

**Minutes of Annual General Meeting of Shareholders for the Year 2023**  
**M Vision Public Company Limited**

**Date, Time, and Meeting Venue**

The Annual General Meeting of Shareholders for the year 2023 of M Vision Public Company Limited (the “Company”) was held on April 25, 2023, at 14.00 hrs. at the Seminar room, 12<sup>th</sup> floor, The Sittipol 1919 Company Limited, No. 999 Rama 3 Road, Bangphongphang, Yannawa, Bangkok 10120.

**Meeting Commencement**

Miss Boonyanuch Woottiganjanakul, who was assigned by Mr. Thanong Leeissaranukul, the Chairman of the Board of Directors, to act as the moderator (the “Moderator”) welcomed all attendees to the Annual General Shareholders Meeting of Shareholders for the year 2023 of the Company (the “Meeting”), and informed the Meeting that due to the current situation of the coronavirus (COVID-19), the Company has sent the measures and guideline for attending the Meeting with the Invitation Letter and published through the Stock Exchange of Thailand and the Company’s website. In this Meeting, the Company will collect, use, and disclose personal information, including images, audio, and video footage of all attendees, for the purpose of recording and preparing meeting reports, managing the meeting, and other related purposes. Shareholders can refer to the Company’s privacy notice, which is attached to the meeting invitation letter and available on the Company’s website, for further details on personal data protection.

Then, the Moderator introduced the directors, auditor, and legal advisors who attend the Meeting as follows.

**9 Directors present at the Meeting**

- |                                 |   |
|---------------------------------|---|
| 1. Mr. Thanong Leeissaranukul   | Chairman of the Board of Directors, Chairman of the Nomination and Remuneration Committee, and Independent Director   |
| 2. Asst. Prof. Orathai Wanitdee | Chairman of the Audit Committee, Chairman of the Risk Management Committee, Member of the Nomination and Remuneration Committee, and Independent Director               |
| 3. Mr. Nattakrit Thewphaingarm  | Director, Member of the Audit Committee, and Independent Director   |
| 4. Mr. Kongpan Pramoj           | Director, Member of the Audit Committee, and Independent Director   |
| 5. Mr. Opas Cherdpunt           | Director, Chairman of the Executive Director, Member of the Risk Management Committee, Member of the Nomination and Remuneration Committee, and Chief Executive Officer |
| 6. Mr. Teerawat Suwannapinij    | Executive Director, Chief Information Officer   |
| 7. Mr. Tharathorn Yuangbhandith | Executive Director, Chief Operating Officer   |
| 8. Miss Prapimpan Lertsirisin   | Executive Director, Chief Marketing Officer   |
| 9. Miss Apsorn Wilartsakdanon   | Executive Director, Member of the Risk Management Committee, Member of the Nomination and Remuneration Committee, Chief Financial Officer, and Company Secretary        |

The Board of Directors consists of 9 directors. There are 9 directors attending the meeting from 9 directors in total, representing 100% of the members of the Board.

**Auditor of Karin Audit Company Limited**

1. Mr. Komin Linphrachaya

**Legal Advisors from Dherakupt International Law Office Limited**

1. Mr. Numpol Thonguthaisri
2. Ms. Tanyachanoke Ratchatasombat

The Moderator informed the Meeting that at 14.10 hours, there were 12 shareholders attending the Meeting in person, representing 47,632,137 shares, and 19 shareholders attending the Meeting by proxies, representing 95,507,959 shares. Therefore, there were a total of 31 shareholders present, holding an aggregate of 143,140,096 shares, representing 46.51 percent of the total 307,789,241 outstanding shares of the Company. Thus, the quorum was attained pursuant to the law and the Company's Articles of Association.

Thereafter, the Moderator informed the Meeting that the Company has proceeded to send out the invitation to the Meeting and informed the shareholders of the information regarding the Meeting via 3 channels as follows:

1. The Company sent out the invitation to the Meeting to all shareholders via a post on March 31, 2023;
2. The Company posted the invitation to the Meeting in CPD News newspaper on April 19, 20, and 21, 2023; and
3. The Company posted the details of this Meeting on the Company's website and gave the opportunity to the shareholders to propose a question in advance on March 27, 2023

In compliance with the Good Corporate Governance, the Company invited shareholders to propose the agendas for the Meeting and/or nominate candidates for directorship from November 10, 2022, to January 27, 2023, which the Company has uploaded the criteria and procedure on the Company's website and notified the Stock Exchange of Thailand. However, after the said period, no shareholder proposed agenda for the Meeting and nominated a candidate for the Company's directorship.

In this regard, the Moderator informed the Meeting of the voting mechanism which is set as a guideline for the Annual General Meeting of companies listed on the Stock Exchange of Thailand as follows:

1. For voting in each agenda, a shareholder who attends the Meeting in person or by proxy shall have the right to cast a vote in accordance with the number of shares they hold or the number of shares granted to the proxy, where one (1) share was equivalent to one (1) vote, whereby a vote shall be indivisible. Any shareholder who had a special interest in any matter would not be entitled to vote on such matter, except the agenda for the election of Directors.

The shareholder shall not split his/her shares to different proxies to vote separately. The shareholder shall assign proxies equal to the number of share his/her holds, and shall not assign proxies for only a portion of his/her shares, except in the case of a Custodian for which a foreign investor has appointed the custodian to be a share keeper according to Proxy Form C.

2. The Company's registration staff shall print out the ballot for the following cases
  - (1) The shareholder personally attending the Meeting
  - (2) The proxies, in the case that the shareholder has authorized their proxies to vote on his/her behalf in the specified agendas.

In the case of Proxy Form B. and Proxy Form C., where the shareholder has already specified his/her

voting intention, the Company's registration staff will not print a ballot card. The Company has included the votes of the shareholder in each agenda according to the aforementioned mechanism.

3. Prior to voting on each agenda item, the Chairman will give the shareholders and proxies the opportunity to make their comments and inquiries about such agenda item. The shareholders or proxies should submit their comments and/or question in writing by providing their name and surname, and identifying the status as attending (a shareholder or by proxy), and pass the paper to the staff as mentioned earlier.

4. For the counting of votes on each agenda, the Company will use the barcode counting system. For convenience and time-saving for the shareholders and proxies, the Company will count the vote based on approval votes. For the casting vote on each agenda, the Company will only collect the ballot from the shareholders or proxies who vote to disapprove or abstain. The disapproved vote and abstain vote would be counted and deducted from all eligible votes at the Meeting of which the remaining would be counted as in favor vote, except the agenda for the election of Directors, the Company will collect all voting cards, i.e., "disagree", "abstain" and "agree" respectively. For agendas other than the agenda for the election of Directors, those who wish to vote to agree, please mark in the agree box on the ballot card and return all the ballot cards to the Company's registration staff after the Meeting is adjourned. The Company will collect all the ballot cards after the Meeting is adjourned for transparency and to use as evidence, but it will not affect the already announce vote results.

