



(Translation)

KC 027/67

26 April 2024

Subject: Notification of the Resolutions of the 2024 Annual General Meeting of Shareholders

To: The President
The Stock Exchange of Thailand

The 2023 Annual General Meeting of Shareholders of Kumwell Corporation Public Company Limited was held on Friday, 26 April 2024 at 14.00 p.m. at New Head Office, 358 Tesla Room, 6th floor, Leang Muang Nonthaburi Rd., Bang kraso, Mueang Nonthaburi, Nonthaburi. There were 12 shareholders who attend the meeting themselves and 31 proxies, totally 43 who collectively held 302,623,502 shares or 70.3776% of total voting shares. The Meeting resolved as follows:

Agenda 1. Certified the minutes of the 2023 Annual General Meeting of Shareholders, with the voting result as follows:

	No. of votes (1 share = 1 Vote)	Percentage of all shares of shareholders attending the meeting and having the right to vote
Approved	303,243,502	100.00
Disapproved	-	-
Abstained	-	-
Voided Ballot	-	-
Total (44 Shareholder)	303,243,502	100.00

Remark: The agenda item shall be passed by a majority vote of the shareholders attending the meeting and casting their votes.

This agenda 1, there were additional 1 shareholder collectively holding 620,000 shares attending the meeting. Therefore, there were 44 shareholders and proxies attending the meeting, collectively holding 303,243,502 share or (70.5217%) of total number of voting shares of the company.

Agenda 2. Acknowledged the Company's result of operation for the Year 2023.

Remark: This agenda item is only for acknowledgment, and no votes will be cast

- Agenda 3.** Resolved to approve the Company's 2023 audited financial statements ended 31 December 2023, The resolution was passed in accordance with the voting result as follows:

	No. of votes (1 share = 1 Vote)	Percentage of all shares of shareholders attending the meeting and having the right to vote
Approved	303,243,502	100.00
Disapproved	-	-
Abstained	-	-
Voided Ballot	-	-
Total (44 Shareholder)	303,243,502	100.00

Remark: The agenda item shall be passed by a majority vote of the shareholders attending the meeting and casting their votes.

- Agenda 4.** Resolved to approve of paying the dividend from operating results for the year ended 31 December 2022 with the dividend payment ratio of 0.05 Baht per share or 66% of the profit after tax from operations according to the separate financial statements. The Company will set the name list of shareholders who are entitled to receive dividends on May 10, 2024 (Record Date) and the payment of dividends to shareholders is scheduled on May 24, 2024. The voting results are as follows:

	No. of votes (1 share = 1 Vote)	Percentage of all shares of shareholders attending the meeting and having the right to vote
Approved	303,243,502	100.00
Disapproved	-	-
Abstained	-	-
Voided Ballot	-	-
Total (44 Shareholder)	303,243,502	100.00

Remark: The agenda item shall be passed by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 5. Resolved to approve the appointment of the re-appointment of the Company's director replacing those retired by rotation, with the voting result for each director as follows:

5.1 Mr.Damnoen Kaewthawee, a director, is reappointed as a director for another term, with the voting result as follows:

	No. of votes (1 share = 1 Vote)	Percentage of all shares of shareholders attending the meeting and having the right to vote
Approved	303,243,502	100.00
Disapproved	-	-
Abstained	-	-
Voided Ballot	-	-
Total (44 Shareholder)	303,243,502	100.00

5.2 Mr.Boonsak Kiatjaroonlert, a director, is reappointed as a director for another term, with the voting result as follows:

	No. of votes (1 share = 1 Vote)	Percentage of all shares of shareholders attending the meeting and having the right to vote
Approved	303,243,502	100.00
Disapproved	-	-
Abstained	-	-
Voided Ballot	-	-
Total (44 Shareholder)	303,243,502	100.00

5.3 Mr.Pichit Lumyong, a director, is reappointed as a director for another term, with the voting result as follows:

	No. of votes (1 share = 1 Vote)	Percentage of all shares of shareholders attending the meeting and having the right to vote
Approved	303,243,502	100.00
Disapproved	-	-
Abstained	-	-
Voided Ballot	-	-
Total (44 Shareholder)	303,243,502	100.00

Remark: The agenda item shall be passed by a majority vote of the shareholders attending the meeting and casting their votes.

- Agenda 6.** Resolved to approve the determination of directors' remuneration for the year 2024, not to exceed Baht 2 million and in addition to the monetary remuneration of the directors, the Company has also provided other type of remuneration and benefit in from of Directors' and officers' Liabilities Insurance, with insured sum in the amount of Baht 30 million, equivalent to Baht 82,000 insurance premium per annum, with the voting result as follows:

	No. of votes (1 share = 1 Vote)	Percentage of all shares of shareholders attending the meeting and having the right to vote
Approved	303,243,502	100.00
Disapproved	-	-
Abstained	-	-
Voided Ballot	-	-
Total (44 Shareholder)	303,243,502	100.00

Remark: The agenda item shall be passed by a vote of (2/3) on less than two-thirds of the total votes cast by the shareholders attending the meeting.

- Agenda 7.** Resolved to approve the appointment of Mr.Chatchai Kasemsrithanawat Certified Public Accountant No. 5813 and/or Mr.Preecha Arunnara Certified Public Accountant No. 5800 and/or Miss.Sutthirak Fakon Certified Public Accountant No. 7712 from EY Office Limited, to be the Company and subsidiary's auditors for the year 2024 and proposed to determine the audit fee to be in the amount of no more than Baht 1,800,000 which is composed of Baht 1,700,000 for the Company and Baht 100,00 for its subsidiary (excluding out-of-pocket expenses and audit of profit per BOI Certificate Baht 20,000) with the voting result as follows:

	No. of votes (1 share = 1 Vote)	Percentage of all shares of shareholders attending the meeting and having the right to vote
Approved	303,243,502	100.00
Disapproved	0	0
Abstained	0	0
Voided Ballot	0	0
Total (44 Shareholder)	303,243,502	100.00

Remark: The agenda item shall be passed by a majority vote of the shareholders attending the meeting and casting their votes.



Agenda 8. Resolved to approve the amendment of the Company Objective and Memorandum of Association No.3, as per the following details:

Detail of amendment of the Company objectives.

“Clause 34 Operate the business of buying and selling goods and services electronically According to the list of products specified in the company’s objectives (This is not a direct sales business or direct marketing business).”

Amend Clause 3 of the Memorandum of Association to be in line with the amendment of the objectives of the Company.

No. 3 “Clause 3. The Company has 34 objectives”

With the voting result as follows:

	No. of votes (1 share = 1 Vote)	Percentage of all shares of shareholders attending the meeting and having the right to vote
Approved	303,243,502	100.00
Disapproved	0	0
Abstained	0	0
Voided Ballot	0	0
Total (44 Shareholder)	303,243,502	100.00

Remark: The agenda item shall be passed by a vote of (3/4) on less than thirds-four of the total votes cast by the shareholders attending the meeting.

Agenda 9. Other matters (if any)

There were no shareholders to propose other matters for consideration.

Closed the meeting at 15.06 p.m.

Please be informed accordingly.

Yours sincerely,
Kumwell Corporation Public Company Limited

(Mr.Boonsak Kiatjaroonlert)
Chief Executive officer