



**Minutes of the 2024 Annual General Meeting of Shareholders
 Northeast Rubber Public Company Limited**

Time and place Annual General Meeting of Shareholders 2024 of Northeast Rubber Public Company Limited ("**Company**"), the meeting was held on Wednesday, April 10, 2024 at 10:00 a.m. as a hybrid meeting (Hybrid Meeting) The meeting was broadcast live from the meeting room on the 1st floor, the Company's head office, 398 Moo 4, Khok Ma Subdistrict, Prakhon Chai District, Buriram Province 31140.

The 2024 Annual General Meeting of Shareholders was chaired by Mr. Chanitr Charnchainarong, Chairman of the Board of Directors acts as the Chairman of the meeting (the "**Chairman**"). and Ms. Romrumpha Remru acted as the meeting moderator ("**Meeting Moderator**").

As of the Record Date on March 15, 2024, there are 25,680 persons entitled to attend the meeting, out of a total of 1,847,789,748 issued and outstanding shares

Subsequently, the moderator introduced the Company's directors, auditors and legal advisors who participated in the meeting as follows:

Directors attending the meeting

- | | |
|--------------------------------|---|
| 1. Mr. Chanitr Charnchainarong | Director/ Chairman of the Board of Directors/ Audit Committee /Independent Director and Chairman of the meeting |
| 2. Mr. Ronachit Jinadit | Director/ Chairman of the Audit Committee/ Nomination and Sustainability Development Committee / Independent Director |
| 3. Mrs. Chanatip Weerasubpong | Director/ Chairman of the Nomination and Sustainability Committee/ Audit Committee/ Risk Management Committee/Independent Director |
| 4. Mr. Tepakul Poonlarp | Director/ Chairman of the Risk Management Committee /Independent Director |
| 5. Mr. Chuwit Jungtanasomboon | Director/ Risk Management Committee/ Nomination and Sustainability Development Committee /Chairman of the Executive Committee/Chief Executive Officer |
| 6. Mr. Sakchai Jongstapongpun | Director/ Risk Management Committee / Executive Committee |
| 7. Miss Py Attpisarn | Director/ Executive Committee |

Directors who did not attend the meeting

-Without-

This Shareholders' Meeting There were 7 directors who attended the meeting, out of a total of 7 directors, representing 100% of the total number of directors.



Management

- | | |
|---------------------------------|---|
| 1. Mr. Jirayut Jungtanasomboon | Assistant Chief Executive Officer |
| 2. Mrs. Phanida Jungtanasomboon | Chief Supply Chain Officer |
| 3. Mr. Parinya Leenatham | Deputy Chief Executive Officer - General Administration |
| 4. Miss Nongyao Seekiew | Company Secretary |

Auditor

Mr. Akradet Pliansakul MR & Associates Company Limited

Legal Advisor

Mr. Satchanai Puakiatsakul Wutthisarn Company Limited

Financial Advisor

Mr. Suriya Dhammateera & Team Asset Pro Management Company Limited

The Company has assigned Online Asset Co., Ltd. to be the representative for counting votes and maintaining the electronic voting system through the IR PLUS AGM (E-AGM) application, which has passed the conformity assessment to meet the security standards of electronic meetings and has been certified by the Electronic Transaction Development Agency or ETDA. The system will collect electronic traffic data of all attendees as evidence for attending the meeting, and video and audio recordings of the meeting as well as the voting results of the attendees will be recorded.

The moderator informed the meeting that it was now 10.07 a.m. and there were shareholders present at the meeting. A total of 14 shareholders attended the meeting in person, totaling 638,386,440 shares, 48 proxy shareholders, totaling 98,624,091 shares, and 15 shareholders attending the meeting in person via electronic means, totaling 41,075,060 shares. All proxies attended the meeting via electronic media 2. A total of 79 attendees totaled 779,799,691 shares, representing 42.2018% of the total issued and outstanding shares of the Company of 1,847,789,748 shares.

According to the Company's Articles of Association, it is required at the shareholders' meeting. Shareholders and shareholder proxies are required. Not less than 25 persons attend the meeting and not less than one-third of the total number of outstanding shares of the Company must be constituted a quorum.

now It's time to schedule a meeting. Invitation to Mr. Chanitr Charnchainarong The Chairman of the Board of Directors acts as the chairman of the meeting and gives the opening remarks.

Mr. Chanitr Charnchainarong, Chairman of the Board of Directors welcomed the shareholders of Northeast Rubber Public Company Limited to the 2024 Annual General Meeting of Shareholders and when the Company's directors, executives, related persons and shareholders present constitute a quorum in accordance with the Company's Articles of Association, the Company would like to open the 2024 Annual General Meeting of Shareholders. Clarification of the meeting procedure in respect of voting. The rights of shareholders are given to all shareholders and the meeting is conducted at this meeting.

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สำนักงานขาย : 589/156 ชั้น 29 อาคารเซ็นทรัลซิตีทาวเวอร์ ถนนเทพรัตน แขวงบางนาเหนือ เขตบางนา กรุงเทพฯ 10260

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Before the meeting starts

The moderator of the meeting gave a detailed explanation of the voting method and the conduct of the meeting, which is summarized as follows:

The Company attaches importance to the protection of personal data in accordance with the Personal Data Protection Act B.E. 2562 (2019) as well as other laws and regulations related to both regular and electronic meetings. In addition, the Company has notified the guidelines for attending the meeting in the meeting invitation letter and the Company has disseminated the invitation letter to the Annual General Meeting of Shareholders and provided opportunities for shareholders to submit questions in advance on the Company's website and notified through the news system of the Stock Exchange of Thailand. On March 8, 2024, in terms of actions related to promoting good corporate governance and equitable treatment of all shareholders prior to this Annual General Meeting of Shareholders, the Company has given shareholders the opportunity to propose agenda items and nominate persons to be elected as directors in advance through the Stock Exchange of Thailand's news system and published on the Company's website from October 5, 2023 to January 5, 2024. For the procedure of the meeting, both in the voting part. The counting of votes and shareholders' rights at this meeting is scheduled. as follows

Voting at the meeting Every shareholder shall have a vote equal to the number of shares he or she owns.

Voting results counted

The Company will inquire at every agenda whether there are any shareholders who disagree or abstain from voting. The Company will consider all shareholders to approve the resolution as proposed in that agenda by voting if any shareholder who disagrees or wishes to abstain from voting. Mark the disagree or abstain ballot box and ask shareholders to raise their hands so that company officials collect the ballots and take them to be counted. Shareholders who voted in favor are requested to keep their ballots and return them to company officials after the meeting. For the benefit of vote verification and transparency in voting.

The counting of votes at the meeting will be counted according to the agenda item one by one according to the voting document. To be processed together with the votes of shareholders who have been proxies in accordance with the proxy letter of type B or Form C, which such proxies have already submitted to the voting officer, the Company will deduct the votes against or abstain from the total votes attended the meeting, and the rest will be votes in favor of the agenda.

The cases of a Voided Ballot are as follows.

- More than one category of marked ballots at the same time, except for the vote of foreign investor proxies appointed to Custodian in Thailand is the custodian and custodian of the shares.
- Amendment or crossout of voting by shareholders or proxies without signing.
- Ballots that have been cast in excess of the available votes.

Before voting on each agenda item, the chairman of the meeting will give the attendees the opportunity to ask questions and express their opinions on issues related to that agenda as appropriate.

For shareholders attending the meeting via electronic means Shareholders can vote on each agenda item through the IR PLUS AGM application to agree. Disagree or abstain from voting. If any shareholders do not choose

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any opinion on each agenda item. The Company shall deduct the dissenting and abstaining votes from the total number of votes of the shareholders present at the meeting and entitled to vote. If any shareholder logs out during the meeting. The system will cut off the shareholders' votes for that agenda from the calculation base to comply with the announcement of the Ministry of Digital Economy and Society. Regarding the security standards of the meeting via electronic media B.E. 2563 (2020), shareholders can click into the system to attend the next agenda at any time until the meeting closes.

The counting of votes according to the agenda set forth in the 2024 Annual General Meeting of Shareholders is divided into 3 categories:

1. Agenda items that must be approved by a majority of shareholders who attend the meeting and vote, namely agenda items 1,3,4,5 and 7, the Company will calculate the vote base by counting only the votes of the shareholders who voted. Only "agree" and "disagree" This excludes the votes of shareholders who abstained.

2. The agenda that must be approved by a vote of not less than two-thirds of all shareholders present at the meeting are: Agenda item 6 The Company will calculate the vote base by counting only the votes of all shareholders present at the meeting. "Agree," "Disagree," and "Abstain."

3. Agenda items that must be approved by a vote of not less than three-fourths of the shareholders present at the meeting and entitled to vote, i.e. agenda items 8, 9 and 10. "Agree," "Disagree," and "Abstain."

Except for Agenda 2, there will be no voting as it is an agenda to acknowledge the Company's performance.

Commenting and answering questions

Shareholders or proxies who attend the meeting in person and wish to express their opinions or ask questions for each agenda item. Ask to raise your hand. You are asked to provide your full name and surname and indicate whether you are a shareholder in person or as a proxy and then express your opinion or ask questions. For shareholders who attend the meeting via electronic media, please click on the question icon (?) displayed on each agenda item or if you would like to ask questions via audio-visual system, click on the conference mark located on the top menu bar and type the question you want to ask, then wait for the company staff to contact you back to make another inquiry on the agenda related to that question and please provide your name and surname. Before debriefing, ask questions and make comments every time, and to make the meeting effective and finish within the stipulated time. The company reserves the right to select non-redundant questions and set a time limit for answering them. If there are any remaining questions, the Company will publish the answers via the Company's website along with the publication of the minutes of this meeting.

For any shareholders who come after the meeting has started, both in-person and electronic meetings. You still have the right to vote only on the agenda that you attend and for the remainder of the term.

Start a meeting

Agenda 1 Consider certifying the minutes of the 2023 Annual General Meeting of Shareholders.

The Chairman assigns the moderator to present to the meeting.

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The moderator proposed to the meeting that the Company requested the meeting to certify the minutes of the 2023 Annual General Meeting of Shareholders held on April 10, 2023, in accordance with which the Company submitted a copy of the minutes in accordance with Enclosure No. 1 With invitation letter for this meeting

The opinion of the Board of Directors has been considered. We are of the opinion that the minutes of the 2023 Annual General Meeting of Shareholders held on April 10, 2023 have been recorded accurately and completely. This has been published on the Company's website since April 24, 2023, and therefore deems it appropriate to propose to the Annual General Meeting of Shareholders to endorse the minutes of the 2023 Annual General Meeting of Shareholders.

This agenda must be approved by a majority vote of the shareholders present at the meeting and voting.

