



บริษัท อีเทอเนจี้ เอเนจี้ จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

50 อาคารศูนย์วิจัยวิทยาศาสตร์จุฬารัตน์ 60 พระราม 9 คณะวิทยาศาสตร์ มหาวิทยาลัยเกษตรศาสตร์

ชั้นที่ 5 ถนนงามวงศ์วาน แขวงลาดยาว เขตจตุจักร กรุงเทพมหานคร

โทรศัพท์ 02-0288348 www.eternalenergy.co.th

Minutes of the Extraordinary General Meeting of Shareholders No. 1/2025

Eternal Energy Public Company Limited

Meeting date, time and venue

The Extraordinary General Meeting of Shareholders No. 1/2025 of Eternal Energy Public Company Limited (the “Company”) was held on 7 February 2024 at 14.00, via electronic means in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (A.D. 2020) (as amended) and other relevant laws and regulations, where the Meeting is broadcasted from the conference room of the Company’s head office. In this regard, Inventech Systems (Thailand) Company Limited was responsible for controlling the conference system.

Directors attending the meeting

- | | | |
|----|----------------------------------|---|
| 1. | Mr. Panthawat Nakvisut | Chairman |
| 2. | Mr. Woraphat Phucharoen | Independent Director / Chairman of Audit Committee |
| 3. | Mr. Ekkawit Kaewwichian | Independent Director / Audit Committee / Chairman of Nomination, Remuneration and Corporate Governance Committee |
| 4. | Gen. Puttawat Yoodthanawachapong | Independent Director / Audit Committee |
| 5. | Mr. Issara Rounsuk-Udom | Director / Nomination, Remuneration and Corporate Governance Committee / Risk Committee / Chief Operating Officer and Secretary |
| 6. | Mr. Phuriphat Petdee | Director |
| 7. | Ms. Naparat Suttikul | Independent Director |

Advisors attending the meeting

- | | | |
|----|----------------------------------|--|
| 1. | Mr. Karinevidch Olivero | Legal advisor from Wise Equity Legal Counsel Limited |
| 2. | Ms. Punnapa Vorapanyasakul | Legal advisor from Wise Equity Legal Counsel Limited |
| 3. | Ms. Darin Kanjana | Independent financial advisor from OptAsia Capital Co., Ltd. |
| 4. | Mr. Natchapong Tiawsirichaisakul | Independent financial advisor from OptAsia Capital Co., Ltd. |



บริษัท เอเทอร์เนล เอเนอร์จี้ จำกัด (มหาชน)

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- | | | |
|----|---------------------------|--|
| 5. | Mr. Jakkrapob Choojan | Independent financial advisor from OptAsia Capital Co., Ltd. |
| 6. | Mr. Piyapat Pornpipatpong | Financial advisor from Borealis Advisory Co., Ltd. |
| 7. | Mr. Natchanon Sakdapisit | Financial advisor from Borealis Advisory Co., Ltd. |
| 8. | Ms. Kirada Aunwannatham | Financial advisor from Borealis Advisory Co., Ltd. |

Mr. Panthawat Nakvisut, Chairman of the Board acting as Chairman of the meeting (the “Chairman”), welcomed all shareholders to the meeting and assigned Mr. Wongwiwat Hema to act as the master of ceremonies (the “MC”).

The MC informed the meeting that the Company had organized the meeting as an electronic meeting in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (A.D. 2020) (as amended), including any other applicable laws and regulations.

Before proceeding with the agenda, the MC informed the meeting that participants may communicate with the meeting in two ways, namely (1) asking questions or providing comments by sending messages whereby the participants shall type the question and press “Send Question” and the Company will answer the questions in the relevant agenda item. However, if there are too many questions, the Company reserves the right to select questions appropriately, or (2) asking questions or providing comments via video conference. Participants can click “Ask via Video,” and then click “OK” to confirm the queue booking. Once approved by the staff, participants should turn on their camera and microphone and state their full name and status as a shareholder or proxy before asking each question so that the Company can accurately and completely record it in the meeting minutes.

The MC then informed the participants that the Company had set the record date for determining the names of shareholders entitled to attend the Extraordinary General Meeting of Shareholders No. 1/2025 on 24 December 2024. For this meeting, there are 8 shareholders attending in person and 21 by proxy, totaling 29 attendees, holding 1,817,962,705 shares, representing 65.3943% of the total issued shares of the Company. This fulfills the quorum requirement under Section 103 of the Public Limited Companies Act B.E. 2535 (as amended) and Article 34 of the Company's Articles of Association which stipulates that there must be at least 25 shareholders and proxies present, or not less than one-half of the total number of shareholders, and the shares represented must not be less than one-third of the total issued shares for a quorum.



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The Chairman called the meeting to order and assigned the MC to explain the meeting procedures and processes.

The MC explained the criteria and procedures for this meeting as follows:

1. The shareholders and/or proxies would have votes equal to the number of shares held and/or granted under proxy, whereby one share would equal one vote.
2. Each shareholder may either vote to approve, disapprove, or abstain only, except for custodians who can split their votes. If shareholders do not cast their vote within the specified time, the Company will consider them as approving the item.
3. The meeting will consider the matters in the order specified in the notice of meeting, presenting information on each agenda item and allowing shareholders to ask questions before voting. The results will be announced after each vote count is completed.
4. The shareholders and/or proxies select the agenda item, then click "Vote." The system will show three options: approve, disapprove, and abstain. For shareholders or proxies representing multiple accounts, all names will be shown, and votes will be recorded per user account. To cancel a vote, click "Cancel Vote." Voting can be changed until the voting period for that item is closed, with one minute allowed for each vote. Results will be announced after the voting period for each item ends.
5. If shareholders and/or proxies leave the meeting before the voting on any agenda is completed, their votes will not be counted for the quorum of that agenda, and their votes will not be included in the remaining agenda. However, leaving the meeting during any agenda does not disqualify shareholders or proxies from rejoining the meeting and voting on subsequent agenda.
6. The Company will allow participants to ask questions or comment on the relevant agenda item as appropriate. Participants can select the agenda item and click "Question."

After the MC explained the important details of the meeting, the MC opened the floor for questions about the voting rules and methods. With no further questions, the facilitator invited the Chairman to proceed with the scheduled agenda.

Agenda Item No 1: To consider and certify the minutes of the 2024 Annual General Meeting of Shareholders

The Chairman invited the MC to provide details of this agenda to the meeting.

The MC informed the meeting that the Company convened the 2024 Annual General Meeting of Shareholders on 24 April 2024, in which the Company prepared the Minutes of the meeting within 14 days



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from the meeting date and submitted to the Stock Exchange of Thailand (the “SET”) and the Ministry of Commerce within the period specified by the law. In addition, the minutes of the meeting is published on the Company’s website at <http://www.eternalenergy.co.th/>.

