



Yong Concrete Public Company Limited

Minutes of Annual General Meeting of Shareholders for year 2024

April 10, 2024, at 13.30 p.m.

Through Electronic means (E-AGM)

**In Attendance:**

1. Mr.Witit	Sujjapong	Chairman / Independent Director
2. Mr.Verasak	Prommas	Director/ Chairman of Audit Committee /Independent Director
3. Mr.Khan	Akaworawit	Director / Audit Committee / Independent Director
4. Miss Oarwan	Slisatakorn	Director
5. Mr.Sunpetch	Slisatakorn	Director / Executive director / Chief Executive Officer
6. Mr.Patiwate	Slisatakorn	Director / Executive director/ Deputy Managing Director of Finance and Accounting

**List of directors who are absent from the meeting :**

1.Professor Witawat	Rungruangphon	Director / Audit Committee / Independent Director
2.Mr.Komsan	Slisatakorn	Director / Executive director/ Deputy Managing Director of RMC

There were a total of 8 company directors, 6 of whom attended the meeting, representing a proportion of directors attending the meeting of 75.00%.

**Auditors from KPMG PHOOMCHAI AUDIT CO., LTD Office Limited:**

1.Miss Yuvanuch	Thepsongvaj
2.Miss Waraporn	Ophasayanon

**Company Secretary :**

Mrs.Tassanee Katekaew

**The Meeting Commencement at 13.30 p.m.**

Mrs.Tassanee Katekaew ,the Company Secretary, as the secretary of the shareholders meeting, welcomed the shareholders to the Annual General Meeting of Shareholders for year 2024 of Yong Concrete Public Company limited and reported to the meeting that this meeting was held through electronic means (E-AGM) via IR PLUS AGM Application, pursuant to the Royal Decree on Teleconferences through Electronic Means B.E. 2563 (2020) and the announcement of the Ministry of Digital Economy and Society Re: Standards for Maintaining Security of Meetings via Electronic Means B.E. 2563 (2020) (as amended) This Meeting complies with the Company's Data Privacy Policy in accordance with the Personal Data Protection Act B.E. 2562 (2019).

Mrs.Tassanee Katekaew , the secretary of the meeting, reported to the meeting that the self-identification methods for attending an electronic meeting are prescribed in the Manual to Attend the Annual General Meeting of

Shareholders for year 2024 and Voting through Electronic Means (E-AGM) by IR PLUS AGM Application, which was enclosed with the Notice of the Meeting .

That at the opening of the meeting, there were shareholders and proxies on behalf of the stakeholders. A total 159 attendees registered to attend the meeting, there were 155 shareholders attended the meeting by proxies, holding 535,105,900 shares, 4 shareholders attended the meeting in person through electronic means, holding 1,803,004 shares. The total number of meeting attendees present at the meeting was 159 persons, holding all together 536,908,904 shares, representing 78.9572 percent of the Company's total paid up shares. The total of shares counted were more than one-third of the Company's total paid up shares which is 680,000,000 shares, thereby constituting a quorum in accordance with the Articles of Association of the Company.

In compliance with the Articles of Association of the Company and the Public Limited Companies Act B.E. 2535 (1992), as amended (the "PLCA") section 102, in respect of voting in the meeting, each shareholder shall have the vote equivalent to the number of shares being held by them and registered to attend the meeting, one share shall be counted as one vote. Each shareholder shall cast the vote either to approve, disapprove or abstain. By voting in each agenda, only shareholders who disapproved or abstained shall vote through IR PLUS AGM Application via mobile application or web application in order for votes to be counted. There is no need to vote through IR PLUS AGM Application for shareholders who would be approved with the agenda. Once the meeting has commenced, the shareholders or proxies may vote on all agendas in advance through IR PLUS AGM Application or vote on each agenda at the time when such agenda being discussed. The system will count the votes in each agenda when the agenda is closed. In respect of vote counting, the system will deduct non-affirmative votes, abstentious votes, or voided ballots from the total votes of the shareholders attending the meeting or the total votes of the shareholders entitled to vote, as the case may be, and the remaining votes shall be deemed as affirmative votes in respective agenda. In respect of votes provided in the proxy form, the Company shall count the votes in each agenda as appeared in the proxy form which has been submitted to the Company before such agenda is being considered. Once the voting system for each agenda is closed, the Company will inform the meeting of the voting details for such agenda by separating into affirmative votes, non-affirmative votes, abstentious votes, voided ballots, and the percentage of shareholders according to the resolution required for each agenda.

