

-Translation-

Minutes of the Extraordinary General Meeting of Shareholders No. 1/2024

Date, Time, and Place

The Meeting was held on January 17, 2024, at 9.00 hours through electronic media (E-EGM) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563, by broadcasting from the Company's meeting room, No. 1401, 14th Floor, Rasa Tower, No. 555 Phaholyothin Road, Chatuchak, Bangkok.

Board members who attended the Meeting

- | | |
|--------------------------------|---|
| 1. Mr. Kosit Fuangwasdi | Chairman of the Board of Directors and Independent Director |
| 2. Mr. Thoranit Tantikulwichit | Independent Director, Chairman of the Audit Committee, and Member of the Nomination, Remuneration, and Corporate Governance Committee |
| 3. Mr. Arthorn Sinsawad | Independent Director, Chairman of the Risk Management and Investment Committee and Audit Committee |
| 4. Mrs. Pensri Meesuksabai | Independent Director, Chairman of the Nomination, Remuneration and Corporate Governance Committee and Audit Committee |
| 5. Mr. Tanan Chub-uppakarn | Independent Director, Member of the Risk Management and Investment Committee, and Member of the Nomination, Remuneration and Corporate Governance Committee |
| 6. Mr. Pongnarin Wanasuwanakul | Director, Chairman of the Executive Committee, Member of the Risk Management and Investment Committee, and Acting Chief Executive Officer |
| 7. Mrs. Phatcharin Lapharokij | Director, Member of the Executive Committee, Member of the Nomination, Remuneration, and Corporate Governance Committee, and Acting Chief Financial Officer |
| 8. Mr. Pongnarate Wanasuwankul | Director, Member of the Executive Committee, and Member of the Risk Management and Investment Committee |
| 9. Ms. Laongtip Wanasuwannakul | Director, Member of the Executive Committee, and Member of the Nomination, Remuneration and Corporate Governance Committee |

The proportion of Directors who attended the Meeting was 100 percent.

Management

- | | |
|----------------------------|---|
| 1. Mr. Seubtrakul Binthep | Chief Strategy and Business Development Officer |
| 2. Mr. Donlawat Jintasopon | Accounting and Finance Division Manager |
| 3. Ms. Rodjarek Nilvanich | Investor Relations Division Manager |

Financial Advisor from Finnex Advisory Co., Ltd.

1. Mr. Worachat Tuaycharoen
2. Mr. Vasut Bunchalaksi
3. Mr. Tawi Thawankijdumrong
4. Mr. Paween Praweenwongwuth

Independent Financial Advisor from Pi Advisory Company Limited

1. Mr. Sumritchai Thangharat
2. Mr. Wicharn Meesuksabai
3. Ms. Pemika Loonpong
4. Ms. Nithirat Munintrangkul

Legal Advior from Manunya & Associates Limited

1. Ms. Manunya Thitinantawan

Meeting at the beginning

Mr. Kosit Fuangswasdi, Chairman of the Board of Directors, presided as the Chairman of the Meeting (the “Chairman”). The Chairman welcomed and thanked the shareholders and proxies attending the Extraordinary General Meeting of Shareholders No. 1/2024. The meeting is held via electronic meeting (E-EGM) only, which has been conducted in accordance with the relevant laws and standards on the security of electronic conferencing.

Before starting the meeting consideration in order of the agenda, the Company secretary explained to the meeting about voting. Vote counting for each agenda and asking questions can be summarized as follows.

- Today's meeting is an electronic meeting via the DAP e-shareholder Meeting system of the Stock Exchange of Thailand. We would like to abbreviate E-EGM in conjunction with the WebEx teleconference system, which is a standardized system that complies with the conditions and methods of Emergency Decree on Electronic Meeting B.E. 2563 (2020) and Notice of the Ministry of Digital Economy and Society on Security Standards of Electronic Meeting B.E. 2563 (2020), where eligible attendees are required to verify their identity in order to obtain a username and password. According to the method specified by the Company and agrees to comply with the requirements for attending the Extraordinary General Meeting of Shareholders No. 1/2024, then requesting to register by pressing the button to attend the meeting at this stage, the shareholders are considered to have successfully registered to attend the meeting. The number of shareholders' shares will be counted to constitute a quorum. The meeting will proceed according to the agenda as specified in the meeting notice.