The moderator of the meeting then asked if any shareholders had any comments or questions about agenda item 1 for shareholders who attended the meeting in person, please raise their hands. Ask to click on Icon Questions which will be displayed in each agenda and typed into the system, and if you want to ask via audio-visual system, you can click on the conference marker (Conference) at the top menu bar and type in the questions you want to ask, then wait for the company staff to contact you back to send your audio and video signals to the meeting.

When it appears that there are no further questions, the meeting is requested to consider and vote on the resolution. The resolution of agenda item 1 must be passed by a majority vote of the shareholders present and voting. Invitation to vote on the ballot Any shareholders who disagree or abstain from voting, please raise your hand so that the staff can walk to collect the voting results. For shareholders who attend the meeting via electronic means (E-Meeting) Shareholders or proxies can vote on IR Plus AGM App Those who wish to vote "Disagree" or "Abstain" can click on the "Disagree" or "Abstain" box. Press "Confirm" or if you do not click to vote, the system will assume that you "agree".

The deadline for voting is now over. The Company requests that voting on this agenda be closed.

Resolution of the Meeting: The Meeting resolved to endorse the Minutes of the 2023 Annual General Meeting of Shareholders, which was held on April 10, 2023. As proposed in all respects. With the following votes:

Approved	783,384,991	Votes	Percentage	100.0000
Disapproved	-	Votes	Percentage	0.0000
Total	783,384,991	Votes	Percentage	100.0000
Abstained	100	Votes		-
Voided Ballot	-	Votes		-

Remark: There were 8 additional shareholders attending the meeting, totaling 3,585,400 shares. In total, there were 87 attendees, counting 783,385,091 shares.

Agenda 2 Acknowledge the company's operating results for the year 2023.

The Chairman assigns the moderator to present to the meeting.

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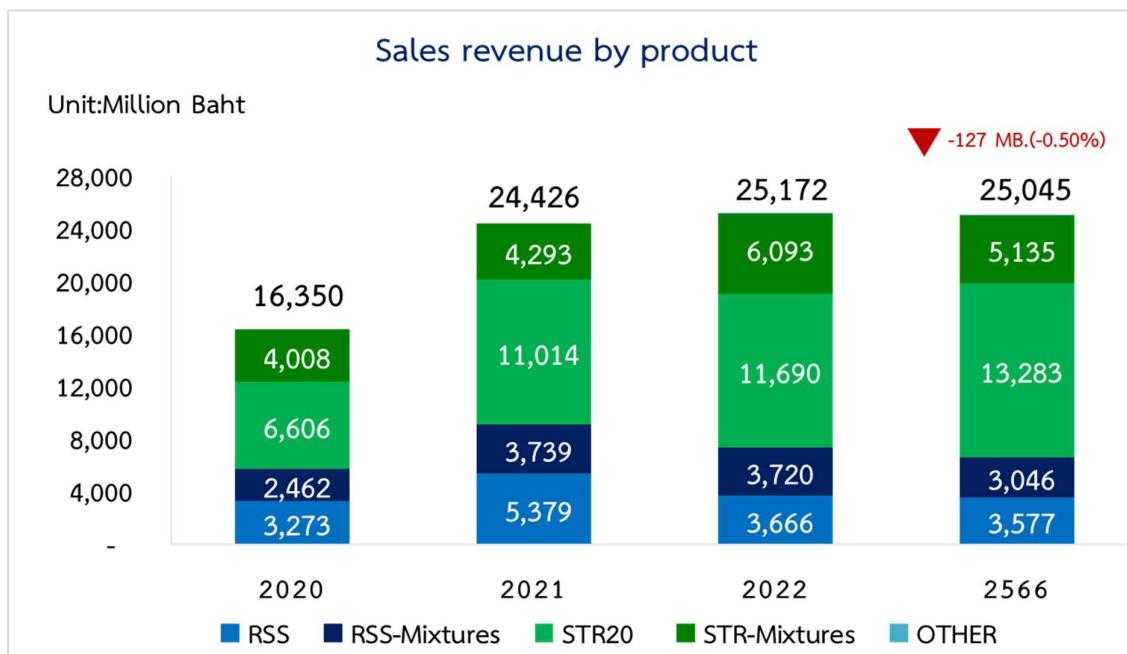
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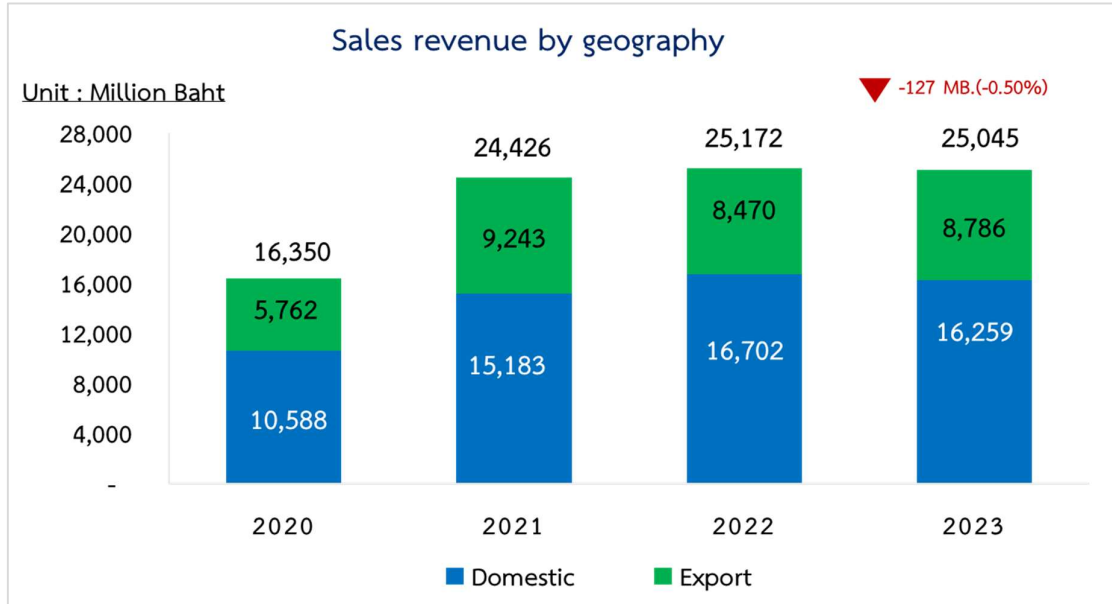
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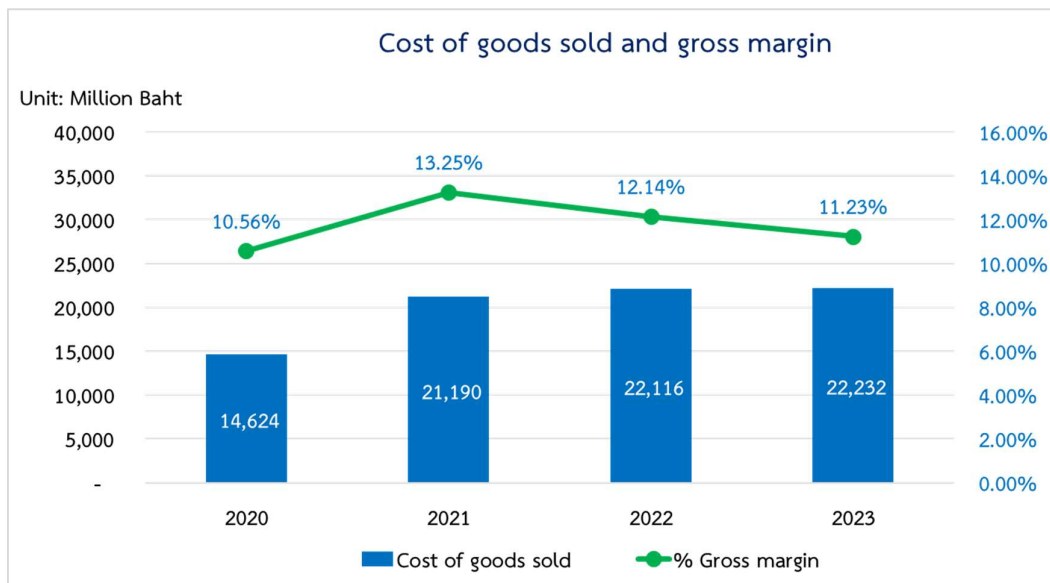
The moderator proposed to the meeting that the Company report on the Company's performance for the fiscal year. 2023, Financial Status of the Company as of 31 December 2023 that appears on the Annual Registration Statement/Annual Report 2023 (model 56-1 One Report) and annual financial statements. 2023 that has been sent to shareholders with the invitation letter of this meeting. Details appear as enclosed. 2 And the Company has published through the Company's website and disseminated through the system. set link of the stock exchange in both Thai and English languages successfully. This agenda is for acknowledgement, no vote. For details on this agenda, I invite Mr. Sakchai Jongstapongpun Deputy Chief Financial Officer Clarification on this agenda

Mr. Sakchai Jongstapongpun Director / Chief Financial Officer Annual Performance Summary Report 2023 It consists of sales revenue, cost of sales, gross profit, distribution costs, administrative expenses, net profit, annual financial ratios. 2023 Comparison with annual performance 2022 As well as material accounting items in the Company's statement of financial position, such as total assets, total liabilities. Consolidated Shareholders' Equity Summary as follows: For the year 2523 The company has sales revenue of 25,045 million Baht Down from year 2022 Earnings 25,172 million Baht Revenue decreased by 127 million baht or 0.50 percent. Domestic sales revenue amounted to 16.,259 million baht or percentage 64.92 of gross revenue and foreign sales revenue of 8,786 million baht or percentage 35.08 of gross sales revenue.





