



## Minutes of Extraordinary General Meeting of Shareholders No.1/2024 of Delta Electronics (Thailand) Public Company Limited

### Date, time, and place

The Extraordinary General Meeting of Shareholders No.1/2024 (the “**EGM No.1/2024**”) through electronic media (E-EGM) of Delta Electronics (Thailand) Public Company Limited (the “**Company**”) was held on June 7, 2024, at 14.00 hrs., from the Company’s office located at 909 Moo 4, Bangpoo Industrial Estate, Tambon Prakasa, Amphur Muang Samutprakarn, Samutprakarn (the “**Meeting**”).

### Preliminary proceedings

Ms. Wilailak Funghanakun, the Company Secretary (the “**Company Secretary**”), introduced the members of the Board of Directors, executives, and advisors in attendance as follows:

### Directors present:

Mr. Ng Kong Meng	Chairman of the Board
Mr. Cheng An	Director/Chief Executive Director (CEO)/Chairman of the Executive Committee/Corporate Governance Committee
Mr. Ko Tzu-shing	Director (joining the meeting through electronic media)
Mr. Chang Tsai-hsing	Director/President & Chief Operating Officer (COO)/Chairman of the Corporate Governance Committee/Executive Committee
Ms. Xue Li	Director
Mr. Anusorn Muttaraid	Director/ Chairman of the Nomination and Compensation Committee/ Chairman of the Privilege Committee/ Corporate Governance Committee Member
Mrs. Tipawan Chayutimand	Independent Director/ Audit Committee Member (joining the meeting through electronic media)
Dr. Somchai Harnhirun	Independent Director/Audit Committee Member

(All eight directors of the Company were in attendance, representing 100% of the total number of directors.)

### Executives present:

Ms. Nipaporn Jiarajareevong	Chief Financial Officer (CFO)
Ms. Anchalee Jieratham	Investor Relations Director (IR)
Ms. Wilailak Funghanakun	Company Secretary

At this meeting, there were 1,022 shareholders and proxies, holding an aggregate of 10,816,611,410 shares, or equivalent to 86.71% of the total 12,473,816,140 issued shares, in attendance, constituting a quorum according to Article 33 of the Articles of Association of the Company, which requires that a minimum of 25 shareholders holding not less than one-third of the total issued shares of the Company must be in attendance.

Mr. Ng Kong Meng, the Chairman of the Board, who presided as the Chairman of the Meeting (the “**Chairman**”), welcomed all shareholders and assigned Mr. Anusorn Muttaraid to act as the meeting conductor (the “**Conductor**”).



The Conductor thanked the shareholders for attending the EGM No.1/2024 and assigned the Company Secretary to explain the meeting procedures and vote counting, and present the business on the agenda of the meeting.

The Company Secretary explained the procedures for attending the meeting through electronic media via the DAP e-Shareholder Meeting system to be used in conjunction with the Webex teleconference system, which is a standardized system that complies with the conditions and methods under the Emergency Decree on Electronic Meetings B.E. 2563 and the Notification of the Ministry of Digital Economy and Society Re: Standards for Maintaining Security of Meetings via Electronic Means B.E. 2563 (as amended), as well as the procedures for casting votes and submitting questions or expressing opinions as detailed in the notice of the meeting. Prior to proposing that the Meeting vote on each agenda item, the Company would provide an opportunity to the Meeting to submit questions or express opinions relevant to that agenda item as appropriate. In addition, one share would be equal to one vote and if shareholders did not vote on a matter through the DAP e-Shareholder Meeting system, it would be considered that they had voted to approve such matter. As for the vote counting, the Company had counted the votes as specified in the proxy forms and recorded those votes in advance upon meeting registration. Then, the Company Secretary proposed the business on the agenda as set out in the notice of the meeting and in compliance with the Articles of Association of the Company as follows:

**Agenda Item No. 1: To consider and approve the appointment of director to replace the director who passed away**

The Company Secretary informed the Meeting that due to the passing of Mr. Boonsak Chiempricha, an independent director and audit committee member, on March 8, 2024, it is necessary to appoint a new director in order to comply with the Notification of the Capital Market Supervisory Board No. TorJor. 39/2559 Re: Application for Approval and Granting of Approval for Offering of Newly Issued Shares (Codified) Clause 17, which requires listed companies to have at least one third of the board size shall be independent directors, and in any cases, the number shall not be fewer than three, and there shall be an audit committee with at least three members.

