



Invitation to the Annual General Meeting
of Shareholders Year 2025

Friday, April 18, 2025

Time 10.00

in the form of meetings via electronic media (E-AGM)

Registration opens at 8:00 a.m.

More Return Public Company Limited.

(MORE)

note :

1. Shareholders wishing to attend the meeting, please follow the guidelines for attending the shareholders' meeting via electronic media (E-AGM). and proxy (Enclosure 9 and 10)
2. The petition registration system will be operational from April 8, 2025 at 8:30 a.m. onwards. And the registration ends on April 18, 2025 until the meeting is closed. (On the day of the meeting, registration opens from 8.00 a.m., 2 hours prior to the start of the meeting.)
3. The company will conduct meetings via electronic media only one channel. There was no meeting place arranged to accommodate shareholders.



April 3, 2025

Subject: Invitation to the 2025 Annual General Meeting of Shareholders

Dear shareholders of More Return Public Company Limited.

Enclosures: 1. minutes of the 2024 Annual General Meeting of Shareholders held on 19 April 2024
2. Financial statements for 2024 and annual report in the form of a QR code (QR Code)
3. Information of directors who have resigned from their positions upon the expiration of their terms and have been nominated to return to their positions.
4. Information on directors' remuneration for the year 2025
5. List of auditors and details of audit fees for the year 2025
6. Capital Increase Report Form (F53-4)
7. Information of independent directors for use in appointing shareholders' proxies.
8. Company regulations regarding shareholder meetings
9. List of documents that must be shown and delivered to the company in registering to attend the meeting. and voting, criteria for counting votes and announcement of results.
10. Procedures for joining meetings via electronic media and notification of intent to attend the 2025 AGM of Shareholders via electronic media (E-Meeting) via app link or scanning QR Code.
11. Proxy Form B
(You can download the proxy form, Form A. or Form C. from www.morereturn.co.th)

The meeting of the Board of Directors of More Return Public Company Limited (the "Company") has resolved to set the date for the 2025 Annual General Meeting of Shareholders on Friday, April 18, 2025 at 10:00 a.m. in meeting format. Through electronic media (E-AGM) to consider various matters. According to the agenda with comments from the committee as follows:

Agenda 1 Consideration of approval of the minutes of the 2024 Annual General Meeting of Shareholders, held on 19 April 2024.

Principles and reasons

The Company held the 2024 Annual General Meeting of Shareholders on 19 April 2024 and has prepared a report of the said meeting and disclosed the information to the Stock Exchange of Thailand within the time specified by relevant laws and has published the information on the Company's website (details are shown in Attachment 1)

Opinion of the Board of Directors

The Board of Directors considered and found that the said meeting minutes were recorded correctly and completely. Therefore, it is appropriate to propose to the 2025 Annual General Meeting of Shareholders to



consider approving the minutes of the 2024 Annual General Meeting of Shareholders, which was held on 19 April 2024, in accordance with the meeting minutes presented by the Board of Directors.

Number of votes required to pass a resolution

A majority vote of the total number of votes of shareholders attending the meeting and having the right to vote.

Agenda 2 Acknowledge the operating results and financial position of the company for the year 2024.

Principles and reasons

The Company has summarized the operating results and financial position of the Company for the year 2024 (details appear in the financial statements for the year 2024 in the form of a QR Code, Enclosure 2).

Opinion of the Board of Directors

The committee has considered It is considered appropriate to propose this to the shareholder meeting. To acknowledge the company's operating results for the year 2024 as mentioned.

Number of votes required to pass a resolution

This agenda item does not require a vote from shareholders. Because it is an agenda for acknowledgment

Agenda 3 Consider approving the financial statements for the year 2024, ending December 31, 2024, which have been audited by auditors. The account is authorized.

Principles and reasons

In order to comply with the Public Limited Companies, Act B.E. 2535 (and as amended) and according to the Company's Articles of Association, Section 56, the board of directors must prepare a balance sheet and profit and loss account for the year 2024, ending on December 31, 2024. The Company proposes to the 2024 Annual General Meeting of Shareholders for approval by the financial statements consisting of the statement of financial position and the statement of comprehensive income for the year 2024 ending December 31, 2024, which has been considered by the Company's Audit Committee. and has been audited by a certified public accountant. As details appear in the financial statements for 2023 in the form of a QR Code, Enclosure 2

There are important details summarized from the financial statements as follows:

financial status (Consolidated financial statements)	Year 2024 (Unit: million baht)	Year 2023 (Unit: million baht)
Total assets	977.73	1,485.84
Total debt	74.48	100.14
Total shareholders' equity	903.25	1,385.70

Performance (Consolidated financial statements)	Year 2024 (Unit: million baht)	Year 2023 (Unit: million baht)
Total income	105.39	89.10
Total cost	396.92	314.10
Net profit(loss)	(294.69)	(228.34)
Loss per share	0.025	0.02



Opinion of the Audit Committee

The Audit Committee is of the opinion that the accounting report preparation process and the company's financial statements have a good enough internal control system to ensure that the financial report accurately reflects the financial position and operating results of the company in accordance with accounting standards required by law. Including adequate and timely disclosure of information in the financial statements for the benefit of shareholders. Investors or users of financial statements in making investment decisions.

Opinion of the Board of Directors

The committee has considered It is deemed appropriate to propose to the general meeting of shareholders to consider and approve the balance sheet and income statement for the year 2024, ending on December 31, 2024, which have been considered by the Company's Audit Committee and have been audited by a certified public accountant.

Number of votes required to pass a resolution

A majority vote of the total number of votes of shareholders attending the meeting and having the right to vote.

Agenda 4: Consider approving the suspension of dividend payments and the allocation of profits as legal reserves.

Principles and reasons

The company has a dividend policy of not less than 40 percent of net profit after deducting corporate income tax and all legal reserves. If there is no other necessary reason and the dividend payment has no significant impact on the normal operations of the company. The Public Limited Companies Act B.E. 2535 (and its amendments) and the Company's Articles of Association, Section 51, require the company to set aside part of its annual net profits as a reserve fund of not less than 5 percent of the annual net profits until the reserve fund is sufficient. Not less than 10 percent of the registered capital and according to the Public Limited Companies Act B.E. 2535, Section 115, it is specified that dividends be paid from other types of money. Nothing except profit can be done. And in cases where the company still has accumulated losses, it is prohibited from paying dividends. Considering the Company's operating results as shown in the Company's separate financial statements for the year 2023 ending December 31, 2024, the Company had a net loss in the fiscal year of 294,692,772 baht and accumulated profits of 912,915,531 baht. Refrain from paying dividends and refrain from allocating profits as legal reserves.

Opinion of the Board of Directors

The committee has considered It is deemed appropriate to propose to the 2025 Annual General Meeting of Shareholders to consider approving the omission of profit allocation as a legal reserve and the omission of dividend payments. According to the details presented above

Number of votes required to pass a resolution

A majority vote of the total number of votes of shareholders attending the meeting and having the right to vote.



Agenda 5: Consider approving the appointment of directors to replace those who retire by rotation.

Principles and reasons

According to Section 7 1 of the Public Limited Companies Act, B.E. 2 5 3 5 and according to the Company's Articles of Association, Section 18. stipulates that at the annual general meeting of shareholders The number of directors shall be not less than one-third. of the total number of directors on the board Resignation from office according to term If the number of directors cannot be divided into three parts, then issue the amount closest to one-third. and directors who have resigned from their positions You may choose to take up another position. Currently, the Company's Board of Directors has a total of 8 members.

In the 2025 Annual General Meeting of Shareholders, the directors who will have to retire from office at the rate of one-third of the total number of directors, representing 3 persons, are as follows:

1. Pol. Maj. Gen. Latthasanya Piasombarn Chairman of the Audit Committee / Independent Director
2. Dr. Somchai Wongtrapsin Audit Committee Member / Independent Director
3. Ms. Kanokwan Boonprakob Director

The Company has opened an opportunity for shareholders to propose persons to be considered for selection as directors of the Company for the 2025 Annual General Meeting of Shareholders via the Company's website from November 22, 2024 to February 10, 2025 in accordance with the principles of good corporate governance of listed companies. It appears that no shareholders have proposed any persons to be considered for selection as directors of the Company.

Opinion of the Nomination and Remuneration Committee

Nomination and Remuneration Committee (which does not include nominated directors) jointly considered qualifications, knowledge, abilities and experience in various fields. Including the performance of each director's position and duties. Taking into account the diversity in the structure of the committee Qualifications as a director in various fields Suitability of qualifications, experience, and expertise Performance results as a company director in the past Including being a person who has all the qualifications and does not have prohibited characteristics according to Section 68 of the Public Limited Companies Act B.E. 2535 and the criteria set by the Securities and Exchange Commission. and the Stock Exchange of Thailand including other criteria Related It is seen that all 3 directors who are due to retire by rotation are qualified experts. Have knowledge, ability and experience in the company's business. And in the past, he has performed his duties as a director of the company effectively.

Opinion of the Board of Directors

The Board of Directors (excluding the nominated directors) has considered through the screening process in accordance with the Company's director selection criteria that the persons nominated as independent directors have the qualifications in accordance with the law. Relevant parties deem it appropriate to propose to the 2025 Annual General Meeting of Shareholders to consider and approve the appointment of directors who will retire from office upon completion of their terms to return to the position of director for another term in accordance



with the opinion of the Nomination and Remuneration Committee. In this regard, history and information on directors who have been nominated for appointment as directors this time Details appear in Enclosure 3 as follows.

Number of votes required to pass a resolution

A majority vote of the total number of votes of shareholders attending the meeting and having the right to vote.

Agenda 6 Consider and approve the determination of remuneration and meeting allowances for directors for the year 2025.

Principles and reasons

Section 90 of the Public Companies Act B.E. 2535 states that "Payment of directors' remuneration shall be in accordance with the resolution of the shareholder meeting, which consists of votes of not less than two-thirds of the total number of votes of shareholders present at the meeting."

Opinion of the Nomination and Remuneration Committee

Nomination and Remuneration Committee Considered the remuneration of directors for the year 2024 by considering and scrutinizing the suitability of the remuneration in accordance with their duties and responsibilities, and assigned responsibilities as well as comparing with businesses of similar type and size from the report on the survey of directors' remuneration rates for listed companies of the Thai Institute of Directors Association. Including business expansion and growth in the company's performance. The Remuneration Committee therefore resolved to propose setting a limit on board remuneration for 2025 in an amount not exceeding 4,000,000 baht (The number is the same as in 2024.) without any other benefits. Information on directors' remuneration for the year 2024 appears in Attachment 4. In the case that the Chairman of the Board of Directors and the Chairman of the Audit Committee are the same person, they will receive monthly remuneration only at the rate that is higher than only one amount.

In 2024, the company paid directors' remuneration a total of 3,550,000 baht with no other benefits. (Details appear in the 2024 annual report, topic: Monthly remuneration and meeting allowances for directors, Part 2, Corporate Governance, page 49)

Opinion of the committee

The Board has considered the opinions of the Compensation Committee. It is deemed appropriate to propose to the 2025 Annual General Meeting of Shareholders to consider and approve the determination of directors' remuneration for the year 2025 in an amount not exceeding 4,000,000 baht according to the proposal of the Remuneration Committee.

Number of votes required to pass a resolution

Votes of not less than two-thirds of the total number of votes of shareholders attending the meeting and having the right to vote.



Agenda 7 Consider and approve the appointment of auditors and determine the auditor's remuneration for the year 2025.

Principles and reasons

In order to comply with the Public Limited Companies, Act, B.E. 2535, Section 120 and the Company's Articles of Association, Section 59. and Section 60, which require the general meeting of shareholders to appoint an auditor and determine the audit fee of the company every year.

Opinion of the Audit Committee

The Audit Committee has considered selecting auditors from Karin Audit Co., Ltd. to be the company's auditors for the year 2025. This appointment is the seventh fiscal year because Karin Audit Co., Ltd. is a company that provides auditing services. Audit with standards and have expertise in auditing. Including an appropriate audit fee rate. It is proposed to be presented to the Board of Directors for consideration and approval by the Annual General Meeting of Shareholders.

Opinion of the committee

The committee agreed with the audit committee's proposal. It is considered appropriate to propose to the shareholder meeting to consider and approve the appointment of auditors from Karin Audit Company Limited as the auditing office of the Company and its subsidiaries for the year 2025, by designating any one of the auditors according to the list as follows. Go here. Is the person who audits and expresses opinions on the financial statements of the company and its subsidiaries in 2025.