Details are set out in the copy of the Minutes of the 2024 Annual General Meeting of Shareholders in **Enclosure 1**.

The Board of Directors has considered that the minutes of the 2024 Annual General Meeting of Shareholders, held on 24 April 2024, has been accurately recorded in accordance with principles and facts and deemed it appropriate to propose to the shareholder’s meeting to consider and approve the aforementioned minutes of the meeting.

The MC provided an opportunity to the meeting to ask questions or express opinions, however, no one asked any question or expressed any opinion.

Therefore, the MC requested that the meeting vote on this agenda item, which required a majority vote of the shareholders attending the meeting and casting their votes.

Resolution: The meeting resolved to certify the minutes of the 2024 Annual General Meeting of Shareholders, as proposed above in all respects, with the unanimous votes of the shareholders attending the meeting and casting their votes, as detailed below:

Resolution	Total votes	Percentage
Approve	1,834,759,705	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Total (32 shareholders)	1,834,759,705	100.0000

Prior to the consideration for approval of the Company’s capital increase in the next agenda, the MC informed the meeting that Agenda Item No. 2 to Agenda Item No. 5 are related and conditional on one another. Therefore, if any one of these agenda items is not approved by the Extraordinary General Meeting of the Shareholders No. 1/2025, the remaining specified agenda items will not be considered and it shall be deemed that all previously approved agenda items are nullified.



บริษัท เอทีแอล เอ็นเนอร์จี้ จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

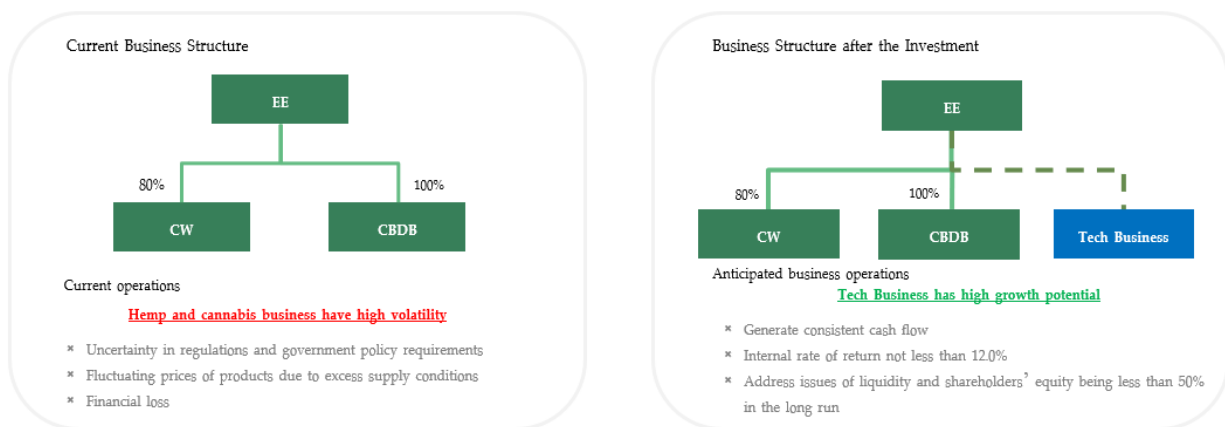
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To provide the background and reasonableness of the capital increase, the Chairman invited the financial advisor from Borealis Advisory Co., Ltd. to present on the background of the capital increase and the independent financial advisor from OptAsia Capital Co., Ltd. to present on the opinion of the independent financial advisor to the meeting.

Mr. Piyapat Pornpipatpong, a financial advisor from Borealis Advisory Co., Ltd., informed the meeting of the background of the capital increase that, the Company currently has investments in the hemp and cannabis business whereby the Company has plans to expand its investments and opportunities in other businesses, which can increase profit and make up for loss from the hemp and cannabis business which are the Company's main business, to help resolve the Company's cash flow issues and shareholders' equity to be less than 50.0 of the paid-up capital in the long run. The Company will raise funds for the capital to invest in the additional business from the issuance and allocation of newly issued ordinary shares to specific individuals (the "Private Placement Transaction") whereby the business structure of the Company in the present and after the investors' investment, as well as the use of capital increase proceeds plan, shall be as follows:



Purpose of Utilization	Approximate Amount (THB)	Duration of Utilization
1. Investment in the Tech Business	Approx. 466.8 – 516.8	By 2025
2. Working capital of the Company	Not exceeding 50	By 2025
Total	Not exceeding 516.8	



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The Tech Business will comprise of the following businesses:

Payment Gateway Solution	The business which acts as an intermediary connecting buyers and sellers through an online payment transaction system, offering services that cover credit cards, debit cards, banks, and electronic wallets (e-wallets).
Technology Media	The business which operates through various online media platforms, providing opportunities for users and businesses to buy and sell products and services through the platform.
Marketplace Platform	The business which acts as an intermediary connecting buyers and sellers to enable online transactions for purchasing goods and services, while also managing the backend operations of online post-purchase processes.
Software House	The business which provides custom software development services to meet the specific needs of each industry, playing a crucial role in enhancing operational efficiency and strengthening the competitiveness of businesses in the digital age.

The Tech Business is a business with growth potential due to its ability to generate revenue and expand quickly in line with megatrends and digital transformation. Additionally, the business requires low operating costs when compared to other businesses that require investments in assets, which is expected to generate consistent cash flow for the Company and deliver an internal rate of return (IRR) of no less than 12.0 percent.

In this regard, the issuance and offering of newly issued ordinary shares pursuant to the Private Placement Transaction is an offering of shares through private placement in which the Board of Directors have clearly determined the offering price to be proposed for the consideration and determination of the offering price by the shareholders' meeting and does not constitute an offering of new shares at a price less than 90 percent of the market price pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 28/2565 Re: Approval for Listed Companies to Offer Newly Issued Shares through Private Placement (as amended) (the “**Notification No. TorJor. 28/2565**”). The “**Market Price**” refers to the weighted average market price of the Company's ordinary shares on the SET over the preceding 15 consecutive business days prior to the date on which the Board of Directors have resolved to propose the matter for the consideration and approval of the Private Placement Transaction by the shareholders' meeting, i.e. 13 November 2024 to 3 December 2024, which is equivalent to THB 0.21 per share, whereby the offering price of the Private Placement Transaction is equivalent to THB 0.19 per share.