In respect of questioning or raising any opinions, the shareholders may type questions or opinions regarding the related agenda being considered through application, by selecting "Question" menu, typing the messages into the system, and selecting "Send" button. The system will arrange the order of the questions or opinions based on the time submission. In this respect, the Company reserves the right to screen questions that are deemed appropriate to the agenda. In the case that there are many questions, in order to keep the meeting on schedule, the Company will respond the questions via the email address registered by the shareholders after the meeting is adjourned.

The Record Date on which the recorded shareholders have the right to attend the Annual General Meeting of Shareholders for Year 2024 and recorded shareholders have the right to receive dividend was March 7 ,2024.

The Company provided an opportunity for shareholders to propose the agenda in advance since 1 December 2023 - 15 January 2024. However, none of shareholders proposed such agenda.

Mr. Witit Sujjapong, proceed the Meeting with the following agendas:

**Agenda 1.** To acknowledge the report on the Company's operating results of the year 2023

The Chairman assigned, Mr.Sunpetch Slisatakorn Director / Executive director / Chief Executive Officer, to report this Meeting's agenda.

Overall operation in Year ended 2023, the Group had total revenue for 1,139 Million Baht which increased for 12.28%, cost of goods sold as total of 796 Million Baht which increased for 11.60 Million Baht, as a result, gross profit was 342 Million Baht which increased for 13.89 Million Baht and gross profit margin accounted for 30.05% which slightly decreased from 2022 because to the decrease in oil prices in the second half of 2023.

The group of companies recorded a net profit of 127 Million Baht, representing an increase of 29.91 percent. The Net Profit Margin stands at 11.05 percent, marking a significant rise from the previous year of 2022. This increase can be attributed to the rise in revenue from the manufacturing and distribution of precast concrete products with installation services, coupled with improved efficiency in controlling distribution expenses. It can be seen that the group of companies generated a total revenue of 1,139 Million Baht for the year 2023, representing an increase of 125 Million Baht or 12.28 percent. This comes from the revenue of the three business segments within the group of companies.

1. Revenue from the precast concrete product segment for the year 2023 amounted to 887 Million Baht, accounting for 78 percent of the total revenue and increasing by 5.10 percent compared to 2022.

2. Revenue from the installation contracting segment for the year 2023 amounted to 245 Million Baht, accounting for 21 percent of the total revenue and increasing by 54.18 percent compared to 2022.

3. Revenue from the transportation business segment for the year 2023 amounted to 7 Million Baht, accounting for 1 percent of the total revenue, and decreasing by 39.76 percent compared to 2022.

The project plan for the year 2024 of Yong Concrete Company Limited (Public) includes the construction of precast concrete product factories and ready-mixed concrete factories in Rayong branch. The company sees an opportunity to increase sales from customers in the newly targeted area within the eastern economic corridor. Therefore, the company plans to invest in constructing a Rayong branch factory to accommodate the growth of sales according to the business plan.

In the year 2024, Prom Transport Company Limited has prepared to expand its transportation capacity. This includes acquiring vehicles such as concrete mixers, powder cement trucks, and flatbed trucks to accommodate the increased demand from large-scale projects. The company is also preparing to ensure readiness in transportation services to meet the needs of its customers.

**Backlog 2022 (Information as at 31 January 2024)**

- Manufacture and sell concrete product as amount of 361 Million Baht
- Install precast structure services as amount of 163 Million Baht

Total amount of 524 Million Baht

**The company had strategies for Environmental, social, and governance (ESG) as following.**

**Environment**

- using software (e-document) two reviews using paper in every department more than 70%, approving documents through system in all branches to reduce working process and be more effective on collecting data and checking documents.

- Installing solar cells in every plants to save energy as total of 3 plants which are head quarters (Kanchanaburi) which saved for 48.74%, Chon buri branch which saved for 47.95% and Bang len which saved for 34.08%, from this the Company reduced cost of the Company and reduce global warming.

#### Social

The company placed importance for communities and organization, the Company hold activities which are blood donation to red cross society 3 times per annum for 20 years, charity run to raise fund for hospitals in Kanchanaburi and awards scholarship to employees' children and merit-based scholarship to university students. Annual health examination for employees and tree planting activities to preserve the environment, etc. The Company had been held these events continuously.

#### Governance

To have an efficiency governance, the Company implement the system that can monitor, and the information can be checked by using BI program. From this the management team can access the information to analyze in real time and the Company have complaint channel by email on company's website. Moreover, internal audit of the company has annually audit plan which will report directly to company audit committee and will be in board of director meeting to be acknowledged further on.