1. Mr. Jiroj Sirirorj, Certified Public Accountant No. 5113 and/or
2. Ms. Kannika Ishimura, Certified Public Accountant No. 7305 and/or
3. Mr. Komin Linprachaya, Certified Public Accountant No. 3675

In this regard, the above 3 auditors and Karin Audit Co., Ltd., which is the auditing firm, had previously been approved by the board meeting and the shareholder meeting. To be the auditor of the company and its subsidiaries for 6 years. In the event that the above-mentioned certified public accountants are unable to perform their duties, Karin Audit Company Limited will arrange for another certified public accountant of Karin Audit Company. Co., Ltd. instead. In addition, Karin Audit Co., Ltd. and the nominated auditor have no relationship and/or interest with the company/subsidiaries/executives/major shareholders. or those related to such persons in a manner that will affect the independent performance of duties in any way

As for the auditor's compensation, the Audit Committee has considered the obligation to review and audit the financial statements of the Company and its subsidiaries. The Board of Directors' meeting agreed that it should be proposed to the shareholders' meeting to consider and approve the audit fee for the company and its subsidiaries for the year 2025 in an amount not exceeding 3,990,000 baht, with details appearing in Enclosure 5.

Number of votes required to pass a resolution

A majority vote of the total number of votes of shareholders attending the meeting and having the right to vote.



Agenda 8 Consider and approve the reduction of the registered capital, which is the additional common shares previously issued to support the exercise of the warrants to purchase common shares of More Return Public Company Limited No. 2 (MORE-W2), which have already been exercised for the last time, and consider and approve the amendment to the Memorandum of Association, Section 4, regarding the registered capital, to be consistent with the reduction of the registered capital.

Principles and reasons

Under the provisions of Sections 136 and 140 of the Public Limited Companies Act B.E. 2535 (including amendments) and the Company's Articles of Association, Section 31, it is stipulated that

“The Company shall increase its capital from the amount already registered by issuing new shares when all shares have been issued and fully paid for, or in the case where the shares have not been fully issued, and the shareholders' meeting may vote to reduce the capital by cutting the registered shares that cannot be sold or have not yet been issued.”

Opinion of the Board of Directors

The Board of Directors considered and deemed it appropriate to propose to the 2025 Annual General Meeting of Shareholders to consider approving the reduction of the registered capital by 9,956,157.70 baht or 199,123,154 shares, which are additional common shares previously issued to support the exercise of the warrants to purchase ordinary shares of More Return Public Company Limited, No. 2 (MORE-W2), which have already been exercised for the last time. and consider approving the amendment to the Memorandum of Association, Section 4, regarding registered capital, to be consistent with the reduction of registered capital

Number of votes required to pass the resolution

Votes not less than three-quarters of the total number of votes of shareholders attending the meeting and having the right to vote

Agenda 9: Consideration and approval of the increase in the Company's registered capital under a general mandate and approval of the amendment to the Memorandum of Association, Section 4, concerning registered capital, to be consistent with the increase in the Company's registered capital.

Principles and reasons

In order for the Company to have working capital in time for the needs and appropriate situations, including increasing the flexibility in fundraising, reducing the steps, time and expenses in holding a shareholders' meeting to request approval for the capital increase that is required to be raised.

Opinion of the Board of Directors

The Board of Directors considered and agreed to propose to the 2025 Annual General Meeting of Shareholders to consider approving the increase in the Company's registered capital under a general mandate in the amount of 107,651,226.62 baht from the original registered capital of 358,837,422.05 baht to a new registered capital of 466,488,648.67 baht by issuing additional common shares in the amount not exceeding 2,153,024,532



shares with a par value of 0.05 baht per share and amending the memorandum of association, Section 4, concerning registered capital, to be consistent with the increase in the Company's registered capital.

Number of votes required to pass the resolution

A vote of not less than three-quarters of the total number of votes of shareholders attending the meeting and having the right to vote.

Agenda 10: Consideration and approval of the allocation of additional common shares of the Company under a general mandate.

Principles and reasons

The general mandate capital increase has the following principles and guidelines for allocating additional common shares:

Method 1 Allocate no more than 2,153,024,532 additional common shares, representing 30 percent of the paid-up capital, to be offered to shareholders in proportion to their shareholding (RO).

Method 2 Allocate no more than 1,435,349,688 additional common shares, representing 20 percent of the paid-up capital, to be offered to the general public (PO).

Method 3 Allocate no more than 717,674,844 additional common shares, representing 10 percent of the paid-up capital, to be offered to a limited group of persons (PP).

By allocating additional common shares according to Method 1, Method 2, and Method 3 above, by any one method or all three methods, the total amount shall not exceed 30 percent of the paid-up capital, or no more than 2,153,024,532 shares on the date the board of directors resolves to increase the capital. However, if allocated according to Method 2 and Method 3, the additional paid-up capital will not exceed 20 percent of the paid-up capital or 1,435,349,688 shares as of the date the Board of Directors resolved to increase the capital.

Board of Directors' Opinion

The Board of Directors considered and saw fit to propose to the 2025 Annual General Meeting of Shareholders to consider the allocation of ordinary shares, increasing the Company's capital, in accordance with the criteria and guidelines for allocating ordinary shares under the General Mandate method as detailed above.

Number of votes required to pass the resolution

A majority of the total votes of shareholders attending the meeting and having the right to vote.

Agenda 11 Consider other matters (if any)

The company has published the invitation to the 2025 annual shareholder meeting together with meeting documents on the company's website. www.morereturn.co.th as well and if any shareholders have questions that they would like the company to clarify on the issues of the agenda presented this time. Questions can be sent in advance to e-mail secretary.more@morereturn.co.th

The company would like to invite shareholders to attend the meeting on the date and time mentioned. The company will open for shareholder registration starting at 8:00 a.m. Shareholders who wish to attend the



meeting can attend the meeting in person or appoint a proxy. Others who are of legal age attend the meeting and vote on their behalf in the meeting. In the case that a shareholder wishes to appoint a proxy to an independent director of the company. Please send evidence as detailed in the attached document along with the proxy to the company at the address below by April 11, 2025 so that we can carry out your wishes further.

Proxy - Company Secretary Section
More Return Public Company Limited
No. 222/148-150 Baan Suan Chatuchak Condominium Soi
Vibhavadi Rangsit 17, Vibhavadi Rangsit Road
Chatuchak Subdistrict, Chatuchak District, Bangkok 10900

However, this general meeting of shareholders It is a meeting via electronic media in one form. The Company has established measures and guidelines for attending the 2025 Annual General Meeting of Shareholders, as detailed in Attachment 9. However, various processes and procedures may cause attendance at the meeting to be delayed and not received. Convenient as it should be the company would like to apologize for the inconvenience here.

Yours sincerely

A handwritten signature in black ink, appearing to read "Latthasanya Piansomphan", enclosed in a thin black rectangular border.

(Police Major General Latthasanya Piansomphan)

Chairman

by resolution of the Board of Directors' meeting



Minutes of the 2024 Annual General Meeting of Shareholders

April 19, 2024 In the form of electronic meeting (E-AGM)

Date, time and place

Friday, April 19, 2024 at 10:00 a.m. via electronic media (E-AGM)

Before the meeting begins

Miss Siriwaranya Bunket Thanapiphat Acting as the facilitator for this meeting He welcomed all shareholders. To enter the 2024 Annual General Meeting of Shareholders of More Return Public Company Limited and informed the meeting that There were shareholders attending the meeting in person. and by proxy, a total of 31 persons can count the total number of shares. 2,791,774,120 shares or equal to 38.9002 percent of the total issued shares of the company. A quorum was formed according to Article 38 of the Company's regulations, which stipulates that in a shareholder meeting there must be shareholders and proxies from shareholders (if any) attending the meeting in total of not less than 25 people and must There are shares totaling not less than one-third of the total number of shares sold in the company. This will constitute a quorum. Therefore, from the number of shareholders attending the meeting and the said number of shares It is considered that a quorum is formed according to the Company's regulations before starting to consider various matters according to the agenda.

This meeting was an electronic meeting (E-AGM). The company appointed Inventech Systems (Thailand) Co., Ltd. to be the registration administrator. Meeting attendance and voting via Inventech Connect, voting or e-Voting, which is a standard system consistent with the conditions and methods specified. in the Royal Decree on Meetings via Electronic Media, B.E. 2020 and the announcement of the Ministry of Digital Economy and Society, B.E. 2020, regarding security standards for meetings via electronic media, B.E. 2020, which the Company has Recording of meetings in the form of video media and record the registration information for meeting attendance and voting in each agenda in writing.

The meeting facilitator explained the voting methods and vote counting at this meeting. The company will process, collect, use and disclose personal information. including still images Sounds and animations of all meeting participants for recording and preparing meeting minutes Meeting management and would like to clarify the method Meeting criteria are as follows:

1. The meeting will consider matters in the order of the agenda specified in the meeting invitation letter. Information will be presented in each agenda. and provide opportunities for shareholders to ask questions before voting and the results of the scores will be reported to the meeting. When the votes are counted in that agenda Finished in order

2. In voting Let shareholders choose the agenda they want to vote on. Then press the "Vote" button. The system will display 3 fields for voting: agree, disagree and abstain. If you want to cancel your vote, press the "Cancel voting" button for your shareholders. Whoever did not vote within the specified time The company will assume that shareholders agree with that agenda. and voting can make amendments Until there is notification of the closing of voting in that agenda. The company gives voting time 1 minute and



when the voting results for each agenda are closed. The results of that agenda will be announced to the meeting later.

3. In the event that the shareholder wishes to leave the meeting Before closing voting on any agenda Shareholders' votes will not be counted as a quorum for the said agenda. and votes will not be counted immediately for the remaining agenda items. However, leaving the quorum for any agenda item will not disqualify shareholders' rights. or a proxy to return to attend the meeting and vote on the next agenda in the system

Asking questions or expressing opinions in the meeting room

Before voting on each agenda the company will give meeting attendees the opportunity to ask questions. or express opinions on issues related to that agenda as appropriate by selecting the agenda on which you want to ask questions or express opinions. Then press the "Question" button.

- Can type the desired inquiry Then press the "Send Questions" button. The company will answer questions in the conference room on the agenda related to that question. However, if there are a large number of questions sent, the company reserves the right to consider and select questions as appropriate.

- Voting at this general meeting of shareholders is

- 1) **Agenda 1, 3, 4, 5 and 7** must be approved by a majority vote of a majority of shareholders. who came to the meeting and had the right to vote
- 2) **Agenda 6** must be approved by a vote of not less than two-thirds (2/3) of the total number of votes of shareholders. who came to the meeting and had the right to vote

In Agenda 2, there is no need to vote because it is an agenda for information.

When the meeting facilitator has finished explaining the voting method. Therefore, we would like to introduce the Board of Directors who attended the meeting as follows:

Company directors attending the meeting

- | | |
|--------------------------------------------------|------------------------------------------------------------------------------------------------|
| 1. Police Major General Latthasanya Phiansompan, | Independent Director / Chairman of the Board of Directors and Chairman of the Audit Committee. |
| 2. Mr. Kawin Chalermroj, | Director / Chief Executive Officer |
| 3. Mr. Chathaphum Khantiviriya, | Director / Chairman of the Compensation Committee |
| 4. Mr. Prawit Opas, | Independent Director / Audit Committee Member |
| 5. Mr. Somchai Wongsinsap, | Independent Director / Audit Committee Member |
| 6. Mr. Phatbodi Chomwong, | Director |
| 7. Miss Kanokwan Boonprakob | Director/ Company Secretary |
| 8. Miss Wannisa Srisuchai, | Director/Financial Accounting Manager |



and the most responsible person in the financial accounting department The Company has 2 subcommittees: the Audit Committee and the Nomination and Remuneration Committee, and there are a total of 8 company directors, all 8 of whom attended this meeting, or 100 percent.

In addition, the moderator introduced Mr. Jiroj Siriroraj, an auditor from Karin Audit Company Limited, whom the company had invited to attend this meeting.

The meeting starts at 10:15 a.m.

Police Major General Latthasanya Phiansompan, Chairman of the Board of Directors Acting as the chairman of the meeting, he opened the meeting. along with welcoming the shareholders who attended the 2024 Annual General Meeting of Shareholders today and assigned Ms. Siriwaranya Bunket Thanapiphat Be the next person to conduct the meeting according to the agenda.

The meeting facilitator proposed that the meeting consider various matters. according to the following agenda

Agenda 1: Consider certifying the minutes of the Extraordinary General Meeting of Shareholders No. 1/2024, held on February 23, 2024.

The meeting facilitator informed the meeting that The Company has sent a copy of the minutes of the Extraordinary General Meeting of Shareholders No. 1/2024, held on February 23, 2024, to the Stock Exchange of Thailand. and the Ministry of Commerce within 14 days from the date of the Extraordinary General Meeting of Shareholders. As required by law and the minutes of the said meeting were sent to the shareholders along with the meeting invitation letter. The Board of Directors considered and saw that the minutes of the meeting were recorded correctly and completely.

When no one has an opinion or question The Chairman then asked the meeting to vote and the meeting facilitator summarized the meeting resolutions as follows:

Resolution of the meeting: The meeting has considered. It was resolved to certify the minutes of the Annual General Meeting of Shareholders No. 1/2024, held on February 23, 2024, with a majority vote as follows.

