



## **Minutes of the 2025 Annual General Meeting of shareholders Dynasty Ceramic Public Co., Ltd.**

Monday March 31, 2025 at 14:30 hours

At the Main Meeting Room, 4th floor DCC Head Office Building,  
37/7 Suttisarnvinijchai Road, Samsennok, Huay-kwang, Bangkok.

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Meeting starts at 14.30 hours

Mr. Roongroj Saengsastra Chairman was elected to be the Chairman of the meeting (“Chairman”) informed that the Board of Directors meeting of Dynasty Ceramic Public Company Limited has agreed on 10 February 2025 that the 2025 AGM of Shareholders to be held on Monday 31 March 2025 at 14.30 hours. The company was to use 24 February 2025 as the shareholder cut-off date for the right to attend and cast vote in the 2025 AGM.

Before discussing the meeting agenda, Chairman announced that there were 25 shareholders presented in person represented 4,892,154,704 shares and 32 shareholders presented by proxies represented 662,309,209 shares, totally of 57 shareholders attended the meeting, represented 5,554,463,913 shares and accounted for 61.202% of the total issued 9,075,611,266 shares capital of the company. This is more than one-third of the total shares and formed a quorum as constituted in the Company’s Articles of Association and gave an opening speech.

Chairman introduced the members of the Board of Directors who was attending the meeting:

- |   |                               |  |
|---|-------------------------------|--|
| 1 | Mr.Roongroj Saengsastra       | Chairman   |
| 2 | Mr.Surarsk Kosiyajinda        | Independent Director and Chairman of Audit Committee (granted proxies by shareholders) |
| 3 | Mr. Siripong Tinnarat         | Independent Director and Audit Committee   |
| 4 | Mr. Totsaporn Banyongwate     | Independent Director and Audit Committee (granted proxies by shareholders)             |
| 5 | Mrs. Samornvadee Pholprasert  | Independent Director and Audit Committee   |
| 6 | Mr. Chaivasith Viriyamettakul | Director   |
| 7 | Mr.Monrak Saengsastra         | Vice Chairman and Chief Business   |

- |    |                          |  |
|----|--------------------------|--|
| 8  | Mr.Maruth Saengsastra    | Development Officer<br>CEO /Chairman of Nomination and<br>Remuneration Committee / Chairman of<br>the Executive Committee of Good<br>Corporate Governance and<br>Sustainability. |
| 9  | Mr.Jaruwat Traithavil    | Chairman of Risk Chief of Production<br>Officer  |
| 10 | Mr.Chanin Suppapinyopong | Chief Financial and Accounting Officer   |
| 11 | Miss Somruthai Boonyarit | Director and Company secretary   |

The Directors in attendance represent 100 % of the total number of directors

Auditor Representative from Karin Audit Co., Ltd, a representative attended the meeting which includes: Mr. Jirote Sirirorote

One Right Protection Volunteer from Thai Investor Association attended the meeting as an observant. The person is Miss Yardarun Laksameeset

Including the company also assigned Mr.Surasak Kosiyaajinda, Independent Director and Audit Committee who attended this meeting. By having experience in legal matters and overseeing meeting in accordance with the laws and company's articles of association. In addition, Mr. Jirote Sirirorote, auditor representative was invited to represent the vote counting.

Chairman, for ordering this meeting, would like to assign Ms. Somruthai Boonyarit, Company Secretary ("Secretary"), to conduct the meeting and explain voting procedures and vote counting in each agenda and assigned Mr. Maruth Saengsastra, Chairman of the Executive Committee ("CEO"), Mr. Chanin Suppapinyopong, Chief Financial Officer ("CFO"), to join in answering questions on the relevant agenda.

**Secretary:** informed the meeting that Thailand Securities Depository Company Limited, which is a registrar delivered the documents for the Annual General Meeting of Shareholders for the year 2025 to the shareholders on 10 March, 2025, 21 days prior to the meeting date

And notified the meeting that according to The Public Company Legislation, in the voting, one share will be equivalent to one vote. One shareholder has right to vote agree, disagree, or abstain only.

1. Votes in each agenda will be casted by the show of the hands. Each share accounts for one vote. Proxy holders must vote in accordance to the vote decision stated in the proxy letter.
2. Proxy holders who attend the meeting on behalf of shareholders who have stated their vote decisions in the proxy letters shall note that the company had already casted the votes when the holders registered for the meeting.
3. In voting for each agenda, the chairman shall ask for disagree or abstain votes.

