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#### -Translation-

## Minutes of the Extraordinary General Meeting of Shareholders No.1/2025 East Coast Furnitech Public Company Limited (ECF)

#### Date, Time and Place of the Meeting

The Meeting was held on Wednesday March 5, 2025 at 10.00 a.m. by only one method of the electronic conference (E-AGM) in accordance with the rules stipulated by law regarding electronic conferencing (E-EGM) to consider the following matters pursuant to the following agenda items.

#### **Before Meeting Commencement**

East Coast Furnitech Public Company Limited (the "Company" or "ECF") informed the Extraordinary General Meeting of Shareholders No.1/2024 (the "Meeting") as follows:

The Extraordinary General Meeting of Shareholders No.1/2025 was in accordance with the resolutions of the Board of Directors Meeting No. 5/2025 held on January 17, 2025, to consider all of the agenda items as specified in the invitation letter.

In this regard, the date to determine the name list of shareholders who were entitled to attend the Extraordinary General Meeting of Shareholders No.1/2025 (Record Date) had been set on February 10, 2025.

According to data as of book-closing date of share transfer suspension for determination of right to attend the Meeting, the Company has paid-up authorized capital for Baht 239,876,412 which are divided into 959,505,648 distributed ordinary shares at a par value of Baht 0.25 per share from total registered capital of Baht 359,814,618 which are divided into 1,439,258,472 ordinary shares at a par value of Baht 0.25 per share.

At the time of meeting commencement, the total number of shareholders and proxies who attended the Meeting was 34 people with total shares of 492,705,552 shares or equivalent to 51.3499 percent for the total of 959,505,648 paid-up shares by 6 self-attendants and by 28 proxies under the below details:

- 1. The 6 self-attending shareholders counted a total of 289,321,902 shares or 30.1532 percent of the total of paid-up shares.
- 2. The 28 proxies in lieu of shareholders counted a total of 203,383,650 shares or 21.1967 percent of the total of paid-up shares.

After the Chairman opened the meeting, there were 2 more shareholders attending the meeting. In total, there were 36 shareholders and proxies attending the meeting, totaling 559,705,552 shares, equivalent to 58.3327 percent of the total of paid-up shares of the Company, totaling 959,505,648 shares, with details as follows:

- 1. The 6 self-attending shareholders counted a total of 289,321,902 shares or 30.1532 percent of the total of paid-up shares.
- 2. The 30 proxies in lieu of shareholders counted a total of 270,383,650 shares or 28.1795 percent of the total of paid-up shares.



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At present, the Company had shareholders and proxies attending the meeting to form a quorum following the Company's Articles of Association. Therefore, we would like to introduce the Company's board of directors, executives, legal advisors for consideration of the agenda of issuing and offering additional common shares to specific persons (Private Placement), including witnesses to oversee and monitor the vote counting in the meeting to ensure that the voting is transparent and under the law and the Company's regulations.

The Company introduced the Board of Directors, executives, and legal advisors to the Meeting namely as follows:

#### **Attending Committees**

1. General Terdsak**	Marom	Chairman of the Board, Audit Committee and	
		Independent Director	
2. Assoc.Prof.Dr. Montree	Sacatiyanurak	Chairman of Audit Committee, Independent	
		Director, Chairman of Risk Management Committee,	
		Chairman of Remuneration Committee	
3. Assoc. Prof. Songklod**	Jarusombati	Audit Committee, Independent Director, Chairman of	
		Nomination Committee, and Risk Management	
		Committee	
4. Dr. Ekarin	Vasanasong	Non-Executive Director	
5. Mr. Paiboon	Aroonprasobsuk	Independent Director	
6. Mr. Kittiphat	Suksawad	Vice President with Authorized Signatory Director,	
		Executive Director, Risk Management Committee,	
		Nomination Committee, and Remuneration Committee	
7. Mr. Pacharatanapong	Suksawad	Authorized Signatory Director, Executive Director,	
		Managing Director, Risk Management Committee,	
		Nomination Committee, and Remuneration Committee	

<sup>\*</sup>The number of directors attending the Meeting was 87.5 percent of the total number of directors or for the total of 8 persons.

#### Directors who did not attend

Mr. Wanlop Suksawad Authorized Signatory Director

#### **Company Executives**

1. Miss Chanokpornpan Kraisakree Accounting and Finance Director (Act on behalf of Chief

Financial Officer)

<sup>\*\*</sup> General Terdsak Marom, Assoc.Prof.Dr. Montree Sacatiyanurak, and Assoc. Prof. Songklod Jarusombati as the Independent Directors were the proxies from minor shareholders.