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Additionally, the Company will issue and offer ordinary shares in the amount of 2,720,000,000 shares with the par value of THB 1.00 per share to the Private Placement investors through private placement at the offering price of THB 0.19 per share, totaling THB 516,800,000 as follows:

Name of Individuals in the Private Placement	No. of Allocated Shares (Shares)	Value of the Shares to be Allocated (THB)	Shareholding Ratio after Entry into the Transaction (Percent)
1. Mr. Kereepat Supasinprapapong	1,038,142,857	197,247,142.83	18.88
2. Mr. Phaibool Songpetchmongkol	541,181,818	102,824,545.42	9.84
3. Mr. Wichit Jiratticharoen	407,071,429	77,343,571.51	7.40
4. Mr. Jakkrawitr Phatarajinda	383,603,896	72,884,740.24	6.97
5. Ms. Sukanya Tipmanee	350,000,000	66,500,000.00	6.36
Total	2,720,000,000	516,800,000.00	49.45

The effect on the shareholders from the offering of newly issued ordinary shares are as follows:

(1) Price Dilution

After the entry into the Private Placement Transaction, there shall be price dilution as follows:

$$\begin{aligned}
 &= \frac{\text{Market price before offering} - \text{Market price after offering}}{\text{Market price before offering}} \\
 &= \frac{0.21 - 0.20}{0.21} \\
 &= 4.55 \text{ percent}
 \end{aligned}$$

Market price before offering shall have the following details:

Market price before offering is equivalent to THB 0.21 per share according to item 1.3



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Market price after offering shall have the following details:

$$\begin{aligned} & \text{(Market price before offering x Number of paid-up shares) +} \\ & \text{(Offering price x Number of newly issued shares offered} \\ = & \text{through Private Placement)} \\ & \hline & \text{Number of paid-up shares + Number of newly issued shares} \\ & \text{offered through Private Placement} \\ = & \frac{(0.21 \times 2,780,000,000) + (0.19 \times 2,720,000,000)}{2,780,000,000 + 2,720,000,000} \\ = & \text{THB 0.20 per share} \end{aligned}$$

(2) Control Dilution

After the entry into the Private Placement Transaction, there shall be control dilution as follows:

$$\begin{aligned} & \text{Number of newly issued shares offered through Private} \\ = & \text{Placement} \\ & \hline & \text{Number of paid-up shares + Number of newly issued shares} \\ & \text{offered through Private Placement} \\ = & \frac{2,720,000,000}{2,780,000,000 + 2,720,000,000} \\ = & 49.45 \text{ percent} \end{aligned}$$

(3) Earnings per Share Dilution

This cannot be calculated as the Company has net loss according to its consolidated financial statements.



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As the Board of Directors' meeting No. 10/2567, held on 4 December 2024 resolved that the issuance and offering of newly issued ordinary shares through a private placement to a limited group of investors is reasonable and necessary, and to propose to the shareholders' meeting to consider and approve the Private Placement Transaction as follows:

1. Utilizing the funds obtained from the capital increase to support the operations of the hemp and cannabis business as the overall business performance is facing liquidity challenges due to the high working capital requirements associated with the operations, which span from cultivation to harvest. This process takes time and results in a slower cash cycle. Additionally, the Company is impacted by uncertainties in regulations and laws, which require the Company to utilize additional working capital.
2. Investing in the Company's tech business as per the objectives of the capital increase and the plan for utilizing the funds will strengthen the Company's financial position and improve future performance. It is expected to generate consistent cash flow for the company and achieve an investment return (IRR) of not less than 12.00 percent, with potential upside from businesses aligned with megatrend directions.
3. The Private Placement investors are financial investors who have stable financial standing and investment potential. They understand the current business operations of the Company. Additionally, some of the Private Placement investors may possess the qualifications and capabilities that could support the future growth of the Tech Business, such as Mr. Phaibool Songpetchmongkol, who has experience in the specific nature of the technology business due to having held an executive position in a company related to technology and holding a degree in computer science, may contribute to supporting the strategy formulation and decision-making related to investments in the Tech business or Mr. Kereepat Supasinprapapong who has a business network that may help promote strategic cooperation with important business partners, such as introducing target companies for investment. In the present, The Company has received business opportunities from the network of Mr. Kereepat Supasinprapapong to study the investment in three companies, which have the current status of a subsidiary or associate company of a company listed on the SET. Additionally, Ms. Sukanya Thipmanee, who has experience from serving as a director and executive in listed companies on the SET, as well as in several unlisted companies, which allows her knowledge and expertise to enhance organizational management and support the long-term growth of the Company.



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Mr. Piyapat Pornpipatpong informed the meeting that the issuance and offering of additional newly issued ordinary shares in this instance fall under the category of offering new shares to a specific individuals with significant implications pursuant to the Notification No. TorJor. 28/2565 as the Private Placement Transaction constitutes a control dilution effect of 25 percent or more, calculated based on the total number of paid-up shares as of the date before the board of directors resolved to propose to the meeting of the shareholders. Consequently, the Company is required to appoint an independent financial advisor to provide opinions to the shareholders on (1) the reasonableness of the price and conditions of the offering of shares, (2) the reasonableness and benefits from offering the shares to the Private Placement investors, including the plan for utilizing the funds raised from the share offering, compared with the impact on shareholders, and (3) opinion on whether the shareholders should resolve to approve the transaction or not.

In this regard, the Company has appointed OptAsia Capital Co., Ltd. as the independent financial advisor to provide an opinion on such transaction. Mr. Natchapong Tiawsirichaisakul, an independent financial advisor from OptAsia Capital Co., Ltd., informed the meeting of the objectives and reasonableness of the transaction as follows:

The Company is facing liquidity challenges in its hemp and cannabis business operations. Nonetheless, the Company is planning to transition its business model to producing and distributing cannabis-related products by 2025. At the present, the subsidiaries have not yet started implementing this new business plan. However, this business requires high working capital due to the lengthy cultivation and harvesting process, which results in a slower cash cycle. Therefore, the Company needs additional working capital to maintain continuity in its hemp and cannabis business and create opportunities for business expansion. To address these challenges and enhance the long-term stability of its business, the Company plans to seek additional working capital and diversify its investments into other businesses that are stable and capable of generating consistent cash flows.

Additionally, the Company is in the process of studying the feasibility of investing in the Tech Business. The Private Placement Transaction in this instance will enable the Company to raise a specific amount of capital within a short period, allowing it to invest in the Tech Business promptly. This will also help build confidence among stakeholders and financial institutions, facilitating access to funding sources and supporting future business expansion.

To limit the risks associated with investing in the Tech Business, the Company has established criteria for evaluating the target company from multiple perspectives, such as: The target business must demonstrate continuous revenue growth for at least 6 months, or be at a point where it has positive operating profit margins.



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The business should have contracts with customers that generate guaranteed revenue, and the investment must yield an Internal Rate of Return (IRR) of no less than 12.0%.

