

Minutes of Extraordinary General Meeting of Shareholders No. 1/2023

Nusasiri Public Company Limited

On Friday, November 17, 2023 at 10:00 a.m., the meeting will be held via electronic media. According to the Emergency Decree on Meetings via Electronic Media B.E. 2020, which was broadcast live at the Company's office, No. 2922/209, Chan Issara Tower Building 2, Floor 12A, New Petchaburi Road, Bang Kapi Subdistrict, Huai Khwang District, Bangkok

Directors attending the meeting

1. Mr. Visanu	Thepcharoen	Chairman of the Board (Attend meetings at the Head office)
2. Mr. Manop	Thanomkitti	Vice Chairman/ Audit Committee/ Nominating and Remuneration Committee/ Risk Management Committee/ Independent Director (Attend meetings at the Head office)
3. Mr. Pi boon	Worawanpreecha	Audit Committee/ Risk Management Committee / Independent Director (meet the meeting via electronic media)
4. Mrs. Sirinongkarnat	Priewpanich	Audit Committee/ Nominating and Remuneration Committee / Independent Director (meet the meeting via electronic media)
5. Mrs. Siriya	Thepcharoen	Director/ Risk Management Committee (Attend meetings at the Head office)
6. Mr. Sompjijt	Chaichanajak	Director/ Risk Management Committee (Attend meetings at the Head office)
7. Mr. Pairoj	Sirirat	Director/ Chairman of Risk Management Committee / Nominating and Remuneration Committee (meet the meeting via electronic media)

The Company has a total of 9 directors attending the meeting, a total of 7 people, representing 78% of the directors attending the meeting.

Directors who did not attend the meeting

1. Mr. Theerathat	Poshyanon	Chairman of the Audit Committee/ Nominating and Remuneration Committee/ Independent Director
2. Mr. Somkid	Sri	Vice Chairman/ Chairman of Nominating and Remuneration Committee/ Audit Committee/ Independent Director

Company legal advisor

1. Mr. Phakdee	Phaknara	The Capital Law Office Company Limited
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The meeting started at 10.03 A.M.

Mr. Kampol Sangsrijan Company Secretary announced to the Meeting that Currently, there are 56 registered shareholders, 8 attending by themselves, and 48 by proxy, representing the total number of shares

10,071,223,227 shares, representing 77.0783 percent of the Company's total issued shares, which has a total number 13,066,222,343 shares of the Company's total outstanding shares a quorum was constituted according to Article 35 of the Company's Articles of Association and Article 38 of the Company's Articles of Association, which stipulated that the Chairman of the Board of Directors presided over the Meeting. Therefore, I would like to invite Mr. Wisanu Thepcharoen, Chairman of the Board of Directors. Addressing the opening of the Meeting and conducting the Extraordinary General Meeting of Shareholders No. 1/2023

The Chairman welcomed the shareholders to the Extraordinary General Meeting of Shareholders No. 1/2023 along with introducing the company directors who attended this Extraordinary General meeting of Shareholders to the meeting

Company Secretary informed the Extraordinary General Meeting of Shareholders about the voting procedures in each agenda.

1. Voting: shall be counted as 1 share to 1 vote

2. Electronic voting:

- Because this meeting is a meeting via electronic media. Therefore, no ballots were printed.
- To vote. Ask the shareholders to go to the E-Voting tab to vote on each agenda within 1 minute. After pressing the voting button, the system will pop up again asking if the vote is confirmed or not. Press OK to confirm the vote. In the event that shareholders wish to change their voting. Can be done by pressing the new score again. But if the agenda has already been closed the Shareholders will not be able to vote or change the vote.

- When you have finished voting. You are asked to return to the E-meeting window to continue watching the video and audio of the meeting. The staff will collect all the votes from the voting system.

3. Vote counting: counting only the disapproving votes. and abstained first, and the rest were considered as agreed votes.