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Accounting and Finance Manager

2. Miss Jidapa Srisoongnoen

Legal Advisor For consideration of the agenda for capital increase and the allocation of newly issued ordinary

shares of the Company for the offering through Private Placement from Araya and Partners Company Limited.

Phutthiphongthon 1. Miss Araya Partnership legal advisor

2. Mr. Thanin Kanchanathanalert Legal advisor

Independent Financial Advisor To provide opinions on the agenda for capital increase and allocation of newly issued ordinary shares of the Company for the offering through Private Placement

1. Mr. Phornphut Richirawanit Independent financial advisor 2. Mr. Thotsaporn Chuawutthichao Independent financial advisor Mr. Thanawat Cherdchit Independent financial advisor

Kritthathum Law Firm for performing inspection and supervision to be rightful and transparent voting pursuant to law and Articles of Association of the Company.

1. Mr. Thanun Jaroenrit

Miss Sirilak Yaempayoong

**Company Secretary** 

Miss Sarisa Thongkittikul Company Secretary and Investor Relations

Shareholders' Rights Protection Volunteer with a proxy from the Thai Investors Association

Miss Chanatip Wittayakul

This Extraordinary General Meeting of Shareholders No. 1/2025 would be held in electronic format via the Inventech Connect System, which complies with the Electronic Meetings Act B.E. 2563 and the Ministry of Digital Economy and Society Announcement on Security Standards for Electronic Meetings B.E. 2563, including other related criteria. The Company has arranged for electronic meeting service providers who are experts and have been certified by relevant agencies, as follows:

- Certified Zoom Meeting Control System and
- Inventech Connect Voting System that has passed the Self-Assessment from the Electronic Transactions Development Agency (ETDA)

Responsible for organizing meetings, collecting votes, and processing votes for the Meeting. The live broadcast venue was located at the meeting room of East Coast Furnitech Public Company Limited, Marketing Branch Office, 25/28 Moo 12, Bueng Kham Phroi Subdistrict, Lam Luk Ka District, Pathum Thani Province 12150



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And in order to comply with the principles of good corporate governance, the Company would like to clarify the meeting rules, voting methods, vote counting, and vote calculation methods, with the following details:

#### Rule of the Meeting

- 1. To vote at the meeting, all shareholders will have votes equal to the number of shares that they hold, which shall be counted as 1 share per 1 vote.
- 2. Voting for each agenda will be done openly. Shareholders or proxies are required to vote only in one way or another, i.e. agree, disagree, or abstain. Voting cannot be divided into parts except in the case of foreign shareholders who appoint a custodian in Thailand to be the share depository and the keeper is able to vote separately for agreeing, disapproving, or abstaining at the same time in each agenda by separating the votes to be cast equal to the total number of shares held.
- 3. The total number of votes and the number of shareholders or proxies in each agenda may be different. Since some shareholders or proxies may attend the meeting additionally. Any shareholders or proxies who attend the meeting in time will have the right to vote only for the agenda that they attended the meeting in time and the remaining agenda only.

If a shareholder requests a username and password to participate in the E-EGM system and has submitted a proxy form (Form B) with their vote, the system will not allow any changes to the voting preferences. However, proxy holders can view the Meeting proceedings and ask questions during the Meeting.

#### The voting, counting, and questioning or commenting methods are as follows:

- The Meeting would consider the matters in the order of the agenda specified in the invitation letter.
   Information would be presented on each agenda and shareholders would be given the opportunity to ask questions before voting. The voting results would be announced to the meeting when the counting of votes on each agenda item is complete.
- In voting, shareholders select the agenda they wish to vote on, then press the "Vote" button. The system would display three boxes for voting: Agree, Disagree, and Abstain. For shareholders or multiple proxies, the system would display all names of those who have been granted proxies, with voting separate for each individual.

If you wish to cancel your vote, press the "Cancel Voting" button. For any shareholder who does not vote within the specified time, the Company would assume that the shareholder "agrees" with that agenda and the vote could be edited until the announcement of the closure of the voting for that agenda. The Company would allow 1 minute for voting. When the result of voting for each agenda is closed, the result of that agenda would be announced to the meeting.

