



**บริษัท ประชาอาภรณ์ จำกัด (มหาชน)**  
**PEOPLE'S GARMENT PUBLIC COMPANY LIMITED**

NO. TOR HOR 008/2024

April 23, 2024

Subject : Report on the resolutions of the 45<sup>th</sup> Annual General Meeting of Shareholders  
Attention : Directors and Managers  
The Stock Exchange of Thailand

People's Garment Public Company Limited would like to report on the resolutions of Annual General Meeting of Shareholders held on April 23, 2024 between 13.00 hours to 13.50 hours. The meeting passed unanimous resolution as following details;

1. To certify the minutes of the 44<sup>th</sup> Annual General Meeting of Shareholders held on April 25, 2023.

The shareholders' meeting passed a unanimous resolution as following details;

| Voting         | Approve    | Disapprove | Abstain | Voided Ballot |
|----------------|------------|------------|---------|---------------|
| Number of Vote | 79,293,093 | -          | -       | -             |
| Percentage     | 100        | -          | -       | -             |

Counted from shares of shareholders who attended the meeting and had the right to vote.

2. To acknowledge the directors' report for year 2023.
3. To approve the financial statement as of December 31, 2023. Such report was examined and certified by Auditor of EY Office Limited Audit Company and also considered by Audit committee.

The shareholders' meeting passed a unanimous resolution as following details;

| Voting         | Approve    | Disapprove | Abstain | Voided Ballot |
|----------------|------------|------------|---------|---------------|
| Number of Vote | 79,293,093 | -          | -       | -             |
| Percentage     | 100        | -          | -       | -             |

Counted from shares of shareholders who attended the meeting and had the right to vote.





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4. To approve the dividend payment for year 2023 at rate of 0.20 Baht per share, amounted 19,200,000 Baht, whereby said dividend payments are drawn from net profit after tax deducted at rate 20 percentage.

The payment will be paid to shareholders who named on May 10, 2024 (Record Date).  
The dividend will be paid on May 21, 2024.

The shareholders' meeting passed a unanimous resolution as following details;

| Voting         | Approve    | Disapprove | Abstain | Voided Ballot |
|----------------|------------|------------|---------|---------------|
| Number of Vote | 79,293,093 | -          | -       | -             |
| Percentage     | 100        | -          | -       | -             |

Counted from shares of shareholders who attended the meeting and had the right to vote.

5. To elect the directors replacing whose term has expired, and to approve the director's remuneration for year 2024.

1. Mr. Boonkiet Chokwatana Non Executive Director

| Voting         | Approve    | Disapprove | Abstain | Voided Ballot |
|----------------|------------|------------|---------|---------------|
| Number of Vote | 79,293,093 | -          | -       | -             |
| Percentage     | 100        | -          | -       | -             |

2. Gen.Konecharnart Chunnabhata Independent Director

| Voting         | Approve    | Disapprove | Abstain    | Voided Ballot |
|----------------|------------|------------|------------|---------------|
| Number of Vote | 56,213,084 | 10         | 23,079,999 | -             |
| Percentage     | 70.8928    | 0.00       | 29.1072    | -             |

3. Mr. Santi Bangor Independent Director

| Voting         | Approve    | Disapprove | Abstain    | Voided Ballot |
|----------------|------------|------------|------------|---------------|
| Number of Vote | 56,213,084 | 10         | 23,079,999 | -             |
| Percentage     | 70.8928    | 0.00       | 29.1072    | -             |

4. Mr.Kityaporn Chaithavornsathien Non Executive Director

| Voting         | Approve    | Disapprove | Abstain    | Voided Ballot |
|----------------|------------|------------|------------|---------------|
| Number of Vote | 56,213,094 | -          | 23,079,999 | -             |
| Percentage     | 70.8928    | -          | 29.1072    | -             |



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There are 13 Directors of People's Garment Plc. named below;

- |                      |                    |                      |              |
|----------------------|--------------------|----------------------|--------------|
| 1. Mr. Boonkiet      | Chokwatana         | 2. Mr.Charlert       | Manoonpol    |
| 3. Mr.Viritpol       | Chaithavornsathien | 4. Mrs. Sunan        | Niyomnaitham |
| 5. Mrs.Somporn       | Tiyaviboonsiri     | 6. Mrs. Teerada      | Ambhanwong   |
| 7. Mr.Kityaporn      | Chaithavornsathien | 8. Mr. Piranart      | Chokwatana   |
| 9. Mr. Khachornsakdi | Vanaratseath       | 10. Gen.Konecharnart | Chunnabhata  |
| 11. Mr. Santi        | Bangor             | 12. Mrs. Nuchanart   | Thammanomai  |
| 13. Mrs. Chortip     | Pramoj Na Ayudhya  |                      |              |

6. The meeting approved the remuneration to the Board of Directors for year 2024, the amount shall not exceed 6 Million Baht. The Remuneration Committee considered, allocated and presented to Company Director. The resolution becomes effective on the approval date until changing.

The meeting acknowledged the details of remuneration and meeting allowance as following:

1. The Board of Director meeting

- Annual remuneration for all directors, the Remuneration Committee allocates the compensation and presents such amount to the Board of Director. (The attendance only)

|  |                      | 2024                                    |
|--|----------------------|---|
| The Board of Director  | Chairman<br>Director | 12,000 Baht / Time<br>9,000 Baht / Time |
| The Audit Committee meeting  | Chairman<br>Director | 12,000 Baht / Time<br>9,000 Baht / Time |
| - Remuneration Committee<br>Nomination Committee /<br>Risk Management Committee /<br>Corporate Governance And<br>Sustainable Development Committee | Chairman<br>Director | 10,000 Baht / Time<br>8,000 Baht / Time |

3. Remuneration of other sub committees which organized by the Board will be in the consideration of the Board of Directors and considered by appropriateness, duties, and responsibilities.

