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LA005/2024 (PPP)

16 February 2024

Subject: Resolutions of the Board of Directors, Arrangement for the Annual General Meeting of Shareholders for the year 2024 and Omission of Dividend Payment

To: The President  
The Stock Exchange of Thailand

Attachment Form to Report on Names of Members and Scope of Work of the Audit Committee (F24-1)

The Board of Directors Meeting of Premier Products Public Company Limited ("the Company") No.1/2024 held on 16 February 2024 at 1.00 p.m. has passed the significant resolutions as follows;

1. Certified and approved to propose to the shareholders' meeting of the Company to consider and approve the financial statements of the Company for the year ended 31 December 2023, which had been audited by the certified public accountant.
2. Approved to propose to the shareholders of the Company to acknowledge the omission of the appropriation of profit and the omission of the annual dividend payment for the year 2023.
3. Approved to propose to the shareholders' meeting of the Company to consider and approve the re-appointment of the following retiring directors by rotation as directors of the Company for another term:
  - 1) Mr. Paritud Bhandhubanyong Independent Director
  - 2) Mr. Ekkarat Kladpan Director
  - 3) Mrs. Pensri Dettingeng Director
4. Approved to propose to the shareholders' meeting of the Company to consider and approve the remuneration for the directors for the year 2024 as follows:

Remuneration	2023	2024 (Proposed)
<u>Meeting Allowance of Board of Directors</u>		
- Chairman (THB/time)	22,500	22,500
- Directors (THB/person/time)	17,500	17,500
<u>Meeting Allowance of the Audit Committee</u>		
- Chairman of the Audit Committee (THB/time)	22,500	22,500
- Member of the Audit Committee (THB/person/time)	17,500	17,500
<u>Meeting Allowance of the Corporate Governance and Risk Oversight Committee</u>		
- Chairman of the Corporate Governance and Risk Oversight Committee (THB/time)	13,500	13,500
- Member of the Corporate Governance and Risk Oversight Committee (THB/person/time)	11,000	11,000
<u>Regular Compensation</u>		
- Chairman (THB/year)	320,000	320,000
- Chairman of the Audit Committee (THB/year)	355,000	355,000
- Member of the Audit Committee (THB/person/year)	320,000	320,000
- Other Directors (THB/person/year)	250,000	250,000

5. Approved to propose to the shareholders' meeting of the Company to consider and approve to appoint Miss Kornthong Luangvilai, C.P.A. Registration No. 7210 or Miss Juntira Juntrachaichoat, C.P.A. Registration No. 6326 or Miss Sophaphan Saptippayarattana, C.P.A. Registration No. 6523 of Deloitte Touche Tohmatsu Jaiyos Audit Company Limited to be the Company's auditor for the year 2024 and propose the remuneration for the auditor at THB 1,800,000, equal to last year. There is no other service fee.
6. Approved to call for the Annual General Meeting of Shareholders for the year 2024 to be held on Tuesday, April 23, 2024 at 10.00 a.m. at the Meeting Room No. 501, 5<sup>th</sup> floor, Premier Corporate Park, No.1 Soi Premier 2, Srinakarin Road, Nongbon Sub-District, Prawet District, Bangkok, and to determine the name of the shareholders entitling to attend such Annual General Meeting of Shareholders on Monday, March 4, 2024.
7. Approved that the agenda of the Annual General Meeting of Shareholders for the year 2024 shall be as follows:
  - Agenda 1 To consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2023.
  - Agenda 2 To acknowledge the report on the Company's operating results of the year 2023.
  - Agenda 3 To consider and approve the Company's financial statements for the year ended 31 December 2023.
  - Agenda 4 To acknowledge the omission of the appropriation of profit and the omission of the dividend payment for the year 2023.
  - Agenda 5 To consider and approve the election of directors to replace those retiring by rotation.
  - Agenda 6 To consider and approve the director's remuneration for the year 2024.
  - Agenda 7 To consider and approve the appointment of the auditor and determination of the auditor's remuneration for the year 2024.
  - Agenda 8 To consider other businesses (if any)
8. Approved to appoint Mr. Tanin Sribenjarat as a Independent Director and Member of the Audit Committee of the Company in replacement of Mr. Chaiyavat Nitayaporn, effective from 16 February 2024 onwards. The remaining tenure is until the 2025 Annual General Meeting of Shareholders.