In case of receiving proxy from multiple shareholders, using the same email and telephone number to verify
identity in granting proxy, the system would combine the list of proxy grantors in the same user account.



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Unless or using different email and telephone numbers to verify identity, the system would not combine the list of proxy grantors, but would use separate user accounts. If you wish to access other accounts, click on the "User Account" menu and click on the "Change Account" button to access the accounts of other proxies. By changing accounts, the system would not remove votes from the meeting database.

4. If a shareholder registers to leave the meeting before the closing of voting on any agenda item, the shareholder's vote would not be counted as the quorum for that agenda item and the vote would not be counted in the remaining agenda items immediately. However, leaving the meeting on any agenda item would not deprive the shareholder or proxy of the right to return to the Meeting and vote on the agenda item that has not yet been processed in the system.

#### Asking questions or expressing opinions in a meeting room

- 1. Before voting on each agenda item, the Company would give meeting participants an opportunity to ask questions or express their opinions on issues related to that agenda item as appropriate. The Company would set a maximum time of 1 minute per agenda item for submitting questions by selecting the agenda item for which you wish to ask questions or express your opinions, then pressing the "Question" button. Questions could be asked through 2 channels:
  - Ask questions via text message. You could type the questions you want and then press the "Send Question" button. The Company would read and answer questions related to that agenda for the Meeting. However, if many questions are sent into the system, the Company reserves the right to select the questions as appropriate.
  - Ask questions via video conference. Press the "Ask questions via video conference" button and then press "OK" to confirm the reservation. The Meeting operator would inform the names and surnames of the participants who were entitled to ask questions. Then, you must turn on your microphone and camera. Before the participants ask questions, please inform them of your names and surnames and status as a shareholder or proxy before asking questions every time so that the Company can record them correctly and completely in the meeting minutes.

The Company reserved the right to cut the images and sounds of shareholders who ask questions or express inappropriate opinions or defame others or violate any laws, including the rights of others or disturb the Meeting or cause inconvenience to other participants.

- 2. If many shareholders wish to ask questions with images and sound in the system, to maintain the meeting time, please have the shareholders ask questions via message so that the staff can answer the questions or take your questions to answer at the end of the Meeting or put the answers on the Company's website.
- 3. In the event that shareholders encounter problems entering the meeting system, voting system, submitting questions or suggestions. Please study and follow the instructions provided with the meeting invitation or



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select the "Help" menu in the system. or contact Inventech Call Center staff at 02-460-9225 and Line Official: @inventechconnect.

 In the event of a system failure during the Meeting, shareholders would receive an email to return to the Meeting via the backup system.

In this Meeting, the Company would collect, use, and disclose personal information, including recording still images, audio, and video of all participants for the purpose of recording and preparing Meeting minutes, managing the Meeting, etc. However, the Company would not publish or upload to the website to prevent the PDPA personal data protection law.

Shareholders can access the Personal Data Protection policy for shareholder meetings at www.eastcoast.co.th/investor-relations/corporate-governance under the heading "Personal Data Protection Policy for Investors and Shareholders of the Company."

#### **The Meeting commenced**

General Terdsak Marom, the Chairman of the Board, Audit Committee and Independent Director, acted as the Chairman of the Meeting (the "Chairman") gave an opening speech for the Extraordinary General Meeting of Shareholders No. 1/2025 And since the Chairman has been undergoing eye treatment, he invited Mr. Kittiphat Suksawad, Vice Chairman of the Board of Directors ("Vice Chairman") to conduct the Meeting on behalf of the Chairman according to the following agenda:

#### Agenda 1 Matters to be informed by the Chairman

The Vice President informed the Meeting that the Company had publicized the documents used in today's Meeting in the Company's website and informed the Stock Exchange of Thailand ("SET") on February 18, 2025. The Company also delivered the documents in relation to the Meeting to the shareholders not less than 14 days period in advance prior to the date of the Meeting together with giving opportunities to the shareholders for suggestion of questions for the Extraordinary General Meeting of Shareholders No.1/2025 in advance until March 4, 2025, There were no questions submitted in advance.

In addition, each agenda meeting that would be held was consistent, correct, and followed various conditions stipulated by law, including rules and various related regulations of the regulatory agencies as determined. The Company has published the approval of the Board of Directors that has passed the filter and carefully considered, with various details shown in the meeting invitation letter that had already been sent to the shareholders.

The Vice President asked the Meeting to consider the determined agenda of the Meeting in sequence of the total of 8 agendas.

