider other matters not specified in the invitation letter for the shareholders' meeting to consider, approve or vote on.

In the event that a shareholder is unable to attend the 2025 Annual General Meeting of Shareholders via the Company's electronic media (e - Meeting) , they may appoint an independent director of the Company to attend the meeting and vote on behalf of the shareholder by submitting a complete proxy form with supporting documents as per Attachment 2 to the "Company Secretary Office", Maketowin Holding Company Limited (Public Company), No. 9/70,9/88 Village No. 3, Om Yai Subdistrict, Sam Phran District, Nakhon Pathom Province 73160.

In addition, the Company has set March 11, 2025 as the record date for shareholders entitled to attend the general meeting. Shareholders for the year 2025 (Record date)

Therefore, we would like to invite everyone to attend the 2025 Annual General Meeting of Shareholders . On the date, time and place mentioned above, we would be very grateful.

By resolution of the Board of Directors

Best regards

Maketowin Holding Company Limited (Public Company)

(Mr. Kritmet Tangpichayaphothiwat)

Board of Directors



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Attachments 1

Meeting of Shareholders Report 2024

Maketowin Holding Company Limited (Public Company)

Date , time and location

Meeting on 9 April 2024 at 10.00 a.m. in the form of an electronic meeting (E-AGM)

Directors attending the meeting Number of people: 7

1. Mr. Kritmet Tangpichayaphothiwat, Director and Nomination and Remuneration Committee Member
(Assigned to act as the Chairman of the Board)
2. Ms. Chuenchit Tangpichayaphothiwat, committee member
3. Ms. Yaowapha Leotphongthawi, committee member
4. Mr. Rattaphum Chairangsi, Director
5. Ms. Suwimol Thiangtae, Independent Director, Chairwoman of the Audit Committee and
Chairman
Risk Management Committee
6. Mr. Pisarn Kwanmuang, Independent Director and Chairman of the Nomination and
Remuneration Committee
Compensation and Audit Committee
7. Mr. Worodom Kuayrak, Independent Director and Audit Committee Member

Executives attending the meeting

1. Ms. Thansiree Danrunroj, Director of Accounting and Finance Department

Auditors from Dharma Nithi Auditing Co., Ltd. attended the meeting via electronic media.

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

The legal advisors participated in the meeting via electronic media, acted as vote count monitors and witnessed the vote count.

1. Mr. Phongrit Phatrasethanukul External legal advisor



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Before the meeting begins

Maketowin Holding Company Limited (Public Company) (“ the Company ”), represented by Ms. Thansiri Danrungrroj, acted as the moderator and Mr. Kritmet Tangpichayapothiawat, acted as the chairman, as 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 the meeting began, the moderator informed the participants of the following matters: The 1/2024 Annual General Meeting of Shareholders was an electronic meeting broadcast live at the Company’s meeting room using the services of OJ International Company Limited. The electronic meeting complied with the Royal Decree on Electronic Meetings B.E. 2020 and the Ministry of Digital Economy and Society’s Announcement on the Standards of Security and Safety of Electronic Meetings B.E. 2020 and complied with the Company’s Personal Data Protection Policy under the Personal Data Protection Act B.E. 2019 to protect the personal data of shareholders in the collection, use and disclosure of personal data and to ensure that the Company’s voting on every agenda item is accurate. Today, it is transparent and correct. The company has hired OJ International Co., Ltd., a meeting control system provider who has assessed the system's compliance with the Electronic Transactions Development Agency, to organize the meeting, collect votes, and process votes for this meeting.

quorum

According to the criteria of the Public Limited Companies Act and the Company's regulations, Section 32, there is a quorum requirement that there must be at least 25 shareholders and proxies attending the meeting, or at least half of the total number of shareholders, and the total number of shares must be no less than 1/3 of the total shares sold of the Company, in order to be considered a quorum.

Meeting proceedings

According to Section 104 of the Public Limited Companies Act, which stipulates that the Chairman of the Board shall be the Chairman of the meeting, in the event that the Chairman is not present or is unable to perform his duties, the Vice Chairman shall be the Chairman. If there is no Vice Chairman, the shareholders present at the meeting shall elect one of the shareholders to be the Chairman of the meeting.

How to vote

Article 1. Every shareholder shall have votes equal to the number of shares held, with 1 share counted as 1 vote.

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



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Item 3. For the convenience of counting votes, if no shareholder clicks the button to disagree or abstain and confirms within the specified time, it shall be considered that the meeting has resolved to approve as proposed.

For shareholders who disagree or abstain from voting, please press the Disagree or Abstain button and after pressing the Vote button, please press the Confirm Vote button again so that the Company can record your vote into the system. Shareholders must press the Vote button and confirm their vote within the specified time period. And when the time for voting and confirming the vote has expired, the officers 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 tallying the votes, the company will deduct the votes of disapproval, abstention, and invalid ballots from the total votes, and the remaining votes will be considered as the votes of approval.

Article 4. Shareholders who have already given their proxies by stating their opinions or have already exercised their voting rights as stated in the electronic meeting attendance receipt (E-EGM) and the supporting documents that the shareholders have sent to the Company in advance, the Company will count the votes as the shareholders have given their proxies in all respects.

Item 5. For proxies attending the meeting, please have the proxies check the instructions of the proxy and vote correctly as specified by the proxy.

Article 6. A shareholder or proxy who has confirmed his/her identity and entered the electronic shareholders' meeting program (E-EGM) but has not yet voted and is unable to complete the meeting, may press the voting button and confirm his/her vote on the agenda that the Company has not yet proposed to the meeting in advance. The Company will count such votes when considering the agenda that the shareholder has voted on.