- If any shareholder who wishes like to vote disagree or abstain shall show their hands and the staff shall collect their voting cards.
- If there is no dis approval or abstention, The Chairman would like to summarize in that agenda. The shareholders' meeting passed a resolution to certify or give approval as proposed by the Chairman. Together with the votes that have been specified in the proxy form since registrations to attend the meeting.

4. These votes will be display on the screen.

To assist the shareholders, the company had employed a barcode voting card system for the vote casting process. The system will fasten the process. In each agenda, the shareholders who disagree or abstain shall mark their votes on the voting cards and give them to the staff to be processed by the system. Other shareholders who agree are not required to mark their voting cards.

In processing the votes, only disapprove or abstain voting cards will be collected. Disapprove, abstain, and bad votes will be subtracted from the total number of votes eligible by attending shareholders to find the number of agree votes.

In Agenda 5, to consider the appointment of directors all attending shareholder voting cards must be collected including agree, disapprove, and abstain voting cards by the company staff. Votes in the voting cards that are not collected will be cast as agree votes.

The resolution from the meeting follows the majority votes of shareholders who attend the meeting and have the rights to vote. In this meeting, there are a total of 8 agendas.

Agenda 1, 3, 4, 5 and 7 shall be approved by the majority votes of the shareholders attending the meeting and casting their votes.

Agenda 6 shall be approved by a vote of not less than two-thirds of the total votes of the shareholders attending the meeting.

Agenda 8 shall be approved by a vote of not less than thirds-fourth of the total votes of the shareholders attending the meeting.

This year, the Company has used the e-Proxy Voting service of the Thailand Securities Depository Co., Ltd. ("TSD"), which allows shareholders to exercise their rights by granting their proxy via electronic channels (e-Proxy Voting), which is considered an additional channel without having to submit the proxy form and the shareholder's identification documents to the Company, which will increase convenience for shareholders.

Secretary: Asked the attendees for their opinion on vote casting.

If there is no objection at the meeting. And if the shareholder has question related to the agenda that being considered, please write a question paper and send to the staff. Please allow to answer question to the agenda that is being consider first. If there are other questions that are not related to the agenda

under consideration. It would be collect the questions to be answer in other agenda.

Secretary: Dynasty Ceramic Public Company Limited has expressed its intention to join the Collective Action Coalition Against Corruption Program (CAC) for the first time on February 3, 2015, certified by the Thai Private Sector Collective Action Coalition Against Corruption Committee. The company has certified the second round of membership renewal on January 6, 2022, which will expire on March 31, 2025. Currently, the third round of certification application is in the process. The CAC is considering it and has extended the deadline to December 16, 2025. The company continues to support the project to its partners and allies.

The meeting into the agendas:

**Agenda 1: To certify the Minutes of the 2024 Annual General Meeting of Shareholders which was held on March 26, 2024**

Secretary: recommend to the shareholders that the Minutes of the 2024 Annual General Meeting of Shareholders which was held on March 26, 2024 were duly recorded in full as appear in the Attached Document 1, and also was published on the Company website. The Board of Directors, therefore, deems it appropriate to endorse such minutes.

Then was opened for questions from the shareholders. Since there is no other question or any additional comment.

Secretary: asked the shareholders to certify the Minutes of the 2024 Annual General Meeting of Shareholders which was held on March 26, 2024. This agenda requires a majority vote of the total number of vote from attending shareholders and cast their votes. With ask the shareholders who disapprove or abstain to raise their hand. And if there is no one disapprove or abstain. Show the number of votes on screen and concluded as follows:

**Resolution:** The Meeting, by unanimous votes of the total number of vote from attending shareholders and cast their votes certified the Minutes of the 2024 Annual General Meeting of Shareholders which was held on March 26, 2024 with casting vote as follows:

Approve	5,554,512,913	Votes	Percentage	100.0000
Disapprove	0	Votes	Percentage	0
Abstain	0	Votes	Percentage	0
Voided Ballot	0	Votes	Percentage	0
<b>Total</b>	<b>5,554,512,913</b>	<b>Votes</b>	<b>Percentage</b>	<b>100.0000</b>

***Remark:** After the announcement of the constitution a quorum, there were additional 2 shareholders with 49,000 shares attending. Therefore, the total number of shareholders attending the meeting was 59 shareholders, having 5,554,512,913 shares. And the Company still allowed them to have the right to vote. Therefore, the number of vote in agenda 1 has increased accordingly.*

**Agenda 2: To consider and acknowledge the Board of Director's report on the Company's operating results for the year 2024**

Secretary: I would like to inform that the Company's business report for the year 2024 by the Board of Directors appears in the Annual Report 2024 (Form 56-1 One Report), which has been sent in QR Code format to shareholders along with the meeting invitation letter. The important contents, summarized by the CEO, are as follows:

From the overall economic situation in Thailand, the interest rate has increased. The private sector investment aims difficult. The household debt has risen. It is difficult to create a new market. Bank does not lend and consumption was decreasing. For the company's sales, a renovation market in the Southern still has some from the tourism that is recovering. In Northeast and Central regions are decreasing, the Northern is still moderately, and Bangkok is still stable, which is now starting to improve. The company has organized a new sales team to enter large projects, set the specifications to reach the owners and investors, using the RCI brand (Royal Ceramic Industry Public Company Limited), a subsidiary company, to penetrate the porcelain tile market as the main brand. Porcelain tiles and ceramics are differentiate simply looking at the back of ceramic tiles which is red, while porcelain tiles are gray from the decoration of the showroom located on the first floor of the head office and the price is competitive.

In addition to interest rates, there are also uncertainties in foreign economies, slowing down government investment, and delays in project improvements. During this period, the company is focusing on sustainable growth.

-In terms of the company's image/brand, DCC has over 200 outlets nationwide, and will focus on improving the middle-low market group, while RCI is in the middle-upper market group, with an image adjustment. Create RCI's showrooms as prototype which located in the head office first-floor, and distributed throughout the country.

-Development of employee skills in sales. The outlets has about 7-8 employees, which is considered appropriate with the nature of the work by welcoming customers, which is not too busy. Therefore, there is team to overlook on sites to increase skills for entering project. Changed sales model to be a consultative selling which improve in every region, such as Samui, Phuket, Khon Kaen, Mukdahan, Lampang, Lamphun, etc., and has received more projects from both public and private sectors.

-Maintaining financial stability, controlling investment for maximum benefit and efficiency, such as for RCI product. There were an investment in Polishing machines to polish porcelain tiles to create smooth surface as Crystal Polish, which has a reflective value like a mirror, similar to tiles imported from Italy. Tiles are also smooth and non-reflective surface, suitable for hospitals and convenience stores. Porcelain tiles can be use as stair nosing, which have grooves similarly to wood, in sizes 30x120 or 20x120, used for tiled for a minimalist style. The company continues to develop products, including ESG, even though the economy is sluggish.

After all, shareholders were given an opportunity to submit question papers to ask for details.

Then, shareholders had opportunity to send paper question to be asked.

Since there is no other question or any additional comment.

Since Agenda 2 is for acknowledgement, so no vote count.

**Resolution:** The shareholders certified the company financial report for the year 2024 as recommended by the Board of Directors.

**Agenda 3: To consider and approve the Statement of financial for the year ended December 31, 2024.**

Secretary: announced that the statements of Position, the statements of comprehensive income and statements of Cash flow of the company for the year ended 31 December 2024 that are disclosed in the 2024 annual report (56-1 One Report) has been reviewed by the company audit committee and has been certified by the company auditor which already sent in the form of a QR code to the shareholders with the invitation letter for the annual general meeting of shareholders.

Board of Directors has reviewed the financial statements for the year ended 31 December 2024 and recommends to the shareholders to approve the financial statements. These statements have been reviewed by the company audit committee and have been certified no conditions by the company auditor are summarized as follows (see the presentation slide):

	<b><u>Consolidated F/S</u></b>	<b><u>Separate F/S</u></b>
Total Assets (Million Baht)	10,217.4	11,591.2
Total Liabilities (Million Baht)	3,150.6	4,640.0
Total Sales (Million Baht)	7,028.5	7,028.5
Net Profit of the company's shareholders (Million Baht)	1,103.6	1,081.4
Earnings per share (Baht/share)	0.121	0.119

Then, shareholders had opportunity to send paper question to be asked.

Since there is no other question or any additional comment.

Secretary: asked the shareholders to approve the statements of Position, the statements of comprehensive income and statements of Cash flow for the year ended 31 December 2024. This agenda requires a majority vote of the total number of vote from attending shareholders and cast their votes. With ask the shareholders who disapprove or abstain to raise their hand. And if there is no one disapprove or abstain. Show the number of votes on screen and concluded as follows:

**Resolution:** The Meeting, by unanimous votes of the total number of vote from attending shareholders and cast their votes, adopted the statements of Financial for the year ended December 31, 2024 as follows:

Approve	5,554,512,913	Votes	Percentage	100.0000
Disapprove	0	Votes	Percentage	0
Abstain	0	Votes	Percentage	0
Voided Ballot	0	Votes	Percentage	0
<b>Total</b>	<b>5,554,512,913</b>	<b>Votes</b>	<b>Percentage</b>	<b>100.0000</b>

#### **Agenda 4: To consider and approve dividend payment for the year 2024.**

Secretary: explained that *“Dividend policy at the company's dividend payment of not less than 40 percent of net profit after taxation. (Consolidated) financial statements are based on the company's Dynasty Ceramic Public Company Limited in the same period must be no net loss. And has sufficient cash flow to pay dividends depending on the plan and other relevant factors. The Board of Directors may be considered and dividend policy from time to time. In order to plan our future business growth”.*

Of sufficient liquidity for future investment projects. The board of directors considers that the Company can pay dividends for the year 2024 has been proposed that a meeting of shareholders to consider and approve the payment of dividend.