Agreed,	1,952,778,119 votes,	equivalent to	69.9475 percent
Disapproved,	101 votes,	equivalent to	0.0000 percent.
Abstaining	838,995,900 votes,	equivalent to	30.0524 percent.

from the number 2,791,774,120 All votes attending the meeting and having the right to vote on this agenda

(Number of votes required to pass a resolution in this agenda: a majority vote of the total number of votes of shareholders who attend the meeting and have the right to vote)

Agenda 2: Acknowledge the operating results and financial position of the company for the year 2023.

The Chairman invited Miss Wannisa Srisuchai, Financial Accounting Manager, to Report the company's operating results for the year 2023 to the meeting. Miss Wannisa Srisuchai, Financial Accounting Manager The



company's operating results for the year 2023 were reported to the meeting according to the details appearing in the company's annual report. In summary as follows:

financial status (Consolidated financial statements)	Year 2023 (Unit: million baht)	Year 2022 (Unit: million baht)
Total assets	1,485.84	2,002.20
Total debt	100.14	127.19
Total shareholders' equity	1,385.70	1,875.01

Performance (Consolidated financial statements)	Year 2023 (Unit: million baht)	Year 2022 (Unit: million baht)
Total income	89.10	140.21
Total cost	314.10	119.28
Net profit(loss)	(228.34)	12.01
Loss per share	0.02	0.00

Statement of financial position for 2023, the company has total assets of 1,485.84 million baht. Compared to the financial statements of 2022, total assets decreased by 516.36 million baht or a decrease rate of 25.79 percent, with current assets decreasing in the amount of 265.22 million baht due to Decreased in cash and cash equivalents by 472.90 million baht from investments in real estate. Invest in other current financial assets and investment in organizing concerts

However, in 2023, there is an allowance for other receivables and prepaid expenses according to the contract for organizing concerts, including repayment of current liabilities. As a result, current assets decreased.

For non-current assets, which decreased in the amount of 251.14 million baht, this was due to the fair value of equity instruments - securities listed on the stock exchange at the end of the period having decreased in value.

Total liabilities in 2023 amounted to 100.15 million baht, compared to the financial statements of 2022, which decreased by 27.04 million baht or a decrease rate of 21.26 percent because the company had paid accrued interest. and pipe-laying creditors of subsidiaries as a result, current liabilities in the consolidated financial statements decreased from the previous year.

Shareholders' equity in 2023 amounted to 1,385.69 million baht, compared to the financial statements of 2022, decreased from the previous year by 489.32 million baht or a decrease of 26.10 percent due to the fair value of securities listed on the stock exchange and warrants having a higher value. Decreased



in the amount of 261.25 million baht and net loss for 2023 in the amount of 228.34 million baht, resulting in a decrease in shareholders' equity from the previous year.

Operating results for the year ending December 31, 2023 can be seen that the company had a net loss on the consolidated financial statements of 228.34-million-baht, accounting for 256.27 percent of total revenue. When compared to the previous period, it was found that the company had a decreased net profit. amount of 240.35 million baht due to

- Set allowance for credit losses in the amount of 231.72 million baht. The reason that the company has considered setting allowance for credit losses in associates in the amount of 205.17 million baht (loans to associates 149.37 accrued interest receivable and royalty fees of 53 million baht) and unrelated companies of 26.55 million baht (money seized by the Legal Execution Department 17.37 and prepaid expenses of 9.18 million baht)

- Service income decreased by 32.74 million baht due to the subsidiary canceling the contract for personnel management and USO center maintenance from June 2022 and during 2023, the company did not create a new service contract.

- Gain from measuring the value of warrants to purchase common shares in the amount of 25.66 million baht, which the company does not have a measurement item in 2023, resulting in operating results for the year having a net profit lower than the previous year.

Factors or events that may significantly affect the financial position and operating results in the future.

From the analysis of the company's financial ratios over the past year. The company's current ratio in 2023 has shown a good ability to service short-term debt, which reflects the company's financial position. It was found that the company's capital structure comes mostly from shareholders' equity for use in business operations. That is, the company does not have any loans from financial institutions. Therefore, the company has no financial risk from debt repayment obligations and interest expenses. The company does not have too much debt that will affect its financial position and ability to repay debt in the future.

In addition, the management has prepared factors and factors with the current situation or circumstances, both controllable and uncontrollable, that may occur and affect the operations of the company. The management team has plans to invest in several business groups. In order to diversify risks that may occur and affect the company's operations in the future.

In summary, the company has a plan to conduct business in the public utilities sector which is a basic factor in living in order to require recurring income as the main income for income stability. And reduce the risk of every factor and every event that may occur and affect the company's operations. The company has plans to expand this business further and/or invest in businesses that receive additional returns in the form of recurring income. The company has also started operating businesses in the entertainment group.



This will provide an opportunity to build relationships with trading partners. To increase income earning channels by this group of businesses. The company expects income Reputation rewards and public relations to continue building a good brand image of the company.

The company's current ratio in 2023 is equal to 5.52 times, still greater than 1, indicating good ability to pay off short-term debt. Compared to last year which decreased only slightly as for the debt-to-equity ratio, it was equal to 0.07, which had not changed from the previous year. Rate of return for shareholders: Since 2023 there will be a loss, this financial ratio will decrease.

ratio	2023	2022	increase (decrease)
Liquidity ratio	5.52	6.49	0.97
Debt to equity ratio	0.07	0.07	-
Rate of return for shareholders	-8.32%	0.84%	-9.16%

The meeting facilitator informed the meeting that there were questions from shareholders/proxies as follows:

Mr. Phuwanart Na Songkhla volunteers to protect shareholders' rights. From the Thai Investors Association I would like to inquire in Agenda 2 as follows:

1: I would like to know the real problem of the Company's RO capital increase in the past. The date has been announced and the stock price in the market has already dropped. But in the end, they were unable to increase capital. As a result, all existing shareholders were affected by the share price. that has decreased and want to know How does the board plan to find solutions and compensate for the impacts on existing shareholders?

2 : I would like to know that the Board of Directors It has explained and provided information to the regulatory agencies, namely the SEC and the Stock Exchange. In detail or not? In order to prevent the same problem from occurring again. Because it not only affects shareholders but it also has a direct impact on the image of the company.

3: I would like to know the company's business operations from now on. that will build confidence for investors and create a good image in future business So that the company can move forward with stability and sustainability.

The chairman of the meeting invited Mr. Kawin Chalermroj, Chief Executive Officer. is the answer to this inquiry

Mr. Kawin Chalermroj, Chief Executive Officer Answered questions as follows:

The last round of capital increase was due to the resolution of the Company's Board of Directors on December 8 , 2023 , which we have informed of the resolution of the Board of Directors and various



information according to the rules and regulations that have been laid down and have been revised. and additional information According to the regulatory agency The Stock Exchange required it 2 times, with the shareholder meeting scheduled for January 19, 2024, but only 3 days before the meeting date, on January 16, 2024, the Stock Exchange An order was given to the company. Must find a financial advisor (IFA) to provide opinions on the said capital increase. This is the first time that increasing capital in the form of an RO requires an IFA, which we have complied with. and postponed the shareholder meeting on that day. However, when we proceeded to procure the IFA and the IFA gave an opinion regarding the capital increase transaction. According to the wishes of the Stock Exchange, everything has been completed. The Company has therefore called a shareholder meeting, setting February 23, 2024 as the new shareholder meeting date. This is still within the legal time limit for boarding the RD, which means a meeting must be held within 2 months from the day the sign is posted. On the day of the said meeting There were shareholders attending the meeting both in person and by proxy, and there was Thai NVDR Company Limited (NVDR), which the Stock Exchange Holds 99.99% of the registered and paid-up capital. Attend the meeting and vote and abstain from voting at the meeting on that day as well. As a result, the capital reduction agenda had 3 out of 4 votes not passed, resulting in the capital increase agenda being the next agenda. was not considered by shareholders at that time as for the question of whether the stock price has been lowered? But the capital increase has not yet been presented for consideration. How will the company plan to compensate for the damage and have a plan to increase capital? We would like to inform you that we must respect the rules there. and do the best we can in the business that continues to operate. We also have main income which is the utility business group or water supply business. We are still operating as normal. As for the purpose of the additional capital that we planned to use to organize the RL concert year 2, which we actually had to organize during Songkran. In the past April, but with the time period and conditions of various financing plans. causing us to postpone the concert It's the end of November, but even though concerts are held at the end of the year, with details and work Format of the event in the meantime, we need to prepare the funds. This is because artist deposits, various operational deposits must be paid before the event date. However, we need to use this fund in the number of hundreds of millions of baht. which is currently talking with financial institutions and other sources of funding

Mr. Phuwanart Na Songkhla volunteers to protect shareholders' rights. From the Thai Investors Association, I would like to ask additional questions on Agenda 2 as follows:

From the company's financial statements reported to the meeting What is the board's approach to correcting the company's current operating results and financial statements?

Mr. Kawin Chalermroj, Chief Executive Officer Answered questions as follows:

According to the financial statements for the year 2023, there are major losses. It's from the RL concert last year. As you know, during that time there was an incident with MORE stock securities and the company was affected because we had signed a contract with a foreign country. Various deposits have been paid. went



earlier When such an event occurs More than 90% of sponsors withdrew from participating, which we can only accept and must move forward.

When there were no further questions, the Chairman concluded that because this agenda was an agenda for acknowledgment, no voting was required. Therefore, I would like to conclude that the meeting acknowledged the report of the Company's operating results for the year 2023 and on behalf of the representative of More Return Public Company Limited, I would like to inform you that the Company has an ideology of conducting business with ethics. By adhering to social responsibility and all groups of stakeholders in accordance with the principles of good corporate governance and the company's code of conduct, as well as policies and guidelines for various groups of stakeholders of the company and to ensure that the company has policies Defining responsibilities, guidelines, and appropriate operating requirements to prevent corruption in all business activities of the company and to allow decisions and business operations that may have corruption risks. Corruption is carefully considered and treated. The company has prepared a written "Anti-Corruption Policy". To provide clear guidelines for conducting business and developing into a sustainable organization and have published the said policy is already on the company's website.

Agenda 3: Consider approving the financial statements for the year 2023, ending December 31, 2023, which have been audited by a certified public accountant.

The meeting facilitator explained details about the agenda for consideration and approval of the financial statements for the year 2023, ending December 31, 2023, which had been audited by a certified public accountant, saying that in order to comply with Section 112 of the Public Limited Companies Act B.E. 1992 and according to the Company's Articles of Association, Article 56. The Board of Directors has arranged for the preparation of a balance sheet and profit and loss account for the year 2023 ending December 31, 2023 of the Company to be presented to the 2023 Annual General Meeting of Shareholders for consideration and approval. The statement of financial position and statement of comprehensive income for the year 2023 ending December 31, 2023, which has been considered by the Company's Audit Committee and has been audited by a certified public accountant.

The Audit Committee is of the opinion that the accounting report preparation process and the company's finances have a good enough internal control system to ensure that the financial report accurately reflects the financial position and operating results of the company as expected according to accounting standards. required by law Including adequate and timely disclosure of information in the financial statements for the benefit of shareholders. Investors or users of financial statements in making investment decisions.

The Company's Board of Directors has considered and deemed it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider approving the balance sheet and income statement for the year 2023, ending December 31, 2023, which have been considered by the Company's Audit Committee and have been audited. Examined by a certified public accountant.



The meeting facilitator informed the meeting that there were questions from shareholders/proxies as follows:

Mr. Sukan Hirunrujipong (shareholder) would like to inquire in Agenda 3 as follows:

MORE RETURN Company holds only 25% of the shares in the concert project, right? But why did the company lose over 100 million baht

Mr. Kawin Chalermroj, Chief Executive Officer Answered questions as follows:

Because organizing concerts is a joint venture in More Money Entertainment Co., Ltd., which is an investment in the form of loans, and when past concerts have resulted in losses, causing More Money to have insufficient cash flow, MORE therefore has Setting up an allowance for doubtful accounts on loans including the royalty fee that MORE has collected in full.