4. Notification of vote counting results: will inform the meeting After completing each agenda

5. Comments: If any shareholder wishes to ask questions or express opinions The Company has opened channels for submitting suggestions and questions during the meeting as follows:

1. Audio conversation channel: You must be at the E-Meeting window, then you go to the menu. Participants and press the button to raise your hand when the company calls the name of the shareholder. The staff will open the mic for you to inquire. Shareholders must press Unmute and turn on the mic on your devices. In each question Please inform your name - surname and specify whether to attend the meeting in person or as a proxy before asking questions every time for the benefit of taking complete and accurate minutes of the meeting.

2. Chat channel: go to the Chat menu in the E – Meeting window to type a message and send it to the **NUSA Q&A**. For each time you ask a question Please inform your name - surname and specify whether you attend the meeting in person or as a proxy before asking questions every time for the benefit of taking complete and accurate minutes of the meeting.

However, only comments related to the agenda under consideration are requested. For the chairman to give permission and ask the shareholders to specify their names and inform that he attended the meeting in person or as a proxy to record the minutes of the Meeting accurately and completely.

If the shareholder wishes to suggest other opinions that are not on the agenda of the meeting You can express your opinions in other agendas.

The chairman of the meeting conducted the meeting according to the following agenda:

Agenda 1 The chairman informed (if any)

-None-

Agenda 2 To consider and certify the minutes of the 2023 Annual General Meeting of Shareholders held on April 28, 2023

The Chairman assigned to Mr. Kampol Sangsrijan Company Secretary to clarify the facts in this agenda

Mr. Kampol Sangsrijan Informed the meeting that the Company held the 2023 Annual General Meeting of Shareholders held on April 28 , 2023 and has prepared the minutes of the meeting to send to the Stock Exchange of Thailand (SET) and the Ministry of Commerce within 14 days as required by law and published on the company's website. (www.nusasiri.com) and a copy of the minutes of the meeting has been sent to the shareholders according to the invitation letter for this Annual General Meeting of Shareholders.

The Board of Directors has considered. It was seen that the minutes of the said meeting had been recorded correctly. Therefore, it is considered appropriate to propose that the shareholders' meeting consider approving the said minutes of the 2023 Annual General Meeting of Shareholders.

The resolution must be passed by a majority vote of the shareholders who attend the meeting and have the right to vote.

The Chairman gave the shareholders an opportunity to express their opinions.

When no shareholders commented, the chairman asked the meeting to vote.

Resolution: It was resolved to certify the minutes of the 2023 Annual General Meeting of Shareholders held on April 28, 2021 with the votes.

Agreed	10,074,108,227	Votes	Percentage	100.0000	number of votes attending the meeting and having the right to vote
Disagreed	0	Votes	Percentage	0.0000	number of votes attending the meeting and having the right to vote
Abstained	0	Votes	Percentage	0.0000	number of votes attending the meeting and having the right to vote
Voided Ballot	0	Votes	Percentage	0.0000	number of votes attending the meeting and having the right to vote

Agenda 3 Consider and approve the increase in the number of directors and appoint new directors.

The Chairman assigned to Mr. Kampol Sangsrijan Company Secretary to clarify the facts in this agenda Mr. Kampol Sangsrijan Informed the meeting that

1 The current structure of the company's board of directors Consists of 9 directors (including 5 independent directors and 4 directors) and will add another 4 directors, for a total of 13 directors.

2 The company has expanded its scope of business. Both directly and indirectly increased from the original focus only on real estate business.

3 According to the Company's Articles of Association, Section 3, Directors and Directors' Powers, Section 14. states that "The company has one committee. Consisting of at least 5 directors, the meeting will consider the election, and the committee will elect the directors together as chairman, and may select the Vice Chairman of the Board of Directors Managing Director, and other positions as deemed appropriate may also be given and not less than half of the total number of directors must be residents of the Kingdom."

4 According to the Company's regulations, Section 3, Directors and Directors' Powers, Section 29, states that "Directors are prohibited from operating businesses that have the same nature and compete with the Company's businesses. or become a partner in a general partnership or a partner with unlimited liability in a limited partnership or being a director of a private company or other Company that carries out the business of the same nature and in competition with the business of the Company. Whether it is for your own benefit or the benefit of others. Unless the shareholder meeting is informed before the appointment resolution is made."

