

No: SWG 017/2023

Date: April 7, 2023

Subject: Report of Resolutions of the Annual General Meeting of Shareholders for year 2023

To: President,
The Stock Exchange of Thailand

Siam Wellness Group Public Company Limited or “the Company” held the 2023 Annual General Meeting of Shareholders on Friday 7th April 2023 at 10.00 am by using solely E-AGM platform, broadcasting live from Meeting Room 4, 22nd Floor, Siam Wellness Group Public Company Limited, B.U. Place building. There were total of 629 shareholders, in person through E-AGM platform and by proxies, representing a total of 707,597,756 shares were present at the Meeting. The shares presented in aggregate were 82.76% of the total paid-up shares. The resolutions which have been passed at the Meeting are as follows:

Agenda 1: To certify and approve the Minutes of the Annual General Meeting of Shareholders for the Year 2022

Resolution: The Meeting passed the resolution, with a majority of votes of the shareholders attending the meeting and casting their votes, approving the minutes of the Annual General Meeting of Shareholders for year 2022 held on April 22, 2022. The vote results are as followed:

There are total shareholders who attended and cast the vote of 707,597,956 votes

Approve	707,597,956	votes	or	100.0000 %	* of total votes
Disapprove	0	votes	or	0.0000 %	* of total votes
Abstain	0	votes	or	0.0000 %	* of total votes

**Percent of total shares of shareholders who attend the meeting and cast their votes*

Agenda 2: To acknowledge the Company’s Performance for the year 2022

Resolution: The Meeting acknowledged the report on the operating results of 2022, as proposed.

Agenda 3: To consider and approve the Company’s Financial Statements for the Year Ended December 31, 2022

Resolution: The Meeting passed the resolution, with a majority of votes of the shareholders attending the meeting and casting their votes, approving the Financial Statement for year 2022 ended December 31, 2022 which were audited by auditor and reviewed by the Audit Committee and agreed by the Board of Directors with summary as follows:

Total assets	THB	2,419.00	million
Total liabilities	THB	1,850.00	million
Revenues	THB	721.37	million
Net loss	THB	(88.03)	million

The vote results are as followed:

There are total shareholders who attended and cast the vote of 708,648,106 votes

Approve	708,648,106	votes	or	100.0000 %	* of total votes
Disapprove	0	votes	or	0.0000 %	* of total votes
Abstain	0	votes	or	0.0000 %	* of total votes

**Percent of total shares of shareholders who attend the meeting and cast their votes*

Agenda 4: To Consider and Approve Non-Allocation for Retained Earnings as a Legal Reserve and Non-Distribution of a Dividend from the Operating Performance for the Year 2022

Resolution: The Meeting has passed the resolution, with a majority of votes of the shareholders attending the meeting and casting their votes, approving non-allocation for retained earnings as a legal reserve and non-distribution of a dividend from the operating performance for the year 2022.

The vote results are as followed:

There are total shareholders who attended and cast the vote of 708,648,106 votes

Approve	708,648,106	votes	or	100.000 %	* of total votes
Disapprove	0	votes	or	0.000 %	* of total votes
Abstain	0	votes	or	0.000 %	* of total votes

**Percent of total shares of shareholders who attend the meeting and cast their votes*

Agenda 5: To consider and approve the Election of Directors in place of the directors whose terms expired by rotation

The company has converted to public company on 8 May 2014. Thus, there are three directors who are due to retire by rotation in the year 2022 namely: Mr. Prasert Jiravanstit, Mrs. Thanit Amorntirasan and, Mr. Narun Wiwattanakrai

Resolution: The Meeting has passed the resolution approving the appointment of directors who were elected with the highest rank for 3 persons respectively, i.e., Mr. Prasert Jiravanstit, Mrs. Thanit Amorntirasan and, Mr. Narun Wiwattanakrai and be re-elected as Director.

The vote results are as followed:

5.1 Mr. Prasert Jiravanstit as director (Director / Executive Director / Nomination and Compensation Committee / Managing Director)

There are total shareholders who attended and cast the vote of 620,335,656 votes

Approve	619,847,456	votes	or	99.9213	%	* of total votes
Disapprove	488,200	votes	or	0.0787	%	* of total votes
Abstain	0	votes	or	0.0000	%	* of total votes

**Percent of total shares of shareholders who attend the meeting and cast their votes*

5.2 Mrs. Thanit Amorntirasan as director (Director / Executive Director / Corporate Governance Committee)

There are total shareholders who attended and cast the vote of 638,793,106 votes

Approve	638,304,906	votes	or	99.9236	%	* of total votes
Disapprove	488,200	votes	or	0.0764	%	* of total votes
Abstain	0	votes	or	0.0000	%	* of total votes