- This Agenda Item was only for acknowledgment, and there would be no voting.-



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## Agenda 2 Consider and adopt the minutes of the Extraordinary General Meeting of Shareholders No.1/2024 held on July 11, 2024.

The Vice President proposed the Meeting to consider certifying the Extraordinary General Meeting of Shareholders No.1/2024 of the Company held on July 11, 2024, and the Company accurately recorded the Minutes of said Meeting and sent it to the SET within 14 days from the date of the Meeting, and publicized via website of the Company: www.eastcoast.co.th, in order that the shareholders could acknowledge and check the correctness.

There was a copy of the Extraordinary General Meeting of Shareholders No.1/2024 which was delivered to the shareholders together with the invitation letter. The detail as Enclosure No.1.

The Vice President inquired whether any shareholder had any query or opinion related to this agenda. The company would give an opportunity to ask questions for not less than 1 minute. Then after none of the shareholders required to inquire any query or express any opinion, the shareholders were requested to resolve this agenda.

-In this agenda, none of the shareholders additionally inquired any inquiry or expressed any opinion.

In this agenda, it required the pass of approval resolution with majority votes of the shareholders who attended the Meeting and voted.

Meeting's Resolution The Meeting resolved to approval of the minutes of the Extraordinary General Meeting of Shareholders No.1/2024 of the Company held on July 11, 2024 with a unanimous votes from total votes of shareholders who attended and voted as follows:

Resolution	Resolved Votes	Percentage of attending shares
	(1 Share=1 Vote)	with right to vote
1. Agree	559,705,552	100.00
2. Disagree	0	0.00
3. Abstain	0	

# Agenda 2 Consider and approve the decrease of the Company's registered capital by canceling unissued ordinary shares and the amendment of the Company's Memorandum of Association Clause 4 to be in line with the decrease of the Company's registered capital

The Vice President informed the Meeting to invite Miss Araya Phutthiphongthon, Partnership Legal Advisor ("Legal Advisor") to present information for consideration in this agenda to the shareholders' meeting.

Objective and Reason the Company intends to propose to the Extraordinary General Meeting of Shareholders No. 1/2025 to consider and approve the decreased of the Company's registered capital at the amount of 2,517.75 Baht from the existing registered capital of 359,814,618 Baht, divided into 1,439,258,472 ordinary shares, with a par value of 0.25 Baht per share, to the new registered capital of 359,812,100.25 Baht, divided into 1,439,248,401 ordinary shares, with a par value of 0.25 Baht per share, by canceling 10,071 unissued ordinary shares, with a par value



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of 0.25 Baht per share, which are the remaining ordinary shares from the allocation to accommodate the exercise of the Warrants to Purchase Ordinary Shares of East Coast Furnitech Public Company Limited No. 5 (ECF-W5), according to the resolution of the Extraordinary General Meeting of Shareholders No. 1/2024 held on 11 July 2024.

After the reduction of capital by canceling the unissued shares as specified above, the Company still retains 479,742,753 unissued ordinary shares which allocated to accommodate the exercise of the Warrants to purchase ordinary shares of East Coast Furnitech Public Company Limited No. 5 (ECF-W5).

Moreover, approved to propose to the Extraordinary General Meeting of Shareholders No.1/2025 to consider and approve the amendment of the Company's Memorandum of Association Clause 4 to be in line with the decreased of the Company's registered capital as follows:

"Clause 4.	Registered Capital	359,812,100.25 Baht	(Three Hundred Fifty-Nine Million Eight
			Hundred Twelve Thousand One Hundred Baht
			and Twenty-Five Satang)
	Equivalent to:	1,439,248,401 Shares	(One Billion Four Hundred Thirty-Nine Million
			Two Hundred Forty-Eight Thousand Four
			Hundred and One Shares)
	Share value:	0.25 Baht	(Twenty-Five Satang)
	Divided into:		
	Ordinary share:	1,439,248,401 Shares	(One Billion Four Hundred Thirty-Nine Million
			Two Hundred Forty-Eight Thousand Four
			Hundred and One Shares)

(-)"

Including approved the authorization to Managing Director and/or authorized directors of the Company or any person designated by Managing Director and/or authorized directors of the Company as the authorized person to determine the conditions and details of the relevant procedures regarding such decrease of capital; as well as correcting words or phrases of the minutes of the shareholders' meeting, Memorandum of Association, and/or any application, and/or any proceeding to comply with the Registrar's instruction in order to file for registration of decrease of capital and amendment of the Company's Memorandum of Association to the Department of Business Development, Ministry of Commerce

- Share

After the presentation of information for consideration was completed.

