



บริษัท ตรีนิษฐ์ วัฒนา จำกัด (มหาชน)  
TRINITY WATTHANA PUBLIC COMPANY LIMITED

Ref. Wor Thor. Tor. 023/2025

April 25, 2025

Subject : Resolutions of the 2025 Annual General Meeting of Shareholders

Attention : The President

The Stock Exchange of Thailand

The Annual General Meeting of Shareholders of Trinity Watthana Public Company Limited No. 23, held on April 25, 2025, has passed the following resolutions:

**Agenda 1 Chairman's report**

**Agenda 2 To consider and adopt the minutes of the Annual General Meeting of Shareholders No. 22 on April 25, 2024.**

Resolved It was unanimously resolved that the Meeting approve the minutes of the Annual General Meeting of Shareholders No.22.

Detail of votes were as follows:

Approved	105,027,085	votes	100.00%
Object	0	votes	0.00%
Abstained	0	votes	
Voided ballot	0	votes	

**Agenda 3 To consider and acknowledge the Company's operating results for the year ended 31<sup>st</sup> December, 2024.**

Resolved It was resolved that the Meeting acknowledge the report on the Company's operating results for the year ended 31<sup>st</sup> December 2024.

**Agenda 4 To consider and approve the audited financial statements for the year ended 31<sup>st</sup> December, 2024.**

Resolved It was unanimously resolved that the Meeting approve the audited financial statements for the year ended 31<sup>st</sup> December, 2024.



Detail of votes were as follows:

Approved	105,236,246	votes	100.00%
Object	0	votes	0.00%
Abstained	0	votes	
Voided ballot	0	votes	

**Agenda 5** To consider and approve no appropriation of profit and dividend for the year 2024.

**Agenda 5.1** To approve no appropriation of profit for the year 2024.

Resolved It was unanimously resolved that the Meeting approve no appropriation of profit to legal reserve.

Detail of votes were as follows:

Approved	105,236,246	votes	100.00%
Object	0	votes	0.00%
Abstained	0	votes	
Voided ballot	0	votes	

**Agenda 5.2** To consider and approve no dividend payment for the year 2024

Resolved It was unanimously resolved that the Meeting approve no dividend payment for the year 2024.

Detail of votes were as follows:

Approved	105,236,246	votes	100.00%
Object	0	votes	0.00%
Abstained	0	votes	
Voided ballot	0	votes	

**Agenda 6** To consider and approve an additional director and appoint new directors to replace the retiring directors.



**Agenda 6.1 To consider and appoint new directors to replace the retiring directors**

Resolved The voting for each nominated director was summarized as follows:

No.	Name List	Approved (no. of votes, %)	Disapproved (no. of votes, %)	Abstained (no. of votes)	Voided Ballot (no. of votes)
1	Mr. Kanawuthi Wattanadhirach	105,236,246 (100.00%)	0 (0.00%)	0	0
2	Mr. Udomsak Rojviboonchai	105,236,246 (100.00%)	0 (0.00%)	0	0
3	Mr. Narong Thareratanavibool	105,236,246 (100.00%)	0 (0.00%)	0	0
4	Mr. Noppadol Pinsupa	105,236,246 (100.00%)	0 (0.00%)	0	0

It was unanimously resolved that the Meeting re-elect Mr. Kanawuthi Wattanadhirach and Mr. Udomsak Rojviboonchai to become the Company's directors for another term and also appoint 2 new directors namely Mr. Narong Thareratanavibool and Mr. Noppadol Pinsupa to replace the 2 retired directors. Mr. Udomsak Rojviboonchai and Mr. Noppadol Pinsupa are also qualified as independent directors according to the company's definition of Independent Director.

**Agenda 6.2 To consider and approve an additional director**

Resolved It was unanimously resolved that the Meeting approve an additional director and appoint Mr. Natthaphasin Chetudomlap as a new director.

Detail of votes were as follows:

Approved	105,236,246	votes	100.00%
Object	0	votes	0.00%
Abstained	0	votes	
Voided ballot	0	votes	



**Agenda 7 To consider and approve the directors' remuneration**

Resolved

- 1) To acknowledge no extra remuneration for the year 2024

The Meeting acknowledged no extra remuneration for the year 2024

- 2) To approve the director remuneration for the year 2025

It was unanimously resolved that the Meeting approve director remuneration for the year 2025 totaling of Baht 18,000,000, dividing into meeting allowance of Baht 5,500,000 per annum and extra remuneration not over Baht 12,500,000 which will be considered and allocated by the board of directors.

Detail of votes were as follows:

Approved	105,236,246	votes	100.00%
Object	0	votes	0.00%
Abstained	0	Votes	0.00%
Voided ballot	0	Votes	0.00%

**Agenda 8 To consider and appoint the Company's auditor and approve audit fee for the year 2025.**

Resolved

It was unanimously resolved that the Meeting appoint Deloitte Touche Tohmatsu Jaiyos Company Limited namely:

- 1) Khun Darunee Chandra C.P.A. Registration No. 8625 or
- 2) Khun Wonlop Vilaivaravit C.P.A. Registration No. 6797 or
- 3) Khun Chavala Tienpasertkij C.P.A. Registration No. 4301 or
- 4) Khun Wilasinee Krishnamra C.P.A. Registration No. 7098

as the auditor for the year 2025 and approve the audit fee for the Company at Baht 1,200,000, with the aggregate audit fee for the Company and its subsidiaries at Baht 3,010,000.