5 According to the resolution of the Nomination and Remuneration Committee meeting No. 3/2023, held on 29 September 2023, it was considered and agreed that 4 directors should be appointed as follows:

- | | | |
|-------------------|-----------------|---------------------------------------|
| 1. Mr. Noppol | Milinthangoon | hold position as Independent Director |
| 2. Dr. Chatchai | Payuhanaveechai | hold position as Independent Director |
| 3. Mr. Pradej | Kitti-Itsaranon | hold position as Director |
| 4. Mr. Nuttpasint | Chet-Udomlap | hold position as Director |

6 To strengthen the operations of the Company, It is strong and continues to grow. Under operations following the principles of good corporate governance and according to the criteria set by the Stock Exchange of Thailand Regarding qualifications skills and work experience Board of Directors Therefore, we would like to propose that shareholders approve the appointment of 4 additional directors, as listed above.

In this agenda, it is therefore proposed that the shareholders' meeting consider appointing 4 additional directors by voting individually. According to details and brief history as follows:

1. Mr. Noppol Milinthangoon Independent Director, age 69 years

Education:

- Master of Engineering Nuclear Technology branch Chulalongkorn University
- Bachelor's degree, Bachelor of Engineering Department of Electrical Engineering (Honours),

Chulalongkorn University

Training Director Course:

- Director Certification Program (DCP 71/2550)

- Director of KK Power Company Limited.
- Director of Nava Nakorn Electricity Generating Company Limited.
- Director of Ratchaburi Electricity Generating Company Limited.
- Director of Tri Energy Company Limited.
- Director of Union Power Development Company Limited.
- Director of South East Asia Energy Company Limited.
- Director of Nam Ngum 2 Power Company Limited.

The Company's Board of Directors has considered and is of the opinion that Mr. Noppol Milinthatgoon, who has passed the consideration of the Company's Nomination and Remuneration Committee, is a person who has all the qualifications and therefore should be proposed to the Extraordinary General Meeting of Shareholders. Consider appointing Mr. Noppol Milinthatgoon to hold the position of independent director.

The resolution must be passed by a majority vote of the shareholders who attend the meeting and have the right to vote.

The Chairman gave the shareholders an opportunity to express their opinions.

When no shareholders commented, the chairman asked the meeting to vote.

Resolution: Resolved to approve the appointment of **Mr. Noppol Milinthatgoon** Took the position of independent director with the following votes:

Agreed	10,074,108,187	Votes	Percentage	100.0000	number of votes attending the meeting and having the right to vote
Disagreed	0	Votes	Percentage	0.0000	number of votes attending the meeting and having the right to vote
Abstained	40	Votes	Percentage	0.0000	number of votes attending the meeting and having the right to vote
Voided Ballot	0	Votes	Percentage	0.0000	number of votes attending the meeting and having the right to vote

2. Dr. Chatchai Payuhanaveechai Independent Director, 63 years old

Education :

- Honorary Doctor of Business Administration Degree, Thammasat University
- Doctor of Philosophy Degree (Public Administration), Eastern Asia University
- Honorary Doctor of Business Administration Degree, Suan Sunandha Rajabhat University
- Honorary Doctor of Arts Degree (Finance and Banking), Sripatum University
- Honorary Doctor of Arts Degree (Public Policy and Management), Kasem Bundit University
- Honorary Doctor of Business Administration (Management), Rajamangala University of Technology Lanna
- Master of Business Administration (MBA), Faculty of Commerce and Accountancy, Chulalongkorn University
- Bachelor's Degree, Bachelor of Business Administration (BBA), Faculty of Commerce and Accountancy, Thammasat University