5. The voting can be done by selecting "agree", "disagree", or "abstain by marking (x) in the "agree", "disagree", or "abstain" box and signing the ballot card with a pen on each vote cast.

6. The ballot in the following format shall be considered invalid

(1) A ballot with marks in more than one box; and

(2) A ballot with a vote that has been crossed out without a signature affixed

If the shareholder would like to amend the vote, please cross out the original and sign it every time.

7. If the shareholders or proxies wish to leave the Meeting before the closing of the Meeting and also wish to cast their vote in the remaining agendas, the Company asked that such shareholders or proxies return the signed ballot to the officer before leaving the meeting room so that the Company can record such vote.

8. The voting result of each agenda will be announced after the calculation is completed. The result shall be a combination of the votes from the shareholders personally attending the Meeting and the proxies who are authorized to vote on behalf of the shareholders, including the cases where the shareholders already cast their vote beforehand through the proxies.

The votes cast through the proxies are already recorded at the registration time for counting.

9. One (1) share shall be equivalent to one (1) vote. In the case that the vote comes to a tie, the Chairman shall have another vote as the casting vote.

10. The announcement of the vote results will indicate the votes for agree, disagree, and abstain. The system will use the latest number of shares held by shareholders participating in the Meeting. When the voting system processes the voting result in each agenda, the system cannot be modified for transparency. If the vote counting for any agenda takes longer than usual, the Company will promptly proceed to the next agenda. As soon as the result of the previous agenda is available, the Company will announce it to the Meeting immediately.

In addition, the Moderator informed the Meeting that for the transparency of vote counting, the Company has invited one (1) representative from the legal advisors and one (1) representative from the shareholders, to act as an observer and witness to the vote counting. However, none of the shareholders nominated themselves as observers.

The Moderator informed that the shareholders or proxies who wish to vote on the ballot card must sign with a pen. Additionally, for those who have an inquiry, they shall provide their name, surname, and status as a shareholder or proxy before asking questions for the benefit of the Meeting recording.

In this regard, the Moderator informed the Meeting that there are 9 agendas for this Meeting. The required approval for each agenda is as follows:

1. Agenda 1, 3, 4, 5, and 6 required a majority vote of the total votes of the shareholders who attend the Meeting and cast their vote. Any abstention vote shall not be counted as the base for counting votes.

2. Agenda 2 was reported for acknowledgment; the resolution was not required.

3. Agenda 7 required a special vote of no less than two-thirds (2/3) of the total votes of shareholders who attend the Meeting.

4. Agenda 8 required a special vote of no less than three-fourths (3/4) of the total votes of shareholders who attend the Meeting and were eligible to vote.

In agenda 6, to consider and approve the appointment of directors to replace the directors retired by rotation, the shareholders shall vote individually for each director.

Then, the Moderator informed the Meeting that according to the Articles of Association of the Company, the Chairman of the Board of Directors shall act as the chairman of the Meeting. The Moderator then invited Mr. Thanong Leeissaranukul, Chairman of the Board of Directors to act as the chairman of the Meeting (the “Chairman”) and to declare the Meeting open and proceed to conduct the Meeting in line with the agenda item specified in the Invitation Letter.

The Chairman declared the duly meeting convened and assigned the Moderator to report the matters in accordance with the agenda item specified in the Invitation Letter.

**Agenda 1      To consider certifying the minutes of the Annual General Meeting of Shareholders for the year 2022**

The Chairman assigned the Moderator to report the details of this agenda to the Meeting.

The Moderator informed the Meeting that this agenda was to consider certifying the minutes of the Annual General Meeting of Shareholders for the year 2022 which was held through the electronic meeting (E-EGM) on April 29, 2022, in accordance with the Emergency Decree on Electronic Meeting B.E. 2563, to consider matters according to the agenda specified in the invitation. The minutes of the meeting were prepared and submitted to the Stock Exchange of Thailand and the Department of Business Development, Ministry of Commerce, in accordance with the period specified by the relevant laws, as well as published the said minutes on the Company’s website, [www.mvisioncorp.com](http://www.mvisioncorp.com). Details of which were as shown in the copy of the minutes enclosed with the invitation to this Meeting as Enclosure 1.

The Board of Directors deemed that the minutes of the Annual General Meeting of Shareholders was accurately recorded, and it was appropriately approved to propose the Annual General Meeting of Shareholders for the year 2023 to consider and certify the Minutes of the Annual General Meeting of Shareholders.

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. However, no opinion or inquiry was made.

The Moderator then proposed the Meeting to consider certifying the minutes of the Annual General Meeting of Shareholders. In this regard, this agenda required a majority vote of the shareholders who attended the Meeting and casted their votes (excluding abstentions).

**Resolution:** The Meeting certified the minutes of the Annual General Meeting of Shareholders for the year 2022, which was held on April 29, 2022. The resolution was approved by a majority vote of the total votes of the shareholders who attended the Meeting and casted their votes (excluding abstentions), where the voting results were as follows:

Approved	143,140,096	votes,	Equivalent to	100.0000	%
Disapproved	0	votes,	Equivalent to	0.0000	%
Abstained	0	votes,	Not being counted as a vote		
Voided ballots	0	votes,	Not being counted as a vote		
<b>Total</b>	<b>143,140,096</b>	<b>votes,</b>	<b>Equivalent to</b>	<b>100.0000</b>	<b>%</b>

**Agenda 2 To acknowledge the 2022 Company’s operating result for the year ended December 31, 2022**

The Chairman assigned the Moderator to report the details of this agenda to the Meeting.

The Moderator informed the Meeting that the Company had summarized the Company’s operating results and significant development which occurred in the fiscal year 2022, the details of which appear in the 2022 Annual Registration Statement/Annual Report (Form 56-1 One Report), which can be downloaded from the QR Code as enclosed together with this Meeting invitation letter in Enclosure 2, which was prepared in accordance with the regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand.

The Moderator informed the Meeting regarding the Company’s commitment to conduct business with integrity and fairness by placing importance on business operations and social responsibility and all stakeholders in accordance with professional ethics, good morality, and ethics principle, Good Corporate Governance, relevant laws and regulations of both public and private sectors, and the Company’s code of conduct. The Company has implemented an anti-corruption policy with a written guideline to prevent corruption and disclose it to the public through the Company’s website to ensure that the decision and operation with risks of corruption will be carefully considered and performed.

The Chairman informed the Meeting that the Company desired to attend the Collective Action Coalition Against Corruption (CAC). The Company is currently looking into the criteria to ratify and doing a self-assessment for approval.

The Chairman invited Mr. Opas Cherdpunt, Chief Executive Officer, and Ms. Apsorn Wilartsakdanon, Chief Financial Officer, to report the Company’s operating result for the year 2022 and business plan for the year 2023 and the near future to the Meeting.

