

**WHA INDUSTRIAL DEVELOPMENT PUBLIC COMPANY LIMITED
MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
NO. 1/2020 ON 21 DECEMBER 2020**

DATE, TIME AND PLACE

The Meeting was held on Monday 21 December 2020 at 13.30 hrs. at Wasana Room, 3th Floor, Golden Tulip Sovereign, No. 92 Rama 9 Road, Bang Kapi Sub-District, Huay Kwang District, Bangkok.

Before the Meeting

The Master of Ceremonies (“MC”) introduced the members of the Board of Directors who attended the Meeting as the followings:

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| 1. | Ms. Jareeporn Jarukornsakul | Chairman of the Board of Directors, Chairman of the Executive Committee, and Group Chief Executive Officer |
| 2. | Mr. David Richard Nardone | Director, Executive Committee Member, and Group Executive Industrial and International |
| 3. | Mr. Krailuck Asawachatroj | Director, Executive Committee Member, and Chief Strategic Officer |
| 4. | Mr. Somphong Wanapha | Director |
| 5. | Mr. Chavalit Sethameteekul | Director |
| 6. | Mr. Prateep Charoenporn | Director |

Executives

- | | | |
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| 1. | Mr. Nattapatt Tanboon-ek | Chief Financial Officer |
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Company Secretary

Mr. Sirisak Kijraksa

Legal Consultant from RL Counsel Company Limited

Mr. Kasemsri Sakunchaisiriwit

The Company Secretary explained the procedures of the Meeting and voting as follows:

1. **Conduction of Meeting:**

The Meeting and voting shall be preceded through the sequence of the given agenda shown in the notice of invitation and give the opportunity for shareholders' questions. The Meeting is requested to vote on the ballots at the end of each agenda item.

2. **Voting**

Due to the large number of shareholders, to fasten the vote counting, if any shareholder has a vote of disapproval or abstention, he/she shall raise his/her hand and the staff will collect the relevant ballots of such agenda item.

In the case that any shareholders do not raise their hands, they are not required to submit the ballots and it shall be considered that such shareholders have approved such agenda item. However, the shareholders are required to return the ballots to the staff after the Meeting at the exit.

3. **Vote Counting**

In this Meeting the Company has procured Barcode System for registration and vote counting operated by Inventech Systems (Thailand) Company Limited to implement software for registration and vote counting by Barcode System. One shareholder shall have one vote per one share held. Disapproved vote and abstained vote will be deducted from the total vote of the shareholders attended the Meeting, the remainders shall be considered as approved vote for each Agenda. In case that no shareholder disapproved or abstained in any agenda, such agenda shall be considered as agreed by or as anonymous approval of the Meeting.

Any casted vote with no signature affixed thereon or any vote made not in compliance with the voting right or not as specified in the proxy shall be considered as invalid and not to be considered as a vote of such shareholder or proxy and such shareholder shall be considered to abstain all of its voting right for such agenda.

Where there is no vote of disapproval or abstention in any agenda, it shall be regarded that such agenda is unanimously approved by the resolution of the Meeting. While collecting the casted vote, the Chairman will precede the meeting in the next agenda. In addition, we will announce the vote counting of the previous agenda, when it is finished.

4. **Meeting Resolution**

This Meeting is the Extraordinary General Meeting of Shareholders. The resolution of the Meeting will subject to the majority vote of the shareholder attended the Meeting and voted. In the case of an equality of votes, the Chairman of the Meeting shall be entitled to a second casting vote of agenda 1 and 2.

For Agenda 3, to consider and approve the amendment to Clause 5 (Office Location) of the Memorandum of Association shall receive agreeing with the vote not less than 75% of the total votes of the shareholder attending the meeting and having the rights to vote under the Articles of Association Clause 39

5. In all agendas, there are no shareholders not entitled to vote.
6. Due to the current situation of the Covid-19 pandemic, the Company is concerned regarding the safety of the meeting attendees. Thus, the Company would like to request for cooperation from the Shareholders to follow the precautionary measures and guidelines to prevent the spread of Covid-19 as follows:
- 1) Wear a facemask throughout the duration of the meeting
 - 2) Wash your hands or hand sanitizer at the various spots provided by the Company
 - 3) The Company has arranged the seat with appropriate social distancing at the minimum of 1 meter from one another and we would like to request for strict cooperation from attendees to sit in their assigned seat, in which records will be taken for all of the seats.
 - 4) Avoid eating in the Meeting venue
 - 5) The Company would like to request for cooperation from all shareholders who appear to have fever, coughing, sneezing, runny nose, sore throat or breathing difficulties to leave the Meeting venue immediately.
 - 6) To reduce the risk of spreading diseases, the Company requests that you write the questions on the paper and put them in the question box. There will have the Company's staff to take the box to receive the question form.

