

**DHouse Pattana Public Company Limited**

99 Sarakham - Wapi Pathum Road, Talad, Muang, Maha Sarakham 44000

Registration No. 0107563000045 Tel ; 092-665-5656 [dhp@dhouse.in.th](mailto:dhp@dhouse.in.th)

**Minutes of the Annual General Meeting of Shareholders Year 2024  
of  
DHouse Pattana Public Company Limited**

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The meeting was held on April 26, 2024 at 1:30 p.m. at the meeting room of DHouse Pattana Public Company Limited, No. 99 Sarakham-Wapi Pathum Road, Talat Subdistrict, Mueang Maha Sarakham District, Maha Sarakham Province 44000.

**Before the start of the meeting**

Ms. Rapeephan Rattachai , moderator, introduced the participants in the meeting to the meeting as follows:

Directors who attended the meeting

- |                                |  |
|--------------------------------|--|
| 1. Ms. Teerapan Ungphakorn     | Chairman of the Board / Audit Committee  |
| 2. Mr. Pongpot Lerdrungporn    | Director / Chief Executive Officer   |
| 3. Mr. Pongnarin Lerdrungporn  | Director   |
| 4. Mr. Att Lerdrungporn        | Director   |
| 5. Mr. Ong-art Chanprasitchai  | Independent Director / Chairman of the Audit Committee                                     |
| 6. Mr. Utis Bhongchirawattana  | Independent Director   |
| 7. Mr. Apishar Nithianantaporn | Chairman of the Nomination and Remuneration Committee Independent Director/Audit Committee |

All 7 company directors attended the meeting.

**The Management who attended the meeting**

- |                 |              |                         |
|-----------------|--------------|-------------------------|
| 1. Ms. Wanna    | Sribunruaeng | Chief Financial Officer |
| 2. Ms. Patchara | Arraksa      | Secretary               |

**The invitees to attend the meeting are as follows:**

- 1.Mr. Chaiwat Saetiaw, auditor from Siam Truth Audit Co., Ltd.
- 2.Mr. Suschanai Puakiatsakul Legal advisor from Vudthisan Co., Ltd., who acted as the meeting supervisor to make it be in accordance with the laws and regulations of the Company, and was a member of the Audit Committee of the vote counting of the meeting today.

To promote good corporate governance, on October 5, 2023, the Company provided an opportunity for shareholders to participate in the Annual General Meeting of Shareholders, by inviting shareholders to propose matters that are important and beneficial to the business operation, to nominate qualified persons to be elected as directors to be included in the agenda of the 2024 Annual General Meeting of Shareholders and submit questions in advance in accordance with the Company's criteria. The Company had informed the Stock Exchange of Thailand to notify investors and publish the event on the Company's website. The agenda was scheduled to be sent back to the Company from December 15, 2023 to December 31, 2023. After the expiration of the said period, there was no shareholder proposing an agenda for the meeting. No names of persons were nominated for appointment as the Company's directors, including no questions being sent in advance for the Annual General Meeting of Shareholders for the year 2024.



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The moderator then informed the meeting of today's agenda and voting and counting methods for everyone to acknowledge as follows:

Meeting agenda: The chairman conducted the meeting according to the agendas informed in the meeting invitation letter in order as follows:

Agenda 1: To certify the minutes No.1/2023 annual extraordinary shareholders' meeting

Agenda 2: To acknowledge the Company's operating results for the year 2023;

Agenda 3: To consider and approve the statement of financial position, comprehensive income account, and Audit Report of Financial Statements by Certified Public Accountant for the year 2023 ended December 31, 2023;

Agenda 4: To consider and approve the omission of money as a legal reserve and refrain from paying dividends for the operating results ending on December 31, 2023

Agenda 5: To consider and approve the appointment of directors in place of those who had retired by rotation;

Agenda 6: To consider and approve the remuneration of the Company's directors for the year 2024;

Agenda 7: To consider and approve the appointment of auditors and to determine the audit fee for the year 2024;

Agenda 8: To consider any other business (if any).

The method of voting and counting of votes at the meeting will be as follows:

1. In voting at the meeting today, each shareholder was deemed as having the right to vote equal to the number of shares he/she held, with 1 share equaling 1 vote and shareholders had the right to vote in each agenda whether they agreed, disagreed or abstained, just one or the other. Otherwise, it would be treated as a void ballot for voting. In the case of proxy, proxies had to vote in the same manner, except in the case of foreign shareholders' proxies who appointed a custodian in Thailand as a share depository and keeper, in which the proxies had to vote in accordance with what the shareholders had stated in the proxy form.

2. For the counting of votes in every agenda, the Company used data input via the bar code with priority for majority votes, except for matters specified by law otherwise, and showed the vote count via monitor. The votes were divided into 2 parts:

- Part 1) Agenda 1, 3, 4, 5 and 7 were normal agenda, requiring majority votes of the shareholders who attended the meeting and casted their votes;

- Part 2) Agenda 6 was to consider the remuneration of directors for the year 2024, which had to be approved by votes of not less than two-thirds of the total number of votes of the shareholders who attended the meeting



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3. In counting the votes at the meeting, for convenience and speed in counting the votes, the Company used the method to deduct disagree votes and abstained votes from the total number of votes of shareholders or proxies attending the meeting. In each agenda, if there were any shareholders or proxies disagreeing or abstaining from voting, they had to raise their hands. The company then asked the Company's staff to collect the ballot. In the event that no one had an opinion or objection or left a comment otherwise, it was deemed that the meeting agreed and approved unanimously.

4. To ensure the transparency of score collection, the Company had the staff collect the ballots at the same time after the meeting ended. In case any shareholders or proxies wished to return before the meeting was terminated, they were requested that ballot papers were sent to the Company's staff and shareholders will be informed of the minutes of the meeting including verifying their accuracy. The Company will publish the minutes of the meeting via the Company's website within 14 days from the meeting date.

5. In order for the vote counting at the meeting to be transparent, two shareholders attending the meeting were invited to participate in inspecting the voting and counting votes together with the legal advisors and representatives of the Board of Directors of the Company.

None of the shareholders volunteered to be an inspector in the vote counting.

6. To make the meeting run smoothly and use time appropriately in every agenda, the Company had arranged a time for inquiries. In the event that shareholders wished to inquire, they had to raise their hands. And when the chairman allowed him/her to inquire, he/she had to show him/herself by giving his/her name-last name and identified as a shareholder or a proxy for the Company to be able to record the meeting accurately and completely.

In addition, the Company kindly asked the shareholders to inquire about any questions that are relevant to the agenda. As for other questions, they were able to ask in Agenda 8.