1.The company paid an interim dividend for the year 2024 on cash and stock dividend at a rate of 0.060 baht per share, Section 115 of the Companies Act year 1992 (Act public companies) and Articles of Association, Article 40 stipulates that *“The Board of Directors. May pay interim dividends to shareholders from time to time. When that company have sufficient income to do so and report to the shareholders' meeting to the next”.*

The Board of Directors has approved to propose, the shareholders' meeting for interim dividend payment.

2. For the year ended 31 December 2024 Net Profit 1,104 million Baht or 0.121 Baht per share and No deficit be proposed to consider and approve the payment of the annual dividend of the year 2024 at the rate of 0.080 Baht per share or the dividend payout ratio of the Company shall be 66% which is higher

than the dividend payment policy specified by the company, not less than 40% of net profit after income tax according to the consolidated financial statement of company and its subsidiaries for total number of 9,125,611,266 shares as the issued and paid-up share capital of the Company, (Deduct the purchased shares of 50,000,000 shares), the number of shares remaining to receive dividend rights is 9,075,611,266 shares totally 728.9 Million Baht, of which cash totally 547.2 Million Baht or 0.060 Baht per share was paid as interim dividend during the year 2024. The remaining (Quarter 4 Oct-Dec 2024) of 0.020 Baht per share would be further paid out not more than 181.7 Million Baht by paying the profit under tax rate of 20% and to receive dividends within 10 years.

The dividend will be paid to those shareholders whose names appear in the register of shareholders of the Company at the April 9, 2025 is the date that the list of shareholders shares (Record Date) are entitled to receive dividends. (Will mark XD or the date of excluding dividend on April 8, 2025) The payment would be paid on April 30, 2025.

**The comparative rates of pay dividend**

Details of dividends	Y2024	Y2023	Y2022
1. Net Profit after Income Tax (Consolidated) (Million Baht)	1,104	1,182	1,631
2. Retained Earning (million Baht)	4,469	4,084	3,413
3. Issued and paid-up share capital (million Baht)	9,126	9,126	9,126
4. Dividends per share (Baht/Share)			
4.1 During the year			
Interim Dividend 1 <sup>st</sup> Quarter	0.020	0.015	0.055
Interim Dividend 2 <sup>nd</sup> Quarter	0.020	0.013	0.035
Interim Dividend 3 <sup>rd</sup> Quarter	0.020	0.017	0.025
4.2 Paid to the year Dividend 4 <sup>th</sup> Quarter	0.020	0.012	0.011
Total Dividend for the year	0.080	0.057	0.126
5. Total Dividend (Million Baht)	729	520	1,150
6. Dividend Payout (%)	66	44	71

Then, shareholders had opportunity to send paper question to be asked.

Question:

Shareholder: I would like to inquire about the dividend payment of RCI (Royal Ceramic Industry Public Company Limited), a subsidiary company. Since Dynasty Ceramic Public Company Limited is able to distribute dividends, why is RCI not doing the same?

Answer:

CEO: RCI still requires on working capital to invest on improving the efficiency of its machinery.



Question:

Shareholder: Has the recent earthquake affected sales?

Answer:

CEO: It is expected to have a positive impact, particularly in terms of repairs and renovations.

Since there is no other question or any additional comment.

Secretary: asked the shareholders to approve dividend payment for the year 2024. This agenda requires a majority vote of the total number of vote from attending shareholders and cast their votes. With ask the shareholders who disapprove or abstain to raise their hand. And if there is no one disapprove or abstain. Show the number of votes on screen and concluded as follows:

**Resolution:** The Meeting by unanimous votes of the total number of vote from attending shareholders and cast their votes approved the payment of the dividend for the year 2024 at the rate of 0.080 Baht as proposed above. The remaining (Quarter 4 Oct-Dec 2024) of 0.020 Baht would be further paid out not more than 181.7 Million Baht. The payment would be paid on April 30, 2025. with casting vote as follows:

Approve	5,554,522,913	Votes	Percentage	100.0000
Disapprove	0	Votes	Percentage	0
Abstain	0	Votes	Percentage	0
Voided Ballot	0	Votes	Percentage	0
<b>Total</b>	<b>5,554,522,913</b>	<b>Votes</b>	<b>Percentage</b>	<b>100.0000</b>

*Remark: After the meeting certificated the Agenda 3, there were additional 1 shareholders with 10,000 shares attending. Therefore, the total number of shareholders attending the meeting as 60 shareholders, having 5,554,522,913 shares. And the company still allowed them to have the right to vote. Therefore, the number of vote in agenda 4 has increased accordingly.*

**Agenda 5: To consider and approve the re-election of directors who are due to be retired by rotation.**

Secretary: Articles of Association, Article 16 requires that “In every annual general meeting. The members of the 1 in 3 if the number of directors to be divided into three parts do not match. Then the number nearest to one - third of the directors retire by rotation. May be elected as directors of the time”. This year the four directors retiring by rotation are:

- |                              |  |
|------------------------------|--|
| 1. Mr. Siripong Tinnarat     | Independent Director   |
| 2. Mr. Monrak Seangsastra    | Executive Director / Vice Chairman /<br>Chief Devolvment Officer |
| 3. Ms. Somruthai Boonyarit   | Director / Secretary's Company                                   |
| 4. Mr. Chanin Suppapinyopong | Director/Chief Financial and Accounting<br>Officer               |

The Company has an opportunity for shareholders to propose agenda and list of persons to be candidates for election as a director since September 1, 2024 to 30 November 2024, but no shareholder can nominate their candidates for election as directors.

Board of Directors (excluding directors who are due to retire by rotation at the Annual General Meeting of Shareholders 2025) has considered individual qualifications carefully and discussed extensively according to the list of all persons proposed by the Nomination and Remuneration Committee. Therefore, it is considered appropriate to propose to the Annual General Meeting of Shareholders 2025 for consideration and approval. Appoint Mr. Siripong Tinnarat (Independent Director) Mr.Monrak Seangsastra Miss Somruthai Boonyarit and Mr.Chanin Suppapinyopong to return to the position of company directors for another term. It was considered that all 4 persons are qualified with necessary knowledge and capabilities, qualifications in accordance with the relevant laws and the company's regulations.

*"The Board of Directors has resolution for person to be nominated as company independent director, in addition to qualification determined under the law regarding the requirements for the independent directors."*

In addition, the biography of the 4 directors are attached. ( see the presentation slide):

Then, shareholders had opportunity to send paper question to be asked. Since there is no other question or any additional comment.

Secretary: asked the shareholders to consider and approve the re-election of directors who are due to be retired by rotation. This agenda requires a majority vote of the total number of vote from attending shareholders and cast their votes. With ask the shareholders who disapprove or abstain to raise their hand. And if there is no one disapprove or abstain. Show the number of votes on screen.

Secretary: asked the meeting to consider the following candidates.

#### **5.1 Mr. Siripong Tinnarat: Independent Director**

The Meeting, by unanimous votes of the total number of vote from attending shareholders and cast their votes approved with casting vote as follows:

Approve	5,554,522,913	Votes	Percentage	100.0000
Disapprove	0	Votes	Percentage	0
Abstain	0	Votes	Percentage	0
Voided Ballot	0	Votes	Percentage	0
<b>Total</b>	<b>5,554,522,913</b>	<b>Votes</b>	<b>Percentage</b>	<b>100.0000</b>

### 5.2 Mr. Monrak Saengsastra: Director

The Meeting, by major votes of the total number of vote from attending shareholders and cast their votes approved with casting vote as follows:

Approve	5,440,191,322	Votes	Percentage	97.9416
Disapprove	114,331,591	Votes	Percentage	2.0583
Abstain	0	Votes	Percentage	0
Voided Ballot	0	Votes	Percentage	0
<b>Total</b>	<b>5,554,522,913</b>	<b>Votes</b>	<b>Percentage</b>	<b>100.0000</b>

*And because the score calculated shows 4 decimal places according to the voting program. Resulting to the total percentage not complete in 100%. Therefore, there is no effect on the resolution of the meeting.*

### 5.3 Miss Somruthai Boonyarit: Director

The Meeting, by major votes of the total number of vote from attending shareholders and cast their votes approved with casting vote as follows:

Approve	5,553,446,646	Votes	Percentage	99.9806
Disapprove	1,076,267	Votes	Percentage	0.0193
Abstain	0	Votes	Percentage	0
Voided Ballot	0	Votes	Percentage	0
<b>Total</b>	<b>5,554,522,913</b>	<b>Votes</b>	<b>Percentage</b>	<b>100.0000</b>

### 5.4 Mr. Chanin Suppapiyopong: Director

The Meeting, by major votes of the total number of vote from attending shareholders and cast their votes approved with casting vote as follows:

Approve	5,553,403,146	Votes	Percentage	99.9798
Disapprove	1,119,767	Votes	Percentage	0.0201
Abstain	0	Votes	Percentage	0
Voided Ballot	0	Votes	Percentage	0
<b>Total</b>	<b>5,554,522,913</b>	<b>Votes</b>	<b>Percentage</b>	<b>100.0000</b>

**Resolution:** The Meeting approved to elect the 4 directors to be the Company's Directors for term and will be effective since April 1, 2025.