Gross margin in 2023 The company has a gross margin of 100 percent. 11.23 Comparison with the year 2022 which has a gross margin of 100 percent. 12.14

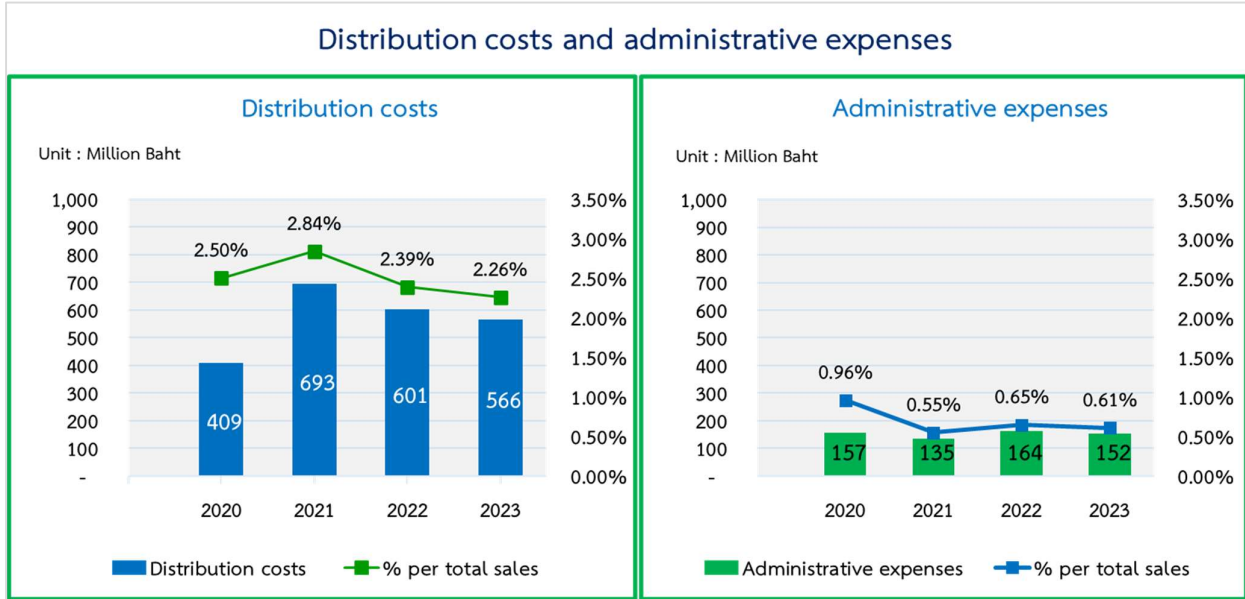


Distribution costs in 2023 The Company had distribution costs of 566 million baht or 2.26 percent of sales revenue, compared to 2022 which had distribution costs of 601 million baht or 2.39 percent of sales revenue.

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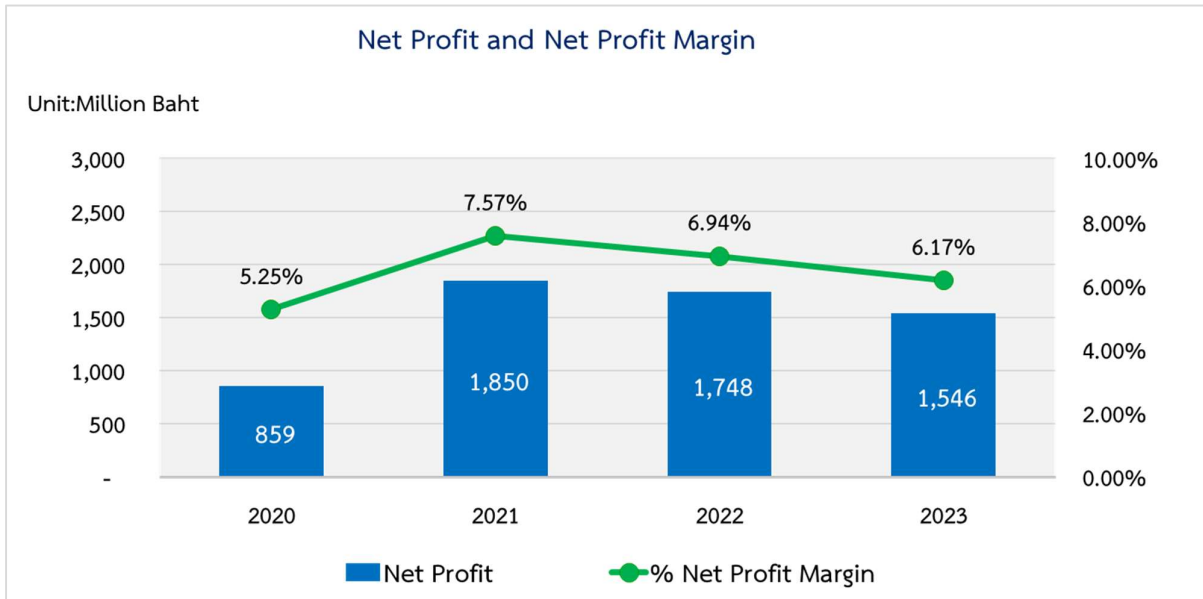


For administrative expenses in 2023, the Company incurred administrative expenses of Baht 152 million or 0.61% of sales revenue, compared to administrative expenses of Baht 164 million or 0.65% of sales revenue in 2022. Administrative expenses decreased by 12 million baht.



2023 operating profit the company has an operating profit of 2,070 million baht or 8.26% operating profit compared to 2022 which had an operating profit of 2,223 million baht or 8.83% of revenue from 6 million baht

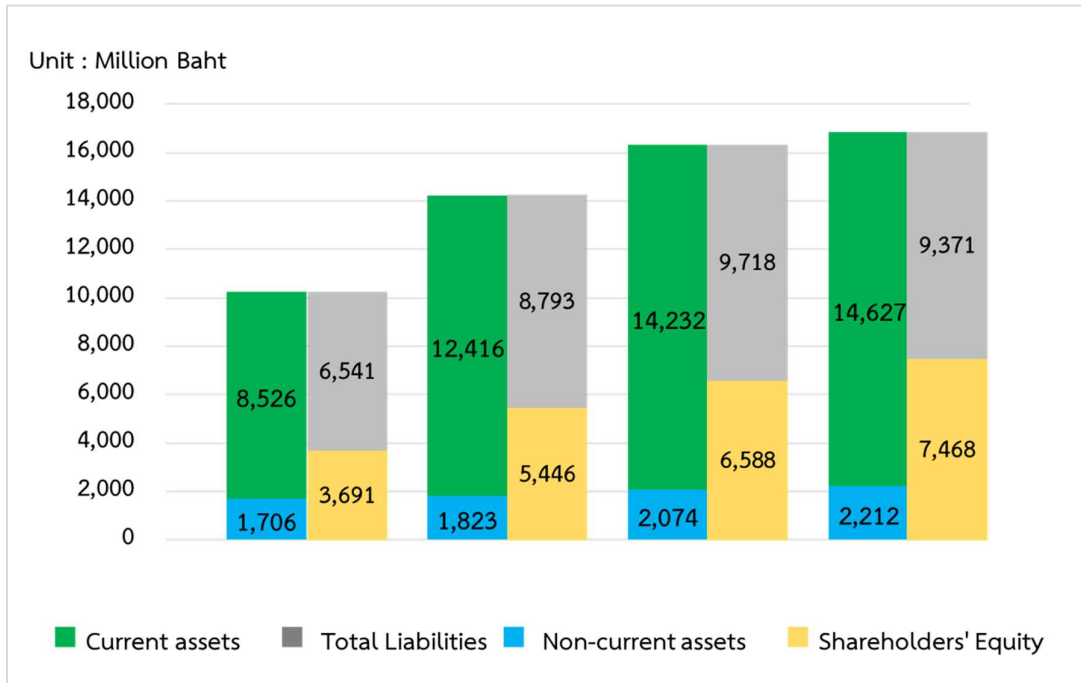
In 2023, the Company recorded a net profit of Baht 1,546 million or a net profit margin of 6.17 percent, compared to 2022 a net profit of Baht 1,748 million or a net profit margin of 6.94 percent.



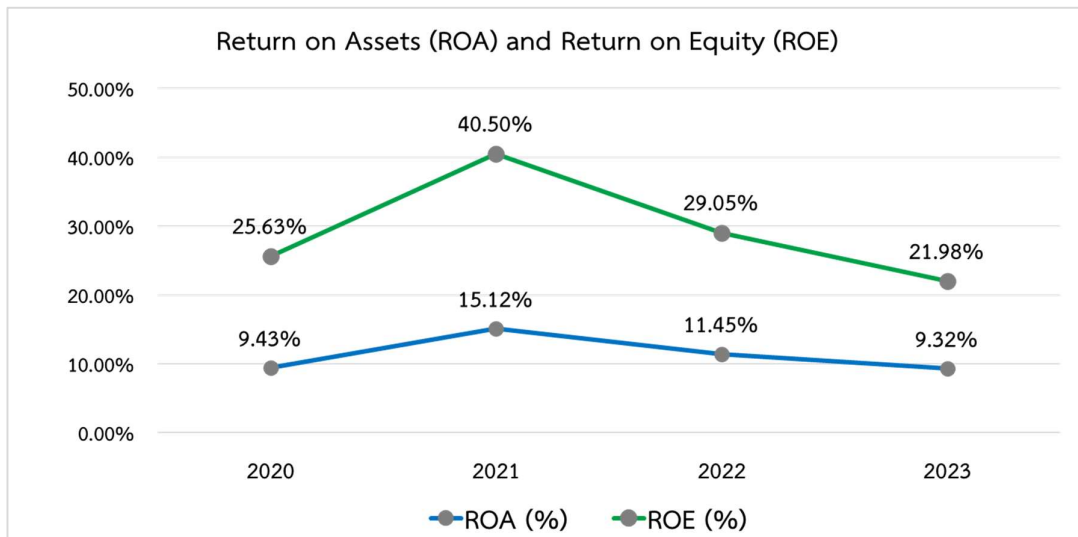
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The Company's financial position As of December 31, 2023, the Company has total assets of 16,839 million Baht Compared to 2022, the Company's total assets amounted to 16,306 million baht. Total assets increased by 533 million baht.

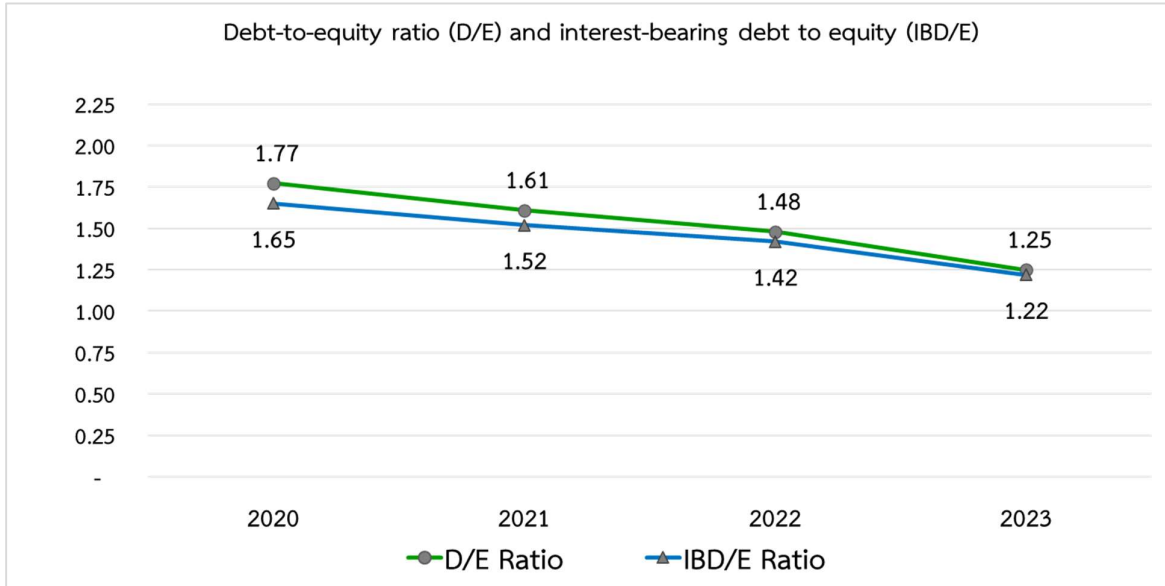


Rate of return on total assets of the company (ROA) In 2023, it is equal to 9.32% and the return on equity (ROE) In 2023, it is equal to 21.98 percent.