**Percent of total shares of shareholders who attend the meeting and cast their votes*

5.3 Mr. Narun Wiwattanakrai as director (Director / Executive Director / Risk Committee / Deputy Managing Director)

There are total shareholders who attended and cast the vote of 678,288,106 votes

Approve	678,288,106	votes	or	100.0000	%	* of total votes
Disapprove	0	votes	or	0.0000	%	* of total votes
Abstain	0	votes	or	0.0000	%	* of total votes

**Percent of total shares of shareholders who attend the meeting and cast their votes*

Agenda 6: To consider and approve the Remuneration of the Directors for the year 2023

Resolution: The Meeting has passed the resolution with not less than two-thirds of total votes of the shareholders attending the meeting, approving the remuneration, meeting allowance and annual bonus of the directors for year 2023 as proposed below:

No.	Consideration	2023
		Proposed Rate (not the increased rate from 2022)
1.	Director's Remuneration	
1.1	Monthly Allowance (per month per person)	- Chairman 22,000 Baht - Director 11,000 Baht * If one has been selected to more than one position, one shall receive only the highest rate of the position. **Director who is member of Executive Committee will

No.	Consideration	2023
		Proposed Rate (not the increased rate from 2022)
		not receive monthly allowance
1.2	Meeting Allowance (per month per person)	- Chairman / Director 12,000 Baht
2.	Audit Committee's Remuneration	
2.1	Monthly Allowance (per month per person)	- Chairman 22,000 Baht - Audit Committee 16,500 Baht * If one has been selected to more than one position, one shall receive only the highest rate of the position. **Director who is member of Audit Committee will not receive the monthly allowance as Director
2.2	Meeting Allowance (per month per person)	- Chairman / Audit Committee 12,000 Baht
3.	Meeting Allowance for the Nomination and Compensation Committee (per month per person)	- Chairman 8,000 Baht - Committee 6,000 Baht
4.	Meeting Allowance for the Risk Committee (per month per person)	- Chairman 8,000 Baht - Committee 6,000 Baht
5.	Meeting Allowance for the Corporate Governance Committee (per month per person)	- Chairman 8,000 Baht - Committee 6,000 Baht
6.	Bonus	None

There are total shareholders who attended and cast the vote of 708,648,106 votes

Approve	708,648,106	votes	or	100.0000	%	* of total votes
Disapprove	0	votes	or	0.0000	%	* of total votes
Abstain	0	votes	or	0.0000	%	* of total votes

**Percent of total shares of shareholders who attend the meeting and cast their votes*

Agenda 7: To consider and approve the Appointment of the Company's Auditor and the Determination of the Audit Fee for the Year 2023

Resolution: The Meeting has passed the resolution approving the appointment of

1. Ms. Kirdsiri Kanjanaprakasit, certified public accountant no. 6014 and/or
2. Ms. Wilaiporn Chaowiwatkul, certified public accountant no. 9309 and/or
3. Ms. Nummon Kerdmongkhonchai, certified public accountant no.8368

of EY Office Limited as the Company's auditor for the year 2023, with the audit fee in total of THB 1,350,000

The vote results are as followed:

There are total shareholders who attended and cast the vote of 708,648,106 votes

Approve	708,648,106	votes	or	100.0000	%	* of total votes
Disapprove	0	votes	or	0.0000	%	* of total votes
Abstain	0	votes	or	0.0000	%	* of total votes

**Percent of total shares of shareholders who attend the meeting and cast their votes*

Agenda 8: To Consider and Approve the Amendment of the Articles of Association Chapter 3 Clause 31 Numbers or Names of the directors authorized to affix signatures on behalf of the Company

Resolution: The Meeting has passed the resolution with not less than three-fourths of total votes of the shareholders attending the meeting and cast their votes, approving the Amendment of the Articles of Association Chapter 3 Clause 31 Numbers or Names of the directors authorized to affix signatures on behalf of the Company

The vote results are as followed:

There are total shareholders who attended and cast the vote of 708,648,106 votes

Approve	708,648,106	votes	or	100.0000	%	* of total votes
Disapprove	0	votes	or	0.0000	%	* of total votes
Abstain	0	votes	or	0.0000	%	* of total votes

**Percent of total shares of shareholders who attend the meeting and cast their votes*

Agenda 9: To Consider and Approve the Amendment of the certificate of registration's the Company Clause 3 directors' authorization in respect of carrying out to competent authority.

Resolution: The Meeting has passed the resolution, with a majority of votes of the shareholders attending the meeting and casting their votes, approving the Amendment of the certificate of registration's the Company Clause 3 directors' authorization in respect of carrying out to competent authority.

The vote results are as followed:

There are total shareholders who attended and cast the vote of 708,648,106 votes

Approve	708,648,106	votes	or	100.0000	%	* of total votes
Disapprove	0	votes	or	0.0000	%	* of total votes
Abstain	0	votes	or	0.0000	%	* of total votes

**Percent of total shares of shareholders who attend the meeting and cast their votes*

Please be informed accordingly.

Yours Sincerely,

(Mr. Wiboon Utsahajit)
Chief Executive Officer
Siam Wellness Group Public Company Limited