Mr. Opas Cherdpunt reported the Meeting regarding the Company's structure which consists of Idolmaster Co., Ltd., Ideal Blockchain Event Organizer Co., Ltd., MR Connex Co., Ltd., and Multi Technology Expert Co., Ltd.

Ideal Blockchain Event Organizer Co., Ltd. ("IBEO") organized the TECH Investment Show which was the first event organized by the Company in the form of an expo seminar and received a good response from foreigners beyond the Company expected. IBEO also engages in many other businesses, including influencer marketing services with a focus on a foreigner. According to the roadmap of 2023, from May to September, the event will be mainly technology that will also include affiliates in Malaysia and Cambodia. In Q4 of 2023, the Company will hold the EV EXPO event whereby the latest event was held on February 2023 and received a very good response. The EV EXPO can relate well to Mobile EXPO, as it focuses on technology and electric car. As a result, the Company plans to have IBEO provide more electric car events. There will be an event in Cambodia in November 2023 in which the majority of shareholders of the Company reside in Cambodia and support the Company to operate the business in Cambodia. The upcoming EV EXPO event aims to invite more foreigners, especially from China and Europe in order to provide more information on the electric car, platform, and software. Additionally, the Company will invite mobile developers to consider new avenues from the car market, as the current mobile market is becoming saturated.

Idolmaster Co., Ltd. previously arranged the IDOL Expo but had to suspend it due to COVID-19. However, the Company has resumed its operation to provide such Expo as a management agency. The IDOL Expo had been successful prior to the COVID-19 pandemic, however, many talented artists faced difficulties in achieving success during COVID-19. Therefore, the Company held an audition and formed a new band called Dreamer. This band is an asset of the Company. The band consists of 7 members and is set to debut in Q3 of 2023 with plans for a music video release for their debut song. Additionally, the artists can support the Company by being a producer of content for casting games or technology-related projects that aligned with the Company's target. In addition, in Q4 of 2023, the band will release its second song.

Many companies listed in the Stock Exchange of Thailand have reported low turnover due to their mining operations being located in Thailand, where the cost of electricity is high, while the Company's mine is located in Laos. The contract is valid for 3 years because the Company utilizes a profit-sharing model. Laos has lower electricity rates compared to Thailand, providing a benefit to the Company. Previously, the mining operation received 0.5-0.6 BTC, but now it receives 0.9 BTC due to other providers closing their machines as a result of high electricity bills.

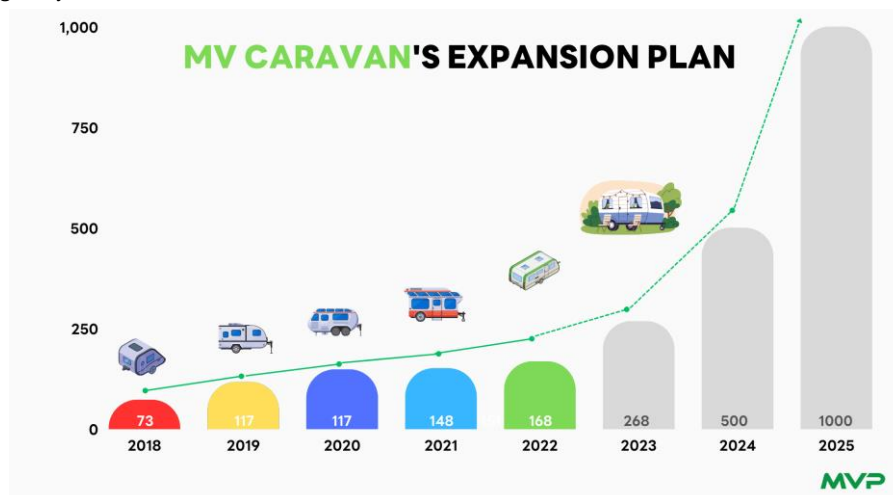
EV EXPO is an important event for several reasons. Firstly, the venue for this event is larger than Mobile EXPO and tends to be bigger in the future. The EV EXPO will have a greater impact on the automobile market as the import tax for electric cars is currently at 0%. The event is scheduled to be held in October 2023 and many foreigners will attend. Moreover, the TECH Investment Show will have a specific focus on alternative energy, such as solar cells or electric cars.

In the case of a lawsuit, the party is JD Central. JD Central has announced the closure of its business and the court seized its money, so there is no effect on the Company. Currently, the Company is waiting for further decisions from the court.

The Company is planning to launch the Haier run event at Suan Siam and Highkick event. The Highkick event will involve a high-kick performance, with a reward of Baht 1,000,000 for the winner. The participants will be required to upload their clips on Youtube and Tiktok and the real racing will take place in Thailand. Mr. Tony Jaa is a sponsor for this event.

EV Grand Prix event will be held at Speedway in Pathum Thani Province on June 24 - 25, 2023, but there may be some changes in the future. This event will be the first electric car racing event. The Company plans to invite EV entrepreneurs from China to provide EV cars for the customers participating in the event.

Mr. Opas Cherdpunt informed the Meeting that the Company is planning to issue and offer debentures because the Company believes that the travel industry will rebound. The income will come from ticket service, car rentals, camping, and boat rentals due to the event will be held close to the sea. The Company is required to be van and caravan management due to the need to rent other people's land. The Company believes that the Company can be a movable convention hall. The Company will place recreational vehicles on other people's land for sharing revenue with such landlords. In 2022, the Company owns 168 caravans and there are around 20-30 caravans from the partners which engaged the Company to manage their caravans. The reason that the Company is required to issue and offer the debentures is to have 1,000 caravans sufficient for using in a large event in order to generate income to the break-even point of organizing concerts or music festivals and achieve its growth target by 2025.

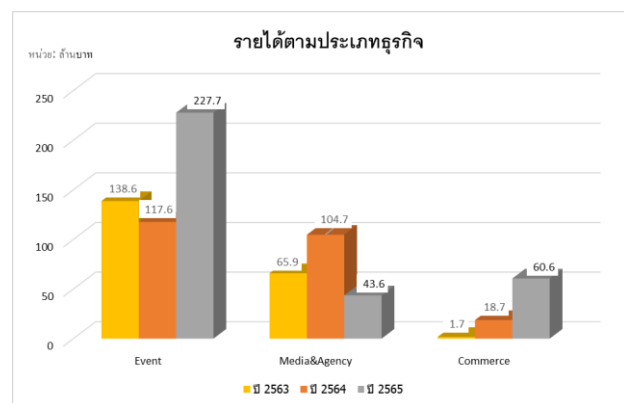
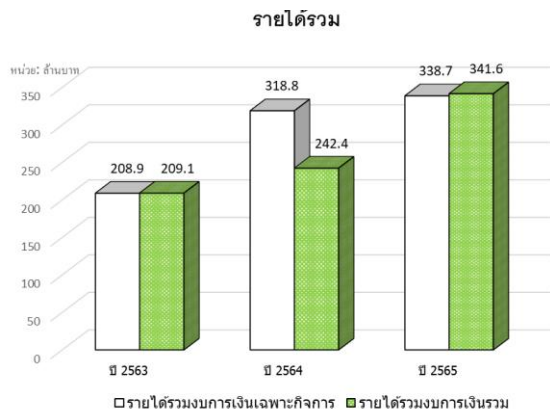