- According to Article 41 of the Company's Articles of Association stipulated that "at the shareholder meeting every shareholder has one vote per share. In the event that a shareholder who has a conflict of interest in a particular agenda will not have the right to vote on that matter, except to vote for the election of the directors." By voting method ask the shareholders to go to the DAP e-Shareholder Meeting system and press the voting button.
- In order to vote on each agenda or each time, ask the shareholders to vote via the DAP e-Shareholder Meeting System for the shareholder who attends meeting via electronic meeting and proxies according to Proxy from A and Form B must only vote, ie, agree or disagree or obtain, unable to divide the votes on each agenda item.

If shareholders do not press any voting buttons within the time limit the system will consider the shareholders to vote approval for that agenda.

- For proxies from foreign investors and appointed custodian in Thailand as share depository and custodian. Using Proxy Form C, the votes can be divided into each agenda item.
- In consolidating the votes, the method used is to deduct the votes against or obtain from the total number of votes. The rest of the votes will be considered votes in favor of that agenda. This method can be applied to every agenda.
- In the meeting, Agenda 1, Agenda 4, and Agenda 6 must be approved by the majority vote of the shareholders who attend the meeting and cast their vote.
- In the meeting, Agenda 2, Agenda 3, and Agenda 5 must be approved by the shareholders meeting with a vote of not less than three-fourths of the vote of the total number of the votes of shareholders attending the meeting and cast their votes.
- For counting vote of each agenda, the votes are collected from shareholders who participate in the meeting and are eligible to vote for such agenda. However, during the meeting, there may be some shareholders who join at a later time or leave. Therefore, the number of votes for all agenda may not tally up the same numbers. The shareholders must remain in the said agenda until the end of the agenda and must vote for each agenda before the closing of voting in that agenda. The system will be open for voting for 1 minute in case the shareholders leave the meeting before the closing of voting on any agenda. Shareholders will not be counted to constitute a quorum for such agenda and the shareholder's votes will not be counted for that agenda. However, leaving the meeting in any agenda does not prejudice the right of shareholders or proxies to return to attend the meeting or vote on the next agenda.

- The results of the votes for each agenda will be announced when the voting has been completed. Nevertheless, should there be a vote-counting process consuming more time than usual, the Chairman may request the meeting to proceed to consider the next agenda so that the meeting continues without interruption. Once the vote counting is complete, the shareholders will be immediately informed of the result.
- As guidelines for asking questions before voting in each agenda, the Chairman will allow the meeting attendees to ask questions or express opinions on issues related to that agenda as appropriate by asking the meeting participants to return to the DAP e-Shareholder Meeting system, and press the button to submit a question or by typing a question and pressing the confirmation button into the system. The company will answer shareholder questions according to the queue in the system. The company will read the names of shareholders. Shareholders may ask questions themselves or may have the company read them instead. The company will answer questions from the system specific questions related to that agenda. If there is a question related to that agenda was sent into the system a lot. The company reserves the right to select questions as appropriate. For other inquiries that in not related to the agenda, the company provides opportunities for shareholders to express their opinions or ask questions on other agendas after considering the final agenda has been completed.

The Chairman informed that there were 15 shareholders attending by themselves, holding 663,959,901 shares, and 34 shareholders attending by proxy, holding 1,293,784,900 shares. Total 49 shareholders, holding 1,957,744,801 shares, representing 88.99 percent of the total number of shares of the Company. A quorum was thus constituted. Then, the Chairman opened the meeting and proceeded with the following agenda.

Agenda 1 To certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023

The Chairman proposed the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 which was held on May 30, 2023 and have been recorded accurately according to the resolutions of the shareholders' meeting and it was submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the period prescribed by law and related announcements. Additionally, it is published through the Company's website.

The Chairman gave an opportunity to the shareholder to ask questions or express opinions.

It appeared that there were no shareholders asking questions or giving opinions.

The Chairman proposed the meeting to certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023.

Resolution After consideration, the Meeting resolved to unanimously certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 with the following votes:

Resolution	Number of Vote Cast (1 Share = 1 Vote)	Percentage of Total Votes of Shareholders Attending the Meeting and Casting their Votes
Approved	1,958,244,601	100.0000
Disapproved	0	0.0000
Abstained	200	

Agenda 2 To consider and approve entering into a management contract for a biogas power plant which is a connected transaction

Before starting the consideration of this agenda, the Chairman informed the Meeting that Mr. Pongnarin Wanasuwanakul, Mr. Pongnarete Wanasuwankul, Mrs. Phatcharin Lapharokij, and Ms. Laongtip Wanasuwannakul, all 4 directors are related persons and will not attend the meeting in this agenda.