The meeting facilitator informed the meeting that there were questions from shareholders/proxies as follows:

Mr. Phuwanart Na Songkhla volunteers to protect shareholders' rights. From the Thai Investors Association Please ask for more information, and asked to be recorded in the meeting minutes as well at this meeting, did the Thai NVDR company attend the meeting? Have there been any resolutions in advance

Mr. Kawin Chalermroj, Chief Executive Officer Answered questions as follows:

Today's meeting did not have Thai NVDR Company Limited (NVDR) attending the meeting. And there was no proxy sent to attend the meeting with a proxy that had voted in advance.

and when no one has additional comments or questions The Chairman then asked the meeting to vote and the meeting facilitator summarized the meeting resolutions as follows:

Meeting Resolution: The meeting considered and resolved to approve the Company's financial statements for the year 2023, ending on December 31, 2023, with a majority vote as follows:

Agreed,	1,922,608,654 votes, equivalent to	68.8669 percent
Disapproved,	10,151,366 votes, equivalent to	0.3636 percent.
Abstained,	89,014,100 votes, equivalent to	30.7694 percent.

from the number 2,791,774,120 All votes attending the meeting and having the right to vote on this agenda

(Number of votes required to pass a resolution in this agenda: a majority vote of the total number of votes of shareholders who attend the meeting and have the right to vote)

Agenda 4: Consider approving the suspension of dividend payments and the allocation of profits as legal reserves for 2023.

The Chairman assigned the meeting facilitator to report details of reasons regarding the omission of dividend payment and the omission of profit allocation as legal reserve for 2023 to the meeting for consideration and approval.



The meeting facilitator told the meeting that according to the Public Limited Companies Act, B.E. 2535, Section 116 and the Company's Articles of Association, Section 51., the company is required to allocate part of the annual net profit as a reserve fund, not less than 5 percent of the regular net profit. year Until the reserve fund is not less than 10 percent of the registered capital. And according to the Public Limited Companies Act, B.E. 2535, Section 115 stipulates that the payment of dividends from any type of money other than profits cannot be made. and in the case where the company still has accumulated losses Prohibited from paying dividends

Considering the company's operating results as shown in the company's separate financial statements for the year 2023, ending on December 31, 2023, the company had a net profit in the fiscal year of 12,008,684 baht and a retained profit of 214,176,031 baht. This is because the net profit for the year is accounting profit. arising from the recognition of profits from warrants to purchase common shares of Health Empire Corporation Public Company Limited, therefore considering not paying dividends and refraining from allocating profits as legal reserves.

and when no one has additional comments or questions The Chairman then asked the meeting to vote and the meeting facilitator summarized the meeting resolutions as follows:

Resolution of the meeting: The meeting has considered. It was resolved to approve the suspension of dividend payments and the allocation of profits as legal reserves for the 2023 annual operating results with the following majority votes:

Agreed,	1,929,206,820 votes,	equivalent to 69.1032 percent
Disagree,	0 votes,	equivalent to 0.0000 percent.
Abstained	862,567,300 votes,	equivalent to 30.8967 percent.

From the number 2,791,774,120 All votes attending the meeting and having the right to vote on this agenda

(Number of votes required to pass a resolution in this agenda: a majority vote of the total number of votes of shareholders who attend the meeting and have the right to vote)

Agenda 5: Consider approving the appointment of directors to replace those who retire by rotation.

The meeting facilitator explained the reasons and principles for this agenda. to the meeting for consideration and approval Meeting facilitator Said to the meeting that according to Section 71 of the Public Limited Companies Act B.E. 2535 and according to the Company's Articles of Association, Article 18., it is stated that in the annual general meeting of shareholders Not less than one-third of the total number of directors on the committee shall retire from office upon completion of their term. If the number of directors cannot be divided into three parts, then issue the amount closest to one-third. and directors who have resigned from their positions You may choose to take another position.

In this 2024 Annual General Meeting of Shareholders, the directors who will have to retire from office at the rate of one-third of the total number of directors, representing 3 persons, are as follows:



1. Mr. Chathaphum Khantiviriya Director
2. Mr. Kawin Chalermroj, Director
3. Miss Wannisa Srisuchai, committee member

The Company has provided an opportunity for shareholders to nominate individuals to be considered for selection as Company directors. For the 2023 Annual General Meeting of Shareholders via the Company's website between 23 November 2023 and 24 January 2024 in accordance with the principles of good corporate governance of listed companies. It appeared that no shareholder nominated a person to be considered for selection as a company director.

Nomination and Remuneration Committee (which does not include nominated directors) jointly considered qualifications, knowledge, abilities, and experience in various fields. Including the performance of each director's position and duties. Taking into account the diversity in the structure of the committee Qualifications as a director in various fields Suitability of qualifications, experience, and expertise Performance results as a company director in the past Including being a person who has all the qualifications and does not have any characteristics Prohibited according to Section 68 of the Public Limited Companies Act B.E. 2535 and the rules set by the Securities and Exchange Commission. and the Stock Exchange of Thailand including other criteria Related It is seen that all 3 directors who are due to retire by rotation are qualified experts. Have knowledge, ability and experience in the company's business. And in the past, he has performed his duties as a director of the company effectively.

Opinion of the Board of Directors (which does not include nominated directors) has been considered through a screening process in accordance with the Company's director selection criteria and has deemed it appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the appointment of directors who will retire from office upon the expiration of their terms. Return to the position of director for another term. According to the opinion of the Nomination and Remuneration Committee

When no one has an opinion or question The Chairman then asked the meeting to vote to elect each director individually. And the meeting facilitator summarized the meeting resolutions as follows:

Resolution of the meeting: The meeting considered. It was resolved to approve the selection of all 3 directors to return to the position of directors for another term. As proposed in all respects with a majority vote as follows:

- | | |
|-----------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <p>1. Mr. Chathaphum Khantiviriya,</p> <p>Agreed,</p> <p>Disapproved,</p> <p>Abstaining from voting:</p> | <p>Director/Chairman of the Nomination and Remuneration</p> <p>by vote</p> <p>1,922,608,654 votes, equivalent to 68.8669 percent</p> <p>23,571,400 votes, equivalent to 0.8443 percent.</p> <p>845,594,066 votes, equivalent to 30.2887 percent.</p> |
|-----------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|



From the number 2,791,774,120 All votes attending the meeting and having the right to vote on this agenda

2. Mr. Kawin Chalermroj,	Director/Chief Executive Officer
by vote	
Agreed,	1,922,608,654 votes, equivalent to 68.8669 percent
Disapproved,	30,169,566 votes, equivalent to 1.0806 percent.
Abstained	838,995,900 votes, equivalent to 30.0524 percent.

from the number 2,791,774,120 All votes attending the meeting and having the right to vote on this agenda

3. Miss Wannisa Srisuchai,	Director/Financial Accounting Manager
by vote	
Agreed,	1,922,608,654 votes, equivalent to 68.8669 percent
Disapproved,	23,571,400 votes, equivalent to 0.8443 percent.
Abstaining	845,594,066 votes, equivalent to 30.2887 percent.

from the number 2,791,774,120 All votes attending the meeting and having the right to vote on this agenda

(Number of votes required to pass a resolution in this agenda: a majority vote of the total number of votes of shareholders who attend the meeting and have the right to vote)

Agenda 6: Consider determining remuneration and meeting allowances for directors for the year 2024.

The Chairman assigned the meeting facilitator to explain details regarding the determination of remuneration and meeting allowances for directors for the year 2024 to the meeting for consideration and approval. The meeting facilitator told the meeting that according to the Public Companies Act B.E. 2535, Section 90 stipulates that "Payment of directors' remuneration shall be in accordance with the resolution of the shareholder meeting, which consists of votes of not less than two-thirds of the total number of votes of shareholders present at the meeting."

The Nomination and Remuneration Committee has considered the remuneration of directors for the year 2024 by considering and scrutinizing the appropriateness of the remuneration in line with their duties and responsibilities, and assigned responsibilities including comparing with businesses of similar type and size. From the report on the survey of directors' remuneration rates for listed companies of the Thai Institute of Directors Association, including business expansion and growth in the company's performance. The Nomination and Remuneration Committee therefore resolved to approve the proposal to set a limit on board remuneration for 2024 in an amount not exceeding 4,000,000 baht (a reduced amount from 2023), with details of remuneration for directors, independent directors, and committee members. Other sub-sets of the company for 2024 are as follows:



Composition of board compensation for 2024

position	Compensation Monthly	Meeting allowance per time	Special reward
Chairman of the Board	40,000 baht	25,000 baht	Depends on operating results
director	15,000 baht	20,000 baht	Depends on operating results
Chairman of the Audit Committee	25,000 baht	25,000 baht	Depends on operating results
Audit Committee	-	20,000 baht	Depends on operating results
Chairman of the Compensation Committee	-	25,000 baht	Depends on operating results
Compensation Committee	-	20,000 baht	Depends on operating results

In this case, the chairman of the committee and Chairman of the Audit Committee It's the same person. Will receive monthly compensation only at the rate that is higher than only one amount.

The Board of Directors has considered the opinions of the Nomination and Remuneration Committee. It is deemed appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the determination of directors' remuneration for the year 2024 in an amount not exceeding 4,000,000 baht, an amount reduced from the previous year. According to the proposal of the Nomination and Remuneration Committee

The meeting facilitator informed the meeting that there were questions from shareholders/proxies as follows:

Mr. Phuwanart Na Songkhla volunteers to protect shareholders' rights. From the Thai Investors Association There was an opinion in agenda item 6 that

This is because the company has operating losses. As a result, the company is unable to pay dividends to shareholders. While the company still has to move forward the committee therefore still needs to receive compensation for its work. Therefore, I would like to entrust the committee to work hard. and pledged to speed up the company's recovery from losses and return to paying dividends to shareholders.

and when no one has an opinion or question The Chairman then asked the meeting to vote and the meeting facilitator summarized the meeting resolutions as follows:

Resolution of the meeting: The meeting has considered. It was resolved to approve directors' remuneration for 2024 in an amount not exceeding 4,000,000 baht with a vote of not less than two-thirds of the total number of votes of shareholders who attended the meeting and had the right to vote, as follows:

Agreed,	1,922,608,654	votes, equivalent to 68.8669 percent
Disapproved,	20,018,200	votes, equivalent to 0.7170 percent.
Abstaining:	849,147,266	votes, equivalent to 30.4160 percent.

from the number 2,791,774,120 All votes attending the meeting and having the right to vote on this agenda

(Number of votes required to pass a resolution in this agenda: votes of not less than two-thirds of the total number of votes of shareholders who attend the meeting and have the right to vote)



Agenda 7 Consider and approve the appointment of auditors and determine the auditor's remuneration for the year 2024.

The Chairman assigned the meeting facilitator to explain the details as follows. In order to comply with the Public Limited Companies, Act B.E. 2535, Section 120 and the Company's Articles of Association, Section 59. and Section 60, which require the general meeting of shareholders to appoint an auditor and determine the audit fee for the company every year.

The Audit Committee has considered selecting auditors from Karin Audit Co., Ltd. to be the company's auditors for the year 2024. This appointment is the sixth fiscal year because Karin Audit Co., Ltd. is a company that provides auditing services. Audit with standards and have expertise in auditing. Including an appropriate audit fee rate. It is proposed to be presented to the Board of Directors for consideration and approval by the Annual General Meeting of Shareholders.

The Board of Directors agreed with the Audit Committee's proposal. It is deemed appropriate to propose to the shareholder meeting to consider and approve the appointment of auditors from Karin Audit Company Limited as the auditing office of the Company and its subsidiaries for the year 2024, by designating any one of the auditors according to the list as follows. Go here. Is the person who audits and expresses opinions on the financial statements of the company and its subsidiaries in 2023.

1. Mr. Jiroj Siriroraj, Certified Public Accountant No. 5113 and/or
2. Ms. Kannika Wiphanurat, Certified Public Accountant No. 7305 and/or
3. Miss Nonglak Phattanabundit, Certified Public Accountant No. 4713

In this regard, the above 3 auditors and Karin Audit Co., Ltd., which is an auditing firm, had previously received approval from the board meeting and shareholder meeting. To be the auditor of the company and its subsidiaries for 5 years. In the event that the above-mentioned certified public accountants are unable to perform their duties, Karin Audit Company Limited will arrange for another certified public accountant of Karin Audit Company. Co., Ltd. instead. In addition, Karin Audit Co., Ltd. and the nominated auditor have no relationship and/or interest with the company/subsidiaries/executives/major shareholders. or those related to such persons in a manner that will affect the independent performance of duties in any way in the section on auditor compensation The Audit Committee has considered its duties in reviewing and auditing the financial statements of the Company and its subsidiaries. The Board of Directors' meeting agreed that it should be proposed to the shareholders' meeting to consider and approve the audit fee for the company and its subsidiaries for the year 2024 in an amount not exceeding 3,965,000 baht.

and when no one has an opinion or question The Chairman then asked the meeting to vote and the meeting facilitator summarized the meeting resolutions as follows:

Meeting resolution the meeting has considered It was resolved to approve the appointment of auditors from Karin Audit Company Limited as the auditing office of the company and its subsidiaries. and approved the



determination of audit fees for the company and its subsidiaries for the year 2024 with the following majority votes

Agreed,	1,949,225,020 votes,	equivalent to	69.8202 percent
Disagree,	- votes,	equivalent to	0.0000 percent.
Abstained,	842,549,100 votes,	equivalent to	30.1797 percent.