Item 7. The votes of shareholders in each agenda may not be equal due to the gradual entry of shareholders and proxies into the meeting room.

For asking questions or making comments

For the criteria for asking questions or making comments, shareholders can type questions or express opinions related to the agenda under consideration. Go to the Q&A menu in the Zoom program to type questions or express opinions, then press the Enter button. The system will sort them in order of time the questions or comments were posted. The company reserves the right to screen questions that are appropriate for the meeting agenda. In the event that there are



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a large number of questions, in order to maintain the meeting time, the company will answer questions related to that meeting agenda after the meeting has ended via the email address registered by the shareholder.

The Company has set the record date for shareholders entitled to attend the 1/2024 Annual General Meeting of Shareholders on March 11, 2024 (Record Date).

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

The meeting was held on 22 February 2024 to consider the matters as specified in the meeting invitation letter.

The operator reported that today's meeting was attended by the following shareholders: 31 shareholders registered to attend the 2024 Annual General Meeting of Shareholders in person and 1 shareholder by proxy, totaling 357,922,927 shares, representing 53.1043 percent of the total issued shares of 674,000,000 shares, forming a quorum. The 2023 Annual General Meeting of Shareholders considered and resolved on each agenda item as follows:

Agenda Item 1: Consideration of approval of the minutes of the 2023 Annual General Meeting of Shareholders, held on 24 April 2023.

The Chairman informed the meeting that this agenda item was to consider and approve the minutes of the 2023 Annual General Meeting of Shareholders held on 24 April 2023, in which the Company had prepared and submitted a copy of the minutes to the Ministry of Commerce within the period specified by law, which the Company had already delivered to all shareholders on this occasion.

The Chairman gave the shareholders or proxies attending the meeting an opportunity to express their opinions or ask additional questions regarding this agenda. No shareholders or proxies attending the meeting asked any additional questions or made any suggestions regarding this agenda.

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

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



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Resolution	Votes	Calculated as a percentage of the number of votes Shareholders attending the meeting and voting
agree	357,923,127	100
Disagree	-	-
Abstain	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholders' meeting with a majority vote of the total number of votes of shareholders attending the meeting and casting votes.
 2. This agenda item was attended by a total of 32 shareholders , representing a total of 357,923,127 shares.

Agenda Item 2: Consideration of the results of operations for the year 2023, ending on 31 December 2023.

The Chairman asked the moderator to report the results of the operation to the meeting (since this agenda item was for acknowledgement, there was no voting).

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

Agenda Item 3: Consideration and approval of the financial statement report for the year 2023 ending on 31 December 2023.

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

The Chairman gave the shareholders or proxies attending the meeting an opportunity to express their opinions or ask additional questions regarding this agenda. No shareholders or proxies attending the meeting asked any additional questions or made any suggestions regarding this agenda.

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

Meeting resolution The resolution to approve the financial statements of the Company and its subsidiaries for the year 2023 , ending on December 31, 2023 , which have been audited by a certified public accountant. With all details as proposed, with a majority vote of the shareholders who attended the meeting and voted, with the following votes:

Resolution	Votes	Calculated as a percentage of the number of votes Shareholders attending the meeting and voting
agree	357,923,127	100
Disagree	-	-
Abstain	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholders' meeting with a majority vote of the total number of votes of shareholders attending the meeting and casting votes.
 2. This agenda item was attended by a total of 32 shareholders , representing a total of 357,923,127 shares.

Agenda Item 4 : Consideration and approval of the suspension of the allocation of net profit as legal reserves and approval of the suspension of the payment of dividends from the Company's operating results for the fiscal year ending on December 31, 2023.

The Chairman informed the meeting that this agenda is to approve the suspension of the allocation of net profit as legal reserves and approve the suspension of the payment of dividends from the Company's operating results for the fiscal year ending on December 31, 2023. By having the moderator report to the shareholders as follows:

According to the Public Limited Companies Act B.E. 1992, Section 115 stipulates that the company must pay dividends only from profits. It is prohibited to pay dividends in cases where the company still has accumulated



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losses. Section 116 and the Company's Regulations, Section 46 stipulate that the company must allocate a portion of its annual net profit as a reserve fund of not less than 5 percent of the annual net profit, less 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 profit according to the separate financial statements after deducting corporate income tax and after allocating reserves in accordance with the law and the Company's regulations. However, such dividend payment may be changed, taking into account the Company's performance, investment plans as necessary, financial position, liquidity, business expansion plans, and other appropriateness, including the Company's management in the future.

In 2023, the Company will not pay dividends because it needs to reserve funds to be used as working capital for business operations and to maintain the financial status of cash flow and working capital to be sufficient and stable for future operations. The Board of Directors has therefore considered not paying dividends and expects to create more benefits for shareholders.

The Chairman gave the shareholders or proxies attending the meeting an opportunity to express their opinions or ask additional questions regarding this agenda. No shareholders or proxies attending the meeting asked any additional questions or made any suggestions regarding this agenda.

The Chairman therefore requested the meeting to vote to approve the suspension of the allocation of net profit as legal reserves and the suspension of the payment of dividends from the Company's operating results for the fiscal year ending on December 31, 2023.

Meeting resolution The resolution was approved to suspend the allocation of net profit as legal reserve and to suspend the payment of dividends for the Company's operating results for the accounting period ending on December 31, 2023, with details as proposed in all respects, by a majority vote of the shareholders who attended the meeting and voted as follows:

Resolution	Votes	Calculated as a percentage of the number of votes Shareholders attending the meeting and voting
agree	357,923,127	100
Disagree	-	-
Abstain	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholders' meeting with a majority vote of the total number of votes of shareholders attending the meeting and casting votes.
 2. This agenda item was attended by a total of 32 shareholders , representing a total of 357,923,127 shares.