After the meeting, the Company collected all voting ballots. The shareholders were asked to place their ballots at the table or send them to the Company's staff at the end of the meeting.

Subsequently, the meeting invited Ms. Teerapan Ungphakorn, the Chairman of the Board of Directors to open meeting.

Ms. Teerapan Ungphakorn, Chairman of the Board of Directors, acted as the chairman of the meeting.

"The Chairman" said hello and thanked the shareholders for attending the meeting and stated to the meeting that that day was the 2024 Annual General Meeting of Shareholders of DHouse Pattana Public Company Limited.

In order not to waste time, at 1:40 p.m., there were 33 shareholders attending the meeting in person, counted as the total number of shares equal to 529,190,400 shares, and by granting 8 proxies, counted as the total number of shares equal to 169,945,100 shares. Total shareholders attending the meeting in person and by proxy were of 41 people, totaling 699,135,500 shares, representing 77.11 percent of the total number of 906,666,660 shares sold, thus constituting a quorum according to the law and the Company's Regulations, therefore, the Company requested to open the Annual General Meeting of Shareholders for the year 2024.



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### The meeting started.

#### Agenda 1: To certify the minutes No.1/2023 annual extraordinary shareholders' meeting

The Chairman proposed the meeting to consider approving the minutes No.1/2023 annual extraordinary shareholders' meeting, held on November 24, 2023 in which the said meeting considered various matters in accordance with the agenda specified in the invitation letter. The details appeared in Attachment 1, which the Board considered that it has been recorded correctly. Therefore, it was appropriate to propose that the shareholders' meeting approved the Minutes of the 2023 Annual General Meeting of Shareholders of DHouse Public Company Limited.

The Chairman asked the meeting to inquire if there were any questions.

When no shareholder objected or requested further correction, the Chairman asked the meeting to vote. This agenda had to be approved by a majority vote of the shareholders who attended the meeting and casted their votes.

The moderator informed the meeting that any shareholders or proxies disagreeing or abstaining from voting had to raise their hand and the Company would ask the Company's staff to collect the ballots.

**Meeting's resolution:** The meeting has considered and passed a resolution certifying the minutes No.1/2023 annual extraordinary shareholders' meeting on November 24, 2023 according to what the Chairman has proposed in all respects with the following votes:

Resolution voted	Number of votes casted (1 share = 1 vote)	As a percentage of the number of shares attending the meeting and voting
Agree	699,135,500	100
Disagree	-	-
<b>Total</b>	<b>699,135,500</b>	<b>100</b>
Abstain	-	-
Void ballot	-	-

#### Agenda 2: To acknowledge the Company's operating results for the year 2023

The Chairman stated to the meeting that the Company has summarized the operating results for the year 2023, which the Company has prepared in the 2023 Annual Report and has already delivered to the shareholders together with the invitation to the meeting. Details were shown in Attachment 2, which the Board of Directors agreed to propose to the shareholders' meeting to acknowledge the Company's operating results for the year 2023 and the activities to be undertaken in the future. The Company assigned Mr. Pongpot Lerdrungporn CEO , to present the operating results of the year 2023 to the meeting.

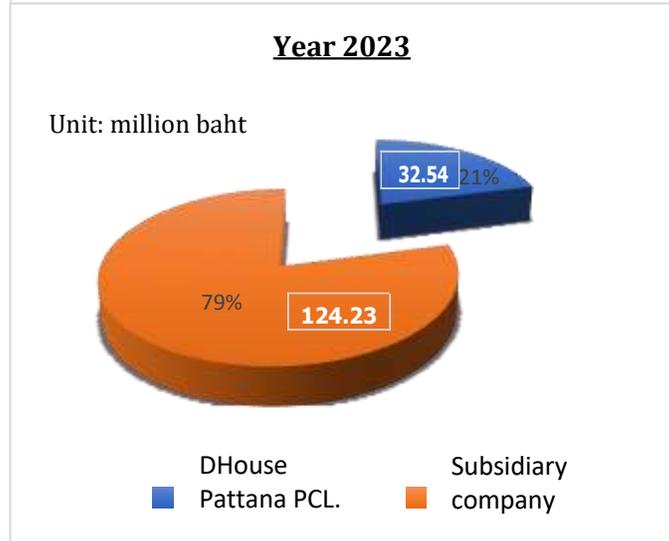
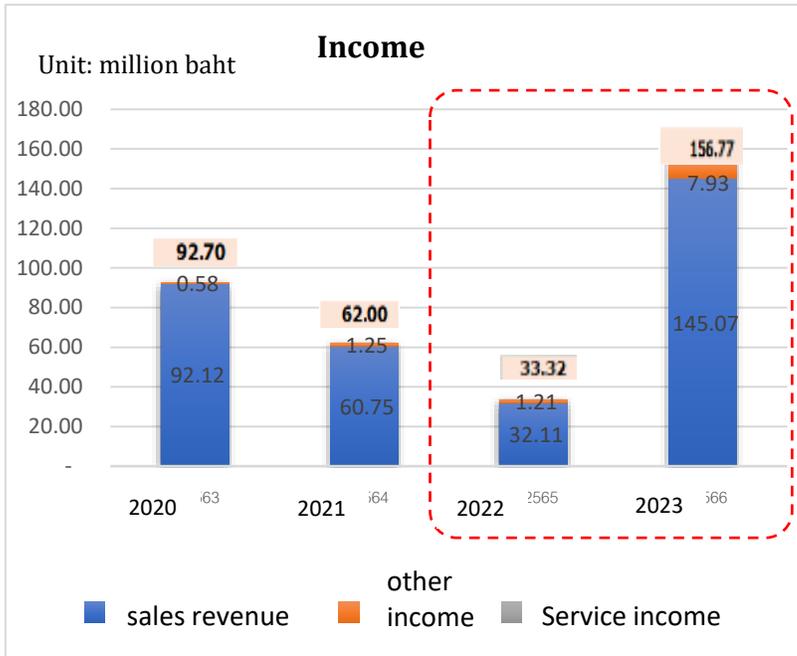
Mr. Pongpot Lerdrungporn presented the Company's operating results for the year 2023 by clarifying the data as follows:



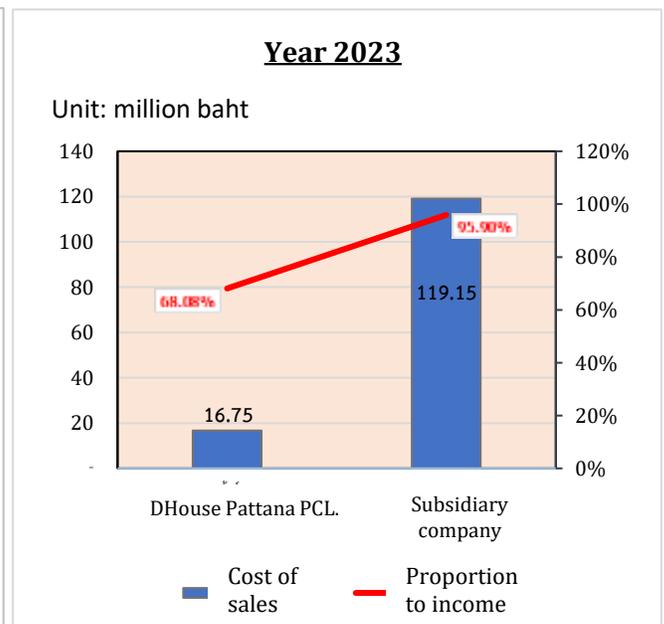
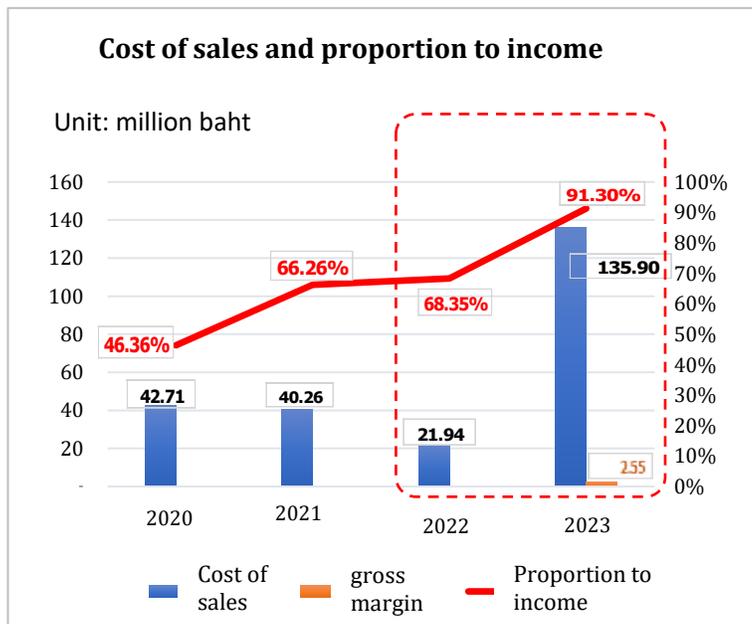
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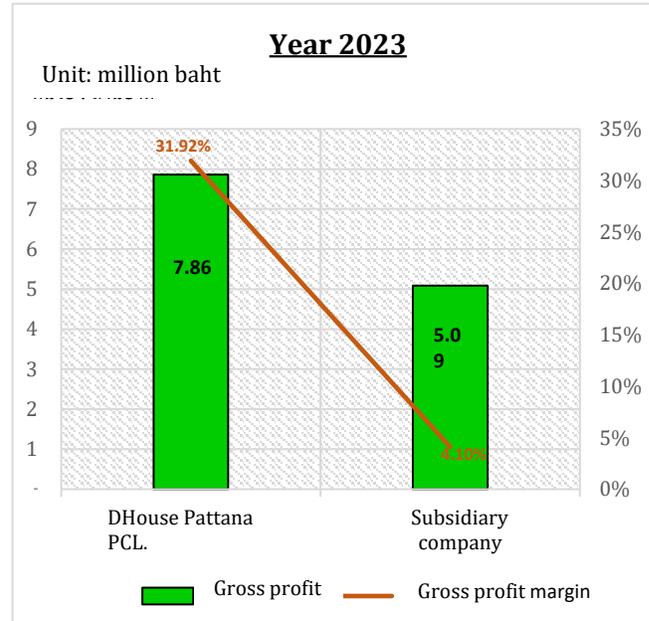
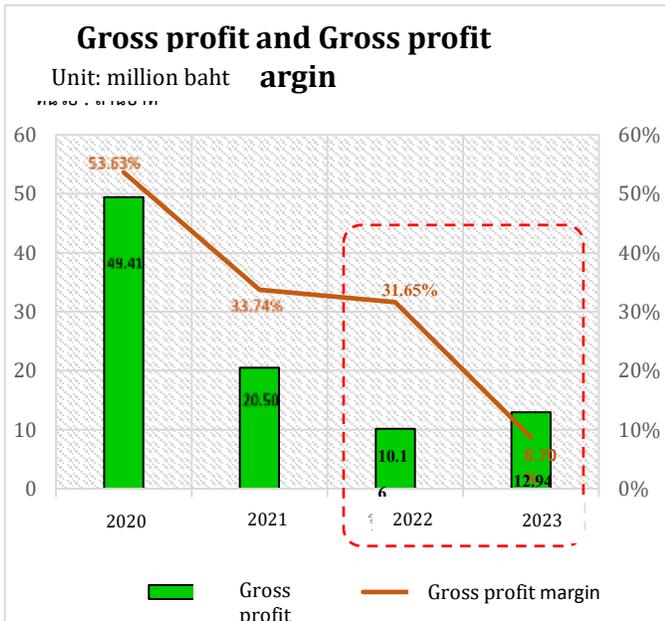
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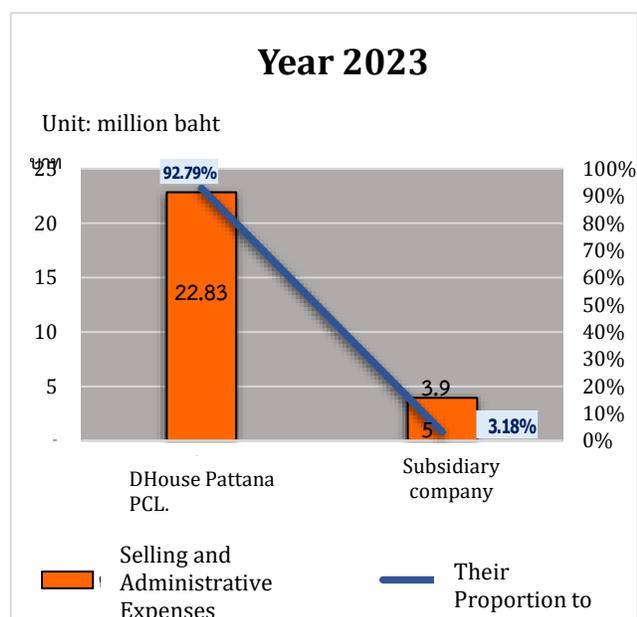
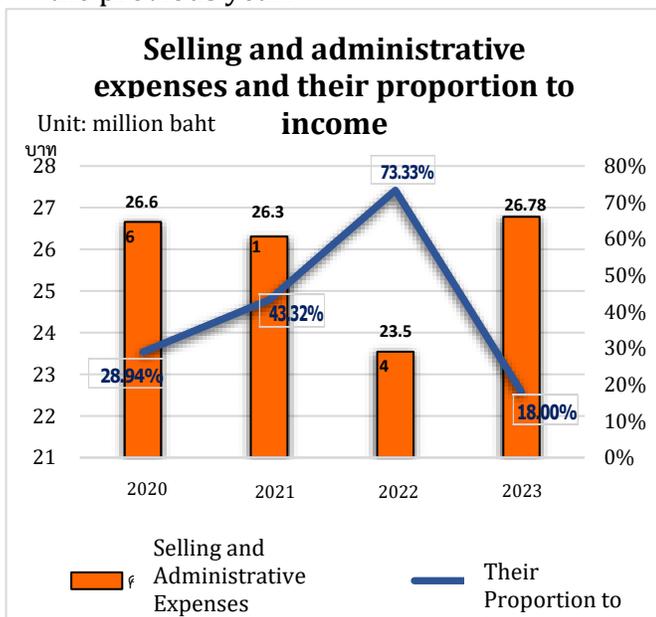
**Income** for the year 2023, the Company had total revenue of 156.77 million baht, an increase of 123.45 million baht from 2022 with a total income of 33.32 million baht or an increase of 370.52%, divided into sales and service income of 24.61 million baht. Sales and service income from subsidiaries was 124.23 million baht and other income was 7.93 million baht. The increase in income was mainly due to in early January 2023, the subsidiary began opening gas stations. Shops and space for rent Therefore, increased revenue was realized compared to the previous year.