After related persons left the meeting room, the Chairman assigned Mr. Seubtrakul Binthep, Chief Strategy and Business Development Officer, to present this agenda to the Meeting.

Mr. Seubtrakul Binthep informed the Meeting that the Company's management aims to grow the Company sustainably in the long term and for the highest benefit of the company and shareholders. Therefore, the Company plans to expand the business related to power plants by agreeing to manage power plants from biogas with a production capacity of 2.8 MW and 4.2 MW located in Tha Chang District, Surat Thani Province which is a business related to the original business of the group of companies. The Company has executives who have good knowledge, ability, and expertise in the power plant business. The contract party is Thachang Biogas Company Limited, which is considered a connected transaction because TBG has a major shareholder, TCG Holdings Company Limited, which is the same major shareholder of the Company. The major shareholders of TCG Holdings Company Limited are the major shareholders and/or directors and/or executives of the Company.

The Company would like to enter into a management contract for a biogas power plant as a contractor with Thachang Biogas Company Limited for 4 years and 9 months, from April 1, 2024, to December 31, 2028. The Company will receive a compensation of 50.00 percent of the revenue from electricity sales. Total compensation throughout the contract period is approximately 332.40 million Baht.

The total value of compensation from the management of a biogas power plant for 4 years and 9 months.

Period	Start	End	Estimated revenue from selling electricity	Estimated compensation at 50.00 percent of revenue from selling electricity
Year 1	April 1, 2024	December 31, 2024	104.96 million Baht	52.48 million Baht
Year 2	January 1, 2025	December 31, 2025	139.96 million Baht	69.98 million Baht
Year 3	January 1, 2026	December 31, 2026	139.96 million Baht	69.98 million Baht
Year 4	January 1, 2027	December 31, 2027	139.96 million Baht	69.98 million Baht
Year 5	January 1, 2028	December 31, 2028	139.96 million Baht	69.98 million Baht
Total compensation from management for 4 years and 9 months is equal to 332.40 million Baht				

However, the company has entered into a management contract for a biogas power plant for a contract period of 3 months, estimated compensation at 50.00 percent of electricity sales revenue, throughout the contract period, equivalent to 17.50 million Baht, resulting in a total compensation value of 349.90 million Baht when considering the entire 5-year compensation.

Advantages of entering into the transaction

- Managing the biogas power plant is an opportunity to enhance the company’s performance growth over the management period.
- This transaction is related to the Company's existing business operations where the company's management team has strong knowledge, capabilities, and expertise in the power plant industry. The company will be able to efficiently manage the operations and achieve maximum benefits.
- The Company does not need to invest a large amount of funds in the construction of the power plant itself, which could burden the company with substantial capital precument responsibilities.
- This transaction mitigates the risk of competing or similar businesses by structuring the Biogas power plant, owned by Thachang Biogas Company Limited, to be operated by the Company.

Risks of entering into the transaction

- If the Company fails to manage the power plant as expected, it may lead to the return of the Company's management of the biogas power plant being lower than expected.

In this connected transaction, the Company appointed Pi Advisory Co., Ltd. as an Independent Financial Advisor.

Therefore, the Chairman invited Mr. Sumritchai Thangharat, an Independent Financial Advisor, to present his opinions to the Meeting.

Mr. Sumritchai Thangharat presented the opinions of an Independent Financial Advisor to the Meeting, summarized as follows:

Fairness of price

An Independent Financial Advisor has considered the fairness of the price for entering into the contract to manage a biogas power plant this time. The independent financial advisor considers the financial projections, assumptions, and other related information and found that the Company has a net profit margin of approximately 38.89 – 46.05 percent.

The net profit rate from the financial projection for the contract to manage the biogas power plant this time is higher than the historical net profit rate and gross profit rate for the past 3 years at approximately 12.47 – 23.40 percent and 3.23 – 13.26 percent respectively. Therefore, this transaction also increased the overall profit margin of the Company.

In addition, an Independent Financial Advisor has considered comparing the net profit margins of the businesses that provide power plant management services which have similar characteristics to this transaction, totaling 4 companies.