Agenda item 5 Consider appointing directors to replace directors whose terms are due in 2024.

The Chairman informed the meeting that this agenda is to approve the consideration of the appointment of directors to replace those whose terms are due in 2024. The Chairman reported that according to the Public Limited Companies Act B.E. 1992, Section 71 and the Company's Articles of Association, Section 17, it is stipulated that at every annual general meeting of shareholders, one-third of the directors, or the number closest to one-third, must resign from their positions. Directors who will resign in the first and second years after the company's registration shall be drawn by lot. In subsequent years, the directors who have been in the position the longest shall resign. At the 2024 Public Limited Annual General Meeting of Shareholders, the directors whose terms are due to resign are as follows:

1. Mr. Pisarn Kwanmuang, Independent Director
2. Ms. Yaowapha Leotphongthawi, Director
3. Mr. Rattaphum Chairangsi, Director

The criteria for selecting individuals to hold positions as directors of the company have been considered by the Nomination and Remuneration Committee, which presents suitable individuals to the shareholders' meeting for consideration. After considering the structure of the company's board of directors and the qualifications of the three directors individually, it was found that the qualifications of the directors were in accordance with the Public Limited Companies Act and the Securities and Exchange Act.

and other related laws (if any), are persons who are suitable in terms of qualifications, knowledge, ability, experience appropriate for the Company's business, and the results of their work as the Company's directors in the past have been beneficial to the Company. All three directors do not have any prohibited qualifications and have not engaged in any business or held shares in any business that competes with the Company's operations. In addition, the Board of Directors has considered and is of the opinion that the persons nominated as independent directors will be able to express independent opinions on the Company's operations and have qualifications in accordance with laws related to the regulations related to independent directors.



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The Chairman gave the shareholders or proxies attending the meeting an opportunity to express their opinions or ask additional questions regarding this agenda. No shareholders or proxies attending the meeting asked any additional questions or made any suggestions regarding this agenda.

The Chairman informed the meeting that this agenda would be open for voting by one person at a time, with voting time of 1 minute per person. When all three persons had voted, the votes would be summed up. Since all three directors had a stake in the matter, he asked all three directors to temporarily leave the meeting.

The meeting resolved to approve the appointment of 3 new directors to replace the directors whose terms are due to expire in 2024 to return to their positions as directors of the company and in various positions for another term, with details as proposed in all respects, by a majority vote of the shareholders who attended the meeting and voted .

5.1 Approval of the election of Mr. Pisarn Kwanmuang Independent Directors/Nomination and Remuneration Committee Members with the following votes:

Resolution	Votes	Calculated as a percentage of the number of votes Shareholders attending the meeting and voting
agree	357,923,127	100
Disagree	-	-
Abstain	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholders' meeting with a majority vote of the total number of votes of shareholders attending the meeting and casting votes.
 2. This agenda item was attended by a total of 32 shareholders , representing a total of 357,923,127 shares.

5.2 Approval of the election of Ms. Yaowapha Leotphongthawi Directors and authorized directors of the Company With the following votes:

Resolution	Votes	Calculated as a percentage of the number of votes Shareholders attending the meeting and voting
agree	357,923,127	100
Disagree	-	-
Abstain	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholders' meeting with a majority vote of the total number of votes of shareholders attending the meeting and casting votes.
 2. This agenda item was attended by a total of 32 shareholders , representing a total of 357,923,127 shares.

5.3 Approval of the election of Mr. Rattaphum Chairangsi The Directors (who are executives) , Executive Directors and Nomination and Remuneration Committee members with the following votes:

Resolution	Votes	Calculated as a percentage of the number of votes Shareholders attending the meeting and voting
agree	357,923,127	100
Disagree	-	-
Abstain	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholders' meeting with a majority vote of the total number of votes of shareholders attending the meeting and casting votes.
 2. This agenda item was attended by a total of 32 shareholders , representing a total of 357,923,127 shares.

Agenda item 6 Consider approving the increase in the number of company directors from 8 to 9 and appointing 1 new company director.

The Chairman informed the meeting that this agenda item was to approve the increase in the number of the Company's directors from 8 to 9 and to appoint one new Director to the position as follows: Ms. Phawaphak Arayapong, Independent Director, with the biography of the appointed director sent along with the meeting invitation letter.



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The Chairman gave the shareholders or proxies attending the meeting an opportunity to express their opinions or ask additional questions regarding this agenda. No shareholders or proxies attending the meeting asked any additional questions or made any suggestions regarding this agenda.

The Chairman therefore requested the meeting to vote to approve the increase in the number of company directors from 8 to 9 and the appointment of 1 new company director.

The meeting resolved to approve the increase in the number of the company's directors from 8 to 9 and the appointment of a new director, Mr. Phawaphak Arayapong, as an independent director. With all details as proposed, with a majority vote of shareholders attending the meeting and casting votes. With the following votes:

Resolution	Votes	Calculated as a percentage of the number of votes Shareholders attending the meeting and voting
agree	356,882,525	100
Disagree	-	-
Abstain	1,040,602	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholders' meeting with a majority vote of the total number of votes of shareholders attending the meeting and casting votes.
 2. This agenda item was attended by a total of 32 shareholders , representing a total of 357,923,127 shares.

Agenda item 7 Consideration of approval of remuneration for the Company's Board of Directors and Subcommittees for the year 2024

The Chairman informed the meeting that this agenda item was to approve the remuneration of the Company's directors and subcommittees for the year 2024, as detailed in the invitation letter to shareholders.