From the number 2,791,774,120 All votes attending the meeting and having the right to vote on this agenda
(Number of votes required to pass a resolution in this agenda: a majority vote of the total number of votes of shareholders who attend the meeting and have the right to vote)

Agenda 8: Consider other matters.

The Chairman informed the meeting that at present the various agendas as specified in the meeting invitation letter have been completely considered by the shareholders' meeting. I do not know which shareholders will propose other matters. to consider or not

The meeting facilitator informed the meeting that there were questions from shareholders/proxies as follows:

Mr. Phuwanart Na Songkhla, Volunteer Phithaksit Thai Investors Association Please leave your comments on other agenda items:

Thai Investors Association Give importance to shareholders' attendance at the annual general meeting of shareholders. It was found that online meetings Not many shareholders attended the meeting. Therefore, I would like to ask the committee to consider that. In the next meeting, should the meeting be held in the form of Onsite or Hybrid? So that more shareholders will be interested in attending the meeting.

The chairman of the meeting said he would take it into consideration. and when no one proposed any other matter to the meeting for consideration The president has said on behalf of the representative of More Return Public Company Limited, we would like to thank all shareholders who took the time to attend today's meeting. and would like to close the meeting

The Chairman then adjourned the meeting at 11.50 a.m.

---Latthasanya Phiansampan---

(Police Major General Latthasanya Phiansompan)
Chairman of the Board of Directors

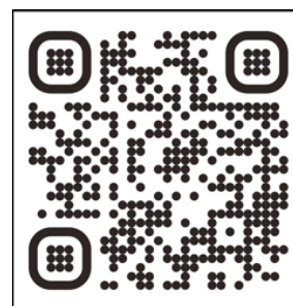
--Kanokwan Boonprakob--

(Miss Kanokwan Bunprakob)
Company Secretary/Meeting Minute Recorder

QR Code for Download 2024 Annual Financial Statements
and 2024 Annual Report in digital book form



financial statements 2024



Annual Report 2024

Shareholders can download information via QR Code by following the steps below.

For iOS system (iOS 11 and above)

1. Open the camera (Camera) on the phone.
2. Scan (point the camera on your phone to look at) the QR Code.
3. The screen will have a message. (Notification) to the top, click on the message to view the financial statements for the year 2024.

Note: In case there is no message (Notification) on mobile phones, shareholders can scan the QR Code from the application. (Application) other such as QR Code Reader, Facebook and Line etc.

for Android

1. Open the application QR Code Reader, Facebook or Line, the process of scanning a QR Code via Line, go into Line and select Add friend (add friends), select QR Code, scan QR Code.
2. Scan the QR Code to view financial statements for the year 2024.

Profiles of Directors Retiring by Rotation and was nominated for another term

Name-Surname : Police Major General Latthasanya Phiansamphan

(Proposed to be re-elected for another term)

Position : Independent Director, Chairman of the Board
and Chairman of the Audit Committee

Age : 72 years

Education

- Master of Public Administration, National Institute of Development Administration
- Master of Law, Ramkhamhaeng University



History of training from the Association

for Thai Institute of Directors (IOD)

- Director Accreditation Program
- Audit Committee Program
- Role of Chairman Program

Current position

- 2010 – Present Chairman of the Board of Directors, More Return Public Company Limited
and Chairman of the Audit Committee
- 2005 – 2009 Audit Committee, Thai Plywood Company Limited
- 2009 – 2010 Deputy Commissioner of the Metropolitan Police Bureau, Royal Thai Police

Type of proposed director : Director

Recruitment criteria and methods : The Board of Directors has considered and passed the screening process according to the criteria for Recruitment of directors of the Company

Number of years in office : 15 years

Attendance in 2024 : - Board of Directors' meetings, 6 out of 6
- Audit Committee meetings, 4 out of 4

Holding director/executive positions in other businesses

- Other listed companies : N/A
- Non-listed companies : N/A
- • Other businesses that may cause conflicts of interest : N/A

Relationship characteristics

- Shareholding in the company N/A
- Being a close relative to the executives/
shareholders of the company/subsidiary N/A

Profiles of Directors Retiring by Rotation and was nominated for another term

Name-Surname : Dr. Somchai Wongtrapsin
 (Proposed to be re-elected for another term)

Position : Director/Independent Director/Audit Committee

Age : 53 years

educational qualifications Ph.D. in Organization Development Assumption University
 -Master Degree in Business Administration
 Thammasat University
 -Graduate Diploma in Auditing, Thammasat University
 -Bachelor Degree in Accounting, Assumption University (C.P.A. Thailand)



History of training from the Association for the Promotion of Thai Institute of Directors (IOD)

- Director Accreditation Program 170/2020 - Audit Committee Program

work Experience

2018 - present	-Independent Director / Audit Committee - More Return Public Company Limited/ Nomination and Remuneration Committee	-More Return Public Company Limited
Nov. 2000 – Present	executive director	Synergy Audit and Consulting Group
May 2005 – present	Master's degree Faculty of Business Administration Management Accounting and Enterprise Resource Planning (ERP)	Assumption University (ABAC)
Aug. 16 – Present	Member of Assumption University Council (Accounting and Finance)	Assumption University (ABAC)
Aug. 2018 – present	Finance and Property Management Committee	Assumption University (ABAC)
May 2017 – Present	Independent Director Member of the Audit Committee Member of the Nomination and Remuneration Committee	More Return Public Company Limited
Mar. 2019 – present	Information Technology Committee	warehouse organization
Oct. 2020 – present	Consultant, Information Systems Working Group (ERP System)	warehouse organization

Type of proposed director : Director

Recruitment criteria and methods : The Board of Directors has considered and passed the screening process according to the criteria for Recruitment of directors of the Company

Number of years in office : 7 years

Attendance in 2024 : - Board of Directors' meetings, 6 out of 6 / - Audit Committee meetings, 4 out of 4

Holding director/executive positions in other businesses

- Other listed companies: 2 companies
 1. Chairman of the Audit Committee - Comanche International Public Company Limited
 2. Chairman of the Audit Committee - Ubis (Asia) Public Company Limited
- Non-listed companies: 1 company Director position - Synergy Audit and Consulting Group

Relationship characteristics

- Shareholding in the company : N/A
- Being a close relative to the executives/shareholders of the company/subsidiary : N/A

Profiles of Directors Retiring by Rotation and was nominated for another term

Name-Surname: : Ms. Kanokwan Boonprakob
(Proposed to be re-elected for another term)



Position: : director

Age : 47 years

Educational Qualifications: : - Bachelor of Accounting
Ramkhamhaeng University
- Tax Auditor (TA2314)

History of training from the Association

for Thai Institute of Directors (IOD): - Director Accreditation Program (DAP ฐึน 217/2024)
- Company Secretary Program (CSP 37/2010)
- Company Reporting Program (CRP 2/2011)
- Effective Minute Taking (EMT 19/2011)
- Board Reporting Program (BRP 5/2011)

Work Experience : 2020 – Present Company Secretary, More Return Public Company Limited
2013 – 2017 Company Secretary, Nippon Pack (Thailand) Public Company Limited
2009 - 2013 Company Secretary, Three Sixty-Five Public Company Limited

Interest in the agenda proposed in the meeting - none -

Type of directors proposed for election Director

Selection Criteria and Methods: -The Board of Directors has considered them through a screening process in accordance with the Company's director selection criteria.

Number of years previously held the position: 1year2months (entered the position on February 24, 2023)

Meeting attendance in 2023 - 6 meetings of the Board of Directors out of a total of 6 times.

Holding director/executive positions in other businesses

- Other listed companies: -N/A-
- Non-listed companies: -N/A-
- Other businesses that may cause conflicts of interest: -N/A-

Relationship characteristics

- Shareholding in the company -N/A-
- Being a close relative of an executive/
Major shareholder of the company/subsidiary -N/A-

Remuneration information for directors for the year 2025

Criteria and Procedure for Proposal of Remuneration

The Board of Directors has assigned the Nomination and Remuneration Committee to initially consider the remuneration of directors. by proposing to the Board of Directors for approval. and presented to the Annual General Meeting of Shareholders for the year 2025 for further approval, including the approval of the maximum remuneration limit for each year and the determination of special remuneration.

Opinion of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee has considered the appropriateness of the duties. Responsibilities assigned is defined and comparable to remuneration for directors in listed companies on the Stock Exchange of Thailand in similar industries and businesses as well as taking into account the performance, performance, business environment and overall economic conditions, the Nomination and Remuneration Committee resolved to determine the remuneration for the Board of Directors for the year 2025 in the amount not exceeding **4,000,000 baht (The amount is the same as last year.)**, divided into monthly remuneration. Meeting allowance per time and special rewards

Opinion of the Board of Directors

The Board of Directors' Meeting No. 1/2025 held on February 19, 2025 considered remuneration for directors as proposed and recommended by the Nomination and Remuneration Committee. Resolved to propose to the Annual General Meeting of Shareholders for the year 2025 to consider and approve the directors' remuneration for the year 2025 in the amount not **exceeding 4,000,000 baht (The amount is the same as last year.)** divided into monthly remuneration. Meeting allowance per time and special rewards

The composition of the Board of Directors' remuneration for the year 2025

remuneration details	2025 (proposed year)			2024		
	Compensation monthly	Meeting Allowance	special reward	Compensation monthly	Meeting Allowance	special reward
Board of Directors						
-chairman	40,000	25,000	depending on the turnover	40,000	25,000	depending on the turnover
-director	15,000	20,000		15,000	20,000	
Audit Committee						
-chairman	25,000	25,000	depending on the turnover	25,000	25,000	depending on the turnover
-director	-	20,000		-	20,000	
Nomination and Remuneration						
-chairman	-	25,000	depending on the turnover	-	25,000	depending on the turnover
-director		20,000			20,000	
Credit limit requested for approval	4,000,000 baht			4,300,000 baht		
Other non-monetary benefits	No other benefits			No other benefits		

In the case of the chairman of the board and Chairman of the Audit Committee are the same person will receive monthly compensation only at the rate higher by only one amount

In 2024, the company paid directors' remuneration a total of 3,550,000 baht (no other benefits) (details appear in the 2024 Annual Report, Part 2, Corporate Governance, page 49, topic: Directors' and Executives' Remuneration)

Auditors list and details of audit fees for the year 2025

In order to comply with Section 120 of the Public Limited Companies Act B.E. 2535 and Article 59. and Article 60 of the Company's Articles of Association, which requires that the Annual General Meeting of Shareholders appoint an auditor and determine the audit fee of the company every year. and through consideration and recommendations from the Audit Committee

The Board of Directors' meeting has considered and agreed to propose to the shareholders' meeting to consider and approve the appointment of Karin Audit Co., Ltd. as the audit firm of the Company and its subsidiaries for the year 2025 (using the same audit firm) by assigning one of the auditors according to List as follows to audit and express opinions on the Company's financial statements for the year 2025.

list of auditors	CPA No.	note
1. Mr. Jirote Sirirorote	5113	Has been a person who has signed the Company's financial statements for 4 years
2. Ms. Kannika Wipanurat	7305	Has been a person who has signed the Company's financial statements for 1 year
3. Mr. Komin Linprachaya	3675	Has never signed the Company's financial statements

The above 3 auditors and Karin Audit Co., Ltd., which is an audit firm, were previously approved by the Board of Directors' Meeting and the Shareholders' Meeting. Karin Audit Co., Ltd. has been appointed as the auditor of the Company and its subsidiaries for 6 years. limited instead

In addition, Karin Audit Company Limited and such nominated auditors have no relationship and/or interest with the Company/subsidiaries/executives/major shareholders. or a person related to such person in any manner that would affect the independent performance of duties in any way

As for the auditor's remuneration The Audit Committee has already considered the duty of reviewing and auditing the financial statements of the Company and its subsidiaries. The Board of Directors agreed to propose to the shareholders' meeting to approve the audit fee for the Company and its subsidiaries for the year 2025 in the amount not exceeding 3,990,000 baht.

Comparison of auditor's remuneration in the past year

Auditor's remuneration	2025 (Proposed Year)	2024 (baht)	increase (decrease)	change
1. Audit fees of the Company and its subsidiaries	3,990,000	3,965,000	+25,000	+0.63%
2. Non-Audit fee	n/a	n/a	-	-



Capital Increase Report Form
More Return Public Company Limited

(F 53-4)

Date: February 19, 2025

More Return Public Company Limited (the "Company"), would like to report the resolutions of the Board of Directors' Meeting No. 1/2025, which was held on 19 February 2025, regarding the capital reduction, capital increase and allocation of additional common shares, with the following details:

1. Capital reduction and capital increase

1.1 Capital reduction

The Board of Directors' Meeting resolved to approve the submission to the 2025 Annual General Meeting of Shareholders for consideration and approval of the reduction of the Company's registered capital by THB 9,956,157.70 (Nine Million Nine Hundred Fifty-Six Thousand One Hundred Fifty-Seven Baht and Seventy Satang) from the original registered capital of THB 368,793,579.75 to the new registered capital of THB 358,837,422.05 by canceling the registered ordinary shares that have not yet been sold, totaling 199,123,154 shares (One Hundred Ninety-Nine Million One Hundred Twenty-Three Thousand One Hundred Fifty-Four Shares), with a par value of THB 0.05 per share, which are the additional ordinary shares previously issued to support the exercise of the warrants to purchase ordinary shares of More Return Public Company Limited, No. 2 (MORE-W2), which have already been exercised for the last time.