### **Agenda 6: To approve meeting Allowance and the directors' remunerations**

Secretary: According to Section 30 of the Public Limited Company Act prescribes that "The payment of remuneration for the directors shall be in accordance with the resolutions of the Shareholders' Meeting passed by a vote of not less than two-thirds of the total number of votes of the shareholders present at the meeting and entitled to vote".

The directors' remunerations has considered that the Nomination and Remuneration Committee. However, the Board has put a great consideration upon reviewing the matter by comparing the current remuneration to that of other companies which have the same business nature. The consideration includes deliberation on the revenue and the company profit growth.

For 2025, the Board of Directors has considered and approved by the Nomination and Remuneration Committee that it is appropriate to determine meeting allowance of the Board of Directors at the same rate as the previous year as follows:

Meeting Allowance	Baht / Meeting / person		
	Y2025	Y2024	%Increase (Decrease)
1. Chairman / Chairman of the audit committee	60,000	60,000	-
2. Chairman of Nomination and Remuneration Committee / Chairman of Risk management Committee (only the outside director)	40,000	40,000	-
3. Directors / Audit committee	50,000	50,000	-
4. Sub-committee (only the outside director)	30,000	30,000	-

Directors' remuneration payable to all directors and all managing directors for the year 2024 as follows:

Directors' remuneration	(Baht/person)		%Increase(Decrease)
	Y2024	Y2023	
1. All directors	300,000	300,000	-
2. All Executive directors	300,000	300,000	-

The directors' remuneration shall only be paid to directors whose are present at the Board Meeting, and shall be effective as the first meeting of the year 2025. The Directors' remuneration is paid from the Company's account on 1 April 2025.

Then, shareholders had opportunity to send paper question to be asked. Since there is no other question or any additional comment.

Secretary: asked the shareholders to approve meeting Allowance and the directors' remunerations. This agenda requires a resolution *more than two-third vote* of the total number of vote from attending shareholders and cast their votes. With ask the shareholders who disapprove or abstain to raise their hand. And if there is no one disapprove or abstain

Show the number of votes on screen and concluded as follows:

**Resolution:** The meeting by unanimous votes of the total votes of shareholders attending the meeting approved the directors' meeting allowance for the year 2025 and remunerations to the Board of Directors for the year 2024 with casting vote as follows:

Approve	5,554,522,913	Votes	Percentage	100.0000
Disapprove	0	Votes	Percentage	0
Abstain	0	Votes	Percentage	0
Voided Ballot	0	Votes	Percentage	0
<b>Total</b>	<b>5,554,522,913</b>	<b>Votes</b>	<b>Percentage</b>	<b>100.0000</b>

**Agenda 7: To appointment of auditor Remuneration of Auditors for the Year 2025.**

Secretary: clarified that in accordance to the Public Limited Company Act B.E.1992 and according to the SEC regulation states that an annual general meeting shall appoint the Company Auditor and fix the remuneration.

The Audit Committee has considered the current auditor, based on performance and experience, is appropriate to re-appoint Karin Audit Company Limited as the auditor of the Company and its subsidiaries for the seventh year and propose to the Board of Director to appointment Karin Audit Co., Ltd as the auditors and approve audit fee of 1.60 million baht decrease 14 percent from last year. Listed as follows on the Company's auditors.

1. Mr. Jirote Sirirorote (CPA No.5113), being nominated as the Company's auditor during 2017-2025 by signing the Company's financial statement in the year 2024. In total of a years which the period of the performance of the auditor in accordance with the criteria for changing the auditor of the SEC. or
2. Mr.Komin Linprachya (CPA No.3675), being nominated as the Company's auditor for 2021-2025 or
3. Mr. Jadesada Hungsapruek (CPA No. 3759), being nominated as the Company's auditor for the first year. or
4. Mr. Thanathit Raksathianraphap (CPA No. 13646), being nominated as the Company's auditor for the first year.