Advantages and Benefits of entering into the Transaction

If the offering of shares to the Private Placement investors is successful:

- (1) The Company secures a definite source of funds within a short timeframe without incurring debt or interest burden, allowing the Company to maintain flexibility in managing its capital.
- (2) The Company gains partners who will enhance its investment capabilities, as some of the Private Placement investors possess the qualifications and potential to support the future growth of the Tech Business.
- (3) The Company can invest in new businesses to diversify investment risks. The Company can expand its investments into the Tech Business, allowing it to diversify revenue sources and reduce the risk of relying on income from the existing business sector.
- (4) The Company may receive a worthwhile return on investment in the new business, as it has established comprehensive investment evaluation criteria to ensure that decisions to invest in target businesses will create maximum value for the Company, should the investment in the Tech Business prove successful.

Disadvantages of entering into the Transaction

- (1) The impact on the shareholding proportion of existing shareholders (Dilution Effect), where existing shareholders will be affected by a decrease in stock price (Price Dilution) and a reduction in their ownership percentage (Control Dilution).
- (2) The Company incurs operational expenses related to the conditions, steps, and processes of this Private Placement Transaction, such as meeting expenses, costs for preparing relevant contractual documents, and others.
- (3) Specific investors will have the right to veto resolutions passed by the company's shareholders' meeting related to special agendas and/or significant special agendas that require at least three-fourths of the votes of shareholders present and eligible to vote.



บริษัท อีเทอแนล เอเนอร์จี้ จำกัด (มหาชน)

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- (4) The reduction in the distribution of shares held by minority shareholders (Free Float) and the liquidity of the Company's shares. Private Placement investors will become major shareholders, resulting in a decrease in the shareholding distribution among minority shareholders.

Risks of entering into the Transaction

- (1) Risks from changes in the Company's shareholding and management structure
- (2) Risks from the offering price of newly issued shares being lower than the market price on the date the shares begin trading on the stock exchange
- (3) Risks from uncertainty in the new business investment plan
- (4) Risks from the potential return on investment in new businesses not meeting expectations
- (5) Risks from the Company may not be able to invest in the Tech business as per the intended use of funds disclosed by the Company
- (6) Risks from raising funds in advance and maintaining excess liquidity for an extended period
- (7) Risks from the specific nature of the technology and information technology industry (Tech Business)
- (8) Risk of the capital increase failing due to non-payment of capital increase

The Independent Financial Advisor considers that the conditions to the Transaction are appropriate

because

- (1) Share Subscription Agreement
 - Conditions in the agreement, such as payment terms, condition precedent, and other key agreements, align with typical agreements for common stock investment.
 - However, no conditions have been set to prevent the failure of the capital increase, such as requiring Private Placement investors to pay a deposit, penalties, or other sanctions. This creates the risk that the counterparties may not pay for the additional shares. Furthermore, the subscription for shares must be completed within 3 months from the date the Private Placement Transaction is approved by the shareholders' meeting, allowing the Company to quickly explore alternative fundraising methods if the capital increase is unsuccessful.



บริษัท เอเทอร์เนล เอเนอร์จี้ จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

50 อาคารศูนย์วิจัยวิทยาศาสตร์จุฬารัตน์ 60 พระราม ๑ คณะวิทยาศาสตร์ มหาวิทยาลัยเกษตรศาสตร์

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(2) The objectives and plan for the use of funds

- Working capital to address liquidity issues arising from the Company's operations
- Investing in the Tech Business, and if the Company successfully invests in the Tech Business according to the criteria and conditions disclosed, it will benefit not only from business expansion and value-generating returns but also from increased financial stability, boosting investor confidence in the long term.

Additionally, the independent financial advisor has assessed the appropriateness of the share offering price and provided their opinion on the methods used to evaluate the price as follows:

Value of Share / Shareholders' Equity	Appropriateness of the Valuation
1. Book Value Approach	
THB 0.29 / share THB 804.56 million	Inappropriate as this method does not adequately reflect the economic value of the Company due to its limitations. Specifically, it relies on past financial statement data without considering the Company's future profitability and performance.
2. Adjusted Book Value Approach	
THB 0.08 / share THB 232.61 million	<u>Appropriate</u> it reflects the fundamental value of the Company's shares in the case where the Company has no revenue or cash flow from its core business operations. The independent financial advisor has adjusted goodwill resulting from the Company's business combinations in the financial statements entirely due to insufficient data and evidence to reliably calculate the value of intangible assets, as well as adjusted the market value of equity securities listed on the SET.
3. Historical Market Price Approach	
THB 0.18 - 0.29 / share THB 492.80 -	Inappropriate because the Company's shares have an annual trading turnover rate of 19.71% (calculated from the Volume Turnover Ratio over the past year from November 2024, which is



บริษัท อีเทอร์เนล เอเนอร์จี้ จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

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802.48 million	the month before the Board of Directors approved the Private Placement to be proposed to the shareholders). In contrast, the turnover rate for companies in the agricultural business sector is 78.48%, indicating that the Company's shares have low liquidity, which could result in price volatility due to limited trading volume.
4. Price to Earnings Approach	
N/A	Inappropriate as this method cannot reflect the economic value of the Company, as it is limited by differences in business structure, financial structure, company size, and the specific risks of the business. Additionally, the Company has incurred losses in its operations.
5. Price to Book Value Approach	
THB 0.21 – 0.28 / share THB 580.89 – 791.68 million	Inappropriate as this method cannot reflect the economic value of the Company, as it is limited by differences in business structure, financial structure, company size, and the specific risks of the business. Additionally, this method is based on the value of the Company's shareholders' equity, which refers to historical data and does not take into account the Company's ability to create future economic value.
6. Sums of the Parts Approach	
N/A	Inappropriate as there is insufficient data to assess the impact of cash flow, which results from: (1) the uncertainty of cannabis product pricing, leading to a lack of reference information on the cannabis market price, (2) the uncertainty of government regulations and policies related to the cannabis business, and (3) the lack of historical business data in the cannabis-related industry due to its newness, which means there is no past statistical data available to reference for forecasting future performance.



บริษัท เอเทอร์เนล เอเนอร์จี้ จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

50 อาคารศูนย์วิจัยวิทยาศาสตร์พารามิ 60 พระราชมณเฑียรวิทยาศาสตร์ มหาวิทยาลัยเกษตรศาสตร์

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Based on the evaluation of the advantages, disadvantages, risks, and benefits of entering into the transaction, as well as the plan for utilizing the funds raised from the share offering, along with the reasonableness of the price and terms of the share offering mentioned above, the independent financial advisor is of the opinion that the Private Placement Transaction is appropriate. This includes the offering price of the additional newly issued ordinary shares to the Private Placement investors at THB 0.19 per share, which is deemed appropriate and beneficial for the Company, as the fair value of the Company's ordinary shares, based on the adjusted book value method, is THB 0.08 per share, which is lower than the offering price of the newly issued ordinary shares. Therefore, the independent financial advisor opines that shareholders should approve the proposed transaction.