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The Chairman gave the shareholders or proxies attending the meeting an opportunity to express their opinions or ask additional questions regarding this agenda. No shareholders or proxies attending the meeting asked any additional questions or made any suggestions regarding this agenda.

The Chairman therefore requested the meeting to vote to approve the remuneration of the Company's board of directors and subcommittees for 2024.

The meeting resolved to approve the determination of the remuneration of the directors and subcommittees of the Company for the year 2024 at a rate not exceeding 1,200,000 baht per year. The details are as follows:

1. Remuneration of Company Directors			
1.1 Meeting allowance	Year 2024	Year 2023	
Chairman of the Board of Directors	30,000	30,000	Baht/person/time
Board of Directors	10,000	10,000	Baht/person/time
2. Audit Committee Remuneration			
2.1 Meeting allowance	Year 2024	Year 2023	
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 Selection and Remuneration Committee			
3.1 Meeting allowance	Year 2024	Year 2023	
Chairman of the Selection Committee	15,000	15,000	Baht/person/time
Selection Committee	10,000	10,000	Baht/person/time
4. Risk Management Committee Remuneration			
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 proposed, with a majority vote of the shareholders who attended the meeting and voted, with the following votes:

Resolution	Votes	Calculated as a percentage of the number of votes Shareholders attending the meeting and voting
agree	357,923,127	100
Disagree	-	-
Abstain	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholders' meeting with a majority vote of the total number of votes of shareholders attending the meeting and casting votes.
 2. This agenda item was attended by a total of 32 shareholders , representing a total of 357,923,127 shares.

Agenda item 8 Consideration of approval of the appointment of auditors and auditor remuneration for the year 2024

The Chairman informed the meeting that this agenda item was to approve the appointment of auditors and the auditors' remuneration for the year 2024, as detailed in the invitation letter to shareholders.

The Chairman gave the shareholders or proxies attending the meeting an opportunity to express their opinions or ask additional questions regarding this agenda. No shareholders or proxies attending the meeting asked any additional questions or made any suggestions regarding this agenda.

The Chairman therefore requested the meeting to vote to approve the appointment of auditors and the auditors' remuneration for the year 2024.

Resolution of the meeting. Approval of the appointment of auditors and the remuneration of auditors for the year 2024 of the Company, considering the independence of the auditors and the remuneration of the audit. Opinion and proposal for appointment

1. Ms. Arisa Chumwisut, Certified Public Accountant No. 9393 or
2. Mr. Phiradech Phongspathiansak, Certified Public Accountant No. 4752 or
3. Ms. Chotima Kitsirakorn, Certified Public Accountant No. 7318 or

of Dharma Nithi Auditing Company Limited as the auditor of the Company and its subsidiaries for the year 2024, with the remuneration set at 1,170,000 baht and the subsidiaries at 750,000 baht , excluding other service fees that the Company will actually pay, which is an appropriate amount that must be approved by a majority vote of the shareholders attending the meeting and having the right to vote, with the following details:

Resolution	Votes	Calculated as a percentage of the number of votes Shareholders attending the meeting and voting
agree	357,923,127	100
Disagree	-	-
Abstain	-	-
Total	357,923,127	100

- Note
1. This agenda must be approved by the shareholders' meeting with a majority vote of the total number of votes of shareholders attending the meeting and casting votes.
 2. This agenda item was attended by a total of 32 shareholders , representing a total of 357,923,127 shares.

Agenda item 9 Consideration of approval of the issuance and offering of the Company's first warrant to purchase additional common shares (MTW-W 1) to be allocated to the Company's existing shareholders in proportion to their shareholding (Right Offering).

The Chairman informed the meeting that this agenda item was to approve the issuance and offering of the Company's first warrant (MTW-W 1) to be allocated to the Company's existing shareholders in proportion to their shareholding (Right Offering) in accordance with the details sent to shareholders with the meeting invitation letter and in accordance with all reports from the moderator.

The Chairman gave the shareholders or proxies attending the meeting an opportunity to express their opinions or ask additional questions regarding this agenda. No shareholders or proxies attending the meeting asked any additional questions or made any suggestions regarding this agenda.

The Chairman therefore requested the meeting to vote to approve the issuance and offering of the Company's first warrant (MTW-W 1) to be allocated to the Company's existing shareholders in proportion to their



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shareholding (Right Offering). This agenda item requires no less than three-quarters (3/4) of the total number of votes of shareholders attending the meeting and casting votes.

The meeting resolved to approve the issuance and offering of the Company's first warrant (MTW-W1) in an amount not exceeding 337,000,000 units to be allocated to the Company's existing shareholders in proportion to their shareholding (Right Offering) at no cost, at a ratio of 2 existing ordinary shares to 1 warrant unit. If there is a fraction of a warrant resulting from the calculation, such fraction shall be discarded. The Company's first warrant (MTW-W1) has a term of 1 year from the date of issuance of the warrant and has an exercise price of 1.00 baht (one baht). The list of shareholders entitled to receive the allocation of warrants will be determined on April 23, 2024. In this regard, the Board of Directors' Meeting has delegated authority to the Board of Directors or the Company's Executive Committee or the Chief Executive Officer. and/or A person designated by the Company's Board of Directors or Executive Committee is authorized to determine the criteria, conditions and other details of the Warrants, including the allocation of Warrants, entering into negotiations, agreeing to sign documents and contracts. Any related matters including various actions Any necessary and appropriate matters relating to the Warrants and the issuance and offering of the Warrants this time, including the listing of the Warrants and ordinary shares resulting from the exercise of rights under the Warrants as securities in the Stock Exchange of Thailand, as well as the request for permission from the relevant agencies with the details as proposed in every respect, with a vote of not less than three-quarters (3/4) of the total number of votes of the shareholders attending the meeting and casting votes, with the following votes:

With the following votes:

Resolution	Votes	Calculated as a percentage of the number of votes Shareholders attending the meeting and voting
agree	357,923,127	100
Disagree	-	-
Abstain	-	-
Total	357,923,127	100

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



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

The Chairman informed the meeting that this agenda item was to approve the increase in the Company's registered capital , as detailed in the invitation letter to shareholders and in accordance with the report of the moderator.