Thereafter, Ms. Apsorn Wilartsakdanon informed the Meeting that the Company is planning to invest in 150 caravans and hold beach music festivals 4 times a month. The income per caravan per time is expected to be Baht 250,000, whereby the land rental fee will be Baht 400,000. The Company will sell tickets, food, and beverages with a margin of 20%, which normally will be higher. The initial investment for purchasing caravans and improving the location will be Baht 250,000,000. The Company expects an annual income of Baht 250,000,000. The cost is estimated to be 50%, equivalent to Baht 125,000,000, then the profit before depreciation will be Baht 125,000,000. The car depreciation will be Baht 36,000,000, deducted by the interest of Baht 7,000,000 per year, then, the net profit will be Baht 72,000,000. The Company expects the return on investment within 3 years.

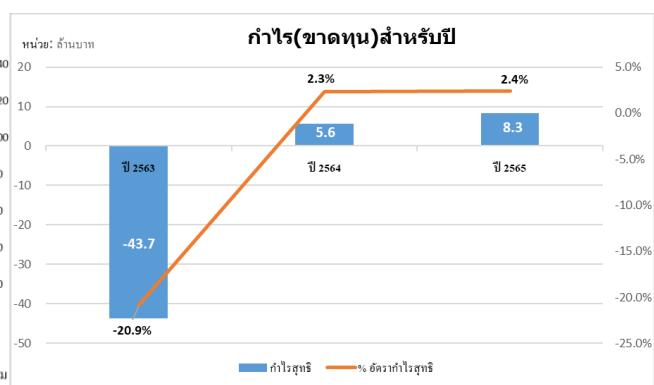
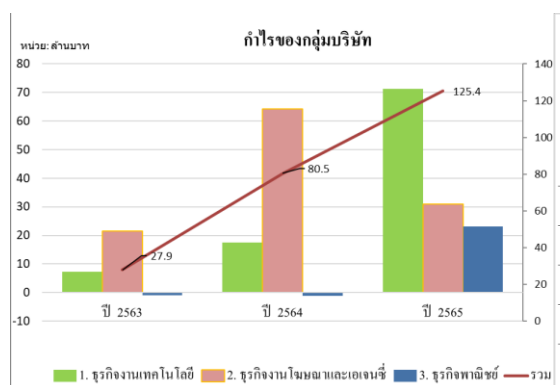
Ms. Apsorn Wilartsakdanon reported the Company's business results for the year 2022 that the Company organized the Mobile Expo in 2022 after the easing of COVID-19. The income of the 2022 Separate

Financial Statements was Baht 338.7 million and the Consolidated Financial Statement was Baht 341.6 million. The income of each segment is as follows:

- (1) Event and Technology Segments comprising of organizing events are Mobile EXPO and Crypto EXPO which are the majority income of the Company. The income of 2022 was Baht 227.7 million, equivalent to 68%.
- (2) Media & Agency Segment comprising of online and offline advertising media. The income in 2022 was Baht 43.6 million, equivalent to 13%.
- (3) Commerce Segment comprising of sale of goods and trading business with an increase in sales of MVP Coin and Bitcoin in 2022. The income in 2022 was Baht 60.6 million, equivalent to 18%.

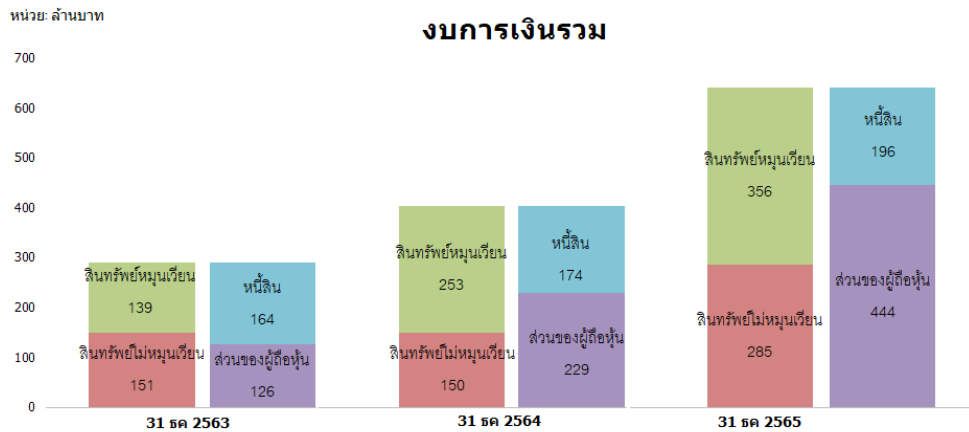


The gross profit of the year 2022 was mainly generated from the Event and Technology due to the investment during the COVID-19 period which allowed the Company to resume organizing events after COVID-19, in which some costs were eliminated, together with the profit from Bitcoin Mining. In the year 2022, the Company issued and offered the newly issued ordinary shares by way of Private placement in the amount of Baht 189 million for operating Bitcoin Mining. The net profit for the year 2022 is Baht 8.3 million.



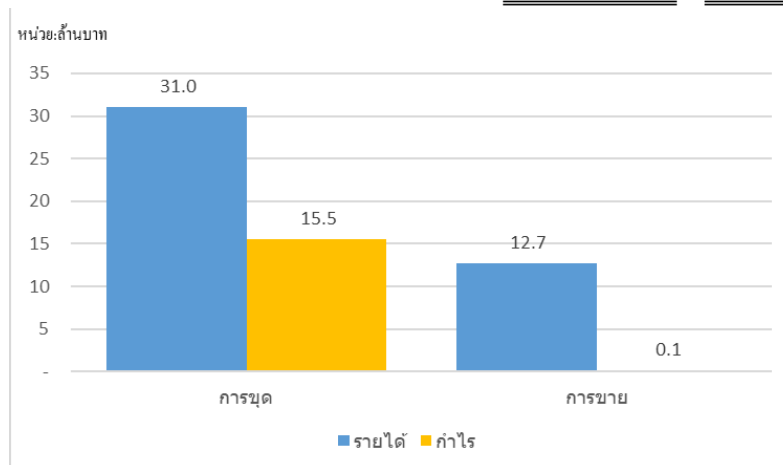
The asset and the liabilities and shareholders' equity grew significantly. The main increase in current assets were the account receivables and inventories. The increase in the account receivables was caused by the impact of COVID-19 that the customers postponed the payment. However, the Company is following up with each debtor to pay debts. The increase in the inventories is due to the increase of MVP Coin and Bitcoin. The increase in non-current assets was caravans, the Company has 168 caravans as of the end of December 2022. The increased shareholders' equity was due to the private placement and exercise of the rights to convert warrant MVP-W1.