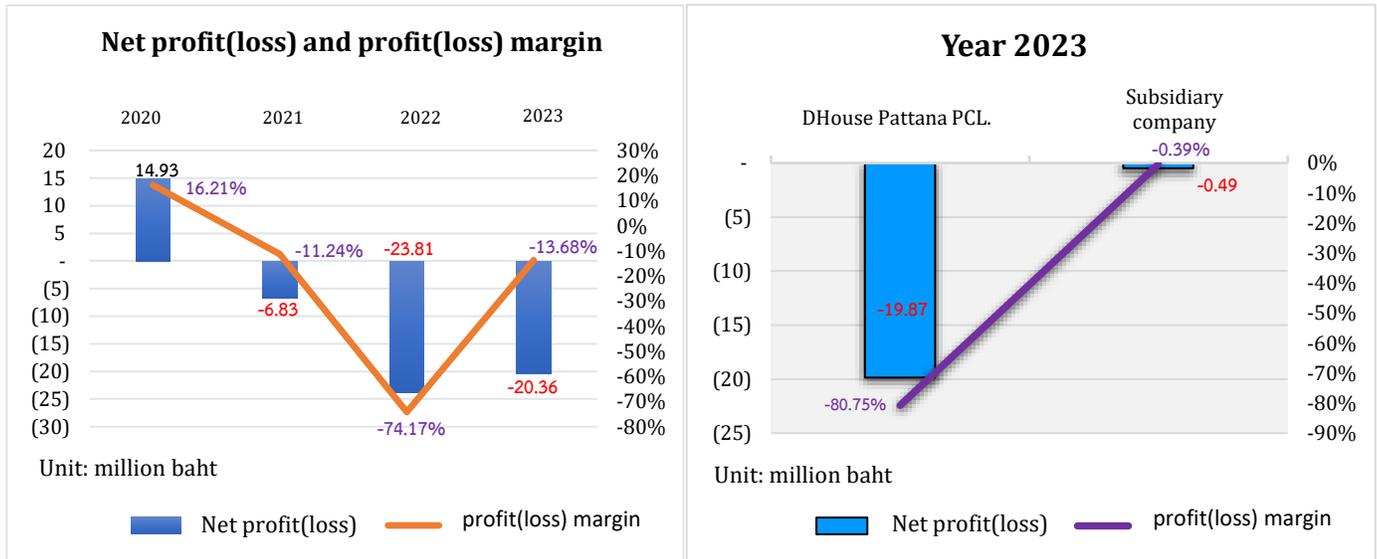
**Cost of sales and proportion to income** for the year 2023, the Company had cost of sales equal to 135.90 million baht or 91.30% of sales revenue and total costs increased by 113.95 million baht or an increase of 519.31%, compared to the previous year when there was a total cost of sales of 21.94-million-baht, cost of sales and services 16.75 million baht or 68.08% of revenue and costs of sales and services of subsidiaries 119.15 million baht or 95.90% of revenue.



**Gross Profit** for the year 2023, the Company and subsidiaries there was a gross profit of 12.94 million baht or 8.70% divided into the company's gross profit of 7.86 million baht or 31.92% and the subsidiary's gross profit of 5.09 million baht or 4.10%. Total decreased by 27.37% compared to the previous year.



**Expenses** for the year 2023, the company and its subsidiaries have total sales and administrative expenses of 26.78 million baht or 18% of revenue, divided into sales and administrative expenses of the company of 22.83 million baht or was 92.79% of income and sales and administrative expenses of subsidiaries were 3.95 million baht or 3.18% of income, a total increase of 3.24 million baht or a total increase of 13.76% compared to the previous year. This is because the company has expenses to support the expansion of the business in the group of companies.



**Net Profit (Loss)** for the year 2023, the company and its subsidiaries had a loss of 20.36 million baht or a loss of 13.68%, divided into a loss of the company of 19.87 million baht or a loss of 80.75% and a loss of the subsidiary of 0.49 million baht or equivalent to a loss of 0.39%, a decrease of 3.45 million baht or a decrease of 14.50% compared to the previous year, mainly due to decreased real estate sales. And the company still has expenses to support expansion in the business group. In addition, interest rates increased according to the policy of the Bank of Thailand.

The Chairman asked the meeting to inquire if there were any questions.

When no shareholder raised any questions, the Chairman therefore asked the meeting to consider the next agenda as this agenda was for acknowledgment, no voting was required.