Agenda Item No 2: To consider and approve the decrease of the Company's registered capital and the amendment of the Company's Memorandum of Association to be in line with the decrease of the Company's registered capital

The Chairman invited the MC to provide details of this agenda to the meeting.

The MC informed the meeting that, as the Company would like to issue and offer newly issued ordinary shares of the Company through private placement in the amount of 2,720,000,000 shares with a par value of THB 1.00, the Company, therefore, shall proceed with the increase of the registered capital and allocate newly issued ordinary shares to accommodate the issuance and offering of newly issued ordinary shares of the Company through private placement. Nonetheless, Section 136 of the Public Limited Companies Act B.E. 2535 (as amended) (the "PLC Act") states that public limited companies may conduct capital increase by issuing new shares if all the shares of the Company have been completely sold and paid-up in full, or, if the shares have not been completely sold, the remaining shares shall be the shares issued for the exercise of rights under convertible debentures or share warrant. Hence, the Company shall decrease the registered capital at THB 2,780,000,000, from the registered capital of THB 7,750,000,000 to THB 4,970,000,000 by cancelling 2,780,000,000 unissued shares with the par value of THB 1.00 per share, which have been issued to accommodate the issuance and offering of newly issued ordinary shares to existing shareholders on a pro rata basis to their respective shareholding (Right Offering) and amend Clause 4 of the Memorandum of Association to be in line with the decrease of registered capital as follows:



บริษัท อีเทอแนล เอเนอร์จี้ จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

50 อาคารศูนย์วิจัยวิทยาศาสตร์พลาสมา 60 พรรษา คณะวิทยาศาสตร์ มหาวิทยาลัยเกษตรศาสตร์

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“Clause 4. Registered Capital	THB 4,970,000,000	(Four billion, nine hundred seventy million Baht)
Divided into	4,970,000,000 shares	(Four billion, nine hundred seventy million shares)
Par value per share	THB 1.00	(One Baht)
Divided into:		
Ordinary shares	4,970,000,000 shares	(Four billion, nine hundred seventy million shares)
Preferred shares	- shares	(-)”

It is proposed to delegate authority to the authorized directors of the Company and/or any duly appointed representative(s) to register the decrease of registered capital and the amendment of Clause 4 of the Memorandum of Association with the Public Limited Companies Registrar, Department of Business Development, Ministry of Commerce. They shall also have the authority to amend or modify the application or any content in the relevant documents, as well as to take any necessary actions related to such procedures, as deemed appropriate, in compliance with applicable laws, regulations, rules, and interpretations by the relevant government authorities, including any recommendations or instructions from the Registrar or officials.

In this regard, Details of the decrease of the registered capital are set out in **Enclosure 2** Report Form for Capital Increase (F53-4).

The Board of Directors has considered and deemed it appropriate to propose the decrease of the registered capital at THB 2,780,000,000, from the registered capital of THB 7,750,000,000 to THB 4,970,000,000 by cancelling 2,780,000,000 unissued shares with the par value of THB 1.00 per share, 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, and the delegation of authority to the authorized directors of the Company and/or any duly appointed representatives to undertake all necessary actions related to the decrease of the registered capital and the amendment of Clause 4 of the Memorandum of Association as detailed above for consideration and approval.



บริษัท เอเทอร์เนล เอเนจี้ จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

50 อาคารศูนย์วิจัยวิทยาศาสตร์จุฬารัตน์ 60 พระราม ๙ คณะวิทยาศาสตร์ มหาวิทยาลัยเกษตรศาสตร์

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The MC provided an opportunity to the meeting to ask questions or express opinions, however, no one asked any question or expressed any opinion.

Therefore, the MC requested that the meeting vote on this agenda item, which required a majority vote of not less than three-fourths of the total votes of the shareholders attending the meeting and being entitled to vote.

Resolution: The meeting resolved to approve the decrease of the Company's registered capital and the amendment of the Company's Memorandum of Association to be in line with the decrease of the Company's registered capital, as proposed above, with the unanimous votes of the shareholders attending the meeting and being entitled to vote, as detailed below:

Resolution	Total votes	Percentage
Approve	1,834,759,705	100.0000
Disapprove	0	0.0000
Abstain	0	-
Total (32 shareholders)	1,834,759,705	-

Agenda Item No 3: To consider and approve the increase of the Company's registered capital and the amendment of Memorandum of Association to be in line with the increase of the Company's registered capital

The Chairman invited the MC to provide details of this agenda to the meeting.

The MC informed the meeting that the Company would like to increase the registered capital in the amount of THB 2,720,000,000, from the registered capital of THB 4,970,000,000 to THB 7,690,000,000 by issuing 2,720,000,000 ordinary shares with a par value of THB 1.00 and amend Clause 4 of the Memorandum of Association to be in line with the increase of registered capital as follows:

"Clause 4. Registered Capital THB 7,690,000,000 (Seven billion, six hundred ninety million Baht)
Divided into 7,690,000,000 shares (Seven billion, six hundred ninety million shares)
Par value per share THB 1.00 (One Baht)
Divided into:
Ordinary shares 7,690,000,000 shares (Seven billion, six hundred ninety million shares)
Preferred shares - shares (-)"



บริษัท เอเทอร์เนล เอเนอร์จี้ จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

50 อาคารศูนย์วิจัยวิทยาศาสตร์จุฬารัตน์ 60 พระราชมัยวิทยาลัยวิทยาศาสตร์ มหาวิทยาลัยเกษตรศาสตร์

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It is proposed to delegate authority to the authorized directors of the Company and/or any duly appointed representative(s) to register the increase of registered capital and the amendment of Clause 4. of the Memorandum of Association with the Public Limited Companies Registrar, Department of Business Development, Ministry of Commerce. They shall also have the authority to amend or modify the application or any content in the relevant documents, as well as to take any necessary actions related to such procedures, as deemed appropriate, in compliance with applicable laws, regulations, rules, and interpretations by the relevant government authorities, including any recommendations or instructions from the Registrar or officials.

In this regard, details of the increase of the registered capital are set out in **Enclosure 2** Report Form for Capital Increase (F53-4).

The Board of Directors has considered and deemed it appropriate to propose the increase of the registered capital at THB 2,720,000,000, from the registered capital of THB 4,970,000,000 to THB 7,690,000,000 by issuing 2,720,000,000 ordinary shares with the par value of THB 1.00 per share, the amendment of Clause 4. the Company's Memorandum of Association to be in line with the increase of the Company's registered capital, and the delegation of authority to the authorized directors of the Company and/or any duly appointed representatives to undertake all necessary actions related to the increase of the registered capital and the amendment of Clause 4 of the Memorandum of Association as detailed above for consideration and approval.