Bitcoin mining has started to have income since May 2022. In 2022, the Company received 21 BTC, equivalent to Baht 31.0 million, and also sold 15 BTC, equivalent to Baht 12.7 million. Although the price experienced a decrease last year, the price tends to increase. As a result, the Company expects an increased profit from mining in 2023.

	เหรียญบิตคอยน์ (หน่วย:เหรียญ)	จำนวนเงิน (หน่วย:บาท)
ยอดยกมา	-	-
ได้รับมาระหว่างงวด	21,293,123,56	15,990,250
จำหน่ายเหรียญดิจิทัล	(15,543,711,61)	(12,523,919)
<b>ยอดคงเหลือ</b>	<b>5,749,411,95</b>	<b>3,466,331</b>



Mr. Opas Cherdpunt informed the Meeting that MVP Coin is related to the issuance and offering of debentures and the purchase of additional caravans as the caravans are fundamental to MVP Coin which will affect the coin's price. The coins are used to organize the events. Both coins have been approved by the Stock Exchange of Thailand. The Company has always consulted with the Stock Exchange of Thailand regarding these matters.

The Board of Directors deemed it appropriate to propose the 2022 Company's operating result for the year ended December 31, 2022, to the Meeting for acknowledgment.

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. However, no opinion or inquiry was made.

The Moderator informed the Meeting that this agenda was reported for acknowledgment and the resolution was not required then it was concluded that the Meeting hereby acknowledged the 2022 Company's operating result for the year ended December 31, 2022.

**Agenda 3      To consider approving the Company and its subsidiaries' financial statements for the accounting period ended December 31, 2022**

The Chairman assigned the Moderator to report the details of this agenda to the Meeting.

The Moderator informed the Meeting that in compliance with the Public Companies Limited Act B.E.2535, Section 112, and the Company's Articles of Association, Articles 44, stipulating that the Company shall arrange for the preparation of the balance sheet and the profit and loss statements at the end of the Company's accounting period, and have them audited by the Certified Public Accountant before submitting the same to the Annual General Meeting of Shareholders for approval.

The Company had correctly and completely prepared the financial statements of the Company and its subsidiaries for the accounting period ended December 31, 2022, in accordance with general accounting standards, which had been audited and certified by the Certified Public Accountant, and reviewed by the Audit Committee and by the Board of Directors. Details of which are as shown in the 2022 Annual Registration Statement/Annual Report (Form 56-1 One Report) Section "Financial Statements"), which can be downloaded from the QR Code as enclosed together with this meeting invitation letter in Enclosure 2.

The annual financial statements of the Company and its subsidiaries for the year ended December 31, 2022, present fairly, in material respects, in accordance with Thai Financial Reporting Standards (TFRSs), which have been audited and signed by the certified auditor who expressed qualified opinions to the financial statements of the Company and its subsidiaries for the year ended December 31, 2022, due to the limitation by circumstances in verifying the accuracy of the accounts in relation to the Company's investment in the digital Assets Bitcoin Mining Machines in Lao People's Democratic Republic, and reviewed by the Audit Committee and the Board of Directors.

The summary of the financial statements of the Company and its subsidiaries for the year ended December 31, 2022, are as follows:

The total assets were Baht 641,000,000, the total liabilities were Baht 196,000,000, the shareholders' equity was Baht 444,000,000, the total revenue was Baht 342,000,000, the profit for the year was Baht 8,000,000, and earnings per share was Baht 0.03 per share.

The Board of Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to consider approving the Company and its subsidiaries' s financial statements for the accounting period ended December 31, 2022, which were audited by the Certified Public Accountants who expressed qualified opinions

due to a scope limitation and an emphasis of matter and reviewed by the Audit Committee and the Board of Directors.

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. However, no opinion or inquiry was made.

The Moderator then proposed the Meeting to consider approving the Company and its subsidiaries' financial statements for the accounting period ended December 31, 2022. In this regard, this agenda required a majority vote of the shareholders who attended the Meeting and casted their votes (excluding abstentions).

**Resolution:** The Meeting approved the Company and its subsidiaries' financial statements for the accounting period ended December 31, 2022. The resolution was approved by a majority vote of the total votes of shareholders who attended the Meeting and casted their votes (excluding abstentions), where the voting results were as follows:

Approved	143,140,096	votes,	Equivalent to	100.0000	%
Disapproved	0	votes,	Equivalent to	0.0000	%
Abstained	0	votes,	Not being counted as a vote		
Voided ballots	0	votes,	Not being counted as a vote		
<b>Total</b>	<b>143,140,096</b>	<b>votes,</b>	<b>Equivalent to</b>	<b>100.0000</b>	<b>%</b>

**Agenda 4** To consider approving the omission of the appropriation of income as a legal reserve and the omission of dividend payment for the year 2022

The Chairman assigned the Moderator to report the details of this agenda to the Meeting.

The Moderator informed the Meeting that in compliance with the Public Companies Limited Act B.E. 2535, Section 116, and the Company's Articles of Association, Article 47, stipulates that the Company is required to allocate not less than five (5) percent of the annual net profit as a legal reserve, less the accumulated losses carried forward (if any), until the legal reserve reaches the amount not less than ten (10) percent of the registered capital and in compliance with the Public Companies Limited Act B.E. 2535, Section 115, and the Company's Articles of Association, Article 46, stipulates that no dividend shall be paid out of funds other than profit. In the case where the company still sustains an accumulated loss, no dividend shall be paid.

The Company has its dividend payment policy to be not lower than 40 percent of its net profit after corporate income tax and legal reserves, provided that such dividend payment does not significantly affect the Company's normal course of operation. In this regard, the dividend payment is subject to adjustment depending on the Company's growth prospect, investment plan, liquidity as well as suitability, and the necessity to create value for the Company's shareholders in the future. According to the consolidated financial statements of the Company and its subsidiaries for the year ended December 31, 2022, the Company has retained earnings for the year ended December 31, 2022, in the amount of Baht 8,000,000 and accumulated deficit for the year ended December 31, 2022, in the amount of Baht 10,000,000.

The Board of Directors deemed it appropriate to propose the Meeting for the year 2023 to consider approving the omission of the appropriation of income as a legal reserve for the year 2022 and consider approving the omission of dividend payment for the year 2022 to be in accordance with the Company's Articles of Association, Articles 46, as the Company still has accumulated deficit.

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. However, no opinion or inquiry was made.

The Moderator informed that this agenda required a majority vote of the shareholders who attended the Meeting and casted their votes (excluding abstentions).