The Chairman gave the shareholders or proxies attending the meeting an opportunity to express their opinions or ask additional questions regarding this agenda. No shareholders or proxies attending the meeting asked any additional questions or made any suggestions regarding this agenda.

The Chairman therefore requested the meeting to vote to consider approving the increase in the Company's registered capital. This agenda item requires no less than three-quarters (3/4) of the total number of votes of shareholders attending the meeting and casting votes.

The meeting resolved to approve the increase of the Company's registered capital by 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 the exercise of rights under the Company's first warrant (MTW -W1). Amount of 337,000,000 units with details as proposed in all respects with a vote of not less than three-quarters (3/4) of the total number of votes of shareholders attending the meeting and casting votes with the following votes:

Resolution	Votes	Calculated as a percentage of the number of votes Shareholders attending the meeting and voting
agree	357,923,127	100
Disagree	-	-
Abstain	-	-
Total	357,923,127	100

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



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Agenda item 11 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.

The Chairman informed the meeting that this agenda item was to approve the amendment to the Company's Memorandum of Association, Section 4, to be consistent with the increase in the Company's registered capital. As per the details sent to shareholders with the meeting invitation letter and as reported by the moderator in all respects.

The Chairman gave the shareholders or proxies attending the meeting an opportunity to express their opinions or ask additional questions regarding this agenda. No shareholders or proxies attending the meeting asked any additional questions or made any suggestions regarding this agenda.

The Chairman therefore requested the meeting to vote to 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 attending the meeting and casting votes.

The meeting resolved to approve the amendment of Article 4 of the Company's Memorandum of Association to be consistent with the increase in registered capital. As follows

“Section 4 .	Registered capital amount	505,500,000	baht	(Five hundred and five million and five hundred thousand baht exactly)
	Divided into	1,011,000,000	share	(One billion eleven million shares)
	Value per share	0.50	baht	(Fifty satang)
	Divided into :			
	Common stock	1,011,000,000	share	(One billion eleven million shares)
	Preferred shares	-	share	(Stock Center)

In this regard, the persons assigned by the Board of Directors in the registration of amendments to the Memorandum of Association at the Department of Business Development, Ministry of Commerce, shall have the authority to amend and add words to comply with the registrar's orders with the details as proposed in every respect, with a vote of not less than three-quarters (3/4) of the total number of votes of the shareholders attending the meeting and casting votes, with the following votes:

Resolution	Votes	Calculated as a percentage of the number of votes Shareholders attending the meeting and voting
agree	357,923,127	100
Disagree	-	-
Abstain	-	-
Total	357,923,127	100

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

Agenda item 12 Consideration of approval of the allocation of additional common shares of the Company to support the exercise of rights under the warrants issued to the Company's existing shareholders.

The Chairman informed the meeting that this agenda item was to approve the allocation of additional common shares of the Company to support the exercise of rights under the warrants issued to the Company's existing shareholders. As per the details sent to shareholders with the meeting invitation letter and as reported by the moderator in all respects.

The Chairman gave the shareholders or proxies attending the meeting an opportunity to express their opinions or ask additional questions regarding this agenda. No shareholders or proxies attending the meeting asked any additional questions or made any suggestions regarding this agenda.

The Chairman therefore requested the meeting to vote to consider approving the allocation of additional common shares of the Company to support the exercise of rights under 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 attending the meeting and casting votes.

The meeting resolved to approve the allocation of no more than 337,000,000 additional common shares, with a par value of 0.50 baht per share, to support the Company's first warrant to purchase common shares. (MTW-W1) which is issued and offered for sale to the existing shareholders of the company in proportion to their shareholding (Warrant - RO). In this regard, the Board of Directors' meeting has authorized the Board of Directors or the Company's Executive Committee or the Chief Executive Officer and/or Persons

assigned by the Company's Board of Directors or Executive Committee are authorized to determine the criteria, conditions and other details. Any of the Company's common stock purchase warrants, including the allocation of warrants, negotiations, agreements, signing of documents and contracts. Any related matters including various actions Any necessary and appropriate Relating to the Warrants and the issuance and offering of the Warrants this time, including the listing of the Warrants and ordinary shares resulting from the exercise of rights under the Warrants as securities on the Stock Exchange of Thailand, as well as the request for permission from the relevant agencies, with the details as proposed in every respect, with a vote of not less than three-quarters (3/4) of the total number of votes of the shareholders attending the meeting and casting votes, with the following votes:

Resolution	Votes	Calculated as a percentage of the number of votes Shareholders attending the meeting and voting
agree	357,923,127	100
Disagree	-	-
Abstain	-	-
Total	357,923,127	100

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

Agenda item 13 Consider other matters (if any)

The Chairman gave an opportunity to the shareholders according to the Public Limited Companies Act B.E. 2535 Section 105, which stipulates that shareholders who hold shares totaling not less than one-third of the total number of shares sold may request the meeting to consider other matters apart from those specified in the meeting invitation letter, and there were no questions on this agenda item.