Debt to Equity Ratio (D/E Ratio) In 2023, it is 1.25 times and interest-bearing liabilities to shareholders' equity (IBD/E Ratio) In 2023, it is 1.22 times.

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The moderator of the meeting told the meeting that for the report on the anti-corruption operations of the Corporation. The Company has communicated and disclosed the Anti-Corruption Policy and Anti-Corruption Policy both inside and outside the organization to stakeholders through various channels. If stakeholders find such clues. Information can be provided through the following channels: email: CAC@ne-rubber.com or a letter addressed to the Chairman of the Audit Committee. Northeast Rubber Public Company Limited, 398 Moo 4, Khokma Subdistrict, Prakhon Chai District, Buriram Province 31140

In addition, the Company attaches great importance to good corporate governance, with the Company receiving an excellent 5-star corporate governance assessment score in 2023. In the Corporate Governance Survey of Thai Listed Companies 2023 from the Thai Institute of Directors (IOP) And the Company received the results of the sustainability assessment for the year 2023. SET ESG Rating On a scale A In the agricultural and food industry From the Stock Exchange of Thailand

The moderator of the meeting then inquired. Any shareholders who have comments or questions about agenda item 2 for shareholders who attend the meeting in person, please raise their hands. Ask to click on Icon Questions which will be displayed in each agenda and typed into the system, and if you want to ask via audio-visual system, you can click on the conference marker (Conference) at the top menu bar and type in the questions you want to ask, then wait for the company staff to contact you back to send your audio and video signals to the meeting.

When it appears that there are no shareholders to inquire further. The moderator of the meeting then informed the meeting that this agenda item was for the purpose of knowing, so there was no vote on this agenda item and requested to proceed to the next agenda item.

Remark: There were 3 additional shareholders attending the meeting, totaling 11,749,900 shares. In total, there were 90 attendees, counting 795,134,991 shares.

Agenda 3 Consider and approve the financial statements for the year 2023 ending December 31, 2023.

The Chairman assigns the moderator to present to the meeting.

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The Company has prepared the Company's financial statements for the year 2023 ended 31 December 2023, which have been audited and certified by the auditors of MR & Associates Company Limited and have been reviewed by the Audit Committee and the Board of Directors. The details appear in the financial statements category. in the Annual Information List/Annual Report 2023 (Form 56-1 One Report) which was sent to shareholders along with the invitation to this meeting. The details appear in attachment number 2.

On this agenda, I would like to invite Mr. Ronachit Jinadit, Chairman of the Audit Committee / Independent Director and Mr. Sakchai Jongstapongpun, Chief Financial Officer gave an explanation on this agenda. Invitation to Mr. Ronachit Jinadit

Mr. Ronachit Jinadit, Chairman of the Audit Committee and Independent Director greeted all shareholders. The financial statements for the year 2023 of Northeast Rubber Public Company Limited ended 31 December 2023 have been audited by the auditors by MR & Associates Company Limited and reviewed by the Audit Committee and the Board of Directors. Opinion on the financial statements for the year 2023 of Northeast Rubber Public Company Limited Accuracy in accordance with financial reporting standards as audited by the auditor and unconditional opinion. Next, I would like to give it to Mr. Sakchai Jongstapongpun. Clarification of the details of the financial statements for the year 2023

Mr. Sakchai Jongstapongpun Director / Deputy Chief Financial Officer the Company has reported its financial statements for the year 2023. In 2023, the Company's total revenue was 25,065.71 million Baht Compared to 2022, which had total revenue of 25,208.23 million baht. Revenue decreased by Baht 142.52 million or 0.57% for production costs and expenses in 2023 amounted to Baht 22,985.32 million. This is compared to 2022, which amounted to 22,995.89 million baht. Costs and expenses decreased by Baht 10.57 million or 0.05% and net profit in 2023 was 1,545.60 million Baht This is compared to 2022, which had a net profit 1,748.00 Net profit decreased by 202.40 million baht or decrease percentage 11.58

(Unit : Million Baht)	2023	2022	Increase/(decrease)	%Increase(decrease)
Revenue from sales	25,045.17	25,172.06	(126.88)	0.50%
Other income	11.93	30.64	(18.71)	61.05%
Unrealized gains from measuring the fair value of derivatives	8.61	5.53	3.08	55.69%
Total Revenue	25,065.71	25,208.23	(142.52)	0.57%
Cost of goods sold	22,231.93	22,116.16	115.77	0.52%
Distribution costs	566.39	601.46	(35.07)	(5.83%)
Administrative expenses	152.16	164.33	(12.17)	(7.41%)
Loss (gain) on foreign exchange	45.42	103.36	(57.95)	(56.06%)
Total cost	22,985.32	22,995.89	10.57	0.05%
Operating profit	2,069.82	2,222.92	(153.10)	(6.89%)
Financial costs	439.83	421.07	18.76	4.46%
Profit before income tax expenses	1,629.99	1,801.85	(171.85)	(9.54%)
Income tax expenses	84.39	53.85	30.54	56.72%
Net profit for the year	1,545.60	1,748.00	(202.40)	(11.58%)

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For the Company's financial statements as of 31 December 2023 the Company has total assets of 16,839.12 million Baht Comparison with the year 2022 The Company has total assets of 16,306.54 million Baht Total assets increased. 532.58 million Baht For total liabilities, there is an amount of 9,370.52 million Baht Comparison with the year 2022 Which has a number of 9,718.71 million Baht Total liabilities decreased. 348.19 and shareholders' equity of Baht 7,468.60 million. Comparison with the year 2022 Which has a number of 6,587.83 million Baht Shareholders' equity increased by 880.21 million baht.

(Unit : Million Baht)	2023	2022	Increase/decrease	%Increase(decrease)
Total current assets	14,626.88	14,232.31	394.57	2.77%
Total non-current assets	2,212.24	2,074.23	138.01	6.65%
Total Assets	16,839.12	16,306.54	532.58	3.27%
Total current liabilities	4,280.61	4,505.15	(224.54)	(4.98%)
Total non-current liabilities	5,089.91	5,213.56	(123.65)	(2.37%)
Total Liabilities	9,370.52	9,718.71	(348.19)	(3.58%)
Total shareholders' equity	7,468.60	6,587.83	880.21	13.36%
Total Liabilities and Shareholders' Equity	16,839.12	16,306.54	532.58	3.27%

When Mr. Sakchai Jongstapongpun The details of the financial statements have been clarified. The moderator informed the meeting that the Audit Committee and the Board of Directors have reviewed the financial statements for the year 2023, which have been audited and certified by the auditors from MR & Associates Company Limited, and agree to propose to the Annual General Meeting of Shareholders for approval of the financial statements for the year ended 31 December 2023. This agenda item must be approved by a majority of the total votes of the shareholders present and voting.

The moderator of the meeting then asked if any shareholders had any comments or questions about agenda item 3 for shareholders who attended the meeting in person, please raise their hands. Ask to click on Icon Questions which will be displayed in each agenda and typed into the system, and if you want to ask via audio-visual system, you can click on the conference marker (Conference) at the top menu bar and type in the questions you want to ask, then wait for the company staff to contact you back to send your audio and video signals to the meeting.

When it appears that there are no shareholders, you have already asked questions or expressed additional opinions. The resolution of agenda item 3 must be passed by a majority vote of shareholders present and voting. Invitation to vote on the cardvote Any shareholders who disagree or abstain from voting, please raise your hand so that the staff can walk to collect the voting results. For shareholders who attend the meeting via electronic means (E-Meeting) Shareholders or proxies can vote on IR Plus AGM App Those who wish to vote "Disagree" or "Abstain" can click on the "Disagree" or "Abstain" box. Press "Confirm" or if you do not click to vote, the system will assume that you "agree".

The deadline for voting is now over. The Company requests that voting on this agenda be closed.

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Resolution of the Meeting: The meeting considered and approved the financial statements for the year ended 31 December 2023 as proposed by vote. as follows

Approved	794,706,391	Votes	Percentage	100.0000
Disapproved	-	Votes	Percentage	0.0000
Total	794,706,391	Votes	Percentage	100.0000
Abstained	428,600	Votes		-
Voided Ballot	-	Votes		-

Agenda 4 Consider and approve the allocation of annual net profits as legal reserves. and payment of dividends from operating results for the year 2023 and acknowledgment of interim dividend payments

The Chairman assigns the moderator to present to the meeting.

The moderator reported to the meeting that under the Public Limited Act B.E. 2535 (1992), Section 115 requires the company to pay dividends only from profits and Section 116 requires the company to set aside a portion of its annual net profit as a reserve of not less than 100%. 5% of annual net profit until the reserve amount is not less than 10% of the registered capital.

The Company has a policy to pay dividends to shareholders at the rate of not less than 40% of the net profit of the Company's financial statements after deducting taxes and legal reserves and other reserves (if any). However, such dividend payments are subject to change. It will depend on operating results, financial position, liquidity, working capital needs for operations. Investment Plan and Business Expansion in the Future Market conditions The Company shall have sufficient cash for its business operations and such action shall be in the best interest of the shareholders as deemed appropriate by the Board of Directors and/or the Company's shareholders.

Based on the operating results for the year 2023, the Company has an annual net profit of Baht 1,545,601,529 and therefore proposes to the shareholders' meeting for approval. as follows

1. Refrain from allocating profits as legal reserves. This is because the company has a legal reserve of 100.47million baht, accounting for 10.00 percent of the registered capital. which is complete as required by law
2. Payment of cash dividends for the operating results for the year 2023 at the rate of 0.34 baht per share, totaling approximately 628.25 million baht, which when deducting the interim dividends for the operating results for the first 6 months of 2023 at the rate per share. 0.05 baht, equivalent to 92.39 million baht, paid on September 8, 2023. The remaining dividend will be paid this time at the rate of 0.29 baht per share, equivalent to 535.86 million baht. Dividend payment for operating results for the year 2023. Calculated as a dividend payout rate of 40.65 percent of net profits after deducting legal reserve funds This is in accordance with the company's dividend payment policy. This is a dividend payment made from net profits that are exempt from tax from investment promotion privileges (BOI). Therefore, tax credits are not possible.