4. Other Benefits - None -

Such remuneration shall not exceed the approved amount from the shareholder meeting.

The shareholders' meeting passed a unanimous resolution as following details;



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|----------------|------------|------------|---------|---------------|
| Number of Vote | 79,293,093 | -          | -       | -             |
| Percentage     | 100        | -          | -       | -             |

Counted from shares of shareholders who attended the meeting and had the right to vote.

7. To approve the appointment of Auditor and determine Audit fee for year 2024 as following details:

| Name                             | Licensed No. | Office            |
|----------------------------------|--------------|-------------------|
| 1. Ms. Orawan Techawatanasirikul | 4807         | EY Office Limited |
| 2. Mrs. Gingkarn Atsawarangsalit | 4496         | EY Office Limited |
| 3. Ms. Rosaporn Decharkom        | 5659         | EY Office Limited |
| 4. Ms. Sumana Punpongsanon       | 5872         | EY Office Limited |
| 5. Ms. Kirdsiri Kanjanaprakasit  | 6014         | EY Office Limited |

The meeting approved Audit fee for year 2024 amounted 1,380,000 Baht  
- Non Audit Fee - None -

The shareholders' meeting passed a unanimous resolution, the details are followed;

| Voting         | Approve    | Disapprove | Abstain | Voided Ballot |
|----------------|------------|------------|---------|---------------|
| Number of Vote | 79,293,093 | -          | -       | -             |
| Percentage     | 100        | -          | -       | -             |

Counted from shares of shareholders who attended the meeting and had the right to vote.

**8. Approval of amending the Company's Articles of Association.**

The meeting have approved to the amendment of the Company's Articles of Association, Chapter 3 Board of Directors, Article 28, Chapter 4 Shareholder Meetings, Article 34 and Article 39, and Chapter 6 Dividends and Reserve Fund, Article 56, in order to be consistent with the Public Limited Companies Act (No. 4) B.E. 2022 with details as follows.

**Article 28.** In calling a meeting of the Board of Directors, the Chairman of the Board or a person assigned by the Chairman of the Board shall send a meeting notice to the directors at least three (3) days before the meeting date, except in cases of urgent necessity to preserve the rights or benefits of the company whereby notice of the meeting appointment may be sent by electronic means or any other means and the meeting date set sooner than normally prescribed.

The venue to be used for the meeting under paragraph one shall be in the area where the company's head office is located or any other place in the Kingdom. In the case of a meeting via electronic media, the location of the Company's head office of the meeting.





**Article 34.** In calling a shareholders' meeting, the Board of Directors shall prepare a meeting invitation letter specifying the venue, date, time, agenda and matters to be presented to the meeting, together with reasonable details, clearly indicating that it is a matter to be presented for information, for approval or consideration, as the case may be, including the opinions of the Board on such matters and deliver it to shareholders and the Registrar not less than seven (7) days before the meeting date. The notice of the meeting must be advertised in newspapers or through electronic media in accordance with the criteria specified by the Registrar for three (3) consecutive days and not less than three (3) days before the meeting date.

The location of the meeting under paragraph one shall be in the area where the Company's head office is located or any other place in the Kingdom. In case of a meeting via electronic media, the location of the Company's head office shall be considered the location of the meeting.

**Article 39.** The Chairman of the shareholder's meeting has the duty to control the meeting in accordance with the Company's Articles of Association related to meetings. In this regard, the meeting must be conducted in accordance with the order, rules, and agenda specified in the meeting notice, unless the meeting resolves to change the order of the agenda with a vote of not less two-thirds (2/3) of the number of shareholders present at the meeting.

When the meeting has completed its consideration of matters as per the first paragraph, shareholders whose shares total not less than one-third (1/3) of the total number of shares sold may ask the meeting to consider matters other than those specified in the meeting notice.

In the event that the meeting does not complete its consideration of matters in order of the agenda according to paragraph one, or does not complete consideration of matters raised by shareholders in accordance with paragraph two, as the case may be, and it is necessary to postpone consideration, the meeting shall determine the venue, date and time of the next meeting and the Board of Directors shall send a meeting invitation letter specifying such venue, date, time, and agenda to shareholders not less than seven (7) days before the meeting date, provided that the meeting invitation notice shall be advertised in the newspaper or via electronic media according to the criteria specified by the Registrar for three (3) consecutive days and not less than three (3) days before the meeting date.

**Article 56.** Dividend payment is divided according to the number of shares, each share equally. Payment of dividends must be made within one (1) month from the date of the shareholders' meeting or the Board of Directors passed the resolution, as the case may be. The notice of dividend payment must be notified in writing to shareholders and also advertised in the newspaper or via electronic media according to the criteria specified by the registrar for three (3) consecutive days.

The authorization was assigned to authorized person which the Board of Directors of the Company assigned to amend the Company's Article of Association to Department of Business Development, Ministry of Commerce to amend messages or words according to the suggestion of the registrar.





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The shareholders' meeting passed a unanimous resolution, the details are followed;

| Voting         | Approve    | Disapprove | Abstain | Voided Ballot |
|----------------|------------|------------|---------|---------------|
| Number of Vote | 79,293,093 | -          | -       | -             |
| Percentage     | 100        | -          | -       | -             |

Counted from shares of shareholders who attended the meeting and had the right to vote.

For your acknowledgement.

Sincerely yours,

Sunan Niyomnaitham  
(Mrs. Sunan Niyomnaitham)  
Director