#### Anti-corruption

The company give an importance to corruption in operation, the company had policy to anti bribe and corruption for boards, executives and employees to strictly follow the instruction.

The company will assess the risk of bribe and corruption annually to review the current management standard if it is still appropriate. The company maintain these controls to be efficiency.

The Chairman allowed the shareholders to inquire about details and offer additional comments. It appeared that no one made any inquiries and comments.

The Meeting acknowledged the Company's operations for the year 2023 as reported above.

#### Agenda 2. To consider and approve the Company's financial statements for the year ended 31 December 2023

The Chairman assigned Mr. Veerasak Phommat Chairman of Audit Committee, to report the Company's financial statements.

Mr. Veerasak Phommat Chairman of Audit Committee, informed that the Company's would like to propose to the Meeting to consider and approve the Company's financial statement for the year ended 31 December 2023, which was audited by the Company's certified auditor and verified by the Audit Committee. Details are appeared on the Company's 56-1 One Report for the year 2023 which was sent here with the notice of the meeting to the shareholders, the important details are as follows.

Total revenue 1,139 Million Baht, Gross margin 342 Million Baht, Profit for the year 127 Million Baht and Basic Earnings per share 0.19 baht per share.

The Chairman allowed the shareholders to inquire about details and offer additional comments. It appeared that no one made any inquiries and comments.

The meeting secretary informed that this agenda shall be passed by the affirmative resolution of a majority vote of the total number of votes of shareholders who attend the Meeting and cast their votes.

**The meeting resolution:**

The Meeting considered and unanimously approved to the Company's financial statements for the fiscal year 2023 ended 31 December 2023, with the following votes:

Shares	Approve	Disapprove	Abstain	Voided Ballot	Total
536,909,004	536,909,004	0	0	0	536,909,004
100.00 %	100.00 %	0.00 %	0.00 %	0.00 %	100.00 %

**Agenda 3.** To consider and approve the allocation of profit as legal reserve and dividend payment for the year 2023 operating results.

The Chairman assigned Company Secretary, to report this Meeting's agenda.

The Company has a dividend payment policy not less than 40 percent of the net profit for the year after deduction of all types of reserves stipulated by law and the Company's Articles of Association. However, the dividend payment must not exceed the retained earnings of statutory and in case that statutory has deficit, the company would not consider paying dividend.

The Company shall allocate the net profit as legal reserves not less than 5 percentages of net profit less deficit (if any) until it reaches 10 percentages of registered capital.

As of December 31, 2023, the company has allocated legal reserve capital in the amount of 34 million baht, which is 10 percent of the registered capital. The regulations have been completed.

Therefore, in the Board of Directors' meeting No. 1/2024 on February 21, 2024, it was resolved to propose to the shareholders' meeting to consider not allocating net profits to legal reserve. This is because the legal reserve has already been set up according to the company's regulations.

For the year 2023, the company has a net profit of 121 million baht, total comprehensive income of 122 million baht and basic earnings per share of 0.18 baht per share. At the meeting of the board of directors on February 21, 2024, the board resolved to propose to the meeting Ordinary shareholders consider approving the payment of dividends for the year 2023 at the rate of 0.08 baht per share.

In requesting approval to pay dividends for the year 2023, the number of shares eligible to receive dividends is equal to 680 million shares at a dividend rate of 0.08 baht per share, for a total dividend of 54.40 million baht, which is equivalent to 45.14 % of profits for 2023. Which the dividend payment mentioned above It is in accordance with the company's stated dividend policy. It will be paid to shareholders whose names appear on the record date for the names of those entitled to receive dividends or the Record Date on March 7, 2024, and the dividend payment is scheduled for

May 7, 2024. By individual shareholders you can request a dividend tax credit from item at the rate of 20/80 of the dividends received according to Section 47 bis of the Revenue Code.

The Chairman allowed the shareholders to inquire about details and offer additional comments. It appeared that no one made any inquiries and comments.

The meeting secretary informed that this agenda shall be passed by the affirmative resolution of a majority vote of the total number of votes of shareholders who attend the Meeting and cast their votes.

**The meeting resolution:**

After consideration, the Meeting approved not to appropriate the net profit for legal reserve and approved the dividend payment from the Company's net profit of the year 2023 to Shareholders as proposed by the Board of Directors' Meeting mentioned above by the affirmative resolution of a majority votes of Shareholders who attend the Meeting and cast their votes as follows:

Shares	Approve	Disapprove	Abstain	Voided Ballot	Total
536,909,004	536,909,004	0	0	0	536,909,004
100.00 %	100.00 %	0.00 %	0.00 %	0.00 %	100.00 %

**Agenda 4.** To consider and approve the appointment of directors replacing those who retire by rotation.

The Chairman assigned Company Secretary, to report this Meeting's agenda.