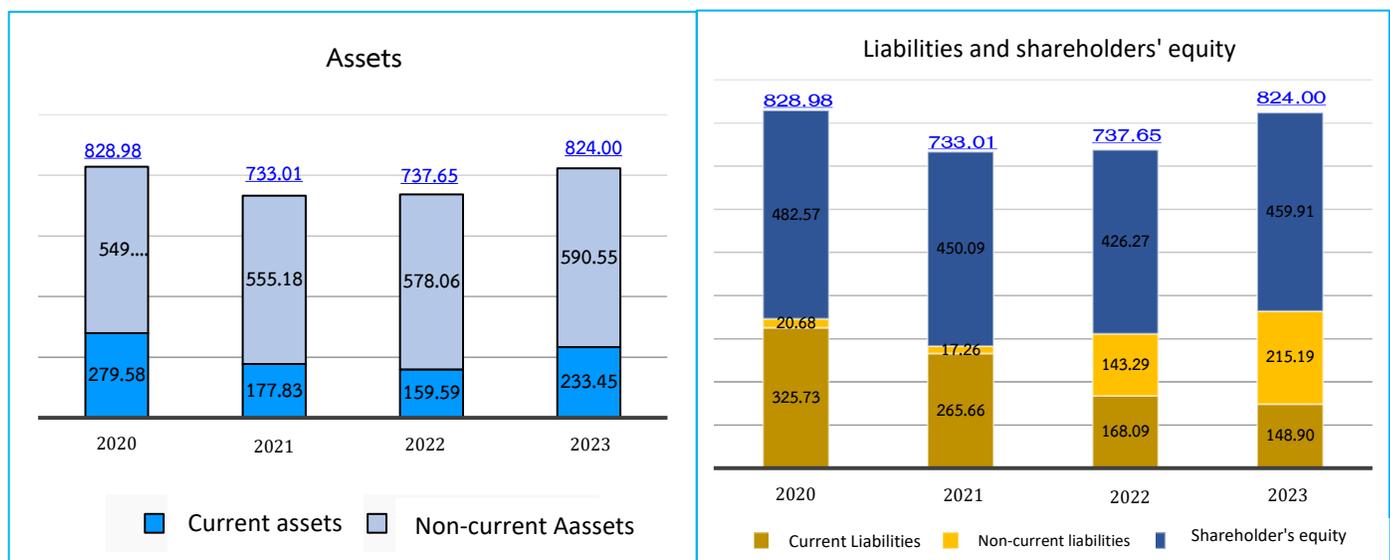
**Agenda 3 to consider and approve the statement of financial position, comprehensive income account, and audit report of financial statements by Certified Public Accountant for the year 2023 ended December 31, 2023.**

The Chairman proposed to the meeting that in order to comply with the Public Company Act 2535 and the Company's Regulations, it requires the Company to prepare a statement of financial position (balance sheet) and income statement at the end of the Company's fiscal year, and arrange for the auditor to audit before proposing to the shareholders for approval. The statement of financial position, statement of comprehensive income, and the audit report of financial statements for the fiscal year ended December 31, 2023, were of details as shown in Attachment 2. The Board of

Directors has considered that it should propose for the shareholders' meeting to approve the statement of financial position and the statement of comprehensive income ending December 31, 2023 and acknowledge the auditor's report that has been considered by the Audit Committee and has been audited and certified by the auditor from Siam Truth Audit Company Limited by Mr. Kraisit Silpamongkolkul, Certified Public Accountant Registration No. 9429, who has reported and certified it unconditionally with regarding knowledge and expertise in finance and accounting. At the meeting, the Company invited the auditor to attend the meeting. If shareholders had any questions about the Company's financial statements, they were able to ask him.

Subsequently, the Chairman asked Ms.Wanna Sribunruaeng Chief Financial Officer, to propose details to the meeting

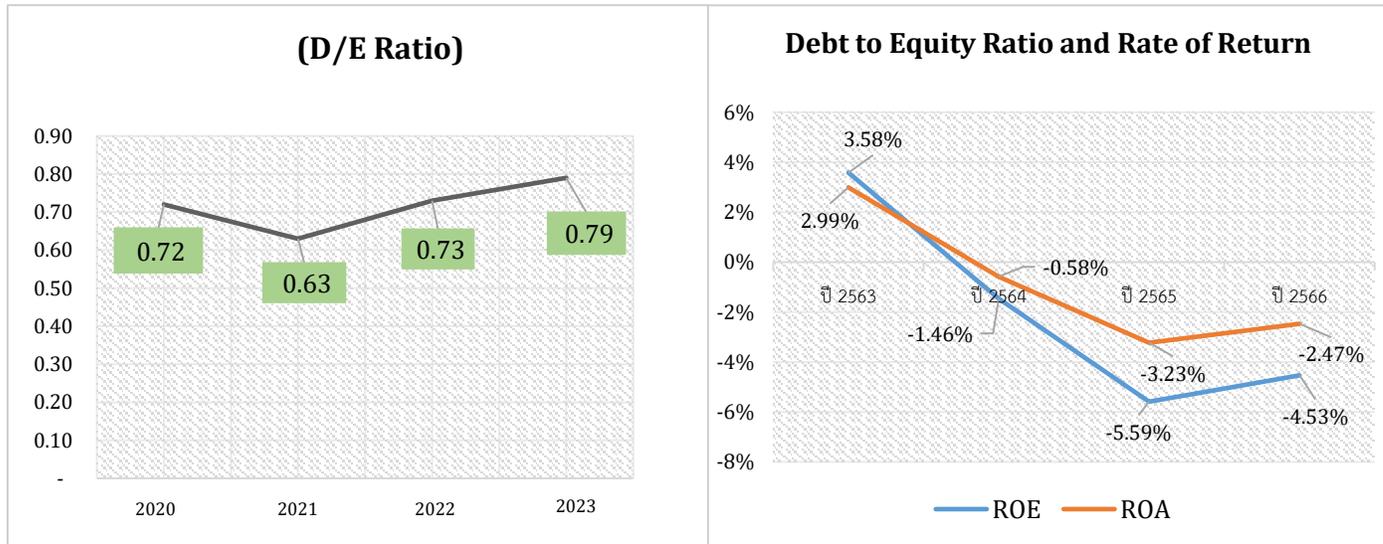
Ms.Wanna Sribunruaeng reported a statement of financial position and the comprehensive income account ended December 31, 2023 and audited by a certified auditor for shareholders to briefly acknowledge. They contained the items proposed in the past agenda and had additional reports as follows:



**Assets** As of December 31, 2023, the company had total assets of 824 million baht, an increase of 86.34 million baht or an increase of 11.71 percent from the end of 2022, mainly due to increased real estate development costs, land, buildings and equipment from investments in the subsidiary company.