The Company's Board of Directors has considered and believes that Dr. Chatchai Payuhanaweechai has passed the consideration of the Company's Nomination and Remuneration Committee. Currently holding the position Chairman of the Executive Committee who is a professional manager of Origin Property Public Company Limited, a company whose main business is the development of condominium real estate along the rail mass transit stations in Bangkok and surrounding areas. and a service business related to the real estate business, such as a service for finding condominium tenants and condominium juristic person project management services for projects developed by the Company which are real estate development businesses with the same conditions as the Company but not in significant competition with the Company. Moreover, Dr. Chatchai Payuhanaweechai is not a significant partner in the partnership. or being a director who participates in management, an employee, a staff member, or an advisor who receives a regular salary or holding shares exceeding 1 percent of the total number of shares with voting rights of other companies. which operates a business that has the same nature and is in significant competition with the company These qualifications are in line with the qualifications of independent directors and audit committee members as announced by the Capital Market Supervisory Board and according to the regulations of the Stock Exchange. In addition, the Company's Articles of Association, Section 14 regarding the number of directors and Section 29. A director may operate a business of the same nature and compete with the Company's business or be a director of another company that operates a business of the same nature and competes with the Company's business. Compete with the company's business Regardless of whether it is done for the benefit or benefit of others if the shareholder meeting is informed before the appointment resolution is made.

Therefore, it is considered appropriate to propose to the Extraordinary General Meeting of Shareholders to consider the appointment of Dr. Chatchai Payuhanaweechai to the position of independent director.

The resolution must be passed by a majority vote of the shareholders who attend the meeting and have the right to vote.

The Chairman gave the shareholders an opportunity to express their opinions.

Mrs. Keeratika Paenglad, volunteers to protect shareholder rights, Proxy from the Thai Investors Association: Asked about the 4 directors who requested approval for new appointments. I would like to know the strategy and guidelines for strengthening operations for the company It is strong and continues to grow.

Mr. Natthapasin Chet Udomlap, the newly appointed director: As for the operational guidelines and direction of the company, he intends to do more after assuming that position. The main principle is Focusing on turning around to make the company profitable. Focus on creating additional income from the company's 3 main businesses. From the beginning, the focus was only on the real estate development business. There will be some investments in the health business and energy business. which future direction Will focus on 2 more business segments to increase. To generate income for the company.

In addition, they will come in to manage expenses efficiently, reduce unnecessary expenses, and increase efficiency in spending to achieve cost-effectiveness as well as restructure the organization's internal operating structure. So that the company can make profits and grow sustainably.

The Company's Board of Directors has considered and had the opinion that Mr. Pradet Kitti-Isaranon who has been considered by the Company's Nomination and Remuneration Committee is fully qualified. Therefore, it is considered appropriate to propose to the Extraordinary General Meeting of Shareholders. Consider appointing Mr. Pradet Kitti-Isaranon Appointed to be a director.

The resolution must be passed by a majority vote of the shareholders who attend the meeting and have the right to vote.

The Chairman gave the shareholders an opportunity to express their opinions.

When no shareholders commented, the chairman asked the meeting to vote.

Resolution: It was resolved to approve the appointment of Mr. Pradet Kitti-Isaranon. Took the position of director with the following votes:

Agreed	10,074,118,905	Votes	Percentage	100.0000	number of votes attending the meeting and having the right to vote
Disagreed	0	Votes	Percentage	0.0000	number of votes attending the meeting and having the right to vote
Abstained	40	Votes	Percentage	0.0000	number of votes attending the meeting and having the right to vote
Voided Ballot	0	Votes	Percentage	0.0000	number of votes attending the meeting and having the right to vote

4. Mr. Nuttpasint Chet-Udomlap Director, 32 years old

Education :

- Master's Degree in Public Policy and Political Administration from Harvard Kennedy School, Harvard University, USA
- Master's degree in Finance from Wharton School, University of Pennsylvania, USA
- Bachelor's degree, Bachelor of Economics Branch: Analytical Quantitative Economics First class honors Chulalongkorn University

Training :

- Training course: Directors Accreditation program (DAP) 179/2021 of the Thai Institute of Directors Association

Experience :

Present

- Chief Executive Officer, Nusasiri Public Company Limited.
- Chief Executive Officer, Director and Executive committee, Wind Energy Holding Company Limited.
- Chairman of the Enterprise Risk Management Committee, Investment Committee Member and Director of Demco Public Company Limited.
- Chairman and Director of Aeolus power Co., Ltd.
- Chairman and Director of Watabak Wind Company Limited.