Entering into this transaction, the Company receives compensation in revenue sharing from Thachang Biogas Co., Ltd. at the rate of 50 percent of the income received from selling electricity throughout the contract period on a monthly basis, which the compensation rate received is compensation rate according to agreement between the parties. When considering the comparison of net profit rates using the financial statements for the year 2022 of businesses that operate a business providing power plant management services that are similar to the transactions, a total of 4 companies, it is found that the Company has the ability to make more profits than comparable companies. However, even though the selected comparable company has similar business characteristics to this transaction, but there are also differences in financial structure.

Appropriateness of the transaction conditions

Independent Financial Advisor considered the conditions for entering into a contract to manage a power plant from biogas:

- (1) The Company has guaranteed that it will manage the biogas power plant to have the amount of electricity that can produce a minimum total of 41,084.40 MW per year (70 percent of the amount of electricity sold, amounting to 6.7 MW, multiplied by 24 hours per day and multiplied by 365 days per year). In the event that the Company is unable to manage the biogas power plant to have the minimum amount of electricity that must be produced, the Company must compensate Thachang Biogas Co., Ltd. in an amount equal to 50 percent of the difference between the revenue from electricity sales that Thachang Biogas Co., Ltd. receives and the income that Thachang Biogas Co., Ltd. should receive, based on the minimum amount of electricity that must be produced. The calculation of the minimum amount of electricity that must be produced and the compensation will be made annually and the compensation will be limited to no more than 10 million Baht per year. In this regard, if considering the data on the average utilization rate for the past 3 years of the biogas power plant, which has a combined average of 72.04 percent, therefore, the Independent Financial Advisor views **that such conditions are reasonable.**

- (2) The biogas power plant uses wastewater as the main raw material in the electricity production process and conditions of entering into a contract to manage the Company's biogas power plant project with Thachang Biogas Co., Ltd. At this time, Thachang Biogas Co., Ltd. will be obliged to supply the Company with an adequate amount of wastewater and determine the quality of the wastewater. If the wastewater that Thachang Biogas Co., Ltd. delivers to the Company has a CODt value lower than 14,400,000 kilograms of organic matter in the wastewater each year for any reason not caused by the Company's management, Thachang Biogas Co., Ltd. agrees to extend the management period on a calendar week basis. It will be extended by 1 week for each 276,923 kilograms of CODt missing in that year and the CODt value will be calculated on an annual basis (for 2024, it will be calculated for only 9 months based on the ratio of the number of months in which wastewater has been delivered between them). In this regard, the Independent Financial Advisor has considered that **the conditions in the draft contract for the management of the biogas power plant project are reasonable because it will help the Company to protect against the risk of uncertainty of operating results which may be caused by the quantity and quality of wastewater, which is the main raw material in the electricity production process of biogas power plants to a certain extent.**

The Chairman gave an opportunity to the shareholder to ask questions or express opinions.

It appeared that there were no shareholders asking questions or giving opinions.

The Chairman proposed the meeting to consider and approve entering into a management contract for a biogas power plant which is a connected transaction.

Resolution After consideration, the Meeting resolved to approve the entering into a management contract for a biogas power plant with Thachang Biogas Company Limited, which is a connected transaction, the contract period is 4 years and 9 months (from April 1, 2024, to December 31, 2028), by a vote of no less than three-quarters of the total votes cast by the shareholders attending the Meeting and having the rights to vote as follows:

Resolution	Number of Vote Cast (1 Share = 1 Vote)	Percentage of Total Votes of Shareholders Attending the Meeting and having the Rights to Vote
Approved	350,914,601	99.9999
Disapproved	200	0.0001
Abstained	0	0.0000

Agenda 3 To consider and approve the decrease of the Company's registered capital and the amendment of Clause 4. of the Company's Memorandum of Association to be in line with the decrease of the Company's registered capital

The Chairman assigned Mr. Seubtrakul Binthep, Chief Strategy and Business Development Officer, to present this agenda to the Meeting.