1.2 Capital increase

The Board of Directors' Meeting resolved to approve the proposal to the 2025 Annual General Meeting of Shareholders to consider and approve the increase of the Company's registered capital by 107,651,226.62 baht from the original registered capital of 358,837,422.05 baht to the new registered capital of 466,488,648.67 baht by issuing 2,153,024,532 additional ordinary shares with a par value of 0.05 baht (five satang) per share, with the capital increase as follows:

capital increase	Type of Shares	Number of Shares (shares)	Par Value (THB per share)	Total (THB)
<input type="checkbox"/> Specific Purpose of Use of Proceeds	-	-	-	-
<input checked="" type="checkbox"/> General Mandate	Ordinary shares	2,153,024,532	0.05	107,651,226.62

2. Allocation of additional capital shares

2.1 Form specifying the objectives for using funds

Allocation to	Number of Shares (shares)	Ratio (Old: New)	Offering Price (THB per share)	Share Subscription and Payment Date and Time	Remark
-	-	-	-	-	-

2.2 General Mandate

Allocated to	Type of Shares	Number of Shares (shares)	Percentage of paid-up capital*	note
1. Existing shareholders (Rights Offering)	Ordinary shares	2,153,024,532	30	-
2. Public	Ordinary shares	1,435,349,688	20	-
3. Private Placement	Ordinary shares	717,674,844	10	-

**Note: Percentage of paid-up capital on the date the board of directors of the registered company resolved to increase capital by General Mandate.*

The Board of Directors is authorized to have the following powers:

1) Consider offering additional common shares in one or more times. However, the allocation of additional common shares under Method 1, Method 2 and Method 3 above, by any method or all three methods, shall not exceed 30 percent of the paid-up capital or not more than 2,153,024,532 shares on the date the Board of Directors resolves to increase the capital. However, if allocated under Method 2 and Method 3, the additional paid-up capital shall not exceed 20 percent of the paid-up capital or 1,435,349,688 shares on the date the Board of Directors resolves to increase the capital.

2) Determine the purpose, date and time of the offering, offering price, including details and conditions related to the allocation of additional common shares. Such allocation of additional common shares (a) shall not be an allocation to a related person in accordance with the Notification of the Capital Market Supervisory Board No. Tor Chor. 21/2551 on the Criteria for Related Transactions B.E. 2551 and the Notification of the Stock Exchange of Thailand Disclosure of Information and Operations of Listed Companies in Related Transactions B.E. 2546 in relation to offering shares to the public or to a limited number of persons and (b) must not be an offering of shares at a low price as announced by the SEC Office in relation to requesting permission and granting permission to offer shares to the public or to a limited number of persons and in determining the offering price of newly issued shares to a limited number of persons, it must be the best price according to the market conditions during the offering period, which must not be lower than 90 percent of the market price as announced by the Capital Market Supervisory Board No. Tor Chor. 72/2558 on granting permission to listed companies to offer newly issued shares to a limited number of persons, whereby the market price means the weighted average trading price of the Company's ordinary shares on the Market for Alternative Investment for the past seven consecutive business days but not more than fifteen consecutive business days prior to the first day on which the Company offers additional shares to a limited number of persons and

3) enter into negotiations, agreements, sign relevant documents and contracts, and perform any other necessary and appropriate actions related to the issuance and offering of such additional ordinary shares. Including the listing of common shares for capital increase as listed securities on the Market for Alternative Investment (MAI). The allocation of common shares for capital increase must be completed by the date on

which the Company holds the next annual general meeting of shareholders or by the date on which the law requires the holding of the next annual general meeting of shareholders, whichever date is earlier.

3. Set a date for a shareholders' meeting to request approval for capital increase and allocation of additional shares.

The annual general meeting of shareholders for 2025 has been scheduled as an electronic meeting (E-EGM) in accordance with the Electronic Meetings Act B.E. 2563 (2020) in accordance with the laws and other relevant regulations in only one format on Friday, April 18, 2025 at 10:00 a.m. and the record date for shareholders entitled to attend the general meeting of shareholders has been set on March 27, 2025.

4. Request for permission to increase capital and allocate additional shares to relevant government agencies and conditions for requesting permission

4.1 The shareholders' meeting has approved the capital increase, the allocation of additional common shares, and other related matters.

4.2 The Company will register the resolution to increase the registered capital and amend the memorandum of association with the Department of Business Development, Ministry of Commerce within 14 days from the date on which the shareholders' meeting approves the capital increase and the amendment of the Company's memorandum of association. The Company will register the change in paid-up capital with the Department of Business Development, Ministry of Commerce within 14 days from the date on which the full payment for the shares is received.

4.3 The Company will request permission from the Stock Exchange of Thailand to list the additional common shares under the general authorization scheme offered to existing shareholders and/or the public and/or a limited number of persons on the Market for Alternative Investment.

5. Objectives of the capital increase and use of the increased capital

To increase liquidity and working capital for the company. The company has not yet specified the details of the use of the additional capital.

6. Benefits that the company will receive from the capital increase and allocation of additional shares

This capital increase will help strengthen the Company's financial position and increase the Company's liquidity in its business operations, as well as increase investment opportunities, which will help increase the Company's efficiency and potential in generating income and profit in the future.

7. Benefits that shareholders will receive from the capital increase and allocation of additional shares

7.1 Dividend Policy the Company has a policy to pay dividends to shareholders at a rate of not less than 40 percent of the Company's net profit according to the Company's separate financial statements after deducting income tax, reserves as required by law, and liabilities under the terms of the loan agreement (with additional conditions). The Company will consider the operating results, financial position, liquidity, investment plans, the need for working capital for operations, business expansion, and other factors related to the Company's management as deemed appropriate by the Company's Board of Directors and/or shareholders. However, there must be no accumulated losses in the shareholders' equity.

7.2 Subscribers of additional shares will have the right to receive dividends from the Company's operations starting from the time the subscribers are registered as shareholders of the Company and their names appear in the Company's shareholder register.

8. Details necessary for shareholders to use in making a decision to approve the capital increase/allotment of additional shares

The Board of Directors is of the opinion that the increase in the registered capital by allocating additional common shares of the Company under a general mandate will support the Company's business operations and fundraising in the future.

9. Timetable for action in the event that the board of directors resolves to increase capital/allocate additional shares

No	Procedures	Date
1	The Board of Directors' Meeting No. 1/2568 approved the submission to the 2568 Annual General Meeting of Shareholders.	February 19, 2025
2	Notification of the Board of Directors' Meeting Resolution to the Stock Exchange of Thailand	February 19, 2025
3	Record Date for Shareholders Entitled to Attend the 2568 Annual General Meeting of Shareholders	March 27, 2025
4	Annual General Meeting of Shareholders Date 2568	April 18, 2025
5	Annual General Meeting of Shareholders Resolution Notification Date 2568	April 18, 2025
6	Registering the Increase in Capital and Amending the Company's Memorandum of Association in Accordance with the Resolution of the Extraordinary General Meeting of Shareholders with the Department of Business Development, Ministry of Commerce	Within 14 days from the date of the shareholders' meeting approval
7	Offering of Shares under a General Power of Attorney to Existing Shareholders and/or the Public and/or a Limited Person	Within 12 months from the date of the 2025 annual general meeting of shareholders

The Company hereby certifies that the information in this report is true and complete in all respects.

Signature

--Kawin Chalermroj--

--Wannisa Srisuchai--

(Mr. Kawin Chalermroj)
Authorized Signatory

(Ms. Wannisa Srisuchai)
Authorized Signatory

Details of independent directors

Shareholders who are unable to attend the meeting can appoint a proxy to exercise their rights on behalf of shareholders.

Name-Last Name : Mr. Parawit Opas
position : Independent Director, Audit Committee
Nomination and Remuneration Committee
age : 73 years



Educational Qualifications - Bachelor of Laws Ramkhamhaeng University
History of training from the Association - Director Accreditation Program 170/2020
for the Promotion of Thai Institute
of Directors (IOD)

Work Experience 2010 – Present Independent Director, Audit Committee
Nomination and Remuneration Committee/ More Return Public Company Limited

Conflict of interest in the agenda proposed in the meeting --None--

In case of granting proxy to an independent director to exercise the right instead Please submit a proxy form with a copy of your ID card. Or a copy of the company affidavit signed to certify the accuracy and return to the company by 5:00 p.m. on April 11, 2025 at the following address:

Proxy Form - Company Secretary Division
More Return Public Company Limited
No. 222/148-150 Baan Suan Chatuchak Condominium Soi Vibhavadi Rangsit 17, Vibhavadi Rangsit Road
Chatuchak, Chatuchak, Bangkok 10900

Definition of Independent Director

More Return Public Company Limited has defined the meaning of “Independent Director” means a director who does not perform the duty. In managing the company, subsidiaries, affiliates or juristic persons that may have conflicts are directors who are independent from the management and controlling shareholders. And the company specifies more stringent qualifications of independent directors than the criteria set by the Capital Market Supervisory Board as follows:

1. Holding shares not exceeding 0.5 % of the total number of shares with voting rights of the company, subsidiary company, associated company or juristic person that may have conflicts. Including shares held by related persons
2. Not being an executive director Not being an employee, staff, advisor who receives regular salary or controlling person of the company, subsidiary company, associated company or juristic person that may have conflicts.
3. No business relationship with the Company, subsidiaries, affiliates or juristic persons that may have conflicts in a manner that may obstruct independent judgment. Including not being a major shareholder Non-Independent Director or management of Those who have business relationship with the company, subsidiaries, affiliates or juristic persons that may have conflicts.
4. No blood relationship or by legal registration (as father, mother, spouse, sibling, and child, including spouse of child) with executives, major shareholders controller or a person who will be nominated as an executive or controlling person of the company, subsidiary, associated company or juristic person that may have conflicts
5. Not appointed as a representative of the Company's directors. major shareholder or share holders who are related to Major shareholder of the company
6. Not being an auditor of the company, subsidiary company, associated company or juristic person that may have conflicts. and not being a major shareholder Directors who are not independent directors, executives or managing partners of the audit firm which has auditors of the company, subsidiaries, associated companies or juristic persons that may have conflicts
7. Not being a professional executive Including providing services as legal advisors. or financial advisor which gets value services of more than 2 million baht per year from the Company, subsidiaries, affiliates

or juristic persons that may have conflicts. A director who is not an independent director, executive or managing partner of the donor that professional service

8. Not having any other characteristics that make him unable to express independent opinions on the operations of the company.

In considering the qualifications of independent directors for the past period, in case of a new independent director who is not holding the position of independent director for the previous term, must not have been a person under items 2, 3, 6 and 7 within 2 years prior to being appointed as an independent director. In case an independent director is re-appointed as a director for another term, he or she must never be a person under items 3, 6 and 7 in the previous term before being appointed as an independent director for the current term. Unless it is in accordance with the criteria that have been waived according to the Announcement of the Council. Capital Market Supervisory Board

Articles of Association

Related to the Annual General Meeting of Shareholders

1. Determining the date of the shareholders' meeting and set the agenda for the shareholders' meeting
Determining the closing date of the register book and the date of the shareholders' meeting and the agenda of the shareholders' meeting

Article 14. During the twenty-one (21) days prior to the meeting of shareholders the company may close the register book and refrain from accepting registration. the transfer of those shares the announcement shall be made to the shareholders in advance at the head office and all branch offices of the Company not less than fourteen (14) days prior to the commen cement date of cessation of share transfer registration.

Article 35. The Company's shareholders' meeting shall be held at the locality where the Company's head office is located. or nearby provinces or at any other places as determined by the Board of Directors

Article 36. A shareholder meeting shall be held at least once a year. Such meeting shall be called Such general meeting shall be held within four (4) months after the end of the Company's fiscal year. Other shareholders' meetings are called "extraordinary general meetings"
The Board of Directors may call an extraordinary meeting of shareholders whenever it deems appropriate. or shareholders collectively holding shares of not less than one-fifth (1/5) of the total number of shares sold or not less than twenty-five (25) shareholders holding shares in aggregate of not less than one-tenth (1/10) of the total number of shares sold. may sign each other's names in the same letter requesting the Board of Directors to call a meeting of shareholders in the request letter The purpose of the meeting must be clearly stated. The Board of Directors must convene a meeting within one (1) month from the date of receipt of the letter from the shareholder.