The MC provided an opportunity to the meeting to ask questions or express opinions, however, no one asked any question or expressed any opinion.

Therefore, the MC requested that the meeting vote on this agenda item, which required a majority vote of not less than three-fourths of the total votes of the shareholders attending the meeting and being entitled to vote.

Resolution: The meeting resolved to approve the increase of the Company's registered capital and the amendment of Memorandum of Association to be in line with the increase of the Company's registered capital, as proposed above, with the unanimous votes of the shareholders attending the meeting and being entitled to vote, as detailed below:



บริษัท เอเทอร์นัล เอเนอร์จี้ จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

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Resolution	Total votes	Percentage
Approve	1,834,759,705	100.0000
Disapprove	0	0.0000
Abstain	0	-
Total (32 shareholders)	1,834,759,705	-

Agenda Item No 4: To consider and approve the allocation of newly issued ordinary shares of the Company

The Chairman invited the MC to provide details of this agenda to the meeting.

The MC informed the meeting that, following Agenda Item No. 3, the Company would like to issue and offer newly issued ordinary shares through private placement. Therefore, the Company shall propose to the shareholders' meeting for consideration and approval of the allocation of 2,720,000,000 newly issued ordinary shares with a par value of THB 1.00 per share, representing approximately 49.45 percent of the total issued ordinary shares of the Company after the issuance and offering of newly issued ordinary shares through private placement. The offering price is set at THB 0.19 per share, amounting to a total of THB 516,800,000, to be offered through private placement, with the following details:

No.	Name of Private Placement Investors (the "Private Placement Investors")	No. of Allocated Shares (Shares)	Value of the Shares to be Allocated (THB)	Shareholding Ratio after Entry into the Transaction (Percent)
1.	Mr. Kereepat Supasinprapapong	1,038,142,857	197,247,142.83	18.88
2.	Mr. Phaibool Songpetchmongkol	541,181,818	102,824,545.42	9.84
3.	Mr. Wichit Jiratticharoen	407,071,429	77,343,571.51	7.40
4.	Mr. Jakkrawitr Phatarajinda	383,603,896	72,884,740.24	6.97
5.	Ms. Sukanya Tipmanee	350,000,000	66,500,000.00	6.36
Total		2,720,000,000	516,800,000	49.45



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In this regard, the issuance and offering of newly issued ordinary shares through private placement is an offering of shares through private placement in which the Board of Directors have clearly determined the offering price to be proposed for the consideration and determination of the offering price by the shareholders' meeting and does not constitute an offering of new shares at a price less than 90 percent of the Market Price pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 28/2565 Re: Approval for Listed Companies to Offer Newly Issued Shares through Private Placement (as amended) (the **"Notification No. TorJor. 28/2565"**). The **"Market Price"** refers to the weighted average market price of the Company's ordinary shares on the SET over the preceding 15 consecutive business days prior to the date on which the Board of Directors have resolved to propose the matter for the consideration and approval of the Private Placement Transaction by the shareholders' meeting, i.e. 13 November 2024 to 3 December 2024, which is equivalent to THB 0.21 per share (Information from SETSMART at www.setsmart.com).

In this regard, as the Company has accumulated losses as reflected in the audited separate financial statements for the year ended 31 December 2023, and the reviewed separate financial statements for the period ending 30 September 2024, the Company is permitted to set the offering price of newly issued ordinary shares below the par value. However, the Company must comply with Section 52 of the PLC Act and obtain approval from the shareholders' meeting.

However, the Private Placement Transaction is an offering that will constitute a control dilution effect of 25 percent or more, which constitutes a material offering of new shares through private placement pursuant to the Notification No. TorJor. 28/2565. Consequently, the Company is required to obtain approval from the shareholders' meeting with votes of not less than three-fourths of the total votes of the shareholders attending the meeting and being entitled to vote, excluding the votes of interested shareholders. The Company is required to send a notice of the shareholders' meeting at least 14 days prior to the date of the meeting and disclose the same via the information disclosure channel of the SET and procure an opinion from an independent financial advisor for consideration by the shareholders' meeting in relation to the approval of the Private Placement Transaction. In this regard, the Company has appointed OptAsia Capital Company Limited as an independent financial advisor to provide an opinion on such transaction. In this regard, the Private Placement Investors have no relationship with each other that would constitute a concert party or any related parties under Section 258 of the Securities and Exchange Act B.E. 2535 (as amended) (the **"SEC Act"**), which would impose an obligation to submit a tender offer for all



บริษัท เอเทอร์เนล เอเนอร์จี้ จำกัด (มหาชน)

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securities of the Company after the allocation of the newly issued ordinary shares of the Company.

It is proposed to delegate authority to the Board of Directors or Executive Committee or any person(s) designated by the Board of Directors or Executive Committee to consider and undertake any actions that are necessary, relevant to and/or in respect of the capital increase and allocation of newly issued ordinary shares of the Company, including but not limited to the following:

- (1) determining the conditions and details in respect of the allocation of the newly issued ordinary shares, including but not limited to an allocation of newly issued ordinary shares in a single or multiple instances, offering period, subscription, payment of price, and other terms and conditions in relation to such allocation of the newly issued ordinary shares;
- (2) negotiating, agreeing, executing, and amending any agreements and/or documents necessary for and relevant to such capital increase of the Company and allocation of the newly issued ordinary shares of the Company, as well as appointing financial advisors, legal advisors, and/or other service providers related to the capital increase and allocation of newly issued ordinary shares of the Company;
- (3) signing applications, waivers, notices, as well as instruments or any documents relevant to such capital increase of the Company and allocation of the newly issued ordinary shares of the Company, including certifying related documents, contacting, filing and/or accepting documents from officers or representatives of any relevant agencies, as well as listing such newly issued ordinary shares on the SET;
- (4) amending the allocation method of newly issued ordinary shares of the Company, including various documents relating to the allocation of such newly issued ordinary shares; and
- (5) undertaking any other actions necessary, related and/or relevant to such capital increase and allocation of the newly issued ordinary shares of the Company in order to comply with the law and/or relevant regulations.

In addition, the Company shall complete the offering of newly issued ordinary shares under the Private Placement Transaction within the period approved by the shareholders' meeting, but no later than 3



บริษัท เอเทอร์เนล เอเนอร์จี้ จำกัด (มหาชน)

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months from the date of the shareholders' meeting resolution approving the Private Placement Transaction, as specified in the Notification No. TorJor. 28/2565.