The Chairman therefore used this agenda to answer questions from shareholders who had made inquiries through the system. There was no voting on this agenda item. When no shareholders had any other matters or further questions, the moderator informed the meeting that the proposed agenda items for consideration as specified in the meeting invitation letter had been considered in their entirety.

Before closing the meeting, the Company would like to inform the meeting that:



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After the completion of the 2024 Annual General Meeting of Shareholders, the Company will publish the minutes of the shareholders' meeting in both Thai and English on the Company's website and will notify via the information disclosure system of the Stock Exchange of Thailand within 14 days. If shareholders have any questions or comments, they can notify the Company Secretary within 1 month from the date of this meeting. The Chairman thanked the participants and closed the meeting.

The meeting closed at 12.00 noon.

Best regards

Maketowin Holding Company Limited (Public Company)

-Mr. Kritmet Tangpichayaphothiwat-

(Mr. Kritmeth Tangpichayaphothiwat)

Chief Executive Officer

-Ratthaphum Chairangsi-

(Mr. Ratthaphum Chairangsi)

Company Secretary

Meeting Minutes

แบบหนังสือมอบฉันทะ แบบ ก.

Proxy Form A.

(แบบทั่วไปซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)

(General Form)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Ref : Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

เขียนที่

Written at

วันที่ เดือน พ.ศ.

Date Month Year

(1) ข้าพเจ้า สัญชาติ

I/We Nationality

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Reside at Road Tambol/Khwaeng

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

Amphoe/Khet Province Postal Code

(2) เป็นผู้ถือหุ้นสามัญของบริษัท เมกทอวิน โฮลดิ้ง จำกัด (มหาชน)

being a Common shareholder of Maketowin Holding Public Co Ltd

โดยถือจำนวนทั้งสิ้นรวม หน่วย และออกเสียงลงคะแนนได้เท่ากับ เสียง

(3) ขอมอบฉันทะให้

Hereby appoint

(1) อายุ ปี อยู่บ้านเลขที่

age years, resides at

ถนน ตำบล/แขวง อำเภอ/เขต

Road Tambol/Khwaeng Amphoe/Khet

จังหวัด รหัสไปรษณีย์ หรือ

Province Postal Code , or

(2) อายุ ปี อยู่บ้านเลขที่

age years, resides at

ถนน ตำบล/แขวง อำเภอ/เขต

Road Tambol/Khwaeng Amphoe/Khet

จังหวัด รหัสไปรษณีย์ หรือ

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จังหวัด รหัสไปรษณีย์

Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น

any one of them to be my/our proxy to attend and vote on my/our behalf at the Meeting of the Common shareholder

ครั้งที่ 1/2568 ในวันที่ 02 เมษายน 2568 เวลา 10.00 น.

No. 1/2025 on February 04, 2025 at 10.00 a.m.

ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-Meeting) โดยดำเนินการถ่ายทอดจากห้องประชุมบริษัท เมกทอวิน โฮลดิ้ง จำกัด (มหาชน) เลขที่ 9/70,9/88 ม.3 ต.อ้อมใหญ่ อ.สามพราน

จนครบจน 73160 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

In the form of an electronic meeting (E-Meeting) broadcasted from the meeting room of Maketowin Holding Company Limited (Public Company) No. 9/70,9/88, Village

No. 3, Om Yai Subdistrict, Sam Phran District, Nakhon Pathom Province 73160 or as may be postponed to another date, time and location.



Make To Win Holding Company Limited (Public Company)

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Website:maketowin.com E-mail: info@maketowin.com Tel: 034-100 368

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy at the said meeting shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

หมายเหตุ

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหน่วยให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

Remark

The Common Shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of Unit to several proxies for splitting votes.



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Attachments3

Annual Information Listing Form / Annual Report 2024 (Form 56-1 One Report) of the Company with financial statements for the year 2024 ending on 31 December 2024



Annual Report 2024



financial statements for the
year 2024

บริษัท สอบบัญชีธรรมนิติ จำกัด

Dharmniti Auditing Co., Ltd.



ประวัติผู้สอบบัญชี

AUDITOR PROFILE



Miss Arisa Chumwisut

Miss Arisa Chumwisut

Senior Audit Partner

Tel. :025960500 Ext.817

Mobile:0863970982

E-mail : arisa.c@daa.co.th

Certificates :

2018 Auditor approved by the SEC 2008 Certified

Public Accountant Registration number 9393

2017 Auditor who is approved by the Securities

and Exchange Commission

2008 Auditor Registration No. 9393

Education :

2011 Master's Degree, Master of Accounting (M.A.),

Chulalongkorn University

2004 Bachelor of Business Administration (B.B.A.) Accounting,

Rajamangala University of Technology Thanyaburi

2011 Master of Accounting (MACC), Chulalongkorn University

2004 Bachelor of Business Administration (BBA) in Accounting,

Rajamangala University of Technology Thanyaburi

Experience:

More than 20 years of experience in auditing.

Experience in external auditing more than 20 years

Specialized in :

Manufacturing business / Manufacturing business

Buying and selling business /

Trading business Provident funds / Provident funds

Mutual funds Government

agencies/ Government enterprise

บริษัท สอบบัญชีธรรมนิติ จำกัด
Dharmniti Auditing Co., Ltd.