**Liabilities** As of December 31, 2023, the company had total liabilities of 364.08 million baht, an increase of 52.70 million baht or an increase of 16.92 percent from the end of 2022, mainly due to debentures. Short-term and long-term loans from financial institutions

**Shareholders' Equity** As of December 31, 2023, the company had shareholders' equity of 459.91 million baht, an increase of 33.64 million baht or an increase of 7.89 percent from the end of 2022, mainly due to the increase in common shares. from increasing registered capital



As of December 31, 2023, the company had a debt to equity ratio of 0.79 times, a return on equity of -4.53% and a return on assets of -2.47%.

The Chairman asked the meeting to inquire if there were any questions.

When no shareholders raised any inquiries, the Chairman asked the meeting to consider voting. This agenda had to be approved by a majority vote of the shareholders who attended the meeting and casted their votes.

The moderator informed the meeting that any shareholders or proxies disagreeing or abstaining from voting had to raise their hand and the Company staffs would collect ballot papers.

**Meeting's resolution:** The meeting considered and passed a resolution approving the statement of financial position, comprehensive income account, and the audit report of financial statements by the Certified Public Accountant for the year 2023 ended December 31, 2023 with the following votes.

Resolution voted	Number of votes casted (1 share = 1 vote)	As a percentage of the number of shares attending the meeting and voting
Agree	699,135,500	100
Disagree	-	-
<b>Total</b>	<b>699,135,500</b>	<b>100</b>
Abstain	-	-
Void ballot	-	-



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### Agenda 4 To consider and approve the omission of money as a legal reserve and refrain from paying dividends for the operating results ending on December 31, 2023

The Chairman asked Ms. Wanna Sribunruaeng Chief Financial Officer, to propose details to the meeting.

Ms. Wanna Sribunruaeng Chief Financial Officer, reported to comply with the Public Limited Companies Act B.E. 2535 and the Company's Articles of Association which prohibits the payment of dividends from other types of money other than profits. In the event that the Company has accumulated losses, it is forbidden to pay dividends. In addition, the Company has a dividend payment policy of not less than 40% of the net profit after deducting all types of reserves as stipulated in the Company's Articles of Association and laws. If there is no other necessity, the Board of Directors has the power to consider exemption not to operate in accordance with the said policy or to change the said policy from time to time depending on operating results, business expansion plans, liquidity, necessity and other appropriateness in the future as the Board of Directors deems appropriate.

Because the Company's operating results for the year 2023 have net loss of 20.36 million baht, causing the Company to have retained net loss of 22.62 million baht, the Board has considered in accordance with the provisions of the Public Limited Companies Act, Articles of Association and the operating results, Company's financial status and taking into account all stakeholders, therefore it should be proposed to the shareholders' meeting to consider and approve the omission of the allocation of money as a legal reserve and to approve the omission of dividend payment for the 2023 operating results ending on December 31, 2023

The Chairman asked the meeting to inquire if there were any questions.

When no shareholders raised any inquiries, the Chairman asked the meeting to consider voting. This agenda had to be approved by a majority vote of the shareholders who attended the meeting and casted their votes.

The moderator informed the meeting that any shareholders or proxies disagreeing or abstaining from voting had to raise their hand and the Company staffs would collect ballot papers.

**Meeting's resolution:** The meeting considered and passed a resolution approving the to consider and approve the omission of money as a legal reserve and refrain from paying dividends for the operating results ending on December 31, 2023 with the following votes:

Resolution voted	Number of votes casted (1 share = 1 vote)	As a percentage of the number of shares attending the meeting and voting
Agree	699,135,500	100
Disagree	-	-
<b>Total</b>	<b>699,135,500</b>	<b>100</b>
Abstain	-	-
Void ballot	-	-

**Agenda 5 To consider and approve the appointment of directors in place of those who retired by rotation.**

The Chairman asked Ms. Patchara Arruksa Secretary , to propose details to the meeting.

Ms. Patchara Arruksa informed the meeting that the Company has provided opportunities for individual shareholders to propose the names of persons who are qualified to be appointed as directors, by publishing the nomination process and method on the Company's website from October 5, 2023 - December 31, 2023. When the said period has expired, there was no shareholder nominating a person to be considered for appointment as a director at this general meeting of shareholders.

According to the Company's Regulations, Article 17, in every annual general meeting of shareholders, at least one third of the directors shall retire. If the number of directors cannot be divided into three parts, they must retire by the closest number to one-third and may be elected to be reinstated. For this year, the 3 directors who retired from office were:

- 1). Mr. Chaiyut Lerdrungporn Vice Chairman of the Board of Directors / Executive Director
- 2). Mr. Pongnarin Lerdrungporn Executive Committee/Company Director/ Managing Director of System Support Division
- 3). Mr. Utis Bhongchirawattana Independent Director / Risk Management Committee/Company Director/ Member of the Nomination and Compensation Committee

The Board of Directors has agreed as proposed by the Nomination and Remuneration Committee that all 3 of them were suitable in terms of qualifications, knowledge, capability and experience, generated benefits to the Company as well had all the appropriate qualifications under the Public Limited Companies Act, B.E. 2535 and did not have any forbidden qualifications. The Board of Directors therefore deemed it appropriate to propose that the 3 retiring directors to be elected to reinstate as directors for another term. The profiles and information of the 3 persons appeared in Attachment 3 of the meeting invitation letter. The Chairman therefore asked the meeting to consider the agenda.

The Chairman asked the meeting to inquire if there were any questions. This agenda had to be approved by a majority vote of the shareholders who attended the meeting and casted their votes, with the abstention points not included, by considering individual appointment.

When no shareholder made inquiries, the Chairman asked the meeting to consider and vote.

**5.1. Mr. Chaiyut Lerdrungporn** Vice Chairman of the Board of Directors /Executive Director

The moderator informed the meeting that any shareholders or proxies disagreeing or abstaining from voting had to raise their hand and the Company staffs would collect ballot papers.

**Resolution:** The meeting considered and resolved to approve the re-appointment of Mr. Chaiyut Lerdrungporn as Director for another term with the following votes:

Resolution voted	Number of votes casted (1 share = 1 vote)	As a percentage of the number of shares attending the meeting and voting
Agree	699,135,500	100

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Disagree	-	-
<b>Total</b>	<b>699,135,500</b>	<b>100</b>
Abstain	-	-
Void ballot	-	-

**5.2 Mr. Pongnarin Lerdrungporn** Executive Committee/Company Director / Managing Director of System Support Division

The moderator informed the meeting that any shareholders or proxies disagreeing or abstaining from voting had to raise their hand and the Company staffs would collect ballot papers.

