



บริษัท อีเอสโค จำกัด (มหาชน)
 139 ถนนราชมรรคา: แขวงบางปะกอก
 เขตราชเทวี กรุงเทพฯ 10140
 SUSCO PUBLIC COMPANY LIMITED
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TRANSLATION

Sor Kor.Kor. 207/2565

April 28, 2022

Subject : Report on Resolutions of 2022 Annual General Meeting

To : The President
 The Stock Exchange of Thailand

Please be informed that on April 28, 2022 from 09.30 a.m. to 10.10 a.m., the Company held the 2022 Annual General Meeting, at the Meeting Room, on the 5th Floor of the Five-storey Building, SUSCO Public Company Limited, located at 139 Ratburana Road, Bangpakok, Ratburana, Bangkok. There were 19 shareholders and 76 proxy holders attended the Meeting, making a total of 95 shareholders and proxies, representing 576,627,859 shares, equivalent to 57.66 percent of the paid-up 999,999,956 shares of the Company, excluding 100,005,600 repurchased shares of the Company. The resolutions required to be reported to you are as follows:

Agenda No.1 The Meeting adopted the Minutes of the 2021 Annual General Meeting held on Tuesday, April 27, 2021, with the following unanimously votes:

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	576,627,859	0	0	0
Percentage	100.00	0.00	0.00	0.00

Agenda No.2 The Meeting acknowledged the report on the annual performance of the Company for the year 2021.

Agenda No.3 The Meeting approved the Company's financial statements, ended December 31, 2021, which had already been audited by the Auditor and considered by the Audit Committee and the Board of Directors, with the following votes:

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	574,107,942	0	2,519,917	0
Percentage	99.56	0.00	0.44	0.00

Agenda No.4 The Meeting approved the appropriation of profits and Annual dividend payment for the year 2021 at Baht 0.18 per share. Since the Company had already paid interim dividends in September 2021 at Baht 0.08 per share, the final dividends payable for the second half of 2021 will be Baht 0.10 per share which will be paid on May 17, 2022, with the following votes:

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	576,627,859	0	0	0
Percentage	100.00	0.00	0.00	0.00

Agenda No.5 The Meeting re-elected all the 2 retiring directors whose tenures had ended, namely

1) Mrs. Phuangphet Thaweekhaiwat and 2) Mr. Chairit Simaroj to resume their directorships for another term, and not nominate new Directors to replace Khunying Sermsri Bunnag and Mr. Narong Chulajata, with the following votes:

5.1 Mrs. Phuangphet Thaweekhaiwat Independent Director and Audit Committee Chairwoman

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	576,513,098	1	114,760*	0
Percentage	99.98	0.00	0.02	0.00

* Mrs. Phuangphet Thaweekhaiwat, directly holding 114,760 shares, abstained from voting for herself.

5.2 Mr. Chairit Simaroj Managing Director

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	560,834,997	1,272,862	14,520,000*	0
Percentage	97.26	0.22	2.52	0.00

* Mr. Chairit Simaroj, directly holding 11,520,000 shares and indirectly holding by spouse 3,000,000 shares, making a total of 14,520,000 shares, abstained from voting for himself.

And amended the Directors whose signatures are empowered to bind the Company from 7 Directors to 6 Directors as follows:

1. Mr. Mongkol Simaroj
2. Mr. Noppadol Attavavutichai
3. Mr. Marvee Simaroj
4. Mr. Chairit Simaroj
5. Mr. Pimuk Simaroj
6. Mr. Phongsathon Chatnarat

Any two of six Directors jointly sign and affix common seal of the Company to bind the Company.