ประวัติผู้สอบบัญชี
AUDITOR PROFILE



Mr. Peradej Phongsathiansak

Mr.Peradate Pongsathiansak

Senior Audit Partner

Tel. : 02 596 0500 Ext. 621

Mobile : 081 802 6123

E-mail : peradate.p@daa.co.th

Certificates :

2015 Auditor approved by the SEC 1996 Certified Public Accountant Registration number 4752
2015 Auditor who is approved by the Securities and Exchange Commission
1996 Auditor Registration No.4752

Education :

2005 Mini MBA Project, Thammasat University
1990 Bachelor of Business Administration (B.B.A.) Accounting, Ramkhamhaeng University
2005 Mini MBA, Thammasat University
1990 Bachelor of Business Administration in Accounting, Ramkhamhaeng University

Experience : More

than 30 years of experience in auditing.
Experience in special due diligence auditing.
Experience in setting up accounting systems for the 13th Asian Games, and the 7th Festic Games
Experience in external auditing more than 30 years
Experience in Due Diligence
Experience in accounting system 13th Asian Games and 7th FESPIC Games

Specialized in :

Manufacturing business / Manufacturing business
Buying and selling business / Trading
business Real estate business / Real estate
business Construction business / Construction
business Hotel business /
Hotel business Hospital business /
Healthcare business Provident funds / Provident funds
Mutual funds Government

บริษัท สอบบัญชีธรรมนิติ จำกัด

Dharmniti Auditing Co., Ltd.



ประวัติผู้สอบบัญชี
AUDITOR PROFILE



Miss Chotima Kitsirakorn

Miss Chotima Kitsirakorn

Senior Audit Partner

Tel. :025980500 Ext.807

Mobile:0867703300

E-mail : chotima.k@daa.co.th

Certificates : 2020

Auditor approved by the SEC. 2004 Certified Public Accountant. Registration number 7318
2020 Auditor who is approved by the Securities and Exchange Commission
2004 Auditor Registration No.7318

Education :

2014 Thai Financial Reporting Certificate From the professional council under royal patronage
1997 Bachelor of Business Administration (B.B.A.) Accounting, Ramkhamhaeng University
2014 Certification of Completion Diploma in Thai Financial Reporting from Federation of Accounting Professions Under The Royal Patronage of His Majesty The King
1997 Bachelor of Business Administration In Accounting, Ramkhamhaeng University

Experience: More

than 25 years of auditing experience, 2 years of internal audit experience, 2 years of accounting system planning
experience, more than 5 years of due diligence auditing experience, more than 5 years of accounting consulting experience for listed companies. On the stock exchange 2 years
Experience In external auditing more than 25 years
Experience In Internal audit 2 years
Experience In accounting system 2 years
Experience In Due Diligence more than 5 years
Experience In accounting advisory to listed company 2 years

Specialized in : Real

estate business / Real estate business
Construction business / Construction business
Manufacturing business / Manufacturing business
Buying and selling business / Trading
business Software service business / Software service
business Service business /
Service business Provident funds /
Provident funds Unit Government work/ Government enterprise

Documents or evidence showing the shareholder or representative of the shareholder who has the right to attend the meeting

In order for the shareholders' meeting of a listed company to be transparent, fair and beneficial to the shareholders, the Company deems it appropriate to stipulate that there must be an inspection of documents or evidence showing the status of shareholders or representatives of shareholders who have the right to attend the meeting for the shareholders to adhere to. However, since some shareholders may not be familiar with the practices used in the shareholders' meeting, the Company reserves the right to relax the submission of documents or evidence showing the status of shareholders or representatives of shareholders who have the right to attend the meeting in each case as the Company deems appropriate.

1. Natural persons

1.1 Shareholders of Thai nationality

(a) The shareholder's identification card (citizen identification card or government official identification card or state enterprise employee identification card)

(b) In the case of a power of attorney , a copy of the identity card of the person granting the power of attorney and the identity card or passport.

(In the case of a foreigner) of the proxy

1.2 Foreign shareholders

(a) The shareholder's passport.

(b) In the case of proxy , a copy of the proxy's passport and identity card or passport.

(In the case of a foreigner) of the proxy

2. Legal entity

2.1 Legal entities registered in Thailand

(a) A certificate of incorporation issued within the last 6 months by the Department of Business Development, Ministry of Commerce.



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(b) A copy of the identity card or passport (in the case of a foreigner) of the authorized director who signed the proxy form, together with the identity card or passport (in the case of a foreigner) of the proxy recipient.

2.2 Legal entities registered abroad

(a) Certificate of Incorporation

(b) A copy of the identity card or passport (in the case of a foreigner) of the authorized director who signed the proxy form, together with the identity card or passport (in the case of a foreigner) of the proxy recipient.

In the case of a copy of a document, it must be certified as a true copy. If the document is made abroad, the signature should be certified by a notary. Public not more than 12 months before the date of the annual general meeting of shareholders

Note: In case a shareholder is unable to attend the Annual General Meeting of Shareholders, he/she can appoint an independent director of the company as a proxy to attend the meeting and vote on behalf of the shareholder by sending a complete proxy form to Maketowin Holding Company Limited (Public Company) at No. 9/70,9/88 Moo 3 , Om Yai Subdistrict, Sam Phran District, Nakhon Pathom Province 73160 or Email: Thunsiree.d@maketowin.com

Details of the independent directors proposed by the Company to act as proxies

name	Ms. Phawaphak Arayaphong
age	52 year
nationality	Thai
educational record	Bachelor of Business Administration (Accounting), Assumption University
Training on the roles and responsibilities of directors	DAP Model 156/2019
Work history	- Audit Committee, Maketowin Holding Co., Ltd. - Director of Rak Advisory Co., Ltd.
Current job position	Independent Director
Businesses that are registered companies	do not have
Non-listed business	do not have
Holding positions in other companies that may cause Conflict of Interest with the Company	do not have
Types of proposed board members	Independent Director
Number of years serving as a director	-
The Company's Securities Holdings	do not have
Any direct or indirect interest in any business of the Company Or a subsidiary is a contracting party	do not have
Family relationship with executives or shareholders Big	do not have
Relationship with the Company/Subsidiary/Affiliate Company or Legal entities that may have conflicts at present or in the future 2 years ago	do not have
Directors involved in the management of the company and its employees Salaried employees or consultants	do not have
Professional service providers such as auditors or Legal Consultation	do not have
Significant business relationships that may result in Unable to act independently	do not have
Participation history for the year 2023	-