Pursuant to Section 71 of the Public Limited Company Act B.E. 2535 and Article 17 of the Company's Articles of Association, it is stipulated that one-third of the directors shall retire by rotation upon the Shareholders' Annual General Meeting. The directors who retire during the first and the second year following the registration of the Company shall be drawn by lots. In every subsequent year, the directors who are in the position the longest to be retired. And the director who retire by rotation may be reappointed. At this year 2024 Annual General Meeting of Shareholders, the following directors are due to retire by rotation:

1. Mr.Witit Sujjapong Chairman / Independent Director
2. Mr.Patiwate Slisatakorn Director / Executive director/ Deputy Managing Director of Finance and Accounting
3. Mr.Komsan Slisatakorn Director / Executive director/ Deputy Managing Director of RMC

The Company gave the minority shareholders the opportunity to nominate candidates to be considered and elected as Director during December 1, 2023 to January 15, 2024 and enclosed through website of the Stock Exchange of Thailand and published criteria including proposal of the director nomination form on the Company's website to inform shareholders in advance. It appears that, there is no any shareholder nominating candidates to be consider and elected as director.

Board of Directors considered that those three directors have the appropriate knowledge and experience which will be beneficial to the business operation of the Company, and those directors have knowledge and capacity and qualification complying with the Public Limited Companies Act B.E.2535 and have no prohibitions to be the Board of Directors under the Public Limited Companies Act B.E.2535 and the Securities and Exchange Commission Act.

That the re-appointment of Mr.Witit Sujjapong , Mr.Patiwate Slisatakorn and Mr.Komsan Slisatakorn , who retire by rotation to be directors of the Company for another term.

The Chairman allowed the shareholders to inquire about details and offer additional comments. It appeared that no one made any inquiries and comments.

The meeting secretary informed that this agenda shall be passed by the affirmative resolution of a majority vote of the total number of votes of shareholders who attend the Meeting and cast their votes.

**The meeting resolution:**

The Meeting considered and unanimously approved the appointment of the directors mentioned above retiring by rotation to be re-elected as the Company's director for another term, with the following votes:

1. Mr.Witit Sujjapong

Shares	Approve	Disapprove	Abstain	Voided Ballot	Total
536,909,004	536,909,004	0	0	0	536,909,004
100.00 %	100.00 %	0.00 %	0.00 %	0.00 %	100.00 %

2. Mr.Patiwate Slisatakorn

Shares	Approve	Disapprove	Abstain	Voided Ballot	Total
536,909,004	536,909,004	0	0	0	536,909,004
100.00 %	100.00 %	0.00 %	0.00 %	0.00 %	100.00 %

3. Mr.Komsan Slisatakorn

Shares	Approve	Disapprove	Abstain	Voided Ballot	Total
536,909,004	536,909,004	0	0	0	536,909,004
100.00 %	100.00 %	0.00 %	0.00 %	0.00 %	100.00 %

**Agenda 5. To consider and approve the director's remuneration of the year 2024**

The Chairman assigned Company Secretary, to report this Meeting's agenda.

According to the Public Limited Companies Act, B.E.2535 and Article 22 of Company's Articles of Associations specifies that "the Directors are entitled to receive the remuneration from the Company by consideration of the Shareholders' Meeting.

Board of Directors has approved to propose to the Annual General Meeting of Shareholders for consideration of the approval Remuneration of the Board of director for 2024 at the same rate as the previous year.

1) Remuneration of the Board of director	2023	2024
- Chairman	45,000 Baht / Person /Time	45,000 Baht / Person /Time
- Chairman Audit committee	20,000 Baht / Person /Time	20,000 Baht / Person /Time
- Director / Audit committee	15,000 Baht / Person /Time	15,000 Baht / Person /Time
2) Other Remuneration	None	None

Note 1. executive director is not received remuneration

2. Limit of remuneration for board and sub-board will not exceed 2 MB per year

Comparing Remuneration amount other companies that has resemble revenue and market capital with the company, Therefore, it was resolved to propose to the shareholders' meeting to approve remuneration to Board, audit committee and other board of directors for year ended 2024.

The Chairman allowed the shareholders to inquire about details and offer additional comments. It appeared that no one made any inquiries and comments.