Article 37. In notifying the shareholders' meeting The Board of Directors shall prepare a meeting notice specifying the place, date, time and agenda of the meeting. and matters to be proposed to the meeting with appropriate details. It clearly states that it is proposed for acknowledgment, approval, or consideration. together with the opinions of the Board of Directors on such matters and delivered to the shareholders and the public company registrar for acknowledgment at least seven (7) days prior to the meeting date. The notice of the meeting shall also be advertised in a newspaper at least three (3) days prior to the meeting date. It must be advertised for a period of three (3) consecutive days.

2. Counting the quorum in the shareholders' meeting

Counting the quorum in the shareholders' meeting

Article 38. In the shareholders' meeting There must be no less than twenty-five (25) shareholders and proxies (if any) attending the meeting or no less than half of the total number of shareholders. and must hold shares amounting to not less than one-third (1/3) of the total number of shares sold thus forming a quorum

In the event that any shareholder meeting When one (1) hour has passed since the appointed time, the number of shareholders attending the meeting is inadequate to form a quorum as specified. If the shareholders' meeting was called because of the request of the shareholders The meeting was suspended. If the meeting of shareholders was not called at the request of the shareholders Make a new meeting and send it.

Notice of the meeting to shareholders not less than seven (7) days prior to the meeting date. In this later meeting A quorum is not required.

Article 39. In the shareholders' meeting Shareholders may appoint proxies to others to attend the meeting, and may vote on their behalf. The proxy must be made in writing with the signature of the grantor, and follow the form prescribed by the Public Company Registrar This shall be given to the chairman of the board or the person designated by the chairman at the place of the meeting before the proxy attends the meeting, and must contain at least the following items

- a. The number of shares held by the grantor
- b. Name of the proxy
- C. The time of the meeting where a proxy is granted to attend and vote at the meeting.

3. Conducting the meeting

Article 41. The Chairman of the Board shall be the chairman of the shareholders' meeting. In case the Chairman is absent from the meeting or unable to perform duties If there is a vice chairman The Vice Chairman shall preside. If there is no vice chairman or they are unable to perform their duties The shareholders present at the meeting shall elect one shareholder to preside over the meeting.

Article 42. In the shareholders' meeting Every shareholder has one vote per share.

In the event that a shareholder has a special interest in any matter Shareholders will not have the right to vote on that matter. In addition to voting for the election of directors

4. Voting for each agenda

Article 43. Voting of any resolution or approval of any business the meeting of shareholders must be approved by a majority vote of the shareholders who attend the meeting and have the right to vote. Unless otherwise specified in these regulations, or in other cases as required by law or in the

following cases, a vote of not less than three-fourths (3/4) of the total number of votes of the shareholders attending the meeting must be obtained. and have the right to vote

- a. Sale or transfer of all or important parts of the Company's business to other persons
- B. Purchase or transfer of the business of other companies or private companies to the Company
- C. making, amending or terminating the contract relating to the lease of all or important parts of the Company's business Assigning other people to manage the business of the company or amalgamation with other persons with the objective of sharing profit and loss
- D. Amendment to the memorandum of association or the articles of association of the company
- E. Capital Increase and Capital Reduction
- f. Issuance of debentures
- G. Amalgamation or Dissolution

List of documents that must be presented and delivered to the company for meeting registration

1. In case wishing to attend the meeting via electronic means in person Please attach your ID card / passport. (In the case of a foreigner) with signature certified true copy (Photocopies can be attached)
2. In case of proxy, please attach the proxy form together with supporting documents as required. by following Procedures *for using the electronic conference system Inventech Connect (Live Streaming) in Enclosure 10*

Voting Procedures for In-person and Proxy Attendees

1. The meeting will consider the matters in accordance with the agenda specified in the meeting invitation letter. Information will be presented for each agenda item and shareholders will be given an opportunity to ask questions before voting. The voting results will be announced to the meeting once the vote counting for that agenda item has been completed.

2. To vote, shareholders should select the agenda item they wish to vote on and then press the "Vote" button. The system will display three voting boxes: Agree, Disagree, and Abstain. For shareholders or multiple proxies, the system will display the names of all proxies, with voting for each individual.

To cancel a vote, press the "Cancel Voting" button. For any shareholder who does not vote within the specified time, the company will assume that the shareholder "agrees" with that agenda item and can be edited until the voting for that agenda item is closed. The company will allow 1 minute for voting. Once the voting results for each agenda item are closed, the results of that agenda item will be announced to the meeting.

3. In the case of receiving proxies from multiple shareholders using the same email address and telephone number to verify their identity in granting proxies, the system will combine the names of the proxies into the same user account. Unless or using different email and phone numbers to verify identity, the system will not include the list of proxies, but will use separate user accounts. If you want to access other accounts, click on the "User Account" menu and click on the "Change Account" button to access other proxies' accounts. By changing accounts, the system will not remove votes from the meeting base. 4. In the event that a shareholder registers to leave the meeting before closing the voting in any agenda, the shareholder's vote will not be counted as the quorum for that agenda and the vote will not be counted in the remaining agenda immediately. However, leaving the meeting in any agenda will not deprive the shareholder or proxy of the right to return to the meeting and vote on the agenda that has not yet been processed in the system.

Voting in this 2024 Annual General Meeting of Shareholders is

- 1) **Agenda 1, 3, 4, 5 ,7 and 10** must be approved with a majority vote of the shareholders. attending the meeting and having the right to vote

2) **Agenda 6** must be approved with a vote of not less than two-thirds (2/3) of the total number of votes of shareholders attending the meeting and having the right to vote.

3) **Agenda 8 and 9** must be approved by a vote of not less than three-quarters of the total number of votes of shareholders attending the meeting and having the right to vote.

Note: **Agenda 2** does not need to be voted as it is an agenda for acknowledgment.

The method of asking questions or expressing opinions in the meeting room is as follows:

Before voting on each agenda, the Company will allow meeting participants to ask questions or express opinions on issues related to that agenda as appropriate. Select the agenda to ask questions or express opinions, then press the “Question” button. There are 2 channels for asking questions:

- Asking questions via text message. You can type the desired questions and press the “Send Question” button. The Company will read and answer questions related to that agenda for the meeting to be informed. However, if there are a large number of questions sent into the system, the Company reserves the right to consider selecting questions as appropriate.

- Asking questions via video and audio (video conference). Press the “Ask questions via video and audio” button and then press “OK” to confirm the reservation. The meeting operator will inform the names and surnames of the meeting participants who are entitled to ask questions. Then, you must turn on your microphone and camera. Before the meeting participants ask questions, please inform them of your name, surname, and status as a shareholder or proxy before asking questions every time so that the Company can record them in the meeting report correctly and completely.


The Company reserves the right to cut the images and voices of shareholders who ask questions or express inappropriate opinions, defame others, or violate any laws, including violating the rights of others, or disturbing the meeting or causing inconvenience to other meeting participants.

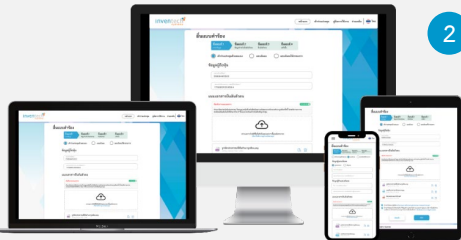
In order to maintain the meeting time Please have shareholders ask questions via message so that the staff can answer or post your questions at the end of the meeting or post them on the company’s website. In the event that shareholders experience any problems using the meeting system or voting system, please study and follow the instructions provided with the meeting invitation or select the “Help” menu in the system. You can contact Inventech Call Center staff via the phone number and Line Official as shown on the screen. In the event of a system failure during the meeting, shareholders will receive an email to return to the meeting via the backup system.

Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows:

Step for requesting Username & Password from via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://con.inventech.co.th/MORE983377R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting
- 2 Choose type request for request form to 4 step
 - Step 1 Fill in the information shown on the registration
 - Step 2 Fill in the information for verify
 - Step 3 Verify via OTP
 - Step 4 Successful transaction, the system will display information again to verify the exactitude of the information
- 3 Please wait for an email information detail of meeting and Password

**** Merge user accounts, please using the same email and phone number ****

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 8 April 2025 at 8:30 a.m. and shall be closed on 18 April 2025 Until the end of the meeting.

3. The electronic conference system will be available on 18 April 2025 at 8:00 a.m. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.


Appointment of Proxy to the Company's Directors

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, The Shareholders can submit a request to attend the meeting by Electronic Means of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by 11 April 2025 at 5:00 PM.

More Return Public Company Limited (Company Secretary Office)

No. 222/148-150 Baan Suan Chatuchak Condominium Soi Vibhavadi Rangsit 17 Vibhavadi Rangsit Rd.
Chatuchak Subdistrict, Chatuchak District, Bangkok 10900

If you have any problems with the software, please contact Inventech Call Center

 02-931-9136

 @inventechconnect



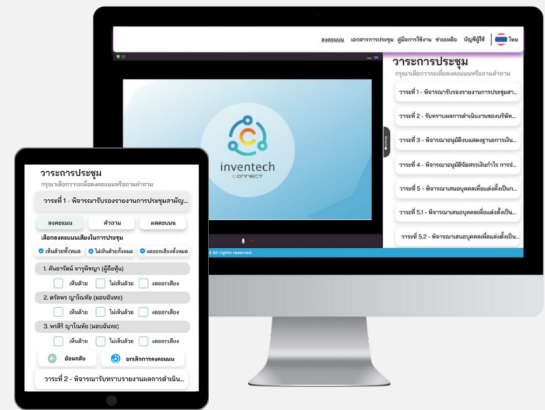
The system available during 8 – 18 April 2025 at 08.30 a.m. – 05.30 p.m.
(Specifically excludes holidays and public holidays)



Report a problem
@inventechconnect

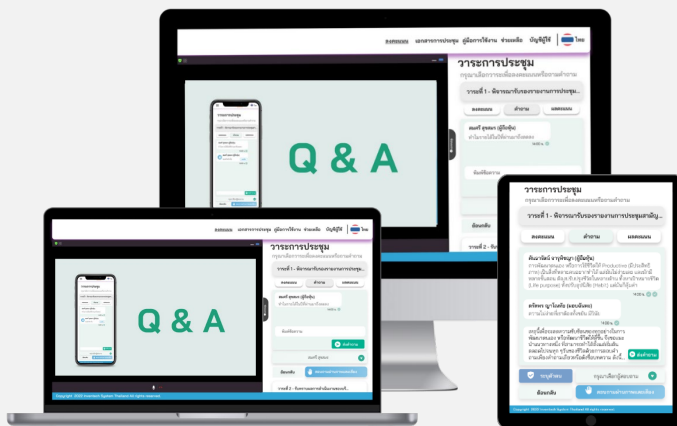
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Accept” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 The system will display status your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

Step to ask questions via InvenTech Connect



- Select which agenda
 - Click on “Question” button
- 1 Ask a question
 - Type the question then click “Send”
 - 2 Ask the question via video
 - Click on “Conference”
 - Click on “OK” for confirm your queue
 - Please wait for the queue for you then youpy’ can open the microphone and camera