**Resolution:** The Meeting approved the omission of the appropriation of income as a legal reserve for the year 2022 and approved the omission of dividend payment for the year 2022. The resolution was approved by a majority vote of the total votes of shareholders who attended the Meeting and casted their votes (excluding abstentions), where the voting results were as follows:

Approved	143,140,096	votes,	Equivalent to	100.0000	%
Disapproved	0	votes,	Equivalent to	0.0000	%
Abstained	0	votes,	Not being counted as a vote		
Voided ballots	0	votes,	Not being counted as a vote		
<b>Total</b>	<b>143,140,096</b>	<b>votes,</b>	<b>Equivalent to</b>	<b>100.0000</b>	<b>%</b>

**Agenda 5** To consider approving the appointment of the Company's auditor and audit fee for the year 2023

The Chairman assigned the Moderator to report the details of this agenda to the Meeting.

In compliance with the Public Companies Limited Act B.E. 2535, Section 120, and the Company's Articles of Association, Article 41, which stipulates that the Annual General Meeting of Shareholders must appoint the Company's external auditor and determine the audit fee for every fiscal year. The Company's Articles of Association, Article 48 stipulates that the auditor must not be a director, employee, or person holding any position of the Company. In addition, according to the Notification of the Securities and Exchange Commission No. Tor.Jor. 75/2561 Re: Rules, Conditions, and Procedures for Disclosure of Information relating to Financial Status and Operating Result of Listed Company (No. 14), the Company is required to comply with regulations regarding rotation of the auditor, whereby the auditor, who has performed the auditing services to the Company for 7 years consecutively, shall cease his/her auditing services to the Company for a consecutive period of 5 fiscal years. In this regard, the rotation may be made by appointing other auditors in the same auditing firm in replacement of the previous auditor, without having to change the auditing firm.

Asst. Prof. Orathai Wanichdee, Chairman of the Audit Committee, informed the Meeting that the Audit Committee has considered the auditor's qualification in compliance with the Securities and Exchange Commission's stipulation; independence, knowledge, and experience in auditing including the propriety of the audit fee. Thus, it is deemed appropriate to propose to the Board of Directors to appoint the auditor from A&A Office Company Limited to be the Company's auditor. Further, A&A Office Company Limited is a well-known company for its professional

service and experience, as well as not having any relationship or conflicts of interest against the Company, subsidiary companies, executive management, major shareholders, or persons related to such person. The Audit Committee then proposed to the Board of Directors to appoint A&A Office Company Limited as the auditor of the Company and its subsidiaries for the year 2023 as follows:

Name of Auditors	Certified Public Accountant Number	Number of Years Engaged in Auditing Services to Company
(1) Dr. Preecha Suan and/or	6718	Never express an opinion on the Company and its subsidiaries' financial statement
(2) Miss Yuphin Chumjai and/or	8622	Never express an opinion on the Company and its subsidiaries' financial statement
(3) Mr. Somchat Kalasuk and/or	9669	Never express an opinion on the Company and its subsidiaries' financial statement
(4) Miss Pitinun Pattaraklitidej	10467	Never express an opinion on the Company and its subsidiaries' financial statement

Any of the aforesaid auditors shall perform the audit and express an opinion on the Company's and the subsidiaries' financial statements which uses the same auditing firm, i.e., Idolmaster Co., Ltd., Ideal Blockchain Event Organizer Co., Ltd., and sign the Company's financial statements. If the auditors are unable to perform their duties, A&A Office Company Limited shall procure another certified public accountant of the office to audit the accounts and express opinions on the Company's and the subsidiaries' financial statements on behalf of the auditors as mentioned above.

Moreover, the Audit Committee has considered the auditor's qualification and approved to propose the audit fee for the year 2023 for the Company in the amount of Baht 1,550,000 and for the subsidiaries in the amount of Baht 40,000 with no other expenses.

The audit fee of the Company has increased by Baht 710,000, from Baht 840,000 to Baht 1,550,000 due to the following reasons:

Name	Year 2023 (Proposed year)		Year 2022	
	Audit fee	Non-audit fee	Audit fee	Non-audit fee
Company	Baht 1,550,000	-	Baht 840,000	-
Subsidiaries	Baht 40,000	-	Baht 20,000	-
Total	Baht 1,590,000	-	Baht 860,000	-

- (1) The audit fee for the year 2023 includes an IT Audit fee of about Baht 400,000, and the audit fee for the Bitcoin Mining operation requires additional specialists from the auditor team.
- (2) The increase in work and new businesses due to the easing of coronavirus 2019 (COVID-19). This has enabled the Company to resume the Company's business, such as Thailand Mobile EXPO

and other events as usual, as well as new activities, which has led the auditors to spend more time reviewing them.

(3) The cost of the auditor personnel increases due to inflation.

The Board of Directors agreed with the proposal of the Audit Committee, and deemed it appropriate to propose the Annual General Meeting of Shareholders to consider approving the 4 auditors as mentioned above from A&A Office Company Limited to be the Company's and subsidiaries' auditor for the year 2023. Moreover, the Board of Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to approve the audit fee for the year 2023 for the Company in the amount of Baht 1,550,000 and the subsidiaries in the amount of Baht 40,000 with no other expenses. If the auditors are unable to perform their duties, A&A Office Company Limited shall procure another certified public accountant of the office to audit the accounts and express opinions on the Company's and the subsidiaries' financial statements on behalf of the auditors as mentioned above.

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. However, no opinion or inquiry was made.

The Moderator then proposed the Meeting to consider approving the appointment of the Company's auditor and audit fee for the year 2023. In this regard, this agenda required a majority vote of the shareholders who attended the Meeting and casted their votes (excluding abstentions).

**Resolution:** The Meeting approved the appointment Dr. Preecha Suan CPA Registration No. 6718 and/or Miss Yuphin Chumjai CPA Registration No. 8622 and/or Mr. Somchai Kalasuk CPA Registration No. 9669 and/or Miss Pitinun Pattaraklitdej CPA Registration No.10467 from A&A Office Company Limited to be the Company's auditor for the year 2023 and approve the audit fee for the year 2023 for the Company in the amount of Baht 1,550,000 and the subsidiaries in the amount of Baht 40,000 with no other expenses. The resolution was approved by a majority vote of the total votes of shareholders who attended the Meeting and casted their votes (excluding abstentions), where the voting results were as follows:

Approved	143,140,096	votes,	Equivalent to	100.0000	%
Disapproved	0	votes,	Equivalent to	0.0000	%
Abstained	0	votes,	Not being counted as a vote		
Voided ballots	0	votes,	Not being counted as a vote		
<b>Total</b>	<b>143,140,096</b>	<b>votes,</b>	<b>Equivalent to</b>	<b>100.0000</b>	<b>%</b>

**Agenda 6** To consider approving the appointment of the Company's directors to replace those who retire by rotation

The Chairman assigned the Moderator to report the details of this agenda to the Meeting.