Mr. Seubtrakul Binthep informed the Meeting that in order to comply with the Public Limited Companies Act which stipulates that the Company can increase capital from the registered capital when all shares have been issued and payment has been fully paid up. Currently, the Company has 130,000,000 registered ordinary shares that have not yet been issued for sale, which are shares allocated for sale to a specific person (Private Placement). Therefore, the Company would like to propose to the Meeting to consider and approve the reduction its registered capital for 65,000,000 Baht from the existing registered capital, by disposing of 130,000,000 unsold ordinary shares and consider and approving the amendment of the Company's Memorandum of Association, Clause 4, regarding registered capital to be consistent with the reduction of the Company's registered capital as follows:

Clause 4	Registered capital	1,100,000,000	Baht	(One thousand one hundred million baht)
	Divided into	2,200,000,000	Share	(Two billion two hundred million shares)
	At par value of	0.50	Baht	(Fifty Satang)
	Divided into			
	Ordinary shares	2,200,000,000	Share	(Two billion two hundred million shares)
	Preferred shares	-	Share	(- Share)

This is assigned to the Executive Committee or Chief Executive Officer or person assigned by the Company's Executive Committee has the authority to sign off on requests or in any documents related to register to amend the Company's Memorandum of Association and applying for registration of amendments to the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce to proceeding with amendments or changes to requests or statements in such documents related to capital reduction registration and amending the Company's Memorandum of Association that must be submitted to the Department of Business Development Ministry of Commerce including the authority to take any action as necessary and related to such action as they deems appropriate and to comply with the law including following the advice or orders of the registrar.

The Chairman gave an opportunity to the shareholder to ask questions or express opinions.

It appeared that there were no shareholders asking questions or giving opinions.

The Chairman proposed the Meeting to consider and approve the decrease of the Company's registered capital and the amendment of Clause 4. of the Company's Memorandum of Association to be in line with the decrease of the Company's registered capital.

Resolution After consideration, the Meeting resolved to approve the decrease of the Company's registered capital for 65,000,000 Baht from the existing registered capital of 1,165,000,000 Baht, to the registered capital at 1,100,000,000 Baht by disposing of 130,000,000 unsold registered ordinary shares with a par value of 0.50 baht per share which are the remaining shares from the issuance and offering of additional ordinary shares for sale to a specific person (Private Placement) and the amendment of Clause 4. of the Company's Memorandum of Association to be in line with the decrease of the Company's registered capital, by a vote of no less than three-quarters of the total votes cast by the shareholders attending the Meeting and having the rights to vote as follows:

Resolution	Number of Vote Cast (1 Share = 1 Vote)	Percentage of Total Votes of Shareholders Attending the Meeting and having the Rights to Vote
Approved	1,958,244,601	100.0000
Disapproved	0	0.0000
Abstained	200	0.0000

Agenda 4 To consider and approve the issuance of warrants to purchase newly issued ordinary shares of the Company No. 1 (TGE-W1)

The Chairman assigned Mr. Seubtrakul Binthep, Chief Strategy and Business Development Officer, to present this agenda to the Meeting.

Mr. Seubtrakul Binthep informed the Meeting that the Company's strategy is to create long-term sustainable growth in business performance for the highest benefit of the Company and its shareholders. The Company is therefore looking for growth opportunities from bidding on power plants in which the executives have good expertise. The Company has participated in the bidding for municipal waste power plants and won many bids for projects. The Company intends to seek additional funding sources to support the development of the municipal waste power plant projects. It is expected that a large amount of capital will be required. Therefore, the Extraordinary General Meeting of Shareholders No. 1/2023 on May 30, 2023, resolved to issue additional ordinary shares to a specific person (Private Placement or PP). However, due to the overall situation of the stock exchange at that time being unfavorable for fundraising, the Company was unable to raise funds according to the plan. Therefore, the Company's management has considered a new capital increase option, which is to issue warrants as a backup source of funding for the operation of municipal waste power plant projects.

The Company intends to issue and allocate warrants to purchase the Company's ordinary shares No. 1 (TGE-W1) not exceeding 314,285,715 units to allocate to the Company's existing shareholders in proportion to their shareholding for free. It will not be allocated to shareholders which will cause the Company to have duties under foreign laws. The allocation ratio is 7 existing shares per 1 warrant unit. In the case where there are fractions, the whole amount must be rounded off, warrants are valid for 1 year from the date of issuance and have an exercise ratio of 1 warrant unit per 1 ordinary share and an exercise price of 1 Baht. The Company will determine the lists of shareholders who are entitled to receive the allocation of warrants (TGE-W1) (Record Date) on January 25, 2024.

