

Ref. OBD. No. 009/2023

27th April 2023

Subject : Report on resolutions of the Annual General Meeting of Shareholders for 2023

To : The President
The Stock Exchange of Thailand

XSpring Capital Public Company Limited would like to report on the resolutions of the Annual General Meeting of Shareholders for 2023 held on 27th April 2023 at 2.00 p.m. **through electronic media (E-Meeting)**. The Meeting was broadcasted from the Company located at No. 59 Siri Campus, Soi Rim Khlong Phra Khanong, Phra Khanong Nuea Sub-district, Vadhana District, Bangkok 10110. The details of the resolutions are as follows:

1. Acknowledged message from the Chairman.
2. Certified the minutes of the Annual General Meeting of Shareholders for the Year 2022 dated 27th April 2022 with the following votes:

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)
5,075,231,978	0	6,144,000
Percentage	Percentage	Percentage
99.8790	0.0000	0.1209

3. Acknowledged the Board of Directors' report on the Company operating results in 2022.
4. Approved the statements of financial position and the statements of comprehensive income for the year ended 31st December 2022 with the following votes:

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)
5,086,725,178	0	0
Percentage	Percentage	Percentage
100.0000	0.0000	0.0000

5. Approved allocating part of net profit as a legal reserve with the following votes:

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)
5,086,725,178	0	0
Percentage	Percentage	Percentage
100.0000	0.0000	0.0000

6. Approved the omission of dividend payment for the operating results of the year 2022 with the following votes:

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)
5,086,639,878	0	85,300
Percentage	Percentage	Percentage
99.9983	0.0000	0.0016

7. Approved the election of directors to replace the retiring directors by rotation with the following votes:

- 1) Mr. Thongchai Jira-alongkorn

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)
5,068,725,178	0	18,000,000
Percentage	Percentage	Percentage
99.6461	0.0000	0.3538

- 2) Mr. Arthit Suriyabhivadh

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)
5,068,725,178	0	18,000,000
Percentage	Percentage	Percentage
99.6461	0.0000	0.3538

- 3) Mr. Apichart Chutrakul (appointed to fill in the vacancy left by resignation before expiration of term)

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)
5,068,639,878	85,300	18,000,000
Percentage	Percentage	Percentage
99.6444	0.0016	0.3538

8. Approved directors' remuneration of the year 2023, which comprised of the retainer fee and attendance fee, in total at the amount not exceed Baht 7,000,000 with the following votes:

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)
5,086,639,878	0	85,300
Percentage	Percentage	Percentage
99.9983	0.0000	0.0016

9. Approved to appoint the following auditors from EY Office Limited as the auditors of the Company for 2023.

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|--------------------------------|--------------------------------|
| 1. Ms. Ratana Jala | CPA (Thailand) No. 3734 and/or |
| 2. Ms. Somjai Khunapasut | CPA (Thailand) No. 4499 and/or |
| 3. Ms. Rachada Yongsawadvanich | CPA (Thailand) No. 4951 and/or |
| 4. Ms. Wanwilai Phetsang | CPA (Thailand) No. 5315 |

Approved the audit fee for 2023 at Baht 1,100,000 and not including non-audit fee with the following votes:

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)
5,086,639,878	0	85,300
Percentage	Percentage	Percentage
99.9983	0.0000	0.0016

10. Approved the cancellation of resolutions on decrease of registered capital, increase of registered capital, the amendment to Clause 4 of the Memorandum of Association relating to the change of the Company's registered capital and the allocation of newly issued ordinary shares of the Company to accommodate the adjustment of warrants to purchase newly issued ordinary shares of the Company issued to the existing shareholders (XPG-W4 project) (to be in line with the adjustment of exercise price and/or the new exercise ratio) which were approved by the Annual General Meeting of Shareholders for 2022 dated 27 April 2022 with the following votes:

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)
5,080,581,178	6,144,000	0
Percentage	Percentage	Percentage
99.8792	0.1207	0.0000

11. Approved the decrease in the Company's registered capital in the amount of Baht 82,692,587 from Baht 5,129,173,402.50 to Baht 5,046,480,815.50 at a par value of Baht 0.50 each by cancelling 165,385,174 authorized but unissued ordinary shares, and the amendment to Clause 4 of the Company's Memorandum of Association to correspond with the decrease in the registered capital to be as follows;

“Clause 4. Registered Capital of : Baht 5,046,480,815.50 (Five Billion Forty-Six Million Four Hundred Eighty Thousand Eight Hundred and Fifteen Baht Fifty Satang)

divided into : 10,092,961,631 Shares (Ten Billion Ninety-Two Million Nine Hundred Sixty-One Thousand Six Hundred and Thirty-One Shares)

each at a par value of : Baht 0.50 (Fifty Satang)

Ordinary Shares : 10,092,961,631 Shares (Ten Billion Ninety-Two Million Nine Hundred Sixty-One Thousand Six Hundred and Thirty-One Shares)

Preferred Shares : - shares" (-)

with the following votes:

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)
5,086,725,178	0	0
Percentage	Percentage	Percentage
100.0000	0.0000	0.0000

12. Approved the increase in the Company's registered capital in the amount of Baht 327,056,544.50 from Baht 5,046,480,815.50 to Baht 5,373,537,360 by issuing 654,113,089 new ordinary shares at a par value of Baht 0.50 each to accommodate the rights adjustment of the warrants to purchase newly issued ordinary shares of the Company issued to the existing shareholders (XPG-W4 project) (to be in line with the adjustment of the exercise price and/or the new exercise ratio), and the amendment to Clause 4 of the Company's Memorandum of Association to correspond with the increase in the registered capital to be as follows;

“Clause 4 Registered Capital of : Baht 5,373,537,360 (Five Billion Three Hundred Seventy-Three Million Five Hundred Thirty-Seven Thousand Three Hundred and Sixty Baht)

divided into : 10,747,074,720 Shares (Ten Billion Seven Hundred Forty-Seven Million Seventy-Four Thousand Seven Hundred and Twenty shares)

each at a par value of : Baht 0.50 (Fifty Satang)

Ordinary Shares : 10,747,074,720 Shares (Ten Billion Seven Hundred Forty-Seven Million Seventy-Four Thousand Seven Hundred and Twenty shares)

Preferred Shares : - shares" (-)

with the following votes:

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)
5,080,581,178	6,144,000	0
Percentage	Percentage	Percentage
99.8792	0.1207	0.0000

13. Approved the allocation of no more than 654,113,089 new ordinary shares at a par value of Baht 0.50 each to accommodate the rights adjustment of the warrants to purchase newly issued ordinary shares of the Company under XPG-W4 project in accordance with the Terms and Conditions of Rights and Obligations of the Issuer and Holders of the Warrants to Purchase the New Ordinary Shares of XSpring Capital Public Company Limited No. 4 with the following votes:

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)
5,080,495,878	6,229,300	0
Percentage	Percentage	Percentage
99.8775	0.1224	0.0000

14. Approved the amendments of Company's Articles of Association to be consistent with the Public Limited Company Act B.E. 2535 (A.D. 1992) (as amended) with the following votes:

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)
5,086,725,178	0	0
Percentage	Percentage	Percentage
100.0000	0.0000	0.0000

Please be informed accordingly.

Yours faithfully,

Ms. Varangkana Artkarasatapon
President

Company Secretary Office
Tel. 02-030-3730 ext. 1001