Consequently, after such changes from 16 February 2024 onwards, the Audit Committee are as follows:

1) Mr. Paritud Bhandhubanyong	Chairman of the Audit Committee
2) Mr. Teerachai Arunruangsirilert	Member of the Audit Committee
3) Mr. Tanin Sribenjarat	Member of the Audit Committee

Please be informed accordingly.

Best Regards,

- Signed -

(Mrs. Walairat Pongjitt)

Director

Premier Products Public Company Limited

**Form to Report on Names of Members and Scope of Work of the Audit Committee**

The Board of Directors meeting of Premier Products Public Company Limited No. 1/2024 held on 16 February 2024 resolved the meeting's resolutions in the following manners:

- Appointment of the audit committee/Renewal for the term of audit committee:  
 Chairman of the audit committee       Member of the audit committee

As follows:

- (1) ..... Mr.Tanin Sribenjarat as Member of the Audit Committee .....
- (2) .....
- (3) .....
- (4) .....

The appointment/~~renewal~~ of which shall take an effect as of ..... 16 February 2024.....

Determination/Change in the scope of duties and responsibilities of the audit committee with the following details:

- No change -

The change of which shall take an effect as of -

The audit committee is consisted of:

- |                                    |                                 |                          |                 |
|------------------------------------|---------------------------------|--------------------------|-----------------|
| 1. Chairman of the audit committee | Mr. Paritud Bhandhubanyong      | remaining term in office | 1 year 3 months |
| 2. Member of the audit committee   | Mr. Teerachai Arunruangsirilert | remaining term in office | 1 year 3 months |
| 3. Member of the audit committee   | Mr. Tanin Sribenjarat           | remaining term in office | 1 year 3 months |
| Secretary of the audit committee   | Ms. Kulhida Verathaworn         |                          |                 |

Enclosed hereto is - copies of the certificate and biography of the audit committee. The audit committee number 2 has adequate expertise and experience to review creditability of the financial reports.

The audit committee of the company has the scope of duties and responsibilities to the Board of Director on the following matters:

- 1) Review the Company's financial reporting process to ensure accuracy and adequacy;
- 2) Review that the Company has an internal control system, internal audit system, corporate governance system, and risk management system suitable and efficient which consider the independence of the internal audit department. As well as to approve the appointment, transfer, and termination of the head of the internal audit department or any other department responsible for internal auditing.
- 3) Review the Company's compliance with the securities and exchange law, regulations of the Stock Exchange and other laws relevant to the Company's businesses.
- 4) Consider, select and nominate an independent person to act as the Company's auditor and propose the remuneration of such person, as well as attend a non-management meeting with the auditor at least once a year.

5) Review and approve the connected transactions, related transaction or those with possible conflicts of interest to ensure that they comply with all relevant laws and regulations of the Stock Exchange. This is to ensure that these transactions are reasonable and of maximum benefit to the Company.

6) Prepare and disclose a report on the Audit Committee's monitoring activities in the Company's annual report, which must be signed by the Chairman of the Audit Committee and consist of at least the following information:

- An opinion on the accuracy, completeness and creditability of the Company's financial reporting;
- An opinion on the adequacy of the Company's internal control system;
- An opinion on the compliance with the securities and exchange laws, regulations of the Stock Exchange or laws relevant to the Company's business;
- An opinion on the suitability of the auditor;
- An opinion on transactions that may have conflicts of interest;
- The number of Audit Committee's Meetings and attendance of such meetings by each committee member;
- Opinions or observations received by the Audit Committee through the performance of its duties as defined in its charter;
- Disclosure of other reports that the Audit Committee considers the shareholders and general investors should be aware of, within the scope of its duties and responsibilities as assigned by the Company's Board of Directors.

7) To perform any other task assigned by the Company's Board of Directors with the approval of the Audit Committee.

The company hereby certifies that

1. The qualifications of the aforementioned members meet all the requirements of the Stock Exchange of Thailand; and
2. The scope of duties and responsibilities of the audit committee as stated above meet all the requirements of the Stock Exchange of Thailand

Signed .....-Sign-..... Director

( Mrs. Walairat Pongjitt)

(Seal)

Signed .....-Sign-..... Director

( Mrs. Pensri Dettingeng )