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- Acknowledge the payment of interim dividends. For the operating results for the first 6 months of 2023, as approved by the Board of Directors on August 11, 2023, at the rate of 0.05 baht per share, totaling 92.39 million baht, the company has paid the said interim dividend to shareholders. On September 8, 2023, which is a dividend payment from net profits that are exempt from withholding tax from investment promotion benefits (BOI).

The company sets the list of shareholders who are entitled to receive dividends (Record date) on April 23, 2024 and determines to pay dividends on May 9, 2024.

This agenda must be approved by a majority vote of the total number of shareholders present and voting.

The moderator of the meeting then asked if any shareholders had any comments or questions about agenda item 4 for shareholders who attended the meeting in person, please raise their hands. Ask to click on Icon Questions which will be displayed in each agenda and typed into the system, and if you want to ask via audio-visual system, you can click on the conference marker (Conference) at the top menu bar and type in the questions you want to ask, then wait for the company staff to contact you back to send your audio and video signals to the meeting.

When it appears that there are no shareholders, you have already asked questions or expressed additional opinions. The resolution of agenda item 4 must be passed by a majority of the votes of the shareholders present and voting. Invitation to vote on the ballot Any shareholders who disagree or abstain from voting, please raise your hand so that the staff can walk to collect the voting results. For shareholders who attend the meeting via electronic means (E-Meeting) Shareholders or proxies can vote on IR Plus AGM App Those who wish to vote "Disagree" or "Abstain" can click on the "Disagree" or "Abstain" box. Press "Confirm" or if you do not click to vote, the system will assume that you "agree".

The deadline for voting is now over. The Company requests that voting on this agenda be closed.

Resolution of the Meeting: The meeting considered and approved the suspension of the allocation of net profit as legal reserve as the Company has full legal reserves as required by law and approved the payment of dividend from the operating results for the year 2023 at the rate of 0.34 per share. and acknowledgment of interim dividend payment. According to the details proposed in all respects with votes. as follows.

Approved	795,379,891	Votes	Percentage	100.0000
Disapproved	-	Votes	Percentage	0.0000
Total	795,379,891	Votes	Percentage	100.0000
Abstained	100	Votes		-
Voided Ballot	-	Votes		-

Note: In this agenda, there were 2 more shareholders attending the meeting, counting 245,000 shares.

In total, there were 92 attendees, counting 795,379,991 shares.

Agenda 5 Consider and appoint directors to replace directors who retire by term.

The Chairman assigns the moderator to present to the meeting.



The moderator reported to the meeting that according to the Public Limited Companies Act B.E. 2535 (1992), Section 71 and Article 20 of the Company's Articles of Association stipulate that "at every Annual General Meeting of Shareholders, one-third of the number of directors shall retire at that time. Directors who are required to retire in the first and second years after the registration of the company shall be drawn by lottery. In the following years, the directors who have been in office for the longest time shall retire."

1) Mr. Chanitr Charnchainarong Director/Chairman of the Board of Directors / Audit Committee / Independent Director.

2) Mr. Sakchai Jongstapongpun Director/Risk Management Committee/Executive Committee.

The Company has given an opportunity to shareholders to nominate qualified persons to be elected as directors in advance. The information will be disseminated to shareholders through the SET's news system and the Company's website.

The Board of Directors has considered the process of nomination of directors to replace the retiring directors and deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the appointment of the two retiring directors to serve another term. Mr. Chanitr Charnchainarong is a knowledgeable person. Ability and experience in various fields such as strategic management, engineering, finance, information technology, etc. Mr. Sakchai Jongstapongpun is knowledgeable, competent, and experienced in accounting and finance. In addition, the 1st Director (Mr. Chanitr Charnchainarong) is also qualified in accordance with the definition of independent director under the principles of the Public Limited Companies Act B.E. 2535 (1992) and Section 89/7 of the Securities Act B.E. 2535 (as amended) and Article 20 of the Company's Articles of Association. Internal control system, related transactions of the Company and qualified in accordance with laws related to the requirements of independent directors, therefore, it is deemed appropriate to propose to the Annual General Meeting of Shareholders for approval. The appointment of the two retiring directors is as follows:

- 1) Mr. Chanitr Charnchainarong
- 2) Mr. Sakchai Jongstapongpun

Reinstated as a director for another term. Brief profile of both persons as enclosed with number 3

This agenda item must be approved individually by a majority vote of the shareholders present at the meeting.

The moderator of the meeting then asked if any shareholders had any comments or questions about agenda item 5 for shareholders who attended the meeting in person, please raise their hands. Ask to click on the Icon Questions which will be displayed in each agenda and typed into the system, and if you want to ask via audio-visual system, you can click on the conference marker (Conference) at the top menu bar and type in the questions you want to ask, then wait for the company staff to contact you back to send your audio and video signals to the meeting.

When it appears that there are no shareholders, you have already asked questions or expressed additional opinions. Ask the meeting to consider and vote. The first director was Mr. Chanitr Charnchainarong. Invitation to vote on the ballot Any shareholders who disagree or abstain from voting, please raise your hand so that the staff can walk to collect the voting results. For shareholders who attend the meeting via electronic means (E-Meeting)

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Shareholders or proxies can vote on IR Plus AGM App Those who wish to vote "Disagree" or "Abstain" can click on the "Disagree" or "Abstain" box. Press "Confirm" or if you do not click to vote, the system will assume that you "agree".

The deadline for voting is now over. The company would like to close the vote.

Resolution of the Meeting: The meeting considered and approved the appointment. Mr. Chanitr Charnchainarong Reinstated as a director for another term. With the following votes:

Approved	787,109,191	Votes	Percentage	98.9602
Disapproved	8,270,700	Votes	Percentage	1.0398
Total	795,379,891	Votes	Percentage	100.0000
Abstained	100	Votes		-
Voided Ballot	-	Votes		-

Next, the vote to appoint the second director is as follows: Mr. Sakchai Jongstapongpun Invitation to vote on the ballot Any shareholders who disagree or abstain from voting, please raise your hand so that the staff can walk to collect the voting results. For shareholders who attend the meeting via electronic means (E-Meeting) Shareholders or proxies can vote on IR Plus AGM App Those who wish to vote "Disagree" or "Abstain" can click on the "Disagree" or "Abstain" box. Press "Confirm" or if you do not click to vote, the system will assume that you "agree".

The deadline for voting is now over. The company would like to close the vote.

Resolution of the Meeting: The meeting considered and approved the appointment. Mr. Sakchai Jongstapongpun Reinstated as a director for another term. With the following votes:

Approved	791,766,591	Votes	Percentage	99.5457
Disapproved	3,613,300	Votes	Percentage	0.4543
Total	795,379,891	Votes	Percentage	100.0000
Abstained	100	Votes		-
Voided Ballot	-	Votes		-

Agenda 6 Consider and approve the determination of directors' remuneration for the year 2024.

The Chairman assigns the moderator to present to the meeting.

The moderator reported to the meeting that according to the Public Limited Companies Act B.E. 2535 section 90 The remuneration of directors shall be in accordance with the resolution of the shareholders' meeting, which shall consist of not less than two-thirds of the total votes of the shareholders present at the meeting, and in accordance with Article 25 of the Company's Articles of Association. Shareholders consider and vote for approval. The remuneration of directors may be fixed in a fixed amount or by specific criteria, and shall be determined from time to time or shall be effective forever until the shareholders' meeting decides otherwise. In addition, the Company's directors are entitled to receive various benefits in accordance with the Company's regulations, so the shareholders' meeting is requested to consider determining the directors' remuneration for the year 2024, which the Board of



Directors and the Nomination and Sustainability Development Committee have considered the directors' remuneration for the year 2024 in accordance with the guidelines used by listed companies in the same industry and sufficient to motivate and retain directors. Quality is attached to the company, including good corporate governance principles. Consideration of business expansion The Company's performance, business size, responsibilities and performance of the Board of Directors in the past year, and economic growth data were also taken into consideration.

Everything. The Board of Directors deems it appropriate to approve the remuneration of the Board of Directors and sub-committees for the year 2024 as approved by the Nomination and Sustainability Development Committee.

Annual Directors' Remuneration 2024 In the form of meeting allowance and monthly remuneration in the amount not exceeding 7,000,000 Baht (Seven Million Baht) This is the same rate as the year. 2023 Details are as follows.

Composition of remuneration	Year 2024 (proposed year)
1. Monthly fee	
- Chairman of the Board of Directors	60,000 THB/person/month
- Director	40,000 THB/person/month
2. Attendance fee per meeting	
<u>Board of Directors</u>	
- Chairman of the Board of Directors	50,000 THB/person/time
- Director	45,000 THB/person/time
<u>Audit Committee</u>	
- Chairman of the Audit Committee	40,000 Baht/person/time
- Member of the Audit Committee	35,000 THB/person/time
<u>Risk Management Committee</u>	
- Chief Risk Officer	40,000 Baht/person/time
- Member of the Risk Management Committee	35,000 THB/person/time
<u>Nomination and Sustainability Development Committee</u>	
- Chairman of the Nomination and Sustainability Development Committee	40,000 Baht/person/time
- Member of the Nomination and Sustainability Development Committee	35,000 THB/person/time

Everything. Executive Director / Director who participates in management hereby waives the right not to receive directors' remuneration for the year 2024

Therefore, the meeting is requested to consider the remuneration of directors for the year 2024 as detailed above, which in this agenda must be approved by a vote of not less than 10%. 2 in 3 of the total number of votes of the shareholders present at the meeting.

The moderator of the meeting then asked if any shareholders had any comments or questions about agenda item 6 for shareholders who attended the meeting in person, please raise their hands. Ask to click on Icon Questions which will be displayed in each agenda and typed into the system, and if you want to ask via audio-visual



system, you can click on the conference marker (Conference) at the top menu bar and type in the questions you want to ask, then wait for the company staff to contact you back to send your audio and video signals to the meeting.

When it appears that there are no shareholders, you have already asked questions or expressed additional opinions. The resolution of agenda item 6 must be passed by a majority vote of shareholders present and voting. Please vote on the ballot. Any shareholders who disagree or abstain from voting, please raise your hand so that the staff can walk to collect the voting results. For shareholders who attend the meeting via electronic means (E-Meeting) Shareholders or proxies can vote on IR Plus AGM App Those who wish to vote "Disagree" or "Abstain" can click on the "Disagree" or "Abstain" box. Press "Confirm" or if you do not click to vote, the system will assume that you "agree".

The deadline for voting is now over. The Company requests that voting on this agenda be closed.

Resolution of the Meeting: The meeting considered and approved the determination of directors' remuneration for the year 2024 in the form of meeting allowances and monthly remuneration in the amount not exceeding 7.,000,000 baht per year according to the details proposed by vote. as follows.