The meeting secretary informed that this agenda requires the majority of no less than two-thirds of the totals votes of the shareholders in attendance and eligible for voting.

The meeting resolution:

The Meeting considered and unanimously approved the directors' remuneration as proposed, with the following votes:

Shares	Approve	Disapprove	Abstain	Voided Ballot	Total
536,909,004	536,909,004	0	0	0	536,909,004
100.00 %	100.00 %	0.00 %	0.00 %	0.00 %	100.00 %

Agenda 6. To consider and approve the appointment of auditors, and their remuneration of the year 2024

The Chairman assigned Mr. Veerasak Phommat Chairman of Audit Committee, to report this Meeting's agenda.

Pursuant to Section 120 of the Public Limited Company Act B.E.2535 and Article 36 of the Company's Articles of Association, it is stipulated that the Annual General Meeting of Shareholders appoints the auditors and determines the audit fee on annual basis.

The Board of Directors and Audit Committee considered and deemed it appropriate to appoint :

1.) Miss Yuvanuch Thepsongvaj Certified Public Accountant No. 5371 or Mr.Songchai Wongpriyaporn Certified Public Accountant No.10996 or Miss Kanokorn Phoeripphanyawanit Certified Public Accountant No.10512 or Miss Sukanya Rodkroh Certified Public Accountant No.12089 of KPMG PHOOMCHAI AUDIT CO., LTD Office Limited to



be the auditors of the Company for the year 2024. by stipulating that any of the auditors have the authority to audit and express an opinion on the company's financial statements. This includes providing assistance Roll-forward of FS which includes removing the oldest year but not adding the newest year's figures of the FS, and adding new illustrative disclosure wordings without specific tailoring based on KPMG illustrative FS, word processing using the information provided the company and translation of financial statements.

2.) Remuneration in services for auditing for year ended 2024 is 2,040,000.00 Baht not including other expenses which had detail as follow

Audit fee	Year 2023 (Thai Baht)	Year 2024 (Thai Baht)
Yong concrete public company limited	1,740,000.00	1,740,000.00
Prompt transportation company limited	300,000.00	300,000.00
Total	2,040,000.00	2,040,000.00

The Chairman allowed the shareholders to inquire about details and offer additional comments. It appeared that no one made any inquiries and comments.

The meeting secretary informed that this agenda shall be passed by the affirmative resolution of a majority vote of the total number of votes of shareholders who attend the Meeting and cast their votes.

**The meeting resolution:**

The Meeting considered and unanimously approved the appointment of auditors and their remuneration as proposed, with the following votes:

Shares	Approve	Disapprove	Abstain	Voided Ballot	Total
536,909,004	536,909,004	0	0	0	536,909,004
100.00 %	100.00 %	0.00 %	0.00 %	0.00 %	100.00 %

**Agenda 7. Other business (if any)**

The Chairman then asked if any shareholders have further questions, the shareholders raised questions as follows:

1. Mr. Chaivut Lomnaneesup (Shareholders)

The company views that the policy will stimulate real estate. that the state just came out how significant will it be to the company.

Mr. Sunpetch Slisatakorn (Chief Executive Officer),

From such policy It will help reduce the cost burden for people who want to have a place to live. Overall, it will be beneficial to real estate business operators. This will result in increasing the company's sales even more.

2.Mr. Chaivut Lomnaneesup (Shareholders)

Amidst the real estate industry's persistent bad news, is the company still confident in achieving a 10-15% growth this year.

Mr. Sunpetch Slisatakorn (Chief Executive Officer),

The company has a variety of customer groups and products. which is the strength of the company as well as the ability to find new customers. And in 2024, the company has plans to expand its business in Rayong province. To support customers in the eastern region. Opportunity to increase sales from customers in new target areas in the Eastern Economic Corridor. which will make the company Sales increased and growth was in line with the 10-15% target set.

Before the adjournment of the meeting, the meeting secretary informed the meeting that after the Annual General Meeting of Shareholders for the Year 2024 ends, the Company will disseminate the minutes of the meeting on the Company's website as well as through the SET's information system within 14 days. If shareholders have any inquiries or comments, they can inform the Office of the Company Secretary within 1 month after the meeting date.

The Chairman of the Meeting thanked the Shareholders for joining the Meeting through Electronic means (E-AGM) and then adjourned the Meeting.

The Meeting was adjourned at 15.00 p.m.



(Mr. Witit Sujjapong )

Chairman of the Meeting

*Tassanee katekaew*

(Mrs. Tassanee Katekaew )

Company Secretary