Preferred share:

The Vice President inquired whether any shareholder had any query or opinion related to this agenda. The company would give an opportunity to ask questions for not less than 1 minute. Then after none of the shareholders required to inquire any query or express any opinion, the shareholders were requested to resolve this agenda.

-In this agenda, none of the shareholders additionally inquired any inquiry or expressed any opinion.

In this agenda, it required the pass of approval resolution not less than three-fourths (3/4) votes of total number of votes of the shareholders who attended the Meeting.



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**Meeting's Resolution** The Meeting resolved to approval of the decreased of the Company's registered capital at the amount of 2,517.75 Baht from the existing registered capital of 359,814,618 Baht, to the new registered capital of 359,812,100.25 Baht, by canceling 10,071 unissued ordinary shares, with a par value of 0.25 Baht per share, which are the remaining ordinary shares from the allocation to accommodate the exercise of the Warrants to Purchase Ordinary Shares of East Coast Furnitech Public Company Limited No. 5 (ECF-W5), according to the resolution of the Extraordinary General Meeting of Shareholders No. 1/2024 held on July 11, 2024 and approved the amendment of the Company's Memorandum of Association Clause 4 to be in line with the decrease of the Company's registered capital and the relevant authorization with a unanimous vote as follows:

Resolution	Resolved Votes	Percentage of attending
	(1 Share=1 Vote)	shares with right to vote
1. Agree	559,705,552	100.00
2. Disagree	0	0.00
3. Abstain	0	0.00

#### Agenda 4 Consider and approve the increase of the Company's registered capital and the amendment of the Company's Memorandum of Association Clause 4 to be in line with the increase of the Company's registered capital

The Vice President informed the Meeting to invite Miss Araya Phutthiphongthon, Partnership Legal Advisor ("Legal Advisor") to present information for consideration in this agenda to the shareholders' meeting.

Objective and Reason to raise funds to be used as working capital for the business and to enhance the Company's financial liquidity. Therefore, the Company would like to propose to the Extraordinary General Meeting of Shareholders No. 1/2025 to consider and approve the increase of the Company's registered capital at the amount of 75,000,000.00 Baht from the existing registered capital of 359,812,100.25 Baht, divided into 1,439,248,401 ordinary shares, with a par value of 0.25 Baht per share, to the new registered capital of 434,812,100.25 Baht, divided into 1,739,248,401 ordinary shares, with a par value of 0.25 Baht per share, by issuing newly issued ordinary shares at the amount not exceeding 300,000,000 shares, at a par value of 0.25 Baht per share to accommodate and offering of the newly ordinary shares through private placement.

Moreover, approved to propose to the Extraordinary General Meeting of Shareholders No.1/2025 to consider and approve the amendment of the Company's Memorandum of Association Clause 4 to be in line with the increase of the Company's registered capital as follows:

> "Clause 4. Registered Capital

434,812,100.25 Baht

(Four Hundred Thirty-Four Million Eight Hundred and Twelve Thousand One Hundred and Twenty-Five Satang)



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Preferred share:

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(-)"

Equivalent to:

1,739,248,401 Shares

(One Billion Seven Hundred Thirty-Nine Million Two Hundred and Forty-Eight Thousand Four Hundred and One Shares)

Share value:

0.25 Baht

(Twenty-Five Satang)

Divided into:

Ordinary share:

1,739,248,401 Shares

(One Billion Seven Hundred Thirty-Nine Million Two Hundred and Forty-Eight Thousand Four Hundred and One Shares)

Including approved the authorization to Managing Director and/or authorized directors of the Company or any person designated by Managing Director and/or authorized directors of the Company as the authorized person to determine the conditions and details of the relevant procedures regarding such decrease of capital; as well as correcting words or phrases of the minutes of the shareholders' meeting, Memorandum of Association, and/or any application, and/or any proceeding to comply with the Registrar's instruction in order to file for registration of decrease of capital and amendment of the Company's Memorandum of Association to the Department of Business Development, Ministry of Commerce.

- Share

The details appear in the Capital Increase Report Form (F53-4) (Enclosure 2), which has been delivered to all shareholders together with the meeting invitation letter.

After the presentation of information for consideration was completed.