Approved	795,083,891	Votes	Percentage	99.9635
Disapproved	290,000	Votes	Percentage	0.0365
Abstained	100	Votes	Percentage	0.0000
Total	795,373,991	Votes	Percentage	100.0000
Voided Ballot	-	Votes		-

Note: In this agenda, there was 1 shareholder who left the meeting, counting 6,000 shares, totaling 91 people attending the meeting. The number of shares can be counted as 795,373,991 shares / number of votes 100 votes. Cannot be calculated with 4 decimal places.

Agenda 7. Consider and approve the appointment of auditors. and setting up audit fees Year 2024

The Chairman assigns the moderator to present to the meeting.

The moderator reported to the meeting that Section 120 of the Public Limited Companies Act B.E. 2535 (1992) stipulates that "the Annual General Meeting of Shareholders shall appoint an auditor and determine the amount of the Company's audit fees every year. Based on the scrutiny of the Audit Committee and the Board of Directors, it is deemed appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the appointment of an auditor from MR & Associates Company Limited as the Company's auditor for the year 2024 as follows:

- 1) Mr. Akradet Pliansakul, Certified Public Accountant No. 5389 or
- 2) Mr. Phisit Chiwaruangroj, Certified Public Accountant No. 2803 or
- 3) Miss Kornthip Wanitchwisetkul, Certified Public Accountant No. 6947

In the event that the aforementioned auditors are unable to perform their duties, MR & Associates Co., Ltd. shall arrange for another certified public accountant of the Office to audit and express opinions on the Company's financial statements on behalf of such auditor. MR & Associates Co., Ltd. and the above three auditors are



independent auditors. Have no relationship and/or interest with the Company/executives/major shareholders or related persons of the Company.

For annual audit fees 2024 The Audit Committee and the Board of Directors have considered and agreed to propose to the Annual General Meeting of Shareholders for approval of the annual audit schedule. 2024 It's a sum of money. 2,500,000 This is an increase in the audit fee from the year. 2023 amount 110,000 Baht or increase percentage 4.60 The audit is a separate statement in which the Company has no subsidiaries.

The Audit Committee and the Board of Directors have considered and approved the appointment of an auditor from MR & Associates Co., Ltd. as the auditor of the Company as listed above to conduct the audit and comment on the Company's financial statements for the year. 2024 As well as approving the audit fee for the year 2024 in the amount of 2,500,000 baht.

This agenda must be approved by a majority vote of the total number of shareholders present and voting.

The moderator of the meeting then asked if any shareholders had any comments or questions about the agenda. 7 For shareholders who attend the meeting in person, please raise your hand. Ask to click on Icon Questions which will be displayed in each agenda and typed into the system, and if you want to ask via audio-visual system, you can click on the conference marker (Conference) at the top menu bar and type in the questions you want to ask, then wait for the company staff to contact you back to send your audio and video signals to the meeting.

When it appears that there are no shareholders, you have already asked questions or expressed additional opinions. The resolution of agenda item 4 must be passed by a majority of the votes of the shareholders present and voting. Invitation to vote on the ballot If any shareholder disagrees or abstains from voting, please raise your hand so that the staff can walk to collect the voting results. For shareholders who attend the meeting via electronic means (E-Meeting) Shareholders or proxies can vote on IR Plus AGM App Those who wish to vote "Disagree" or "Abstain" can click on the "Disagree" or "Abstain" box. Press "Confirm" or if you do not click to vote, the system will assume that you "agree".

The deadline for voting is now over. The Company requests that voting on this agenda be closed.

Resolution of the Meeting: The meeting considered and approved the appointment of an auditor from MR & Associates Company Limited as the Company's auditor for the year 2024. and set the audit fee for the year 2024 in the amount of 2,500,000 Baht According to the details proposed in all respects with votes. as follows.

Approved	795,073,891	Votes	Percentage	99.9635
Disapproved	290,000	Votes	Percentage	0.0365
Total	795,363,891	Votes	Percentage	100.0000
Abstained	100	Votes		-
Voided Ballot	-	Votes		-

Note: In this agenda, there was 1 shareholder who left the meeting, counting 10,000 shares.

In total, there were 90 attendees, counting 795,363,991 shares.

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Agenda 8 Consider approving the issuance and offering of warrants to purchase additional common shares of the Company No. 2 (NER-W 2), an amount not exceeding 307,964,958 shares (units) to the existing shareholders of the Company. Companies according to shareholding percentage Without charge at the ratio of 6 original common shares to 1 warrant.

The Chairman assigns the moderator to present to the meeting.

The moderator reported to the meeting: The Company has continued to expand its business and plans to expand its production capacity, so it is proposed that the Annual General Meeting of Shareholders consider and approve the issuance and offering of warrants to purchase newly issued ordinary shares of the Company. 2nd time (NER-W2) To be used as working capital and capital for future investment expansion for the Company, as well as to strengthen the Company's capital base to prepare for future operations, the Company will issue and offer warrants to purchase newly issued ordinary shares of the Company No. 2 (NER-W2) of 307,964,958 shares (units) to existing shareholders of the Company in proportion to their free shareholding. 6 Existing ordinary shares per warrant and exercise price of warrants equal to 5.50 Details of the issuance and offering of warrants to purchase newly issued ordinary shares of the Company 2nd time (NER-W2) was sent to shareholders together with the invitation letter to this meeting in accordance with Enclosure Number 4 The key points can be summarized as follows:

section	details
type	Warrants to purchase common shares of Northeast Rubber Public Company Limited. 2nd time (“Warrant” or “NER-W2”)
type	The name of the holder is specified and can be changed hands.
quantity	307,964,958 units
Number of common shareholders allocated to support the exercise of rights	307,964,958 shares the par value is 0.50 baht per share, or equivalent to 16.67 percent of the total number of shares sold. 1,847,789,748 shares
Offering price	0 baht per unit (zero baht)
Allocation method	Allocated to the existing shareholders of the company at the ratio of 6 original common shares to 1 warrant unit. In the case where there is a remainder from the calculation according to the said allocation rate Round off that fraction. The Company has determined the names of the Company's common shareholders who have the right to receive warrants to purchase common shares on April 23 , 2024 (Record date).
Exercise rate	1 unit of warrant can be exercised to purchase 1 additional ordinary share, unless the rights are adjusted according to the rights adjustment conditions.
Exercise price	5.50 baht per share, unless rights are adjusted according to the rights adjustment conditions.
Offering date	May 16, 2024
Warrant term	2 years from the date of issuance of the warrant
Period of exercise of rights	- <u>First time</u> on December 15, 2024 - <u>Second time</u> on June 15, 2025 - <u>Third time</u> on December 15, 2025



section	details
	- <u>The fourth time</u> on the warrant expiration date, which is May 15, 2026. However, if the date specified for exercising rights falls on a business holiday, it shall be postponed to the last business day before the date specified for each exercise of rights.

The Board of Directors has considered and approved the Annual General Meeting of Shareholders to consider and approve the issuance and offering of warrants to purchase 307,964,958 newly issued ordinary shares of the Company (NER-W2) to existing shareholders of the Company in proportion to their free shareholding at the ratio of 6 existing ordinary shares to 1 warrant and the exercise price of the warrants is 5.50. In this regard, the list of shareholders who are entitled to receive warrants to purchase newly issued ordinary shares of the Company shall be determined. No. 2 (NER-W2) on April 23, 2024 (Record date) and the date for the allocation of warrants to purchase newly issued ordinary shares of the Company. The Company also proposes to the Annual General Meeting of Shareholders to consider and approve the assignment to the Board of Directors or a person authorized by the Board of Directors to consider and determine any other details. This is necessary in connection with the issuance and offering of warrants to purchase newly issued ordinary shares of the Company. No. 2 (NER-W2) and take any other action necessary for the allocation of warrants to purchase newly issued ordinary shares.

The moderator of the meeting then asked if any shareholders had any comments or questions about agenda item 8. Ask to click on Icon Questions which will be displayed in each agenda and typed into the system, and if you want to ask via audio-visual system, you can click on the conference marker (Conference) at the top menu bar and type in the questions you want to ask, then wait for the company staff to contact you back to send your audio and video signals to the meeting.

Questions from shareholders present at the meeting in person at the meeting venue by: Mr. Sahaschai Rukmanut. Shareholding 1,890,000 shares Inquire as follows: If the Company has sold the warrants. Will the amount obtained be sufficient to build a new plant?

Mr. Chuwit Jungtanasomboon, Director / Chief Executive Officer replied that the funding to build the new factory would not involve the money for the sale of warrants.now This part of the funding is prepared for future growth planning.

Second question from Mr. Sahaschai Rukmanut Ask if each board of directors will exercise their right to purchase all newly issued ordinary shares of the Company.?

Mr. Chuwit Jungtanasomboon Director / Chief Executive Officer replied: I would not be able to reward all directors because it is my personal opinion, but in the past, the existing shareholders of the company exercised almost all their rights.

Another question from shareholders who attended the meeting in person at the meeting venue by Mr. Paisan Silpcharoen Holding 94,200 shares asked if the opinion on pricing is quite high, which due to the current world situation or in the future, there may be events that affect the volatility of the stock price, which may cause shareholders to not exercise their rights or exercise their rights to receive funds below the set target. What backup plan will the company have?



Mr. Chuwit Jungtanasomboon, Director / Chief Executive Officer replied that from our estimate, the next 2 years will be the end date of the exercise of rights. Warrant This series If the situation in the world is volatile, the chances of us being issued warrants or whether or not we have exercised warrants from everyone may be as plausible. Therefore, our need for this money may be reduced. But what I see is what we do now, the company continues to grow. We have opportunities for growth. Therefore, growing requires additional capital. If we can't raise funds from Warrant Targets are achieved. We also have one, retained earnings, which we already have, two, external funding, both issuing debentures, borrowing from banks, issuing debentures and borrowing money from our banks if we have a low capital base of the company. D/E It will be high. The company will encounter interest rate issues, increasing our operating costs as a result. Therefore, the company has thought carefully in issuing warrants to purchase additional common shares of the company (NER-W2) this time.

There are questions from electronic media by Mr. Anukul Piyathananukul Holding 969,000 shares Ask as follows: How to set the price? exercise warrant in my opinion, this price is quite high, and if the set price does not incentivize the use of the right, how can the company manage other ways of funding that are expected?

Mr. Chuwit Jungtanasomboon, Director / Chief Executive Officer replied: How to set the price Warrant the Company considers the Company's plans for future growth as announced by us, which will generate income and return to shareholders, which we believe will motivate shareholders to exercise their rights.

One more Question from shareholders by Mr. Vasant Abhibanpoolpol Holding 2,571,100 shares Inquire as follows: In the future, is the company likely to release NER-W3 again? Personally, I feel that the amount of capital increase is not a lot. If compared with the money that NER uses to buy things?

Mr. Chuwit Jungtanasomboon, Director / Chief Executive Officer replied that as of now, there is no plan. The future is still unanswerable, we will have to look at the situation and consider again.