By auditors to anyone who will examine and comment on the Financial Statements of the company and the Consolidated Financial Statements. In this regard, the subsidiaries of the company has approved to propose Karin Audit Company Limited to be the company's auditor as well. The Audit fee of the Company and its subsidiaries in 2025 (Quarterly and Annual) see the presentation slide

Audit Fees (Baht/Year)	Propose year 2025	Y2024	%Increase (Decrease)
-Annual financial statements audit fee	850,000	930,000	(8.6%)
-Review the quarterly of financial statement	750,000	930,000	(19.4%)
Total amount of company's audit fees for consolidated financial statement	<b>1,600,000</b>	<b>1,860,000</b>	<b>(14.0%)</b>
Others services	None	None	-

Inform of the Audit fees for year 2025 of 2 subsidiaries, which are responsible for audit fees.

Audit Fees (Baht/Year)	Propose year 2025*	Y2024	%Increase (Decrease)
TTOP/ Tile Top Industry PLC.: Subsidiary	300,000	540,000	(44.4%)
RCI/ Royal Ceramic Industry PLC : Subsidiary	300,000	540,000	(44.4%)
Others services	None	None	-
<b>Total</b>	<b>600,000</b>	<b>1,080,000</b>	<b>(44.4%)</b>
<b>Total Amount</b>	<b>2,200,000</b>	<b>2,940,000</b>	<b>(25.2%)</b>

*\*The Company and its subsidiaries do not have any services (non-audit fee) from the Office of the Auditor's Office audit. Parties involved with the Auditor and the Office of the Auditor's Office in the past fiscal year. The auditors listed the proposed relationship. Or interest in the firm / company / management / major shareholders. Or a person related to such person in any way.*

Then, shareholders had opportunity to send paper question to be asked.

Since there is no other question or any additional comment.

Secretary: asked the shareholders to approve the appointment of auditor and audit Fees for the year 2025. This agenda requires a majority vote of the total number of vote from attending shareholders and cast their votes. With ask the shareholders who disapprove or abstain to raise their hand. And if there is no one disapprove or abstain. Show the number of votes on screen and concluded as follows:

**Resolution:** The Meeting by majority votes approved the appointment from Karin Audit Co., Ltd as the auditors for the year 2025. Any of the above

auditors to examine and comment on the financial statements of the Company and the consolidated financial statements of the Company and its subsidiaries and approve audit fee of 1.60 Million Baht for financial statements of the company and its subsidiaries for the year 0.60 Million Baht for the whole including all affiliates of 2.20 Million Baht decrease 25.2 percent from last year with casting vote as follows:

Approve	5,538,570,013	Votes	Percentage	99.7127
Disapprove	15,952,900	Votes	Percentage	0.2872
Abstain	0	Votes	Percentage	0
Voided Ballot	0	Votes	Percentage	0
<b>Total</b>	<b>5,554,522,913</b>	<b>Votes</b>	<b>Percentage</b>	<b>100.0000</b>

**Agenda 8: Propose the consideration for approval the amendment of the Company's Articles of Association, Section 2: Shares and Shareholders, Clause 9.(2)**

Secretary: In order to provide flexibility in management and compliance with the principles of share repurchase for financial management purposes, in the event that the Company repurchase shares in an amount not exceeding ten (10) percent of the paid-up capital. It shall be under the authority of the Board of Directors. Therefore, Section 9 of the Regulations is hereby amended as follows:

Present	Revise
<p>Section 9.</p> <p>The Company shall not own or accept shares as collateral of its own shares, except in the following cases:</p> <p>(1) The Company may repurchase shares from shareholders who voted against the resolution of the shareholders' meeting approving the amendment of the Company's regulations in the part concerning voting rights and rights to receive dividends because shareholders who voted against it believe that they have been treated unfairly.</p> <p>(2) The Company may repurchase shares for the purpose of financial management in the event that the Company has accumulated profits and excess liquidity, and such repurchase of shares does not cause the Company to experience financial problems. However, shares held by the Company shall not be counted as a quorum at the shareholders' meeting, and shall not have</p>	<p>Section 9.</p> <p>The Company shall not own or accept shares as collateral of its own shares, except in the following cases:</p> <p>(1) The Company may repurchase shares from shareholders who voted against the resolution of the shareholders' meeting approving the amendment of the Company's regulations regarding voting rights and dividend rights because the shareholders who voted against it believe that they were treated unfairly.</p> <p>(2) The Company may repurchase its shares for financial management when the Company has accumulated profits and excess liquidity and such repurchase will not cause the Company to encounter financial problems. The repurchase of the Company's shares must be approval from the shareholders' meeting, except in cases where the Company repurchases shares in</p>