The Vice President inquired whether any shareholder had any query or opinion related to this agenda. The company would give an opportunity to ask questions for not less than 1 minute. Then after none of the shareholders required to inquire any query or express any opinion, the shareholders were requested to resolve this agenda.

-In this agenda, none of the shareholders additionally inquired any inquiry or expressed any opinion.

In this agenda, it required the pass of approval resolution not less than three-fourths (3/4) votes of total number of votes of the shareholders who attended the Meeting.

Meeting's Resolution The Meeting resolved to approval of the increase of the Company's registered capital at the amount of 75,000,000.00 Baht from the existing registered capital of 359,812,100.25 Baht, to the new registered capital of 434,812,100.25 Baht, by issuing newly issued ordinary shares at the amount not exceeding 300,000,000 shares, at a par value of 0.25 Baht per share to accommodate and offering of the newly ordinary shares through private placement and to consider and approved the amendment of the Company's Memorandum of Association Clause 4 to be in line with the increase of the Company's registered capital and the relevant authorization with a unanimous vote as follows:



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Resolution	Resolved Votes (1 Share=1 Vote)	Percentage of attending shares with right to vote
1. Agree	559,705,552	100.00
2. Disagree	0	0.00
3. Abstain	0	0.00

### Agenda 5 Consider and approve the allocation of newly issued ordinary shares of the Company for the offering through private placement

The Vice President informed the Meeting to invite Miss Araya Phutthiphongthon, Partnership Legal Advisor ("Legal Advisor") to present information for consideration in this agenda to the shareholders' meeting.

Objective and Reason to raise funds to be used as working capital for the business and to enhance the Company's financial liquidity and in accordance with determination of the laws. Therefore, the Company would like to propose to the Extraordinary General Meeting of Shareholders No. 1/2025 to consider and approve the allocation of the newly issued ordinary shares of the Company, whether once or several times, through private placement at the amount not exceeding 300,000,000 shares with the par value of 0.25 Baht per share, representing 23.82 percent of the total issued and paid-up shares of the Company (including after the registration of the increased paid-up capital issued and offered to specific investors in this instance) by offering to 3 investors, namely: (1) Advance Opportunities Fund ("AO Fund"), and/or (2) Advance Opportunities Fund 1 ("AO Fund 1"), and/or (3) Advance Opportunities Fund VCC ("AOF VCC") (collectively, the "Investor") (The number of shares to be allocated to each individual investor has not yet been determined. Once the Company determines the allocation to each investor, the Company will disclose the relevant information through the Stock Exchange of Thailand's information disclosure system). However, all 3 investors are individuals who have relationships and connections with each other, their shares will be counted as concert party. In this regard, the investors have agreed not to appoint any individuals as directors of the Company.

Furthermore, each investor is not a connected person of the Company as specified in the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected Transactions (and as amended) and the Notification of the Board of Directors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning Connected Transactions B.E. 2546 (and its amendments) ("Connected Transactions Notifications").

In this regard, such issuance of newly issued ordinary shares through private placement is an offering of shares in which the shareholders' meeting resolved to appoint the Board of Directors of the Company to determine the offering price based on the market price, with the market price is calculated based on the weighted average price of the Company's ordinary shares in the Stock Exchange of Thailand for not less than 7 consecutive business days prior, but not more than 15 consecutive business days before the date set for the offering price of the shares, pursuant to the resolution of the Company's Board of Directors (The market price will be calculated to 4 decimal places. However, if



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the fifth decimal place has a value of 5 or more, will be rounded up). In the event that the Board of Directors of the Company deems it appropriate, considering the best benefits of the Company, the Board of Directors of the Company may determine the offering price with a discount, but not exceeding 10 percent of the aforementioned market price (In other words, the offering price to the investors must not be lower than 90 percent of the market price) and the offering price of the newly issued ordinary shares not be lower than the par value of the Company's shares. In addition, the offering of the newly issued ordinary shares in each instance must be completed within 5 business days from the date that the Board of Directors of the Company resolves to set the offering price of the shares in each instance, and no later than 12 months from the date of the shareholders' meeting approving the offering of shares to investors pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 28/2565 Re: Permission for Listed Companies to Offer Newly Issued Shares through Private Placement as of 28 December 2565 (and as amended) ("Notification TorJor. 28/2565").