The Moderator informed the Meeting that in compliance with the Public Companies Limited Act B.E. 2535, Section 71, and the Company's Articles of Association, Article 20, stipulates that at least one-third (1/3) of the total members of the directors must retire by rotation. In this respect, the retired directors will be eligible

for re-election. In the Meeting, there are 3 directors to be retired by rotation due to complete their terms as follows:

- |                                 |                               |
|---------------------------------|-------------------------------|
| 1) Mr. Tharathorn Yuangbhandith | Director / Executive Director |
| 2) Mr. Teerawat Suwanpinij      | Director / Executive Director |
| 3) Ms. Prapimpan Lertsirisin    | Director / Executive Director |

The Company had invited shareholders to nominate candidates to be elected as the Company's directors from November 10, 2022, to January 27, 2023, via the Company's website and notified the shareholders through the Stock Exchange of Thailand. However, upon the due date, no shareholders nominated any qualified persons for election as directors.

The Nomination and Remuneration Committee has followed the recruitment process in accordance with the criteria for nominating directors of the Company by considering suitability, i.e., qualifications, competence, experience, skills, and professional expertise, including the composition of the total number of directors of the Company, efficiency, and their performance as a director of the Company in the past. The Nomination and Remuneration Committee reviewed the qualifications of the directors who would retire by rotation and were of the opinion that these 3 directors had full qualifications, did not possess any prohibited characteristics under Public Companies Limited Act B.E. 2535 and relevant notifications of the Securities and Exchange Commission and the Stock Exchange of Thailand, have experience, knowledge, and expertise, and are the keys to Company's ongoing progress and prosperity and carefully performed their duties as well as their the continuance in performance, and their performance as directors and member of the sub-committee. Therefore, it is deemed appropriate to propose the Board of Directors to propose the Annual General Meeting of Shareholders to consider approving the reappointment of the directors who would retire by rotation as the Company's directors and other positions for another term.

Information of individuals nominated as the directors to replace the directors who retired by rotation was delivered to the Company's shareholders together with this invitation to the 2023 Annual General Meeting of Shareholders in Enclosure 3. To comply with good corporate governance, the Moderators asked the 3 directors to temporarily leave the Meeting during the votes on this agenda.

The Board exclusive of the directors with interests in this matter) has carefully considered, in accordance with the criteria for nominating directors of the Company, and was of the opinion that the nominated 3 directors are qualified under Public Companies Limited Act B.E. 2535 (as amended) and relevant notifications of the Stock Exchange of Thailand, the Securities and Exchange Commission, and Capital Market Supervisory Board, and do not possess any prohibited characteristics according to the regulation of the Securities and Exchange Commission. Further, in the past, the 3 directors performed their duties as directors and sub-committees with great efficiency and provided comments and recommendations highly beneficial to the Company's operations. Therefore, the Board agreed with the proposal of the Nomination and Remuneration Committee and deemed it appropriate to propose the Annual General Meeting of Shareholders 2023 to consider approving the reappointment of (1) Mr. Tharathorn Yuangbhandith (2) Mr. Teerawat Suwanpinij, and (3) Ms. Prapimpan Lertsirisin, the directors who would retire by rotation as the Company's directors and other positions for another term.

The Moderatos presented the details of each director and gave the Meeting an opportunity to express their opinions and make their inquiries before the voting for each director. However, no opinion or inquiry was made.

The Moderator then proposed the Meeting to consider approving the appointment of the Company's directors to replace those who retire by rotation. In this regard, this agenda required a majority vote of the shareholders who attended the Meeting and casted their votes (excluding abstentions). The votes would be conducted individually for each director.

**Resolution:** The Meeting approved the appointment of the Company's directors to replace those retiring by rotation, three directors, namely, (1) Mr. Tharathorn Yuangbhandith (2) Mr. Teerawat Suwanpinij, and (3) Ms. Prapimpan Lertsirisin, who would retire by rotation, as directors of the Company for another term. The resolution was approved by a majority vote of the total votes of shareholders who attended the Meeting and casted their votes (excluding abstentions), detailed as follows:

1) Mr. Tharathorn Yuangbhandith as Director / Executive Director

Approved	143,140,096	votes,	Equivalent to	100.0000	%
Disapproved	0	votes,	Equivalent to	0.0000	%
Abstained	0	votes,	Not being counted as a vote		
Voided ballots	0	votes,	Not being counted as a vote		
<b>Total</b>	<b>143,140,096</b>	<b>votes,</b>	<b>Equivalent to</b>	<b>100.0000</b>	<b>%</b>

2) Mr. Teerawat Suwanpinij as Director / Executive Director

Approved	143,140,096	votes,	Equivalent to	100.0000	%
Disapproved	0	votes,	Equivalent to	0.0000	%
Abstained	0	votes,	Not being counted as a vote		
Voided ballots	0	votes,	Not being counted as a vote		
<b>Total</b>	<b>143,140,096</b>	<b>votes,</b>	<b>Equivalent to</b>	<b>100.0000</b>	<b>%</b>

3) Ms. Prapimpan Lertsirisin as Director / Executive Director

Approved	143,140,096	votes,	Equivalent to	100.0000	%
Disapproved	0	votes,	Equivalent to	0.0000	%
Abstained	0	votes,	Not being counted as a vote		
Voided ballots	0	votes,	Not being counted as a vote		
<b>Total</b>	<b>143,140,096</b>	<b>votes,</b>	<b>Equivalent to</b>	<b>100.0000</b>	<b>%</b>

Upon the completion of the voting, the Moderator invited the directors to come back to the Meeting.



**Agenda 7 To consider approving the director's remuneration for the year 2023**

The Chairman assigned the Moderator to report the details of this agenda to the Meeting.

The Moderator informed the Meeting that in compliance with the Public Companies Limited Act B.E. 2535, Section 90, and the Company's Articles of Association, Article 25, stipulate that the Company's directors are eligible to receive remuneration from the Company as per the consideration and resolution of the shareholders' meeting. The remuneration of the director shall be stipulated in the exact amount or specific particular criteria and will be stipulated from time to time or effective until the shareholders' meeting has determined a change of such resolution. In addition, the Company's directors are eligible to receive the allowance and benefits according to the regulations of the Company.

The Nomination and Remuneration Committee considered the propriety of the remuneration of the directors by taking into account the duties and responsibilities of the directors and comparing them with the same industry and of similar size of business and deemed it appropriate to propose the Board of Directors to propose the Annual General Meeting of Shareholders to consider approving the director's remuneration for the year 2023 at the same rates applied in 2022, at the amount of not exceeding Baht 2,000,000, with no other compensation. In addition, Directors who are involved in the management of the Company request not to receive the remuneration for the years 2022 and 2023.