- Director of Thana Power Holding Company Limited.
- Director of World Medical Alliance (Thailand) Company Limited.
- Director of Wind Energy Holding (Hong Kong) Limited.
- Director of First Korat Wind Company Limited.
- Director of Bamnet Narong Wind Co., Ltd.
- Director of Dan Khun Thot Wind one Company Limited.
- Director of Dan Khun Thot Wind Two Company Limited.
- Director of WEH solar one Co., Ltd.
- Director of WEH solar two Co., Ltd.
- Director of Thana Renewables one Co., Ltd.
- Director of Thana Renewables two Co., Ltd.
- Director of Thana Renewables three Co., Ltd.
- Director of Thana Renewables four Co., Ltd.
- Director of Thana Renewables five Co., Ltd.

Year 2019

- Consultant, The Boston Consulting Group Co., Ltd.

Year 2018

- Project Manager (Planning and Management Department) Grabtaxi (Thailand) Company Limited.

Year 2017

- Consultant, PYI Consulting Company Limited.

The Company's Board of Directors has considered and had the opinion that Mr. Natthapasin Chet Udomlap who has been considered by the Company's Nomination and Remuneration Committee is fully qualified. Therefore, it is considered appropriate to propose to the Extraordinary General Meeting of Shareholders. Consider appointing Mr. Natthapasin Chet Udomlap Appointed to be a director.

The resolution must be passed by a majority vote of the shareholders who attend the meeting and have the right to vote.

The Chairman gave the shareholders an opportunity to express their opinions.

When no shareholders commented, the chairman asked the meeting to vote.

Resolution: It was resolved to approve the appointment of Mr. Natthapasin Chet Udomlap to the position of director with the following votes:

Agreed	10,074,118,945	Votes	Percentage	100.0000	number of votes attending the meeting and having the right to vote
Disagreed	0	Votes	Percentage	0.0000	number of votes attending the meeting and having the right to vote
Abstained	0	Votes	Percentage	0.0000	number of votes attending the meeting and having the right to vote
Voided Ballot	0	Votes	Percentage	0.0000	number of votes attending the meeting and having the right to vote

Agenda 4 Consider other matters (if any)

The Chairman gave the shareholders an opportunity to ask questions and express opinions on other matters.

Mr. Patarakit Netiniyom, personally attended the meeting and would like to know the conclusion that if the WEH investment process is completed, How much is the percentage of total WEH shares held by NUSA? What is the percentage of directly holding WEH's operating performance?

Mr. Wisanu Thepcharoen, Chairman of the Board of Directors, explained that NUSA currently holds 7.12% of WEH shares. The exact number of shares to be operated in the future is not yet known. which is in the process of improving the plan and collecting shares.

Mrs. Keeratika Paenglad, volunteers to protect shareholder rights, Proxy from the Thai Investors Association: I would like to know the company's risk management guidelines under fluctuation and current confidence in the capital market.

Mr. Natthapasin Chet Udomlap, the newly appointed director: pointed out that the company still adheres to its business plan. which last year and including next year The company is still in the process of improving its operating results. which believes that if the operating results go in a better direction It will build confidence among shareholders. Including various investors. In the midst of a volatile market, there are other companies on the stock exchange that may face problems. The company believes that Able to continue operating the business, including next year, the company intends to create even better profits for the company and asks shareholders and investors to continue following.

The Chairman gave the shareholders an opportunity to ask questions and express additional opinions. Since no shareholder proposed any additional matters and asked any other matters. The Chairman therefore thanked all shareholders for taking the time to attend this meeting. and request to close the meeting

The meeting was closed at 11.02 a.m.

hereby certify that the minutes of the meeting are correct

sign _____

(Mr. Visanu Thepcharoen)

The chairman of the board acts as the chairman of the meeting.

sign _____

(Mr. kampil Sangrsijan)

Minute Recorder