In addition, such offering of the newly issued ordinary shares through private placement is the offering of the newly issued ordinary shares to specific investors at a price not less than 90 percent of the market price, as specified above, does not fall under the restrictions on the sale of shares within the Silent Period pursuant to the Notification of the Stock Exchange of Thailand Re: Rules, Conditions and Procedures Governing the Listing of Ordinary or Preferred Shares Issued for Capital Increase B.E. 2558.

The issuance and offering of newly issued ordinary shares in this instance qualify as a private placement according to Notification No. TorJor 28/2565. This is because the offering may result in the investor who receive the allocation becoming the largest shareholders with the highest voting rights in the Company must appoint an Independent Financial Advisor (IFA) to provide opinions to the shareholders on the following matters: (1) the appropriateness of the price and conditions of the share offering, (2) the reasonableness and benefits of the share offering to the investor, including the plan for utilizing the funds obtained from the share offering compared to the impact on the shareholders, and (3) the opinion on whether the shareholders should approve the matter or not, along with reasons. Additionally, approval must be obtained from the shareholders' meeting with a vote of no less than three-fourths of the total votes of the shareholders present and eligible to vote.

After the issuance and offering of the newly issued ordinary shares of the Company to offer to the aforementioned investor, the investors of the Company will collectively hold the shares in the Company in approximately 23.82 percent of the total number of shares sold of the Company (after the registration of the Company's paid-up capital after this issuance of newly issued ordinary shares) In this regard, each investor does not have any other related person who holds shares in the Company, i.e. there is no other related person that has a relationship or behavior that is considered as acting in concert (Concert Party), or no persons in accordance with Section 258 of the Securities and Exchange Act B.E. 2535 (and as amended), or nominees, which will cause the aggregation of the holdings in the Company's securities after the capital increase stated above. The investor, therefore, is not obliged to make a tender offer for all the Company's securities, since the acquisition of the Company's shares is less than 25.00 percent of the total voting rights of the Company pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers as of 13 May 2554 (and as amended).



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In addition, propose the meeting to approve the authorization of the Board of Directors of the Company and/or Managing Directors and/or any person assigned by the Board of Directors of the Company or Managing Directors to proceed with any actions related to the issuance, offering, allocation, and subscription of such newly issued ordinary shares, which includes but not limited to the following proceedings:

- (a) Determine and/or modify any other necessary details related to the allocation of newly issued ordinary shares to each investor as appropriate and to the extent that it is not contrary or inconsistent with relevant announcements, rules or laws, the determination, amendment of the subscription date and the offering date of the newly issued ordinary shares, the payment of shares may be determined at the time of allocation and subscription for one time or several times.
- (b) Communicate, negotiate, enter into, sign, amend the contract, application request, request for waiver, notice as well as evidences necessary and relevant to the allocation of the newly issued ordinary shares of the Company, including but not limited to Share Subscription Agreement, registration to the Ministry of Commerce, communicate and submission of applications for permission, requests for waivers, notices, documents and evidence to the Office of the SEC, Stock Exchange of Thailand, government agency or other relevant agencies in order to make an amendments to or altering applications or statements in the relevant documents as well as the listing of such newly issued ordinary shares as listed securities on the Stock Exchange of Thailand; and
- (c) Take any necessary and relevant actions for the accomplishment of the allocation of the newly issued ordinary shares of the Company. Appointing and assigning other suitable persons as sub-delegates to perform the above activities.

Details of the issuance and offering of newly issued ordinary shares through private placement are shown in the Information Memorandum on the Issuance and Offering of Newly Issued Ordinary Shares through private Placement of East Coast Furnitech Public Company Limited (Enclosure 3) and Report of the Independent Financial Advisor's opinion on the transaction of issuing newly issued ordinary shares of East Coast Furnitech Public Company Limited through Private Placement with significantly (Enclosure 4), which has been delivered to all shareholders together with the meeting invitation letter.

In the said report, the independent financial advisor believed that the offering of additional newly-issued shares to specific persons (Private Placement) of the Company this time, was reasonable because it was reasonable and appropriate in terms of objectives, necessity, benefits to the Company, including the appropriateness of the price and conditions of the offering of additional newly-issued shares this time. Therefore, the independent financial advisor thought that the shareholders' meeting should vote to approve the offering of additional newly-issued shares this time.