**Resolution:** The meeting considered and resolved to approve the re-appointment of Mr. Pongnarin Lerdrungporn as Director for another term with the following votes:

<b>Resolution voted</b>	<b>Number of votes casted (1 share = 1 vote)</b>	<b>As a percentage of the number of shares attending the meeting and voting</b>
Agree	699,135,500	100
Disagree	-	-
<b>Total</b>	<b>699,135,500</b>	<b>100</b>
Abstain	-	-
Void ballot	-	-

**5.3 Mr. Utis Bhongchirawattana** Independent Director / Risk Management Committee / Company Director/ Member of the Nomination and Compensation Committee

The moderator informed the meeting that any shareholders or proxies disagreeing or abstaining from voting had to raise their hand and the Company staffs would collect ballot papers.

**Resolution:** The meeting considered and resolved to approve the re-appointment of Mr. Utis Bhongchirawattana as Director for another term with the following votes:

<b>Resolution voted</b>	<b>Number of votes casted (1 share = 1 vote)</b>	<b>As a percentage of the number of shares attending the meeting and voting</b>
Agree	699,135,500	100
Disagree	-	-
<b>Total</b>	<b>699,135,500</b>	<b>100</b>
Abstain	-	-
Void ballot	-	-

The moderator informed the meeting that in this agenda, the voting ballots of everyone would be collected. He asked the meeting attendees to drop their ballots at the table, or send them to the staffs, or send them when the meeting was over.

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Registration No. 0107563000045 Tel ; 092-665-5656 [dhp@dhouse.in.th](mailto:dhp@dhouse.in.th)**Agenda 6 To consider and approve the remuneration of the Company's directors for the year 2024**

The Chairman asked Ms. Patchara Arruksa Secretary , to propose details to the meeting.

Ms. Patchara Arruksa reported to the meeting that in order to comply with the Public Company Act B.E. 2535 and the Company's Regulations which stipulates that the directors are entitled to receive remuneration from the Company in the form of awards, meeting allowances, gratuity, bonuses or other types of benefits, according to the regulations or what the shareholders' meeting deems appropriate, the Board of Directors agreed with the opinion of the Nomination and Remuneration Committee and deemed it appropriate to propose that the shareholders' meeting consider approving the determination of the remuneration of the Company's directors and sub-committees for the year 2023 with the following items:

Position	Meeting allowance per time in 2023	Meeting allowance per time in 2024
Chairman of the Board of Directors	10,000 baht	10,000 baht
Director	8,000 baht	8,000 baht
Chairman of the Audit Committee	8,000 baht	8,000 baht
Member of the Audit Committee	6,000 baht	6,000 baht
Chairman of the Nomination and Remuneration Committee	7,000 baht	7,000 baht
Member of the Nomination and Remuneration Committee *	5,000 baht	5,000 baht
Chairman of the Risk Management Committee	7,000 baht	7,000 baht
Member of the Risk Management Committee*	5,000 baht	5,000 baht
Chairman of the Executive director	8,000 baht	8,000 baht
Member of the Executive director	6,000 baht	6,000 baht

Note: \* Directors who take part in managing the Company's business operations were not entitled to compensation.

The Chairman asked the meeting to inquire if there were any questions.

When no shareholders raised any inquiries, the Chairman asked the meeting to consider voting. This agenda had to be approved by a vote of not less than two-thirds of all the shareholders who attended the meeting.

The moderator informed the meeting that any shareholders or proxies disagreeing or abstaining from voting had to raise their hand and the Company staffs would collect ballot papers.

**Meeting resolution:** The meeting considered and resolved to approve the remuneration of the Company's directors and sub-committees for the year 2024, with the following items.

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Resolution voted	Number of votes casted (1 share = 1 vote)	As a percentage of the number of shares attending the meeting and voting
Agree	699,135,500	100
Disagree	-	-
<b>Total</b>	<b>699,135,500</b>	<b>100</b>
Abstain	-	-
Void ballot	-	-

**Agenda 7 To consider and approve the appointment of auditors and to determine the audit fee for the year 2024**

The Chairman asked Ms.Wanna Sribunruaeng Chief Financial Officer, to propose details to the meeting.

Ms.Wanna Sribunruaeng stated to the meeting that in order to comply with the Public Company Act B.E. 2535 and the Company's Regulations, the annual general meeting of shareholders shall appoint an auditor and determine the audit fee of the Company every year. In appointing an auditor, the meeting may appoint the same auditor again.

The Board of Directors has proposed the appointment of an auditor by considering the ability and work experience that meet international standards, including considering audit fees to suit their duties and responsibility. It was proposed to the Board of Directors to appoint an auditor from Siam Truth Audit Company Limited from the list as follows:

1. Mr. Bunjong Phichayaprasat, Certified Public Accountant No. 7147 or
2. Mr. Kraisit Silpamongkolkul, Certified Public Accountant No. 9429 or
3. Ms. Khemanun Arimarom, Certified Public Accountant No. 8260

And in the event that the aforementioned certified auditors are unable to perform their duties, Siam Truth Audit Co., Ltd. shall arrange for other certified public accountants of the office that has been approved by the SEC to audit the accounts and express opinions on the financial statements of the Company instead of the said auditor(s). Siam Truth Audit Co., Ltd. is the auditor with no relationship with and no interests with the Company, subsidiaries, management, major shareholders or those related to such person. Therefore, they are independent in auditing and express their opinion on the Company's financial statements for the year 2024. The audit fee, the quarterly audit and review fees of the Company for the year 2024 amounted to no more than 2,310,000 baht.

Auditor's remuneration	Year 2023	Year 2024
1. Annual financial statements auditing	700,000	700,000
2. Testing the internal control system	400,000	400,000
3. Quarterly review of financial statements (150,000 baht per quarter)	450,000	450,000
4. Annual audit of consolidated financial statements	100,000	100,000

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5. Quarterly review of consolidated financial statements (20,000 baht per quarter)	60,000	60,000
6. Auditing of Financial Statements of D Group Holding Company Limited (“Subsidiary”) Annual Financial Statement Audit	50,000	50,000
7. Quarterly review of financial statements (15,000 baht per quarter)	45,000	45,000
8. Auditing of Financial Statements of D Energy and Retail Company Limited (“Subsidiary”) Annual Financial Statement Audit	150,000	250,000
9. Quarterly review of financial statements (15,000 baht per quarter)	45,000	120,000
10. Auditing of Financial Statements of Asset Group Khon Kean Company Limited (“Subsidiary”) Annual Financial Statement Audit	-	90,000
11. Quarterly review of financial statements (15,000 baht per quarter)	-	45,000
<b>Total</b>	<b>2,000,000</b>	<b>2,310,000</b>

The background and relevant information of the persons nominated the auditors was provided in Attachment 4.