In this regard, details of the issuance and allocation of newly issued ordinary shares are set out in **Enclosure 3** Information Memorandum on the Issuance and Offering of Newly Issued Ordinary Shares through Private Placement of Eternal Energy Public Company Limited and **Enclosure 4** Independent Financial Advisor Report regarding the Issuance and Offering of Newly Issued Ordinary Shares of the Company through Private Placement

The Board of Directors has considered (Please see the Opinion of the Board of Directors in item 5 of **Enclosure 3** Information Memorandum on the Issuance and Offering of Newly Issued Ordinary Shares through Private Placement of Eternal Energy Public Company Limited) and deemed it appropriate to enter into the Private Placement Transaction and propose to the shareholders' meeting to consider and approve the allocation of 2,720,000,000 newly issued ordinary shares with par value of THB 1.00 to the Private Placement Investors, namely (1) Mr. Kereepat Supasinprapong, (2) Mr. Phaibool Songpetchmongkol, (3) Mr. Wichit Jiratticharoen, (4) Mr. Jakkrawitr Phatarajinda and (5) Ms. Sukanya Tipmanee, which constitutes a material offering of new shares. In addition, the Board of Directors proposed to delegate authority to the Board of Directors, or the Chairman of the Board, or the Chief Executive Officer, or any person authorized by the Board of Directors, or the Chairman of the Board, or the Chief Executive Officer to execute any necessary actions related to the Private Placement Transaction as detailed above.

The MC provided an opportunity to the meeting to ask questions or express opinions, however, no one asked any question or expressed any opinion.

Therefore, the MC requested that the meeting vote on this agenda item, which required a majority vote of not less than three-fourths of the total votes of the shareholders attending the meeting and being entitled to vote.

Resolution: The meeting resolved to approve the allocation of 2,720,000,000 newly issued ordinary shares with par value of THB 1.00 to the Private Placement Investors, namely (1) Mr. Kereepat Supasinprapong, (2) Mr. Phaibool Songpetchmongkol, (3) Mr. Wichit Jiratticharoen, (4) Mr. Jakkrawitr Phatarajinda and (5) Ms. Sukanya Tipmanee, which constitutes a material offering of new shares. In addition, the Board of Directors proposed to delegate authority to



บริษัท เอเทอร์นัล เอเนอร์จี้ จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

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the Board of Directors, or the Chairman of the Board, or the Chief Executive Officer, or any person authorized by the Board of Directors, or the Chairman of the Board, or the Chief Executive Officer to execute any necessary actions related to the Private Placement Transaction, as proposed above, with the unanimous votes of the shareholders attending the meeting and being entitled to vote, as detailed below:

Resolution	Total votes	Percentage
Approve	1,834,759,705	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Total (32 shareholders)	1,834,759,705	100.0000

Agenda Item No 5: To consider and approve the appointment of an additional director

The Chairman invited the MC to provide details of this agenda to the meeting.

The MC informed the meeting that in order to enhance the effectiveness and efficiency of the Company's corporate governance, the Nomination, Remuneration and Corporate Governance Committee has resolved to propose to the Board of Directors the appointment of an additional director, namely Ms. Chawanporn Niransawasdi, who possesses the necessary knowledge, skills, expertise, and well-recognized work experience, is prepared to dedicate time to perform her duty as a director and is suitably qualified to carry out her role effectively. Additionally, the candidate can provide valuable feedback and recommendations to the Board of Directors and the Company. Furthermore, the candidate nominated as a director meets the required qualifications and has never been penalized, dismissed, or removed from the position due to malfeasance. The candidate has never been sentenced to imprisonment for property-related crimes committed with fraudulent intent. The candidate is not engaged in, nor is a partner or shareholder of, any legal entity that directly competes with the Company's business. In addition, the individual does not have any disqualifying characteristics under the PLC Act, the SEC Act, or any other relevant laws or regulations.

In this regard, after the shareholders' meeting has resolved to appoint additional directors, the Board of Directors will consist of a total of 8 members, as follows:



บริษัท เอเทอร์เนล เอเนจี้ จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

50 อาคารศูนย์วิจัยวิทยาศาสตร์ฟาร์ม 60 พระราม ๙ คณะวิทยาศาสตร์ มหาวิทยาลัยเกษตรศาสตร์

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Name	Position
1. Mr. Panthawat Nakvisut	Chairman of the Board
2. Dr.Worapat Phujaroen	Independent Director
3. Mr. Ekkawit Kaewwichian	Independent Director
4. Gen. Puthawong Yuthanawachapong	Independent Director
5. Mr. Issara Rounsuk-Udom	Director and Chief Executive Officer
6. Ms. Nopparat Sutthilak	Director
7. Mr. Puripat Petchdee	Director
8. Ms. Chawanporn Niransawasdi	Director

In this regard, the brief profile of Ms. Chawanporn Niransawasdi is as follows:

Educational Background	2016 – 2017	Master's Degree, Faculty of Business Management, University of Greenwich
	2012 – 2015	Bachelor's Degree, Faculty of Art, Chulalongkorn University
Work experience over the past 5 years	2024 – Present	Founder and Chief Marketing Officer (CMO) of Check In Plus Co., Ltd.
	2022 – Present	Founder and Owner of ING Corp Co., Ltd.
	2021 – 2022	Marketing Director of Forward Enterprise Co., Ltd.
	2019 – 2020	Marketing Consultant at Leon Mode Co., Ltd.
Ongoing legal dispute	: -None-	
Relationship with shareholders	: Representative of Mr. Kereepat Supasinprapong	

It is proposed to delegate authority to the authorized directors of the Company and/or any duly appointed representative(s) to register the change of director with the Public Limited Companies Registrar, Department of Business Development, Ministry of Commerce. They shall also have the authority to amend or modify the application or any content in the relevant documents, as well as to take any necessary actions related to such procedures, as deemed appropriate, in compliance with applicable laws, regulations, rules,



บริษัท เอเทอร์เนล เอเนจี้ จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

50 อาคารศูนย์วิจัยวิทยาศาสตร์พารามิ 60 พระราม ๙ คณะวิทยาศาสตร์ มหาวิทยาลัยเกษตรศาสตร์

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and interpretations by the relevant government authorities, including any recommendations or instructions from the Registrar or officials.

In this regard, the details of the director candidate are set out in **Enclosure 5** Profile of the Director Candidate.

The Board of Directors, having considered and shared the same view as the Nomination, Compensation and Corporate Governance Committee in all respects, deemed it appropriate to propose the appointment of 1 additional director, namely Ms. Chawanpom Niransawasdi and the delegation of authority to the authorized directors of the Company and/or any duly appointed representatives to undertake all necessary actions related to the change of director as detailed above for consideration and approval.

The MC provided an opportunity to the meeting to ask questions or express opinions, however, no one asked any question or expressed any opinion.

Therefore, the MC requested that the meeting vote on this agenda item, which required a majority vote of the shareholders attending the meeting and casting their votes.