The Chairman gave an opportunity to the shareholder to ask questions or express opinions.

Ms. Pruesaya Thaemsomdee, a shareholder, asked: This issuance of warrants to purchase ordinary shares of the Company will there be enough funding to invest in all of the Company's municipal waste power plant projects? If it is not enough, does the Company need to increase additional capital? How much is it?

The Chairman assigned Mr. Seubtrakul Binthep, Chief Strategy and Business Development Officer, to clarify the Meeting.

Mr. Seubtrakul Binthep clarified to the Meeting that if the warrant unit holders exercise their conversion rights in full amount, the Company will receive sufficient capital. There is no need to increase capital. However, the exercise price is equal to 1 Baht, which is an attractive price for warrant unit holders to exercise such conversion rights.

Mr. Sumate Laksitanonta, a shareholder, asked: Why doesn't the Company consider an RO capital increase?

The Chairman assigned Mr. Pongnarin Wanasuwanakul, the Chairman of the Executive Committee and Acting Chief Executive Officer, to clarify the Meeting.

Mr. Pongnarin Wanasuwanakul clarified to the Meeting that the Company has analyzed the financing structure together with its financial advisor and concluded that issuing warrants to purchase ordinary shares of the Company or warrants is the best method during this period.

No further questions or comments were raised by shareholders.

The Chairman proposed the Meeting to consider and approve the issuance of warrants to purchase newly issued ordinary shares of the Company No. 1 (TGE-W1).

Resolution After consideration, the Meeting resolved to approve the issuance of warrants to purchase the Company's ordinary shares, No. 1. (TGE-W1) not exceeding 314,285,715 units to allocate to the Company's existing shareholders in proportion to their shareholding for free. It will not be allocated to shareholders which will cause the Company to have duties under foreign laws. The allocation ratio is 7 existing shares per 1 warrant unit. In the case where there are fractions, the whole amount must be rounded off, warrants are valid for 1 year from the date of issuance and have an exercise ratio of 1 warrant unit per 1 ordinary share and an exercise price of 1 Baht, by a majority vote of the shareholders attending the Meeting and casting their votes as follows:

Resolution	Number of Vote Cast (1 Share = 1 Vote)	Percentage of Total Votes of Shareholders Attending the Meeting and Casting their Votes
Approved	1,958,244,601	100.0000
Disapproved	200	0.0000
Abstained	0	

Agenda 5 To consider and approve the increase of the Company's registered capital and the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the increase of the Company's registered capital

The Chairman assigned Mr. Seubtrakul Binthep, Chief Strategy and Business Development Officer, to present this agenda to the Meeting.

Mr. Seubtrakul Binthep informed the Meeting that to support the exercise of rights under the warrant to purchase the Company's ordinary shares No. 1 (TGE-W1), the Company must increase registered capital by 157,142,857.50 Baht from the existing registered capital at 1,100,000,000 Baht, to be a registered capital at 1,257,142,857.50 Baht by issuing 314,285,715 additional ordinary shares with a par value of 0.50 Baht per share.

It is deemed appropriate to propose the Meeting to consider and approve the increase of registered capital by 157,142,857.50 Baht by issuing 314,285,715 additional ordinary shares with a par value of 0.50 Baht per share and consider and approve the amendment to the Company's Memorandum of Association, Clause 4 regarding registered capital to be consistent with the increase in the company's registered capital as follows:

Clause 4.	Registered capital	1,257,142,857.50	Baht	(One thousand two hundred fifty-seven million one hundred forty-two thousand eight hundred fifty-seven-baht fifty satang)
	Divided into	2,514,285,715	Share	(Two billion five hundred fourteen million two hundred eighty-five thousand seven hundred and fifteen shares)
	At par value of Divided into	0.50	Baht	(Fifty satang)
	ordinary shares	2,514,285,715	Share	(Two billion five hundred fourteen million two hundred eighty-five thousand seven hundred and fifteen shares)
	Preferred shares	-	Share	(- Share)

The Chairman gave an opportunity to the shareholder to ask questions or express opinions.

It appeared that there were no shareholders asking questions or giving opinions.

The Chairman proposed the Meeting to consider and approve the increase of the Company's registered capital and the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the increase of the Company's registered capital.