The Chairman asked the meeting to inquire if there were any questions.

When no shareholders raised any inquiries, the Chairman asked the meeting to consider voting. This agenda had to be approved by a majority vote of the shareholders who attended the meeting and casted their votes.

The moderator informed the meeting that any shareholders or proxies disagreeing or abstaining from voting had to raise their hand and the Company staffs would collect ballot papers.

**Meeting's resolution:** The meeting considered and resolved to approve the appointment of auditors from Siam Truth Audit Company Limited from the list as follows:

1. Mr. Bunjong Phichayaprasat, Certified Public Accountant No. 7147 or
2. Mr. Kraisit Silpamongkolkul, Certified Public Accountant No. 9429 or
3. Ms. Khemanun Arimarom, Certified Public Accountant No. 8260

And in the event that the aforementioned certified auditors are unable to perform their duties, Siam Truth Audit Co., Ltd. shall arrange for other certified public accountants of the office that has been approved by the SEC to audit the accounts and express opinions on the financial statements of the Company instead of the said auditor(s). Siam Truth Audit Co., Ltd. is the auditor with no relationship with and no interests with the Company, subsidiaries, management, major shareholders or those related to such person. Therefore, they are independent in auditing and express their opinion on the Company's financial statements for the year 2024. The audit fee, the quarterly audit and review fees of the Company for the year 2024 amounted to no more than 2,310,000 baht. The votes were as follows:

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<b>Resolution voted</b>	<b>Number of votes casted (1 share = 1 vote)</b>	<b>As a percentage of the number of shares attending the meeting and voting</b>
Agree	699,135,500	100
Disagree	-	-
<b>Total</b>	<b>699,135,500</b>	<b>100</b>
Abstain	-	-
Void ballot	-	-

**Agenda 8 To consider any other business (if any)**

The Chairman stated to the meeting that under the Public Limited Companies Act B.E. 2535, Section 105, the second paragraph, it stipulates that the shareholders holding shares amounting to not less than one-third of the total number of shares sold can request that the meeting considers other matters apart from those specified in the invitation letter for the meeting. Therefore, the Board of Directors deemed it appropriate to include this agenda to provide opportunities for shareholders who wished to consider other matters in addition to what the Board of Directors has determined at this meeting, and to provide opportunities for shareholders to ask questions and / or for the Board of Directors and / or related persons to answer questions or provide clarification of the shareholders (if any).

The Chairman inquired the meeting whether any other matter would be proposed for the meeting to consider or to inquire about any matter to the Board of Directors.

Question : Mrs. Siriporn Changtrakul, authorized person from The Thai Investors Association asked I would like the committee to help narrate the situation of the real estate business in Maha Sarakham province or nearby provinces, which may give a general idea to shareholders.

Answer: Mr. Att Lertrungporn answered that Overall, the situation in Maha Sarakham province has been improving since students began returning to classes about mid-year last year. This has led to an improvement in the economy. However, for real estate to fully recover, it depends on when banks start lending to sub-borrowers. Currently, sub-borrowers have intelligence in home loans, but we see an upward trend because the Prime Minister and the real estate sector have begun to have real estate policies. In the past 2-3 days, banks have started to lower interest rates because interest rates are considered a crucial factor influencing people's decisions to buy. If interest rates are high, monthly mortgage payments will also increase. Therefore, interest rates are crucial. Currently, the company is adjusting its strategies and trends to make homes more accessible and affordable, targeting a new market segment with prices below 2 million baht. This is a trend the company is determined to pursue, and we are currently trying to find new locations where we can enter. Overall, after discussing the issues with entrepreneurs, most of them face similar problems, namely, banks not releasing loans. The actual consumer demand hasn't decreased much, but the problem lies in releasing more loans. Banks have set higher criteria, requiring about 30% of monthly income as remaining funds, which reduces the ability to repay. Therefore, after identifying this problem, we have devised new strategies to make smaller-sized homes with easier-to-grasp prices. However, if there are any emerging trends, they will be considered in the next order of business.

Question : Mrs. Siriporn Changtrakul, authorized person from The Thai Investors Association asked A moment ago, the management mentioned looking for new locations. Last year, there was a share swap, and DHOUSE acquired land in Khon Kaen. How did the company plan this?



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Answer: Mr. Att Lertrungporn answered that There is a preliminary plan to expand operations into Khon Kaen province. However, the company is currently considering the suitable size of homes and considering purchasing non-contiguous land plots. The company is in the process of acquiring additional land to be finalized before proceeding further.

Question : Mrs. Siriporn Changtrakul, authorized person from The Thai Investors Association asked The company believes that DHOUSE's branding is strong enough to be an option for consumers looking for their first home. Has any research been conducted?

Answer: Mr. Att Lertrungporn answered that Since the market in Maha Sarakham province is not as large as in Khon Kaen province, which is divided into zones such as the university zone, old town zone, Nong Yaai zone, and Nong Kot zone, most people tend to stay within their zones. Therefore, when choosing a home, they can explore every project. Therefore, DHOUSE will be an option that customers will consider when they want to buy a house.

Mr. Pongpot Lertrungporn Additionally, the company is more serious about branding this year than last year. For example, in terms of marketing, there has been an increase in branding on all social media platforms, and in terms of physical presence, efforts are being made to find new projects and locations to align with the growing brand.

Question : Mrs. Siriporn Changtrakul, authorized person from The Thai Investors Association asked The management just mentioned that students are returning to study, indicating that this city is a university town, right? Which drives DHOUSE's business.

Answer: Mr. Att Lertrungporn answered that This city is a university town. It can be observed that when the semester starts, the city of Maha Sarakham becomes bustling, as it has two universities. There are approximately 47,004 students at Maha Sarakham University and about 10,000 students at Rajabhat University. Therefore, Maha Sarakham province thrives due to students.

Question : Mrs. Siriporn Changtrakul, authorized person from The Thai Investors Association asked Will students have the purchasing power?

Answer: Mr. Att Lertrungporn answered that Mostly, it will be parents who buy for their children. When the children finish their studies, the parents rent out the houses. The company is also planning to launch new projects at affordable prices to allow parents to buy for their children while they are in university and then rent them out afterward, which will be near Maha Sarakham University.

The Chairman inquired the meeting whether there would be any person asking further or not.

When no one made any further suggestions or inquiries, the Chairman expressed her gratitude to the meeting participants and closed the meeting at 2:40 p.m.

Signed \_\_\_\_\_ Chairman of the meeting  
(Ms. Teerapan Ungphakorn)

Signed \_\_\_\_\_ Meeting Recorder  
( Ms.Patchara Arruksa )