Resolution: The meeting resolved to approve the appointment of an additional director, as proposed above in all respects, with the unanimous votes of the shareholders attending the meeting and casting their votes, as detailed below:

Resolution	Total votes	Percentage
Approve	1,834,759,705	100.0000
Disapprove	0	0.0000
Abstain	0	-
Total (32 shareholders)	1,834,759,705	-

Agenda Item No 6: To consider and approve the change of the Company's name and the amendment of the Company's Memorandum and Articles of Association to be in line with the change of the Company's name

The Chairman invited the MC to provide details of this agenda to the meeting.



บริษัท อีเทอเนล เอ็นเนอจี จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

50 อาคารศูนย์วิจัยวิทยาศาสตร์จุฬารัตน์ 60 พระราม ๙ คณะวิทยาศาสตร์ มหาวิทยาลัยเกษตรศาสตร์

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The MC informed the meeting that the Company would like to change the Company's name and amend the Company's Memorandum and Articles of Association to be in line with the change of the Company's name with the following details:

1. Change of the Company's name

Old

Name in Thai “บริษัท อีเทอเนล เอ็นเนอจี จำกัด (มหาชน)” and name in English “ETERNAL ENERGY PUBLIC COMPANY LIMITED”

New

Name in Thai “บริษัท เทคลีด เอ็นพีเอ็น จำกัด (มหาชน)” and name in English “TECHLEAD NPN PUBLIC COMPANY LIMITED”

2. Amendment of the Company's Memorandum of Association

Old

Clause 1. The name of the Company is “บริษัท อีเทอเนล เอ็นเนอจี จำกัด (มหาชน)” and the English name is “ETERNAL ENERGY PUBLIC COMPANY LIMITED”

New

Clause 1. The name of the Company is “บริษัท เทคลีด เอ็นพีเอ็น จำกัด (มหาชน)” and the English name is “TECHLEAD NPN PUBLIC COMPANY LIMITED”

3. Amendment of the Company's Articles of Association

Existing Articles of Association	Amended Articles of Association
Clause 1. This Articles of Association shall be referred to as the Articles of Association of Eternal Energy Public Company Limited.	Clause 1. This Articles of Association shall be referred to as the Articles of Association of TECHLEAD NPN Public Company Limited.
Clause 2. The term “Company” used herein shall refer to Eternal Energy Public Company Limited, except where specified otherwise herein.	Clause 2. The term “Company” used herein shall refer to TECHLEAD NPN Public Company Limited, except where specified otherwise herein.





บริษัท เอเทอแนล เอเนอร์จี้ จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

50 อาคารศูนย์วิจัยวิทยาศาสตร์พารามิ 60 พระราม ๘ คณะวิทยาศาสตร์ มหาวิทยาลัยเกษตรศาสตร์

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Existing Articles of Association	Amended Articles of Association
<p>Clause 48. The seal of the Company shall be as follows:</p> 	<p>Clause 48. The seal of the Company shall be as follows:</p> 

It is proposed to delegate authority to the authorized directors of the Company and/or any duly appointed representative(s) to register the change of the Company's name and the amendment of the Company's Memorandum and Articles of Association to be in line with the change of the Company's name with the Public Limited Companies Registrar, Department of Business Development, Ministry of Commerce. They shall also have the authority to amend or modify the application or any content in the relevant documents, as well as to take any necessary actions related to such procedures, as deemed appropriate, in compliance with applicable laws, regulations, rules, and interpretations by the relevant government authorities, including any recommendations or instructions from the Registrar or officials.

The Board of Directors has considered and deemed it appropriate to propose the change of the Company's name, the amendment of the Company's Memorandum and Articles of Association to be in line with the change of the Company's name and the delegation of authority to the authorized directors of the Company and/or any duly appointed representatives to undertake all necessary actions related to the change of the Company's name, the amendment of the Company's Memorandum and Articles of Association to be in line with the change of the Company's name as detailed above for consideration and approval.

The MC provided an opportunity to the shareholders to ask questions or express opinions, which can be summarized as follows:

Question Mr. Piyapong Prasatthong, a shareholder, asked about the origination of the Company's new name.



บริษัท อีเทอเนจิล เอเอเอช จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

50 อาคารศูนย์วิจัยวิทยาศาสตร์จุฬารัตน์ 60 พระราม ๑ คณะวิทยาศาสตร์ มหาวิทยาลัยเกษตรศาสตร์

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Answer The Chairman clarified that “Techlead” is derived from the words “technology” and “leader” which, once combined, has the meaning of being a leader in technology, which is in line with the Company’s vision of becoming a leader of technology in Thailand.

Question Mr. Chanonnaphol Chanuhacha, a shareholder, asked about the Company’s new symbol.

Answer The Chairman clarified that the Company is still considering the Company’s new symbol, which will be changed in the future. If there are any changes, the Company will inform the shareholders accordingly.

Therefore, the MC requested that the meeting vote on this agenda item, which required a majority vote of not less than three-fourths of the total votes of the shareholders attending the meeting and being entitled to vote.

Resolution: The meeting resolved to approve the change of the Company’s name and the amendment of the Company’s Memorandum and Articles of Association to be in line with the change of the Company’s name, as proposed above, with the unanimous votes of the shareholders attending the meeting and being entitled to vote, as detailed below:

Resolution	Total votes	Percentage
Approve	1,834,759,705	100.0000
Disapprove	0	0.0000
Abstain	0	-
Total (32 shareholders)	1,834,759,705	-

Agenda Item No 7: To consider any other business (if any)

The MC informed the meeting that, pursuant to Section 105, paragraph two of the PLC Act which specifies that shareholders holding at least one-third of the total shares sold may request the meeting to consider matters other than those specified in the notice of the meeting. However, in the interest of transparency and to protect the rights of shareholders who have already submitted their proxies without being aware of any additional matters proposed for consideration, it is advisable not to add any agenda items for consideration that were not stated in the notice of the meeting for approval or voting by the shareholders.



บริษัท เอทีแอล เอเนอร์จี้ จำกัด (มหาชน)

ETERNAL ENERGY PUBLIC COMPANY LIMITED

50 อาคารศูนย์วิจัยวิทยาศาสตร์ฟาร์ม 60 พรรษา คณะวิทยาศาสตร์ มหาวิทยาลัยเกษตรศาสตร์

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The MC provided an opportunity to the shareholders to ask questions or express opinions, which can be summarized as follows:

Question Mr. Piyapong Prasatthong, a shareholder, asked whether the Company's new business will also consist of being an online distributor for government lottery.

Answer The Chairman clarified that the Company will not conduct such business.

Since there was no other matter for the meeting's consideration and there were no additional questions or comments, the MC invited the Chairman to declare the meeting adjourned.

The Chairman declared the meeting adjourned at 15:20.

Signed.....Signature.....Chairman of the
Meeting

(Mr. Panthawat Nakvisut)
Chairman of the Board of Directors