voting rights or rights to receive dividends. The Company shall sell the shares repurchased in accordance with the preceding paragraph within the time specified in the Ministerial Regulation. In the event that the Company does not sell or does not sell all of them within the specified time, the Company shall reduce its paid-up capital by cutting off the registered shares that cannot be sold.	<p>an amount not exceeding ten (10) percent of the paid-up capital, in which case the Board of Directors shall have the authority.</p> <p>Shares held by the Company as a result of such repurchase shall not be counted as a quorum at the shareholders' meeting, and shall not have the right to vote or the right to receive dividends. The repurchase of the Company's shares, the sale of repurchased shares, and the cancellation of repurchased shares shall be in accordance with the criteria and methods prescribed in the Public Limited Companies Act and the Securities and Exchange Act in force at that time.</p>
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Then, shareholders had opportunity to send paper question to be asked.

Since there is no other question or any additional comment

Secretary: asked the shareholders to approve the amendment of the Company's Articles of Association, Section 2: Shares and Shareholders, Clause 9. (2).

This agenda requires a resolution more than third-fourth vote of the total number of vote from attending shareholders and cast their votes. With ask the shareholders who disapprove or abstain to raise their hand. And if there is no one disapprove or abstain

Show the number of votes on screen and concluded as follows:

**Resolution:** The meeting by more than third-fourth vote of the total votes of shareholders attending the meeting approved the amendment of the Company's Articles of Association, Section 2: Shares and Shareholders, Clause 9.(2) with casting vote as follows:

Approve	5,436,727,404	Votes	Percentage	97.8792
Disapprove	117,795,509	Votes	Percentage	2.1207
Abstain	0	Votes	Percentage	0
Voided Ballot	0	Votes	Percentage	0
<b>Total</b>	<b>5,554,522,913</b>	<b>Votes</b>	<b>Percentage</b>	<b>100.0000</b>

#### **Agenda 9. Other business (if any)**

None

Secretary: Notified to the meeting that the meeting has been completed in all agendas and would like to answer the questions collected from the shareholders as follows:



Question:

Mr. Pornnarit Leelaarporn, Shareholder:

I would like to know how the company has assessed the impact of the earthquake. To what extent was the company affected, and what are the contributing factors?

Answer:

CEO: The main issue arising from this incident is related to tile installation. If tiles are installed too closely together, they could be crack due to floor movement. We recommend a 2-3 mm gap between tiles to avoid overlap. Our tiles are fired at temperatures between 1,000-1,200 degrees Celsius, making them very durable. As for the impact, we anticipate a moderate increase in sales from repair and renovation activities, especially in the northern region, such as Chiang Mai province.

Question:

Mr. Kamol Pongmala, Shareholder:

Does the company have a policy to issue electronic tax invoices (E-TAX)?

Answer:

CFO: All of our company's outlets are capable of issuing E-TAX invoices. Earlier this year, we also joined the "Easy E-Receipt" program. In the future, should there be any other tax incentive programs, the company is happy to participate.

Question:

Ms. Yardarun Laksameeset, Proxy from the Thai Investors Association:

1. What is the expectation revenue growth for 2026?
2. What is the new products launch?
3. What are the major future risks, and how does the company plan to prevent it?
4. What CSR activities has the company undertaken?
5. Are there any ongoing lawsuits against the company?

Answer:

CEO:

1. Compared to 2025, the revenue is expected to grow by approximately 5–10% in 2026. However, we need to monitor economic trends in the second half of 2025. In a normal situation, sales typically grow by 10–15%.
2. Last year, the company launched Full-Body porcelain tiles, where the surface and body are the same material. We also introduced new sizes such as 30x120 cm and 20x120 cm in wood patterns, along with other accessories like stair nosing. These new products are produced at the RCI factory.

3. Economic and political fluctuations are common and considered normal for the company. We mitigate risks through diverse sales channels. However, a key concern is energy cost—natural gas sourced directly from PTT. Any impact on us would also affect other manufacturers. Products from China are also a concern, as their granite tiles are cheaper but there are inferior quality.
4. The company allocates a CSR budget every year, primarily for donating tiles to rural schools.
5. There are no legal cases involving the company.

There was no further question or opinion from the shareholders.

Chairman: then thanked the shareholders, proxy holders, Auditors and One Right Protection Volunteer from Thai Investor Association that attended the meeting. The company will make public the minutes of this meeting to the shareholders. The company also records video media. The chairman announced the closure of the meeting.

Closing of the Meeting: 15:30 hours

Approved by:



Mr. Roongroj Saengsastra  
Chairman

Recorded by:



Miss Somruthai Boonyarit  
Secretary of the Company