Agenda No.6 The Meeting approved the 2022 Director's remuneration and Audit Committee Member's remuneration, to be paid on a monthly lump sum basis, as follows:

Remuneration of Directors	2022 (proposed year)	2021	Difference
(1) Chairman	Baht 35,000	Baht 30,000	Baht 5,000
(2) Other Directors	Baht 25,000 each	Baht 20,000 each	Baht 5,000
(3) Audit Committee Chairperson*	Baht 15,000	Baht 15,000	-
(4) Other Audit Committee Members*	Baht 10,000 each	Baht 10,000 each	-
(5) Bonus and other benefits	None	None	-

* In addition to the remuneration of the Directors stated in number (2)

To be effective from May 1, 2022, with the following unanimously votes:

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	576,627,859	0	0	0
Percentage	100.00	0.00	0.00	0.00

Agenda No.7 The Meeting appointed the following certified public accountants from Dharmniti Auditing Co.,Ltd., as the auditors of the Company for the year 2022:

- (1) Mr. Thanawut Piboonsawat, Registration No.6699, or
- (2) Miss Potjanarat Siripipat, Registration No.9012, or
- (3) Miss. Roongnapha Saengchan, Registration No.10142, or
- (4) Miss Techinee pornpenpob Registration No.10769

and fixed the 2022 auditors' remuneration at Baht 1,541,000 (excluding the out-of-pocket expenses), with the following unanimously votes:

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	576,627,859	0	0	0
Percentage	100.00	0.00	0.00	0.00

Agenda No.8 The Meeting approved the amendment to Article 3 of the Company's Memorandum of Association regarding the Company's objective by amending objective No. (11), (21), (46), and (56) and adding two objectives as No. (57) and (58), as follow:

Amending objective No. (11), (21), (46), and (56):

No. (11) From

“(11) To engage in the businesses of trading in fresh food, dried food, ready-made food, canned goods, food condiments, beverages, liquor, beer, cigarettes or other consumables.”

To

“(11) To engage in the businesses of trading in fresh food, dried food, ready-made food, canned food, food condiments, beverages, liquor, beer, cigarettes or other consumables , wholesale and retail businesses of consumer products, agricultural products, and all kinds of industrial products, convenience stores, mini-marts, coffee shops, bakeries, restaurants, various electronic media outlets, car accessories stores, car tires, and necessary car parts, newspapers and journals stores, and all kinds of service businesses.”

No. (21) From

“(21) To engage in the businesses of printing, book printing, issuing newspaper.”

To

“(21) To engage in the businesses of buying, selling, leasing, renting electric vehicles and/or electric motorcycle.”

No. (46) From

“(46) To engage in the businesses of buying, selling, renting, sale with the right of redemption, mortgage, exchanging or procuring land and other immovable properties for use in the Company's business including the allocation of land or land together with houses, condominiums, commercial buildings, as well as other buildings for sale.”

To

“(46) To engage in the businesses of buying, selling, renting, subleasing, sale with the right of redemption, mortgage, exchanging or procuring land and other immovable properties for use in the Company's business including the allocation of land or land together with houses, condominiums, commercial buildings, as well as other buildings for sale.”

No. (56) From

“(56) To engage in the businesses of trading coal, NGV (natural gas for vehicles), LPG (liquefied petroleum gas), kerosene, denatured ethanol, biodiesel, fuel oil and other energy-generating products.”

To

“(56) To engage or joint venture in the businesses of trading coal, NGV (natural gas for vehicles), LPG (liquefied petroleum gas), kerosene, converted ethanol, biodiesel, fuel oil, solar, electric power, and other energy-generating products.”

Adding two objectives as No. (57) and (58):

“No. (57) To engage in the businesses of card issuing agent, selling various types of cards, for example, charge cards, credit cards, debit cards, discount cards, prepaid cards, stored value cards, cash cards, electronic cash cards, or any other cards and businesses related to the card services mentioned above, including top-up services to cash cards and other electronic cards for card members or customers of the Company to use for any purchases and/or services.

No. (58) To engage in the businesses of Electronics Commerce for all kinds of business types, such as, selling, buying, receiving payment, and money collection representative services, membership services, data services, collecting fees, advertising fees, issuing membership cards, discount cards, privilege cards, internet transactions, E-Commerce, digital asset businesses, all types of electronic transaction, both domestically and internationally.”

with a vote of not less than three - fourths as follows:

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	576,627,859	0	0	0
Percentage	100.00	0.00	0.00	0.00

Agenda No.9 Other businesses (if any)

No other business was proposed.

Sincerely yours,

(Chairit Simaraj)

Managing Director