The Board of Directors has considered the matter and is of the opinion that the appointment of Mrs. Saowanee Kamolbutr to be independent director and audit committee member of the Company because her qualifications as an independent director of the Company meet the requirements of the Capital Market Supervisory Board and she is not an executive director, officer, employee or adviser who earns salary from the Company. Furthermore, she does not provide professional advisory services to the Company or its parent company, any subsidiaries, any associated companies or any legal entity having a potential conflict of interest with the Company, nor does she have any business relationship with the Company, or its parent company, its subsidiaries, its associated companies or potential conflicting person which might create material adverse impact on executing interfere with her discretion independently during the past two years.

The Nomination and Compensation Committee has cautiously and carefully reviewed the qualifications of the above director candidate and viewed that candidate had passed the screening process as specified by the Company, was qualified in accordance with the relevant regulations, and possessed the knowledge, capability, experience, and expertise which would be beneficial to the Company's operations and suitable for the business operations, and that she did not have any prohibited characteristics according to the Public Limited Companies Act B.E. 2535 (as amended), the Securities and Exchange Act B.E. 2535 (as amended), and the relevant regulations

The Conductor informed the Meeting that the Board of Directors, having considered and shared the same view as the Nomination and Compensation Committee in all respects, deemed it appropriate to

propose the appointment of Mrs. Saowanee Kamolbutr to the EGM No.1/2024 as detailed above for consideration and approval, and provided an opportunity to the Meeting to submit questions or express opinions relevant to this agenda item, but no one submitted any question or expressed any opinion.

Therefore, the Conductor requested the Meeting to pass a resolution on this agenda item, which required a majority vote of the shareholders attending the meeting and casting their votes.

**Resolution:** After due consideration, the Meeting approved the appointment of Mrs. Saowanee Kamolbutr as proposed above in all respects, with the following voting results:

(1) Mrs. Saowanee Kamolbutr:

Shareholders' Votes	No. of Votes	Percent
Approval	10,796,271,015	99.8120
Disapproval	20,340,393	0.1880
Abstention	2	-
Voided ballot	0	0.0000
Total (1,022 shareholders)	10,816,611,410	

## **Agenda Item No. 2: To consider and approve the amendment of the Operating Procedures of Acquisition or Disposal of Assets**

The Company Secretary informed the Meeting that the Company intends to amend the Operating Procedures of Acquisition or Disposal of Assets to align with the current operational framework, as detailed in Attachment 3. In this regard, the relevant regulations require that any amendments to the procedure must be presented to the Board of Directors for further proposal to the shareholders' meeting for consideration and approval.

The Conductor informed the Meeting that the Board of Directors considered and deemed it appropriate to propose the amendment of the Operating Procedures of Acquisition or Disposal of Assets as detailed above to the EGM No.1/2024 for consideration and approval, and provided an opportunity to the Meeting to submit questions or express opinions relevant to this agenda item, but no one submitted any question or expressed any opinion.

Therefore, the Conductor requested the Meeting to pass a resolution on this agenda item, which required a majority vote of the shareholders attending the meeting and casting their votes.

**Resolution:** After due consideration, the Meeting approved the Operating Procedures of Acquisition or Disposal of Assets as proposed above in all respects, with the following voting results:

Shareholders' Votes	No. of Votes	Percent
Approval	10,815,777,578	99.9995
Disapproval	50,000	0.0005
Abstention	783,832	-
Voided ballot	0	0.0000
Total (1,022 shareholders)	10,816,611,410	-

## **Agenda Item No. 3: To consider any other business (if any)**

Since the Meeting had considered all business on the agenda, the Meeting was provided with an opportunity to submit questions or express opinions relevant to the Company, but no one submitted any question or expressed any opinion.



Since no other business was proposed to the Meeting for consideration and no one submitted any question or expressed any opinion additionally, the Conductor invited the Chairman to declare the meeting adjourned.

The Chairman thanked all shareholders for attending the meeting and declared the meeting adjourned at 14.28 hrs.

The Company had also recorded the Meeting in a video.

A handwritten signature in blue ink, appearing to read "Ng Kong Meng", written over a horizontal line.

Chairman of the Meeting

(Ng Kong Meng)

Chairman of the Board of Directors