The Board of Directors agreed with the proposal of the Nomination and Remuneration Committee, and deemed it appropriate to propose the Annual General Meeting of Shareholders 2023 to consider approving the remuneration of the directors and various standing committees for the year 2023 not exceeding Baht 2,000,000 There is no other compensation as follows:

Position	Meeting Allowance per Time in 2023 (Proposed year)	Meeting Allowance per Time in 2022
Board of Directors - Chairman of the Board - Director	Baht 15,000 Baht 10,000	Baht 15,000 Baht 10,000
Audit Committee - Chairman of the Audit Committee - Member of the Audit Committee	Baht 15,000 Baht 10,000	Baht 15,000 Baht 10,000
Risk Management Committee * - Chairman of the Risk Management Committee - Member of the Risk Management Committee	Baht 15,000 Baht 10,000	Baht 15,000 Baht 10,000
Nomination and Remuneration Committee * - Chairman of the Nomination and Remuneration Committee	Baht 15,000	Baht 15,000

Position	Meeting Allowance per Time in 2023 (Proposed year)	Meeting Allowance per Time in 2022
- Member the Nomination and Remuneration Committee	Baht 10,000	Baht 10,000

\* In this regard, directors who are involved with the management of the Company shall not be entitled to receive such remuneration for the year 2022 and 2023.

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. However, no opinion or inquiry was made.

The Moderator then proposed the Meeting to consider approving the director's remuneration for the year 2023. In this regard, this agenda required a vote of not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting.

**Resolution** The Meeting approved the director's remuneration for the year 2023 not exceeding Baht 2,000,000 as proposed in all respect. The resolution was approved by an affirmative vote of not less than two-thirds (2/3) of total votes of the shareholders attending the meeting, detailed as follows:

Approved	143,140,096	votes,	Equivalent to	100.0000	%
Disapproved	0	votes,	Equivalent to	0.0000	%
Abstained	0	votes,	Equivalent to	0.0000	%
Voided ballots	0	votes,	Equivalent to	0.0000	%
<b>Total</b>	<b>143,140,096</b>	<b>votes,</b>	<b>Equivalent to</b>	<b>100.0000</b>	<b>%</b>

**Agenda 8** To consider approving the issuance and offering of debentures of the Company in the amounting to not exceeding Baht 500 million

The Chairman assigned the Moderator to report the details of this agenda to the Meeting.

The Moderator informed the Meeting that the issuance and offering of debentures by the Company must comply with the regulations of the Office of the Securities and Exchange Commission ("The SEC Office"), the Capital Market Supervisory Board, the Stock Exchange of Thailand and the related government agencies as well as being appropriate with the Company's needs for funding.

To support the Company's requirement for capital utilization from alternative funding sources and to strengthen its financial position and investment in the future of the Company, in order to comply with Public Limited Company Act B.E. 2535 (and the Amendment), Section 145; the Company deemed appropriate to propose to Annual General Meeting of Shareholders for approve the issuance and offering of debentures of the Company in the amounting to not exceeding Baht 500 million. The details of which are attached with the Invitation.

The Board of Directors has considered the conditions and details of the issuance and offering of the Company's debentures and deems it appropriate and reasonable, and for the best interests of the Company

and all shareholders to propose to the Annual General Meeting of Shareholders to approve the issuance and offering of debentures of the Company in the amounting to not exceeding Baht 500 million and also the delegation in connection with such action as aforementioned to the authorized directors of the Company or a person assigned by the authorized directors to have the authority to consider and perform any actions related to or necessary for the issuance and offering of Debentures in all respects to be in compliance with the relevant laws and regulations, as mentioned in all respects.

1. To determine details related to the Debentures in relation to restrictions conditions and other details necessary and related to the issuance and offering of the debentures; such as, its name, type, face value, offering price per unit, interest rate, the appointment of Debenture holder's Representative, appointment of Debenture Registrar, offering amount of each issuance, total amount, term, principal repayment method, allocation procedures, type of security, details of offers, period of redemption, redemption prior to maturity and registration of listing on the secondary market, etc.;
2. To apply for approval from the agencies concerned;
3. To appoint the advisor or the person concerning the issuance and offering of the Debentures;
4. To contact, negotiate, undertake, sign, revise, entering into the documents and agreements concerned as well as provide the information and submit those documents to the Securities and Exchange and/or Thai Bond Market Association and/or any other agencies relating to the issuance and offering debentures, and also registering such debentures with Thai Bond Market Association and/or secondary markets; and
5. To take any action related to or necessary for the issuance and offering of debentures in all respects as deemed appropriate.

In this regard, as at the date of the Board resolution to propose the 2023 Annual General Meeting of Shareholders to approve the issuance and offering of debentures of the Company, the Company has no debentures which will be on a Maturity date.

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. However, no opinion or inquiry was made.

The Moderator then proposed the Meeting to consider approving the issuance and offering of debentures of the Company in the amounting to not exceeding Baht 500 million. In this regard, this agenda required a vote of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and having the right to vote.

**Resolution:** The Meeting approved the issuance and offering of debentures of the Company in the amounting to not exceeding Baht 500 million and also the delegation in connection with such action as aforementioned. In this regard, this agenda required a vote of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and having the right to vote, detailed as follows:

Approved	143,140,096	votes,	Equivalent to	100.0000	%
Disapproved	0	votes,	Equivalent to	0.0000	%
Abstained	0	votes,	Equivalent to	0.0000	%
Voided ballots	0	votes,	Equivalent to	0.0000	%
<b>Total</b>	<b>143,140,096</b>	<b>votes,</b>	<b>Equivalent to</b>	<b>100.0000</b>	<b>%</b>

Agenda 9      Other matters (if any)

The Moderator informed the Meeting that this agenda was the last agenda and gave the Meeting an opportunity to express their opinions and make their inquiries.

Mr. Surathin Chula-olarn, a proxy from The Investors Association raised a question as follows:

In Agenda 7 regarding the approval of the director's remuneration for the year 2022, how much was actually paid?

Ms. Apsorn Wilartsakdanon, Chief Financial Officer answered that the amount paid for the director's remuneration was Baht 1,010,000 which the Company requested the remuneration in the amount of Baht 2,000,000. The details can be found in Note 4 of the Financial Statement and the 2022 Annual Registration Statement/Annual Report (Form 56-1 One Report) on Page 173. In addition, directors requested not to receive remuneration during COVID-19.

As there were no additional questions or opinions, the Chairman, therefore, expressed his appreciation to all shareholders for their dedication to attending the Meeting and proposing suggestions to the Company. Then, the Chairman then declared the Meeting adjourned at 15.45 hrs.

  
Signed \_\_\_\_\_ Chairman  
Mr. Thanong Leeissaranukul  
Chairman of the Board of Directors

  
Signed \_\_\_\_\_ Meeting Recorder  
Miss Apsorn Wilartsakdanon  
Company Secretary