Detail of votes were as follows:

Approved	105,236,246	votes	100.00%
Object	0	votes	0.00%
Abstained	0	votes	
Voided ballot	0	votes	

- Agenda 9** To consider and approve the reduction of the Company's registered capital by cancelling the authorized but unissued shares, as well as, the amendment to Clause 4 of the Company's Memorandum of Association so as to reflect the reduction of the registered capital.

Resolved It was unanimously resolved that the Meeting approve the reduction of the Company's registered capital by cancelling the unissued ordinary shares in total of 111,838,345 shares as proposed and the amendment to Clause 4 of the Company's Memorandum of Association to reflect the capital reduction, as well as the authorization of the Board of Directors to proceed in accordance with the details proposed.

Detail of votes were as follows:

Approved	105,236,246	votes	100.00%
Object	0	votes	0.00%
Abstained	0	Votes	0.00%
Voided ballot	0	Votes	

- Agenda 10** To consider and approve the offsetting the accumulated losses by transferring the statutory reserve.

Resolved It was unanimously resolved that the Meeting approve the transfer of legal reserve in the amount of THB 86,584,138 to offset the accumulated losses as proposed.



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TRINITY WATTHANA PUBLIC COMPANY LIMITED

Detail of votes were as follows:

Approved	105,236,246	votes	100.00%
Object	0	votes	0.00%
Abstained	0	Votes	
Voided ballot	0	Votes	

- Agenda 11** To consider and approve the issue and offering of warrants representing the right to purchase the newly issued ordinary shares (TNITY-W2) to the existing shareholders proportionate to their respective shareholdings (Right Offering).

Resolved It was unanimously resolved that the Meeting approve the issuance and offering of 53,601,211 units of warrants to purchase ordinary shares (TNITY-W2), to be allocated to the existing shareholders of the Company in proportion to their shareholding without charge, and the authorization of the Chairman or the Chief Executive Officer to take any actions necessary in accordance with the details proposed.

Detail of votes were as follows:

Approved	105,236,246	votes	100.00%
Object	0	votes	0.00%
Abstained	0	Votes	0.00%
Voided ballot	0	Votes	

- Agenda 12** To consider and approve the increase in registered capital to support the issuance of warrants.

Resolved It was unanimously resolved that the Meeting approve the increase of the Company's registered capital by 53,601,211 shares as proposed.



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Detail of votes were as follows:

Approved	105,236,246	votes	100.00%
Object	0	votes	0.00%
Abstained	0	Votes	0.00%
Voided ballot	0	Votes	

**Agenda 13 To consider and approve the company's capital increase plan under the General Mandate for a private placement offering.**

Resolved It was unanimously resolved that the Meeting approve the plan to increase the Company's registered capital under a General Mandate for private placement offering to specific investors with a total amount not exceeding THB 107,202,420 by issuing newly issued ordinary shares of up to 21,440,484 shares with a par value of THB 5.00 per share and authorize the Board of Directors or a person designated by the Board of Directors to determine the objectives, offering period, offering price, as well as other relevant details and conditions as proposed.

Detail of votes were as follows:

Approved	105,236,246	votes	100.00%
Object	0	votes	0.00%
Abstained	0	Votes	0.00%
Voided ballot	0	Votes	

**Agenda 14 To consider and approve the increase of the Company's registered capital and the amendment to Clause 4 of the Company's Memorandum of Association so as to reflect the increase of the registered capital.**

Resolved It was unanimously resolved that the Meeting approve the increase of the Company's registered capital for an additional amount of THB 375,208,475 to the new registered capital of THB 1,447,232,705 by issuing 75,041,695 new ordinary shares at the par value of THB 5.00 per share, the amendment of Clause 4 of the Company's Memorandum of Association to be consistent with any actions necessary in accordance with the details proposed, as well as



authorized the Board of Directors to proceed in accordance with the details proposed.

Detail of votes were as follows:

Approved	105,236,246	votes	100.00%
Object	0	votes	0.00%
Abstained	0	Votes	0.00%
Voided ballot	0	Votes	

**Agenda 15 To consider and approve the allocation of the Company's new ordinary shares.**

Resolved It was unanimously resolved that the Meeting approve the allocation of 75,041,695 newly issued shares and authorize the Board of Directors to take any necessary actions in accordance with the details proposed.

Detail of votes were as follows:

Approved	105,236,246	votes	100.00%
Object	0	votes	0.00%
Abstained	0	Votes	
Voided ballot	0	Votes	

**Agenda 16 To consider and approve of the amendment of the Company's objectives (Clause 2) and the amendment of Clause 3 of the Memorandum of Association of the Company.**

Resolved It was unanimously resolved that the Meeting approve the amendment to the Company's objectives under Clause 2 and the amendment of Clause 3 of the Company's Memorandum of Association (Objectives) to include the objectives of mortgage, sale with right of redemption, lending, pledging and creating any encumbrances on rights or assets, whether movable or immovable property as well as any other assets, as well as authorize the Board of Directors to proceed in accordance with the details proposed.



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Detail of votes were as follows:

Approved	105,236,246	votes	100.00%
Object	0	votes	0.00%
Abstained	0	Votes	0.00%
Voided ballot	0	Votes	

Yours faithfully,

Dr. Visit Ongpipattanakul  
Director and Chief Executive Officer