After considering the reasons and necessity, the appropriateness of the source and objectives, the terms and prices of the offering of additional newly-issued shares, including the plan for using the funds and the benefits, the Company would receive, the advantages/disadvantages of entering into the transaction and not entering into the transaction, the independent financial advisor believed that entering into the transaction of offering additional ordinary shares to specific persons (Private Placement) was reasonable, and the Company deemed it appropriate to propose to the shareholders' meeting



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to consider and approve the entering into the transaction of offering additional ordinary shares of the Company to specific persons (Private Placement).

This issuance and offering of common shares to specific persons would have a significant impact on the Company's existing shareholders, which could be summarized in the following table.

Dilution Effect	fully issue and offer of 300,000,000 newly issued ordinary shares	
Control Dilution	Not exceed 23.82 percent	
Price Dilution <sup>1/</sup>	Not exceed 10.00 percent	
EPS Dilution <sup>2/</sup>	-	

Since the Company has incurred losses resulting in negative earnings per share, the impact on profit sharing cannot be calculated.

In this issuance and offering of additional newly-issued shares to specific persons (Private Placement), the Company will use the money received as working capital for the furniture manufacturing and distribution business to help enhance the Company's liquidity in its operations. The Company will use the proceeds received for the following purposes:

Details of working capital	Amount of	The period of use	
Settle the debt regarding the raw materials cost	N-41 41 45 11: 1-1-4	Wish in 2025	
to creditors.	Not less than 45 million baht	Within 2025	
Employee wages, water bills, electricity bills.	Not less than 30 million baht	Within 2025	
Total	Not less than 75 million baht		

However, if the market price is higher than 0.25 baht per share and the Company can receive more than 75.00 million baht from this capital increase, the Company plans to use the money received as working capital for the furniture manufacturing and distribution business of the Company. The Company will consider allocating additional funds as appropriate to maximize the Company's benefits going forward.

After the presentation of information for consideration was completed.

The Vice President inquired whether any shareholder had any query or opinion related to this agenda. The company would give an opportunity to ask questions for not less than 1 minute, which this agenda there were one shareholder asked as follow:

Mr. Piyaphong Prasatthong, the shareholder, attended the meeting in person had a question as to whether the offering of additional shares to specific persons is required to make a tender offer in accordance with the criteria of the SEC.

<u>The legal advisor</u> answered the question on this issue that there is no need to make a tender offer because according to the SEC's criteria, a tender offer must be made in the case of an initial shareholding of 25



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percent or more, whereas the proportion that the Company offered to investors this time, the proportion is only 23.82 percent.

After no shareholders had any further questions or comments, the Meeting was asked to consider voting.

In this agenda, it required the pass of approval resolution not less than three-fourths (3/4) votes of total number of votes of the shareholders who attended the Meeting.

Meeting's Resolution The Meeting resolved to approval of the allocation of newly issued ordinary shares of the Company for the offering through private placement at the amount not exceeding 300,000,000 shares with the par value of 0.25 Baht per share, by offering to 3 investors, namely: (1) Advance Opportunities Fund, and/or (2) Advance Opportunities Fund 1, and/or (3) Advance Opportunities Fund VCC. However, all 3 investors are individuals who have relationships and connections with each other, their shares will be counted as concert party. Furthermore, each investor is not a connected person of the Company as specified in the Connected Transactions Notifications by such issuance of newly issued ordinary shares through private placement is an offering of shares in which the shareholders' meeting resolved to appoint the Board of Directors of the Company to determine the offering price based on the market price, with the market price is calculated based on the weighted average price of the Company's ordinary shares in the Stock Exchange of Thailand for not less than 7 consecutive business days prior, but not more than 15 consecutive business days before the date set for the offering price of the shares, pursuant to the resolution of the Company's Board of Directors and the relevant authorization with a unanimous vote as follows:

Resolution	Resolved Votes	Percentage of attending
	(1 Share=1 Vote)	shares with right to vote
1. Agree	559,705,552	100.00
2. Disagree	0	0.00
3. Abstain	0	

#### Agenda 6 Any other matters (if any)

-None-

The Vice President inquired whether any shareholder had any query or opinion related to this agenda. After none of the shareholders inquired about any query or expressed any opinion. The Chairman thanked all the shareholders and closed the Meeting at 10.45 a.m.

Signed -Signature-General Terdsak Marom

Chairman of the Board



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Signed -Signature-

Miss Sarisa Thongkittikul

Company Secretary

Subongkot Hongthong

Assistant Company Secretary

Minutes Taker

Sarisa Thongkittikul

Company Secretary

Report Inspector