When no shareholder asks questions or expresses additional opinions. The moderator asked the meeting to consider the resolution, informing the meeting that the resolution of agenda item 8 must be approved by a vote of not less than three-fourths (3/4) of the total number of shareholders present and entitled to vote. Which shareholders? Disagree or abstain from voting. Please raise your hand so that the staff can walk to collect the voting results. For shareholders who attend the meeting via electronic means (E-Meeting) Shareholders or proxies can vote on IR Plus AGM App Those who wish to vote "Disagree" or "Abstain" can click on the "Disagree" or "Abstain" box. Press "Confirm" or if you do not click to vote, the system will assume that you "agree".

The deadline for voting is now over. The Company requests that voting on this agenda be closed.

Resolution of the Meeting: The meeting considered and approved the issuance and offering of warrants to purchase newly issued ordinary shares of the Company. 2nd time (NER-W2) of 307,964,958 shares (units) to existing shareholders of the Company in proportion to their free shareholding at the ratio of 6 existing ordinary shares per 1 warrant and the exercise price of the warrants equal to 5.50 baht per share. With the following votes:

สำนักงานใหญ่ : 398 หมู่ 4 ต.โคกม้า อ.ประโคนชัย จ.บุรีรัมย์ 31140

สำนักงานขาย : 589/156 ชั้น 29 อาคารเซ็นทรัลซิตีทาวเวอร์ ถนนเทพรัตน แขวงบางนาเหนือ เขตบางนา กรุงเทพฯ 10260

Factory : 398 Moo.4 Kokma sub District Prakhonchai District Buriram 31140 Thailand

Bangkok Office : 589/156 29th Floor, Central City Tower, Debaratna Road, Bangna Nuea, Bangkok 10260 Thailand



Approved	795,073,891	Votes	Percentage	99.9635
Disapproved	290,000	Votes	Percentage	0.0365
Abstained	100	Votes	Percentage	0.0000
Total	795,363,991	Votes	Percentage	100.0000
Voided Ballot	-	Votes		-

Note: The number of 100 sounds cannot be calculated with 4 decimal places.

Agenda 9 Consider approving capital reduction. The company's registered capital was reduced by 80,839,071 baht from the original registered capital of 1,004,733,945.00 baht to 923,894,874.00 baht by eliminating common shares that have not yet been issued for a total of 161,678,142 shares, the value of which Par value 0.50 baht per share, which is the stock that supports the issuance and offering of additional ordinary shares under a general mandate (General Mandate) approved by the 2023 Annual General Meeting of Shareholders, amounting to 161,467,890 shares and shares. Remaining from what has been issued to support the exercise of warrants (NER-W1) whose exercise period has expired, amounting to 210,252 shares and approval of the amendment of the memorandum of association, section 4, to be consistent with the reduction of registered capital.

The Chairman assigns the moderator to present to the meeting.

The moderator reported to the meeting: According to the Public Limited Act B.E. 2535 (1992), Section 140 "provides that the shareholders' meeting may pass a resolution to reduce the share capital by writing off unsold or unissued registered shares. Once the meeting has resolved, the company shall apply for registration of capital reduction within fourteen days from the date of the meeting's resolution." From the remaining listed shares of shares supporting the issuance and offering of newly issued ordinary shares by general mandate (General Mandate) and shares issued to support the exercise of warrants (NER-W1), whose exercise period has expired, according to the enclosure. Number 5

The Board of Directors has considered and approved the proposal to the Annual General Meeting of Shareholders to consider and approve the reduction of the registered capital of the Company by 80 percent.,839,071 Baht from original registered capital 1,004,733,945.00 Baht to 923,894,874.00 Baht by writing off unissued ordinary shares totaling 161,678,142 shares with a par value of Baht 0.50 per share, which are shares that support the issuance and offering of newly issued ordinary shares under general mandate (General Mandate) Approved by the 2023 Annual General Meeting of Shareholders No. 161,467,890 shares and outstanding shares issued to support the exercise of warrants (NER-W1) which has matured its exercise period, number 210,252 shares and approved the amendment of Clause 4 of the Memorandum of Association to reflect the reduction of registered capital as follows:

Item 4	Registered capital	923,894,874	baht	(Nine hundred twenty three million eight hundred ninety four thousand eight hundred seventy four baht)
	divided into	1,847,789,748	share	(One thousand eight hundred forty seven million seven hundred eighty nine thousand seven hundred four ten eight shares)
	Value per share	0.50	baht	(fifty satang)

สำนักงานใหญ่ : 398 หมู่ 4 ต.โคกม้า อ.ประโคนชัย จ.บุรีรัมย์ 31140

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Divided into

common shares 1,847,789,748 share (One thousand eight hundred forty seven million seven hundred eighty nine thousand seven hundred four ten eight shares)

Preferred shares - share (- share)

Everything. The Board of Directors, the Executive Committee of the Company and/or persons designated by the Board of Directors and/or the Executive Committee of the Company shall have the authority. To sign the application or in any documents related to the registration of the amendment of the Company's Memorandum of Association and the application for registration of the amendment of the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce. Amendment or change of application or text in such document in connection with the registration of amendment of the Company's Memorandum of Association to be filed with the Department of Business Development, Ministry of Commerce, as well as having the authority to take any action as necessary and in connection with such action as deemed appropriate and to comply with the law. This includes the advice or order of the Registrar or Officer.

The moderator of the meeting then asked if any shareholders had any comments or questions about agenda item 9 for shareholders who attended the meeting in person, please raise their hands. Ask to click on Icon Questions which will be displayed in each agenda and typed into the system, and if you want to ask via audio-visual system, you can click on the conference marker (Conference) at the top menu bar and type in the questions you want to ask, then wait for the company staff to contact you back to send your audio and video signals to the meeting.

When none of the shareholders ask questions or express their opinions. The moderator asked the meeting to consider the resolution, informing the meeting that the resolution of agenda item 9 must be approved by a vote of not less than three-fourths (3/4) of the total number of shareholders present and entitled to vote. Which shareholders? Disagree or abstain from voting. Please raise your hand so that the staff can walk to collect the voting results. For shareholders who attend the meeting via electronic means (E-Meeting) Shareholders or proxies can vote on IR Plus AGM App Those who wish to vote "Disagree" or "Abstain" can click on the "Disagree" or "Abstain" box. Press "Confirm" or if you do not click to vote, the system will assume that you "agree".

The deadline for voting is now over. The Company requests that voting on this agenda be closed.

Resolution of the Meeting: The meeting considered and approved the reduction of the registered capital of the Company by 80 percent.,839,071 Baht from original registered capital 1,004,733,945.00 Baht to 923,894,874.00 Baht by writing off unissued ordinary shares totaling 161,678,142 shares with a par value of Baht 0.50 per share, which are shares that support the issuance and offering of newly issued ordinary shares under general mandate (General Mandate) Approved by the 2023 Annual General Meeting of Shareholders No. 161,467,890 shares and outstanding shares issued to support the exercise of warrants (NER-W1) which has matured its exercise period, number 210,252 shares and approved the amendment of the Memorandum of Association Clause 4 to reflect the reduction of registered capital. and delegation of authority in accordance with all the proposed details. With the following votes:

สำนักงานใหญ่ : 398 หมู่ 4 ต.โคกม้า อ.ประโคนชัย จ.บุรีรัมย์ 31140

สำนักงานขาย : 589/156 ชั้น 29 อาคารเซ็นทรัลซิตีทาวเวอร์ ถนนเทพรัตน แขวงบางนาเหนือ เขตบางนา กรุงเทพฯ 10260

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Approved	795,361,431	Votes	Percentage	100.0000
Disapproved	-	Votes	Percentage	0.0000
Abstained	100	Votes	Percentage	0.0000
Total	795,361,531	Votes	Percentage	100.0000
Voided Ballot	-	Votes		-

Note: In this agenda, there was 1 shareholder who left the meeting, counting 2,460 shares.

In total, there were 89 attendees, counting the number of shares 795,361,531 shares / number of votes 100 votes.
 Cannot be calculated with 4 decimal places.

Agenda 10 Consider approving an increase in the registered capital of the company by another 1,53,982,479 baht from the original registered capital of 923,894,874.00 baht to a registered capital of 1,077,877,353 baht by issuing additional common shares of not more than 307,964,958 shares (units) with a par value of 0.50 baht per share and approved the allocation of 307,964,958 additional common shares to support the issuance and offering for sale. Warrants to purchase additional ordinary shares of the Company No. 2 (NER-W2) and approval of the amendment of the Memorandum of Association, Section 4, to be consistent with the increase in the Company's registered capital.

The Chairman assigns the moderator to present to the meeting.

The moderator reported to the meeting that the Company has proposed to the Annual General Meeting of Shareholders to consider and approve the issuance and offering of warrants to purchase newly issued ordinary shares of the Company. 2nd time (The Company shall increase its registered capital by issuing newly issued ordinary shares and allocating the entire amount of such newly issued ordinary shares to support the exercise of warrants to purchase newly issued ordinary shares of the Company. Therefore, it is proposed that the Annual General Meeting of Shareholders consider and approve an increase in the registered capital of the Company in the amount of Baht 153,982,479 from the registered capital of Baht 923,894,874.00, divided into 1,847,789,748 ordinary shares with a par value of Baht 0.50 per share, consisting of Baht 1,077,877,353 divided into 2,155,754,706 newly issued ordinary shares with a par value of Baht 0.50 per share, of which 307,964,958 new ordinary shares were issued. Details as Enclosure Number 5

The Board of Directors has considered and approved the Annual General Meeting of Shareholders to consider and approve an increase in the registered capital of the Company in the amount of Baht 153,982,479 from the registered capital of Baht 923,894,874.00, divided into 1,847,789,748 ordinary shares with a par value of Baht 0.50 per share, consisting of Baht 1,077,877,353 divided into 2,155,754,706 newly issued ordinary shares with a par value of Baht 0.50 per share, consisting of the issuance of 307,964,958 newly issued ordinary shares;

Approve the allocation of 307,964,958 ordinary shares to support the exercise of the right to purchase newly issued ordinary shares of the Company for Warrants to Purchase Newly Issued Ordinary Shares of the Company No. 2 (NER-W2) of 307,964,958 units.