Preliminary Proceedings

Ms. Jareeporn Jarukornsakul presided as Chairman of the Meeting stated that there were 9 shareholders equivalent to 38,000 shares attended the Meeting by themselves and proxy representing 22 shareholders equivalent to 9,563,912,206 shares and totally 31 persons equivalent to 9,563,950,206 shares or 98.5447 percent of the Company's total shares for voting (the issued shares of the Company sold 9,705,186,191 shares), and thereby the quorum was constituted so the Meeting shall be convened by following agendas:

Agenda 1 To certify the Minutes of the 2020 Annual General Meeting of Shareholders

The Chairman requested the Meeting to consider and approve the Minutes of the 2020 Annual General Meeting of Shareholders held on 13 July 2020. It has been distributed as shown in Attachment 1 with this invitation to the shareholders.

Furthermore, The Chairman informed to the Meeting that in the following meeting of shareholders, there would not be an agenda to certify the Minutes of the previous shareholder meeting since there is no requirement under any applicable law that the Company has to obtain a resolution to certify the previous Minutes of the Shareholders Meeting. Furthermore, any resolution passed in the meeting is legally effective immediately upon the end of such meeting without having to propose to the shareholders to certify in the next meeting.

In this regard, the Minutes of the meeting would be published on the Company's website within 14 days from the meeting date. The shareholders may inquire or give any comments within 1 month from the meeting date.

The Chairman asked the Meeting if any shareholder might have question. Since there was no question, the Chairman then asked the Meeting to vote in casted vote.

Resolution The Meeting has considered and certified the Minutes of the 2020 Annual General Meeting of Shareholders and recommended the Meeting to remove the agenda to certify the Minutes of the Shareholders Meeting in the next meeting with the following votes:

Vote Result	Vote	%
Approved	9,563,950,206	100.0000
Disapproved	-	-
Abstained*	-	-
Voided*	-	-

of the total votes of shareholders attending the Meeting and casting their votes.

* Percentage not calculated because the voting is counted based on those who casted votes

Agenda 2 **To consider and approve the change of the Company’s Head Office address**

The Chairman invited Mr. Sirisak Kijraksa, Company Secretary presented the details of this agenda to the Meeting.

Mr. Sirisak Kijraksa presented to the Meeting that according to WHA Group has planned to move to the New Office namely “WHA TOWER” at the early of the year 2021. The Company would move to WHA TOWER same as WHA Corporation Public Company Limited, a Parent company as below:

Present: No. 9, UM Tower, 18th Floor, Ramkhamhaeng Road, Suan Luang Sub-district, Suan Luang District, Bangkok 10250

Propose: No. 777, WHA TOWER, 23rd-25th Floor, Moo. 13, Debaratna Road (Bangna-Trad) KM. 7, Bang Kaeo, Bang Phli, Samut Prakarn Province 10540

It’s proposed to the Meeting to consider and approve the change of the Company’s Head Office address as the above details.

The Chairman asked the Meeting if any shareholder might have question. Since there was no question, the Chairman then asked the Meeting to vote in casted vote.

Resolution The Meeting resolved to approve the change of the Company’s Head Office address as proposed with the following votes:

Vote Result	Vote	%
Approved	9,563,950,206	100.0000
Disapproved	-	-
Abstained*	-	-
Voided*	-	-

of the total votes of shareholders attending the Meeting and casting their votes.

* Percentage not calculated because the voting is counted based on those who casted votes

Agenda 3 To consider and approve the amendment to Clause 5 (Office Location) of the Memorandum of Association

The Chairman invited Mr. Sirisak Kijraksa, Company Secretary presented the details of this agenda to the Meeting.

Mr. Sirisak Kijraksa presented to the Meeting that according to the change of the Company's Head Office address to another province, from Bangkok to Samut Prakarn, It is required to amend the Clause 5 of the Memorandum of Association to comply with the Public Company Limited Act B.E. 2535. The details are as follows:

Present: Clause 5. The Company's Head Office will address at Bangkok.

Propose: Clause 5. The Company's Head Office will address at Samut Prakarn Province.

It's proposed to the Meeting to consider and approve the amendment to Clause 5 (Office Location) of the Memorandum of Association as the above details.

The Chairman asked the Meeting if any shareholder might have question. Since there was no question, the Chairman then asked the Meeting to vote in casted vote.

Resolution The Meeting has resolved to approve the amendment to Clause 5 (Office Location) of the Memorandum of Association as proposed with a vote of not less than 75% of total votes of shareholders attending the Meeting and having the rights to vote as below:

Vote Result	Vote	%
Approved	9,563,950,206	100.0000
Disapproved	-	-
Abstained	-	-
Voided	-	-