Resolution After consideration, the Meeting resolved to approve the capital increase by 157,142,857.50 Baht from the existing registered capital of 1,100,000,000 Baht, to a registered capital of 1,257,142,857.50 Baht by issuing 314,285,715 additional ordinary shares with a par value of 0.50 Baht per share to support the exercise of rights under the warrant to purchase the Company's ordinary shares No. 1 (TGE-W1) and the amendment to the Company's Memorandum of Association, Clause 4 regarding registered capital to be consistent with the increase in the company's registered capital, by a vote of no less than three-quarters of the total votes cast by the shareholders attending the Meeting and having the rights to vote as follows:

Resolution	Number of Vote Cast (1 Share = 1 Vote)	Percentage of Total Votes of Shareholders Attending the Meeting and having the Rights to Vote
Approved	1,958,244,701	100.0000
Disapproved	0	0.0000
Abstained	200	0.0000

Agenda 6 To consider and approve the allocation of newly issued share

The Chairman assigned Mr. Seubtrakul Binthep, Chief Strategy and Business Development Officer, to present this agenda to the Meeting.

Mr. Seubtrakul Binthep informed the Meeting that as presented to the Meeting in agenda items 4 and 5 to consider approving the issuance of warrants to purchase the Company's ordinary shares No. 1 (TGE-W1) and the increase in the registered capital of the Company to support the exercise of warrants. Therefore, the Company would like to propose that the meeting consider and approve the allocation of newly issued shares in the amount not exceeding 314,285,715 shares with a par value of 0.50 Baht per share to support the exercise of rights under the warrant to purchase the Company's ordinary shares No. 1 (TGE- W1) issued to existing shareholders of the Company in proportion to their shareholding without allocating shares to shareholders that would cause the company to have duties under foreign laws.

The Chairman gave an opportunity to the shareholder to ask questions or express opinions.

It appeared that there were no shareholders asking questions or giving opinions. The Chairman proposed the Meeting to consider and approve the allocation of newly issued shares.

Resolution After consideration, the Meeting resolved to approve the allocation of newly issued shares not exceeding 314,285,715 newly issued shares with a par value of 0.50 Baht per share to support the exercise of rights under the warrant to purchase the Company's ordinary shares No. 1 (TGE-W1) issued to existing shareholders of the Company in proportion to their shareholding without allocating shares to shareholders that would cause the company to have duties under foreign laws, by a majority vote of the shareholders attending the Meeting and casting their votes as follows:

Resolution	Number of Vote Cast (1 Share = 1 Vote)	Percentage of Total Votes of Shareholders Attending the Meeting and Casting their Votes
Approved	1,958,244,701	100.0000
Disapproved	0	0.0000
Abstained	200	

Agenda 7 Other matters (if any)

The Chairman gave an opportunity to the shareholder to ask questions or express opinions.

Mr. Sumate Laksitanonta, a shareholder, raised the following questions:

- Has the FT value been considered in the estimation of the income of the biogas power plant?

The Chairman assigned Mr. Pongnarin Wanasuwanakul, the Chairman of the Executive Committee and Acting Chief Executive Officer, to clarify the Meeting.

Mr. Pongnarin Wanasuwanakul clarified to the Meeting that the calculation of the electricity fee for the biogas power plant includes the basic electricity fee plus FT value, which tends to be higher. Due to rising energy costs, the Company can gain profit.

- Is there any progress in offering additional shares under Private Placement (PP)?

The Chairman assigned Mr. Pongnarin Wanasuwanakul, the Chairman of the Executive Committee and Acting Chief Executive Officer, to clarify the Meeting.

Mr. Pongnarin Wanasuwanakul clarified to the Meeting that due to market fluctuation both domestically and internationally during the Private Placement (PP) period, the Company had discussions with financial advisors to reconsider appropriate financing methods.

- How does the Company establish a risk management system?

The Chairman clarified to the meeting that the Company has appointed the Risk Management and Investment Committee with Mr. Arthorn Sinsawad as the Chairman of the Risk Management and Investment Committee. For each investment project, the Company has considered various aspects of risk issues, including risk management measures in each area as well.

- Does the Company have any lawsuits with government or private agencies that may affect the operation of the power plant projects?

The Chairman assigned Mr. Pongnarin Wanasuwanakul, the Chairman of the Executive Committee and Acting Chief Executive Officer, to clarify the Meeting.