Registration procedures and methods for attending the 2025 Annual General Meeting of Shareholders via electronic media (e - Meeting)



Meeting Participation Guide

In the event that shareholders wish to notify their intention to attend the meeting via electronic media (**E-AGM**) via the website or **QR Code**

1. Inform your intention to attend the meeting via Web Browser: Chrome by going to

Scan QR Code	Go to Link
	<p>https://mtw.thekoble.com/agm/emeeting/index/1</p> <p>(However, <u>QR codes</u> will not be available until the system is <u>opened.</u>)</p>

2. Fill in shareholder information

1. Securities holder account number
2. Name (no title required)
3. surname
4. National Identification Card Number



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5. Select to accept the terms and conditions and consent to access personal data.
6. Press “ Confirm ”
3. Check the shareholder name and number of shares. If correct, please fill in additional information.
 1. Name-Surname (English)
 2. Email to receive a link to join the meeting.
 3. Mobile phone number
In case the shareholder attends the meeting in person : Specify the shareholder's mobile phone number.
In case of proxy : Specify **the proxy's mobile phone number** to be used for attending the meeting.
4. Select meeting participation type
 - i. Attend the meeting in person via E-AGM
 - ii. Granting power of attorney to the general public to attend the meeting via E-AGM
 - iii. Delegate power of attorney to independent directors
5. Press “ Next ”

In the event that shareholders attend the meeting in person

Prepare to attach supporting documents to verify the identity of the shareholder.

1. Copy of ID card , copy of passport , copy of government issued ID card
2. Other documents such as company certificate
3. Press “ Next ”
4. The system will display the message “ The system has received the information successfully. ” Please check your name, surname, and number of shares again.
5. Close the window to end the notification of your intention to attend the meeting.

In the case of granting power of attorney to a general person to attend the meeting via E-AGM

Prepare to attach supporting documents to verify the identity of the shareholder.

1. Copy of ID card , copy of passport , copy of government issued ID card
2. Other documents such as company certificate
3. Press “ Next ”
4. Specify proxy information and attach supporting documents.
 - i.Name and Surname of the proxy (Thai)
 - ii.Name and Surname of the proxy (English)



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iii. Attach a copy of the proxy's identification document.

iv. Attach a completed and signed power of attorney file.

5. Press " Next "
6. The system will display the message " Information received successfully. " Please check your name, surname, and number of shares again.
7. Close the window to end the notification of your intention to attend the meeting.

In the case of granting power of attorney to an independent director

1. Prepare to attach supporting documents to verify your identity (similar to the case where shareholders attend the meeting in person).
2. Attach a completed and signed power of attorney form.
3. Press " Next "
4. The system will display the message " Information received successfully. " Please check your name, surname, and number of shares again.
5. Close the window to end the notification of your intention to attend the meeting.

Note: The system for requesting to attend the meeting will be open for operation from the 25th to the 8th or until the meeting is completed (the system does not accept information on Saturdays, Sundays, and public holidays).



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Privacy Notice for the 2025 Annual General Meeting of Shareholders of Maketowin Holding Company Limited

(Public Company Limited)

Maketowin Holding Public Company Limited (“the Company”) realizes the importance of personal data of shareholders and/or proxies (“you”) who attend the 2025 Annual General Meeting of Shareholders (collectively referred to as the “Shareholders’ Meeting”) . The Company would like to inform you of the details regarding the collection, use and disclosure of your personal data, including your rights, the confidentiality and security of your personal data, and the methods by which you can contact the Company. This is in accordance with the Personal Data Protection Act B.E. 2562 ("Personal Data Protection Act").

1. Personal data to be processed : The Company is required to collect personal data of shareholders for the purpose of holding shareholders' meetings as follows :

1.1 General personal information, including but not limited to first and last name, alias, nationality, age, postal address, electronic address, telephone number, fax number, ID card photo, ID number , passport information , alien ID card, driver's license, signature, photographs or motion pictures via CCTV cameras, images, audio and motion pictures in the form of interactive communication between you and the Company during the meeting.

2. Purpose and basis for data processing: The Company processes the personal data of shareholders for the following purposes and basis for processing :

2.1 Legal basis for duty performance

- The Company collects and uses the information of shareholders under Section 1.1 to call for and conduct the shareholders' meeting, which includes the verification of the identity of shareholders, sending of various related documents, and to take any action to comply with the resolution of the shareholders' meeting and the law, including any other action to comply with the law and to comply with the orders of relevant government agencies.

Powers in accordance with the Public Limited Companies Act B.E. 2535 and other relevant laws .

- The Company collects and uses the information of shareholders under Section 1.2 to conduct the shareholders' meeting in accordance with the law, to take any action to comply with the law, in accordance with the Communicable Disease Act B.E. 2558 and the Emergency Decree on Public Administration in Emergency Situations B.E. 2548, including any other relevant regulations , announcements, orders or laws.

2.2 Legal basis of benefit



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- The Company shall collect and use the information of shareholders under Section 1.1 for the purpose of preparing minutes of shareholders' meetings and as evidence of shareholders' attendance at meetings, including any other matters as necessary for the legitimate interests of the Company and other persons, without exceeding the extent that shareholders can reasonably expect.