The Company also agreed to propose to the Annual General Meeting of Shareholders to consider and approve the amendment of Clause 4 of the Memorandum of Association to reflect the increase of registered capital with the following details:

Item 4	Registered capital	1,077,877,353	baht	(One thousand seventy seven million eight hundred seventy seven thousand three hundred fifty three baht)
	divided into	2,155,754,706	share	(Two thousand , one hundred and fifty-five million, seven hundred and fifty-four thousand, seven hundred and six shares)
	Value per share	0.50	baht	(fifty satang)
	Divided into			
	common shares	2,155,754,706	share	(Two thousand one hundred fifty-five million seven hundred fifty-four thousand seven hundred six shares)
	Preferred shares	-	share	(- share)

Everything. The Board of Directors, the Executive Committee of the Company and/or persons designated by the Board of Directors and/or the Executive Committee of the Company shall have the authority. To sign the application or in any documents related to the registration of the amendment of the Company's Memorandum of Association and the application for registration of the amendment of the Company's Memorandum of Association with the Department of Business Development, Ministry of Commerce. Amendment or change of application or text in such document in connection with the registration of amendment of the Company's Memorandum of Association to be filed with the Department of Business Development, Ministry of Commerce, including the authority to take any action as necessary and in connection with such action as it deems appropriate and to comply with the law. This includes the advice or order of the Registrar or Officer.

The moderator of the meeting then asked if any shareholders had any comments or questions about agenda item 10. Ask to click on Icon Questions which will be displayed in each agenda and typed into the system, and if you want to ask via audio-visual system, you can click on the conference marker (Conference) at the top menu bar and type in the questions you want to ask, then wait for the company staff to contact you back to send your audio and video signals to the meeting.

When none of the shareholders ask questions or express their opinions. The moderator asked the meeting to consider the resolution, informing the meeting that the resolution of agenda item 10 must be approved by a vote of not less than three-fourths (3/4) of the total number of shareholders present and entitled to vote. Which shareholders? Disagree or abstain from voting. Please raise your hand so that the staff can walk to collect the voting results. For shareholders who attend the meeting via electronic means (E-Meeting) Shareholders or proxies can vote on IR Plus AGM App Those who wish to vote "Disagree" or "Abstain" can click on the "Disagree" or "Abstain" box. Press "Confirm" or if you do not click to vote, the system will assume that you "agree".

The deadline for voting is now over. The Company requests that voting on this agenda be closed.



Resolution of the Meeting: The meeting considered and approved the increase of the registered capital of the Company by 153,982,479 Baht from registered capital from 923,894,874.00 Baht is a Jadabian capital of 1,077,877,353 Baht by issuing 307 newly issued ordinary shares,964,958 shares with a par value of Baht 0.50 per share and approved the allocation of 307 ordinary shares.,964,958 shares to support the exercise of the right to purchase newly issued ordinary shares of the Company For Warrants to Purchase Newly Issued Ordinary Shares of the Company No. 2 (NER-W2) of 307,964,958 units and approve the amendment of Clause 4 of the Memorandum of Association to reflect the increase in registered capital. and delegation of authority in accordance with all the proposed details. With the following votes:

Approved	794,856,331	Votes	Percentage	99.9365
Disapproved	505,100	Votes	Percentage	0.0635
Abstained	100	Votes	Percentage	0.0000
Total	795,361,531	Votes	Percentage	100.0000
Voided Ballot	-	Votes		-

Note: The number of 100 sounds cannot be calculated with 4 decimal places.

Agenda 11 Consider other matters (if any).

The agenda items are now fully considered according to the agenda specified in the notice of the meeting. I do not know if any shareholders have any opinions or questions. For shareholders who attend the meeting in person, please raise their hands. Click on the question icon which will be displayed on each agenda item and type the question into the system. If you want to inquire via audio-visual system, click on the conference mark located on the top menu bar and type in the question you want to ask, then wait for the company staff to contact you back to send your audio and video to the meeting.

Questions from shareholders who attended the meeting in person at the meeting venue by Mr. Chatchawal Techamikiatchai, holding 5,437,000 shares, asked as follows: First of all, I would like to commend the Board of Directors and the management for leading the company well, thank you very much. From what I have read One Report Currently, we still sell 90% of our products through intermediaries, right? I'm not sure why the company doesn't sell through end-users, and this year it seems that the raw materials will be scarce, it should be difficult to buy, I'm not sure how the Board of Directors and Mr. Chuwit have guidelines to manage enough raw materials to continue production?

Mr. Chuwit Jungtanasonboon, Director / Chief Executive Officer, replied, "I would like to answer question 1) Why sell through traders? Because traders are actually part of the process of every factory. Selling directly to the user sometimes does not make a price, but the trader will have speculation which allows us to add the selling price on that day. The Chinese paper market stipulates that anyone who trades must have a contract with a reliable factory that is a major buyer such as Bridgestone or Michelin, who can take the contract of that factory to trade in the Chinese market. Therefore, rubber is bought by traders to trade these products in the Chinese market. It is an advantage with our company that traders will be able to buy us at a higher price than usual. 2) Raw materials, which is a question asked by many shareholders. Everyone has the same concerns about where we're going this year. This year's raw materials are scarce, which is a factor that has caused the rubber prices to rise sharply lately. Everyone is

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worried about not having raw materials or rubber to use in production to deliver to customers. We think we have a relatively safe way of working, which is that we have always matched. Therefore, we will be affected quite a bit, but it will affect the production capacity that we anticipate if the situation does not improve. If you want to reassess the situation in June, which is the rainy season in Thailand, you will be able to predict everything more accurately.

There are questions from shareholders who are proxies. Ms. Teerapan Ngpakorn, who attended the meeting at the meeting venue, gave advice and asked that the Annual General Meeting of Shareholders be an opportunity for the Company to communicate directly with shareholders. From a shareholder perspective, not only do we want to see the company's current performance, but we also look to the future. Therefore, I would like to take this opportunity to ask the Board of Directors to tell shareholders about the company's future prospects and operational plans. What are the risks of the Company and how do they manage them? Thank you very much.

Mr. Chuwit Jungtanasomboon, Director / Chief Executive Officer, replied that the Company has managed risks since its listing on the Stock Exchange of Thailand until now. In terms of how we buy and sell products, we must accept that our products are community products. Everyone can see that what we do to increase sales and increase profits comes from expanding production capacity, which we can't buy cheaper than others or sell more expensive than others. We try to manage our cost of sales well to maintain the company's gross margin at 11-13 percent. In terms of existing risks, there was only one case in the past: products that we sold long in advance. In the event that the price drops by more than 30%, there may be some customers who do not accept the item but we have already bought something in the factory, but that has never happened to us. The second part, which we see as an emerging event, is the issue of supply shortages, which are caused by two factors: one, raw materials are actually disappearing naturally; The second part is due to the expansion of the production capacity of every company. This led us to consider quite heavily the announcement to build the third factory, which requires an investment of about 1,500 million baht. It's our consideration whether we should do it right away this year or we'll wait and see. Two quarters and then it's not slow. So that the company does not have to go into that risk situation. We also have a way to make a profit. There are a lot of ways to work that we don't have to go into there. Because we are already in a good position. We have a lot of critical thinking and careful work, and we are in no hurry to expand the factory. At present, our production capacity is over 500,000 tons, which is considered a medium-sized plant, not very large. It can also manage production in the current raw material situation. If the production capacity is expanded and there is a shortage of raw materials, I think there are risks that still need to be assessed. You shouldn't be in a hurry to make a decision.

Mr. Anukul Piyathananukul, who attended the meeting in person, holding 969,000 shares, asked if the company would suffer damage if the construction of the factory was delayed, such as collateral for the purchase of silver machinery that bought land, etc.

Mr. Chuwit Jungtanasomboon, Director / Chief Executive Officer, replied: No, we have not deposited any security deposit. The land used to build the factory is the original land of the existing factory. There will be some parts that need to be purchased more, assessing the value of the land not exceeding 10 million baht. Therefore, delaying the construction of the factory will not incur any additional costs.

The second question from Mr. Anukul Piyathananukul asked for his opinion on why there are no Thai people to run their own tire factory and why the company is not thinking of expanding its business in this area.

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Mr. Chuwit Jungtanasomboon, Director / Chief Executive Officer, replied that the company does not plan to build its own tire factory. Because we have to compete with all our big customers, at present, we don't think about doing that, which if we do, will bring problems to us.

Questions from Mr. Jirawin Suwan Attend the meeting in person via electronic media Holding 420,000 shares Q: At present, how many percent does management expect the net profit growth rate to increase in the next 3 years?

Mr. Chuwit Jungtanasomboon, Director / Chief Executive Officer, replied that the Company's growth plan can be tracked from the information published on the Company's website and reported through the information system of the Stock Exchange of Thailand.

Second question from Mr. Jirawin Suwan Q: What is the proportion of downstream product revenue within 3 years and what percentage of sales is the net profit margin of downstream products?

Mr. Chuwit Jungtanasomboon, Director / Chief Executive Officer, replied, "We aim that within 5 years, the company will have downstream sales of about 15-20% of total factory sales, with a net profit forecast of about 20%.

Another question from the attendees via electronic media by Mr. Vasant Apibanpoonpol, holding 2,571,100 shares, asked if he understood that the company was the top tire manufacturer that shipped products to China. Don't know what the situation is.?

Mr. Chuwit Jungtanasomboon, Director / Chief Executive Officer, replied that our company is considered to be one of the top five rubber exporters from Thailand to China. The situation can be explained in two parts: China is the largest domestic consumption market in the world, so the fact that we occupy the top five Chinese market is considered to be quite strong in terms of market strength. China's export production segment is currently moving more production bases to Thailand. Therefore, we have not been affected by this. There is even the issue of EUDR or trade protectionism that is happening today. The company sees us as being in a relatively good condition and has many advantages compared to other companies.

The host said that any shareholders have additional questions or suggestions that can still be submitted and that the company will answer them in the minutes of the annual shareholders' meeting in addition, this meeting was recorded in the form of video media which shareholders can follow through the Company's website.

As it turns out, there are no shareholders to inquire or have additional suggestions. The moderator informed the shareholders about the publication of the minutes of the 2024 Annual General Meeting of Shareholders that for the preparation of the minutes of the meeting including the summary of questions and answers on various agendas, the Company will prepare and publish the minutes on the Company's website and notify them through the information system of the Stock Exchange of Thailand. Within 14 days or by April 24, 2024

Subsequently, the moderator invited the Chairman to give closing remarks at the 2024 Annual General Meeting of Shareholders.

Mr. Chanitr Charnchainarong, Chairman of the Board of Directors and as a representative of the Board of Directors and employees Thank you to the shareholders for participating in this year's shareholders' meeting, as well as providing useful suggestions and comments to the Company. Thank you very much today.



บริษัท นอร์ทอีสท์ รับเบอร์ จำกัด (มหาชน)
NORTH EAST RUBBER PUBLIC COMPANY LIMITED
เลขประจำตัวผู้เสียภาษี (TAX ID) : 0107561000242

Tel. : 044-666928-9
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Website. : www.nerubber.com
E-Mail : ner@nerubber.com



The meeting closed at 12.17 p.m.

sign _____ Chairman of the meeting
(Mr. Chanitr Charnchainarong)
Chairman of the Board of directors

sign _____ Meeting Recorder
(Miss Nongyao Seekiew)
Company Secretary

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