Mr. Pongnarin Wanasuwanakul clarified to the Meeting that the Company has no lawsuits with government or private agencies.

Mr. Perajed Suwannaphasri a shareholder, raised the following questions:

- Do the municipal waste power plant projects that the Company has won the bidding have a sufficient amount of waste to produce electricity?

The Chairman assigned Mr. Pongnarin Wanasuwanakul, the Chairman of the Executive Committee and Acting Chief Executive Officer, to clarify the Meeting.

Mr. Pongnarin Wanasuwanakul clarified to the Meeting that the Municipal Solid Waste Power Plant projects is a government-contracted project. Prior to the bidding process, the Government will define clusters that consisting of several local government organizations that have entered into Memorandum of Understanding (MOUs) committing to collectively manage waste within the cluster. Subsequently, the Ministry of Interior will assess the waste quantity within the cluster to determine the electricity production capacity for sale to the Electricity Authority. At the same time, the Company has conducted on-site assessment and data collection, instilling confidence in the adequacy and potential of raw materials.

- How confident is the Company in investing as each power plant requires significant investment?

The Chairman assigned Mr. Pongnarin Wanasuwanakul, the Chairman of the Executive Committee and Acting Chief Executive Officer, to clarify the Meeting.

Mr. Pongnarin Wanasuwanakul clarified to the Meeting that the Company has conducted analysis, consultation and continuously coordinated with financial institutions which are willing to support the Company's projects.

- What is the technology used for incineration process for Municipal Solid Waste Power Plant Projects?

The Chairman assigned Mr. Pongnarin Wanasuwanakul, the Chairman of the Executive Committee and Acting Chief Executive Officer, to clarify the Meeting.

Mr. Pongnarin Wanasuwanakul clarified to the Meeting that Thailand's waste is different from some countries such as Japan where waste is separated. A waste power plant in Japan will use RDF technology, which is suitable for sorting waste. As for the technology that the Company uses, it is direct burning technology which is suitable for combined waste and is a technology used in China and many European countries

- Do the Municipal Solid Waste Power Plant projects receive special tax privileges?

The Chairman assigned Mr. Pongnarin Wanasuwanakul, the Chairman of the Executive Committee and Acting Chief Executive Officer, to clarify the Meeting.

Mr. Pongnarin Wanasuwanakul clarified to the Meeting that the project in Chumphon province has been approved tax privileges by BOI for 8 years.

In addition, Mr. Seubtrakul Binthep, Chief Strategy and Business Development Officer, provided more information to the Meeting that the projects in Sa Kaeo and Ratchaburi Province have applied for tax privileges and is under consideration. The results are expected to be announced in the near future.

As there were no further questions or comments from the shareholders, the Chairman thanked the shareholders, and all proxies who took the time to attend the meeting and approve the proposals of the Board of Directors on various matters well. The Chairman assured the shareholders that the Company is committed to carrying on business and expanding the business to achieve stable and sustainable growth, according to the objectives specified when the Company was listed. In the past year, there have been some obstacles whether it was the COVID-19 pandemic or the adverse market situation. This makes the Company unable to raise funds through the PP method. The Company remains committed to the goals promised to all shareholders. The Company's goal has always been clear to increase the capacity to produce electricity from renewable energy from 29.7 MW to 69.6 MW in 2025. The company will be committed to operating under the framework of good corporate governance creating and increasing economic value for all stakeholders through sustainable business operations including preserving and increasing the abundance of the environment along with developing communities and society in the areas where the company operates to grow together with the Company.



บริษัท ท่าช้าง กรีน เอ็นเนอร์ยี จำกัด (มหาชน)

159 ม. 3 ต. ท่าช้าง อ. ท่าช้าง จ. สุราษฎร์ธานี 84150 โทรศัพท์ 66(0)77-277790 โทรสาร 66(0)77-277799

THACHANG GREEN ENERGY PUBLIC COMPANY LIMITED

159 Moo 3 Tha Chang Surat Thani Thailand 84150 Telephone: 66(0)77-277790 Fax: 66(0)77-277799

Tax ID: 0107564000391

The meeting adjourned at 10.15 a.m.

Signed - Kosit Fuangswasdi - Chairman of The Meeting

(Mr. Kosit Fuangswasdi)

Signed - Chonpatsorn Wichaidit - Company Secretary

(Ms. Chonpatsorn Wichaidit)