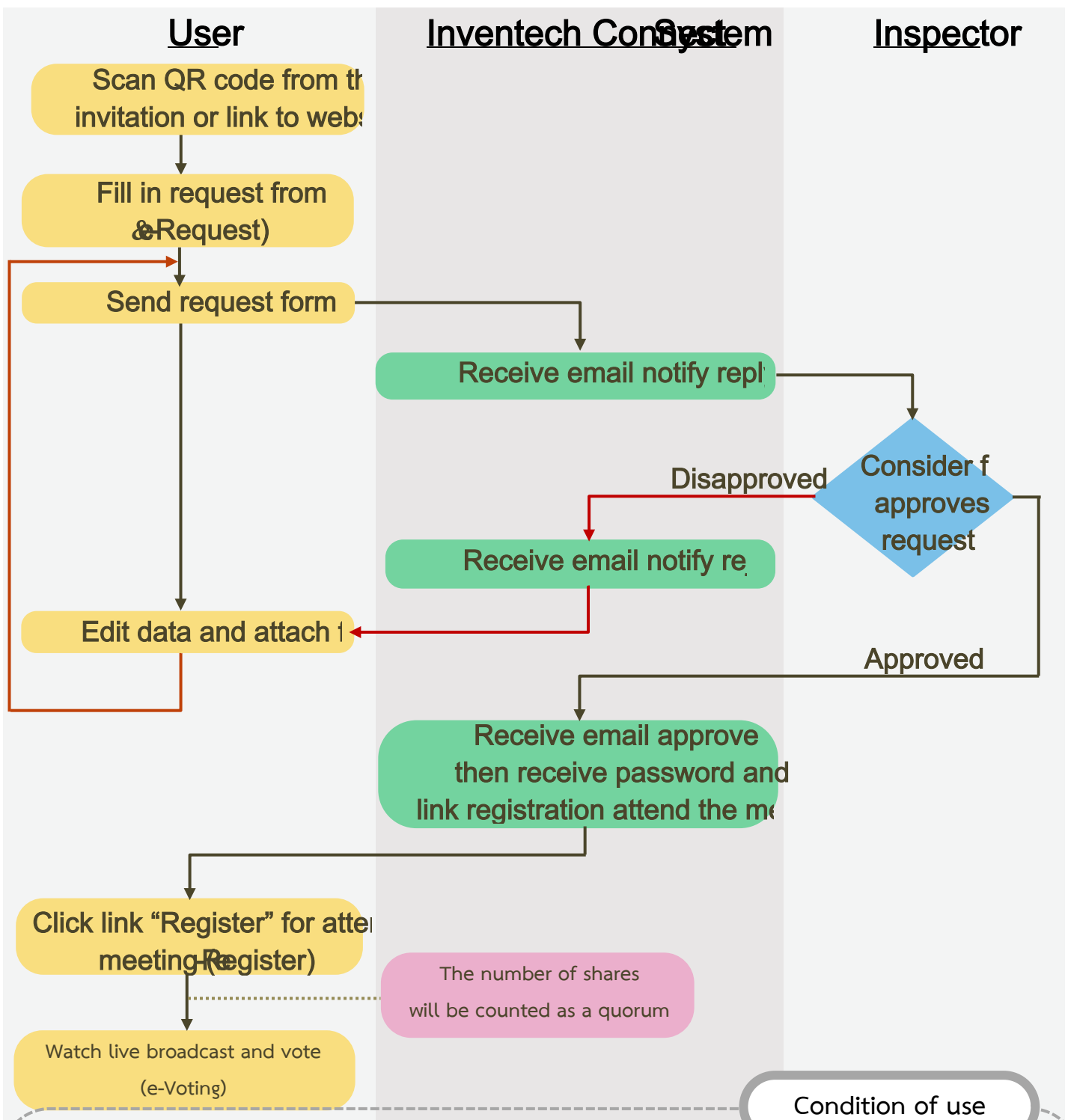
How to use InvenTech Connect



User Manual and Video of using InvenTech Connect

* Note Operation of the electronic conferencing system and InvenTech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements
 - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
 - High Quality Video: Must be have internet speed at 1.0 Mbps.
 - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
 - Smartphone/Tablet that use IOS or android OS.
 - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge **** The system does not support internet explorer.**



Condition of use

In case Merge account/change account
 In case filing request multiple by using the same email and phone number, the system will allow the user to merge accounts. In case user has more than one account, you can click on "Change account" and the previous account will be merged into the meeting.

In case Exit the meeting
 Attendees can click on "Register to Exit the meeting", the system will be number of your shares in the meeting base.

หนังสือมอบฉันทะ แบบ ข.
PROXY Form B.

เขียนที่ _____

Written at

1. ข้าพเจ้า _____

วันที่ _____ เดือน _____ ปี _____

I/We

Date

Month

Year

อยู่บ้านเลขที่ _____

Address

สัญชาติ _____

Nationality

2. เป็นผู้ถือหุ้นของ บริษัท มอร์ รีเทิร์น จำกัด (มหาชน)

being a shareholder of More Return Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ..... เสียง ดังนี้

holding the total number of..... shares and having the right to vote equal tovotes as follows

หุ้นสามัญ..... หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Ordinary share..... shares and having the right to vote equal to votes

หุ้นบุริมสิทธิ..... หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Preferred share.....shares and having the right to vote equal to..... votes

3. ขอมอบฉันทะให้ / Hereby appoint

ผู้ถือหุ้นสามารถแต่งตั้งบุคคลเป็นผู้รับมอบฉันทะได้ โดยผู้รับมอบฉันทะ **คนใดคนหนึ่งเพียงคนเดียวเท่านั้น** ที่จะเป็นผู้แทนของผู้ถือหุ้น ในการมาเข้าร่วมประชุมผู้ถือหุ้น ทั้งนี้ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทฯ ก็ได้โดยกาเครื่องหมาย หน้า ชื่อกรรมการอิสระของบริษัทฯ ที่ปรากฏข้างท้ายนี้/Shareholder may appoint and only one of them shall represent him/her to attend the Meeting Shareholder may appoint Independent Directors of the Company by indicating in the boxes in front of their names listed below)

1. ชื่อ (Name)..... อายุ (age) ปี /years
อยู่บ้านเลขที่ (residing atหรือ (or)

2. ชื่อ (Name) **นายปรีวิชย์ โอภาส** กรรมการอิสระ/ กรรมการตรวจสอบ/กรรมการสรรหาและพิจารณาค่าตอบแทน /อายุ73 ปี อยู่บ้านเลขที่ 222/148-150 ซอยวิภาวดี 17 ถ.วิภาวดีรังสิต แขวงและเขตจตุจักร กทม. 10900/ Mr. Parawit Opas, /Age 73 years/ Independent Director/Audit Committee/Nomination and Remuneration Committee 222/148-150 Soi Vibhavadi 17, Vibhavadi Rangsit Rd. Sub-district and Chatuchak District, Bangkok

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันที่ 18 เมษายน พ.ศ.2568 เวลา 10.00 น.หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น For the Annual General Meeting of Shareholders Year 2025 to be held on April 18, 2025, at 10.00 hours at (E-Meeting) or on the date and at the place as may be adjourned.

4. ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้ I/We authorize my/our proxy to cast the votes on my/our behalf at the above meeting in the following manners:

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ซึ่งประชุมเมื่อวันที่ 19 เมษายน 2567

Agenda 1 Consideration of approval of the minutes of the 2024 AGM, held on 19 April 2024.

(1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy must cast the votes in accordance with the following instructions:

เห็นด้วย / Approve

ไม่เห็นด้วย/Disapprove

งดออกเสียง/ Abstain

- วาระที่ 2** **รับทราบผลการดำเนินงานและฐานะการเงินของบริษัท ประจำปี 2567**
 Agenda 2 Acknowledgment of the operating results and financial status of the Company for the year 2024.
- วาระที่ 3** **พิจารณาอนุมัติงบการเงินประจำปี 2567 สิ้นสุดวันที่ 31 ธันวาคม 2567 ซึ่งผ่านการตรวจสอบจากผู้สอบบัญชีรับอนุญาตแล้ว**
 Agenda 3 To consider and approve the financial statements for the year 2024 ending on December 31, 2024, which have been audited by the auditors. authorized account
- (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 The proxy must cast the votes in accordance with the following instructions:
- เห็นด้วย / Approve ไม่เห็นด้วย/Disapprove งดออกเสียง/ Abstain
- วาระที่ 4** **พิจารณาอนุมัติการงดจ่ายเงินปันผลและงัดกำไรเป็นทุนสำรองตามกฎหมาย**
 Agenda 4 To consider and approve the omission of dividend payments and the allocation of profits as legal reserves
- (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 The proxy must cast the votes in accordance with the following instructions:
- เห็นด้วย / Approve ไม่เห็นด้วย/Disapprove งดออกเสียง/ Abstain
- วาระที่ 5** **พิจารณาอนุมัติการแต่งตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ**
 Agenda 5 To consider and approve the appointment of directors to replace directors who retire by rotation
- (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 the proxy holder has the right to consider and vote on my behalf in all respects as he or she deems appropriate
- (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 allow the proxy to vote according to my wishes as follows:
- เห็นด้วยกับการแต่งตั้งกรรมการทั้ง 3 ท่านกลับเข้าดำรงตำแหน่งกรรมการของบริษัทอีกวาระหนึ่ง
 Agree with the re-appointment of 3 directors to be the Company's directors for another term.
 เห็นด้วย / Approve ไม่เห็นด้วย/Disapprove งดออกเสียง/ Abstain
 - เห็นด้วยกับการแต่งตั้งกรรมการบางราย ดังนี้
 Agree with the appointment of some directors as follows:
1. ชื่อกรรมการ พลตำรวจตรี ธีรยุทธ ธีรยุทธ
 Name of the Director Police Major General Latthasanya Phiansamphan
 เห็นด้วย / Approve ไม่เห็นด้วย/Disapprove งดออกเสียง/ Abstain
 2. ชื่อกรรมการ ดร.สมชาย วงศ์ทรัพย์สิน
 Name of the Director Dr. Somchai Wongtrapsin
 เห็นด้วย / Approve ไม่เห็นด้วย/Disapprove งดออกเสียง/ Abstain
 3. ชื่อกรรมการ นางสาวกนกรรณ บุญประกอบ
 Name of the Director Ms. Kanokwan Boonprakob
 เห็นด้วย / Approve ไม่เห็นด้วย/Disapprove งดออกเสียง/ Abstain
- วาระที่ 6** **พิจารณาอนุมัติการกำหนดค่าตอบแทนและเบี้ยประชุมสำหรับกรรมการประจำปี 2568**
 Agenda 6 To consider and approve the determination of remuneration and meeting allowances directors for year 2025
- (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 The proxy must cast the votes in accordance with the following instructions:
- เห็นด้วย / Approve ไม่เห็นด้วย/Disapprove งดออกเสียง/ Abstain

- วาระที่ 7** พิจารณานุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชีประจำปี 2568
- Agenda 7 Consider and approve the appointment of auditors and determine the auditor's remuneration for the year 2025
- (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy must cast the votes in accordance with the following instructions:
- เห็นด้วย / Approve ไม่เห็นด้วย/Disapprove งดออกเสียง/ Abstain
- วาระที่ 8** พิจารณานุมัติการลดทุนจดทะเบียน ซึ่งเป็นหุ้นสามัญเพิ่มทุนที่เคยออกไว้เพื่อรองรับการใช้สิทธิของใบสำคัญแสดงสิทธิในการซื้อหุ้นสามัญ (MORE-W2) ซึ่งได้มีการใช้สิทธิครั้งสุดท้ายไปเรียบร้อยแล้ว และพิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 4 เรื่องทุนจดทะเบียนเพื่อให้สอดคล้องกับการลดทุนจดทะเบียน
- Agenda 8 Consider and approve the reduction of the registered capital, which is the additional common shares previously issued to support the exercise of the rights of the warrants to purchase common shares (MORE-W2), which have already been exercised for the last time, and consider and approve the amendment of the memorandum of association, Section 4, regarding the registered capital, to be consistent with the reduction of the registered capital.
- (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy must cast the votes in accordance with the following instructions:
- เห็นด้วย / Approve ไม่เห็นด้วย/Disapprove งดออกเสียง/ Abstain
- วาระที่ 9** พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัทฯ แบบมอบอำนาจทั่วไป (General Mandate) และอนุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 4. เรื่องทุนจดทะเบียน เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัทฯ
- Agenda 9 Consideration of approval of the increase in the Company's registered capital under a general mandate and approval of the amendment to the Memorandum of Association, Section 4, concerning registered capital, to be consistent with the increase in the Company's registered capital.
- (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy must cast the votes in accordance with the following instructions:
- เห็นด้วย / Approve ไม่เห็นด้วย/Disapprove งดออกเสียง/ Abstain
- วาระที่ 10** พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทฯ แบบมอบอำนาจทั่วไป (General Mandate)
- Agenda 10 Consider and approve the allocation of additional common shares of the Company (General Mandate)
- (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy must cast the votes in accordance with the following instructions:
- เห็นด้วย / Approve ไม่เห็นด้วย/Disapprove งดออกเสียง/ Abstain
- วาระที่ 11** พิจารณาเรื่องอื่นๆ (ถ้ามี)
- Agenda 11 other business (if any).
- (1) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (2) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy must cast the votes in accordance with the following instructions:
- เห็นด้วย / Approve ไม่เห็นด้วย/Disapprove งดออกเสียง/ Abstain

5. ในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

6. การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช่ว่าเป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of proxy holder in any agenda that is not as specified in this proxy shall be considered as invalid and not my voting as a shareholder.

7. ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใด นอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I have not declared a voting intention in any agenda, or my determination is not clear or in case the meeting considers or passes resolutions in any matters apart from those agendas specified above, including the case that there is any amendment or addition of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้า ได้กระทำเองทุกประการ

I/We shall be fully liable for any action taken by the proxy holder at the meeting except for vote of the proxy holder which is not in accordance with this Proxy Form.

ลงชื่อ _____ ผู้มอบฉันทะ
Signature Proxy Grantor
(_____)

ลงชื่อ _____ ผู้รับมอบฉันทะ
Signature Proxy Holder
(_____)

หมายเหตุ/ Remarks

1. ผู้ถือหุ้นที่มอบฉันทะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.

2. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อหนังสือมอบฉันทะ แบบ ข. ตามแนบ

In case there are more agendas to be discussed than those specified above, the grantor may make additional authorization in the Attachment to Proxy Form B.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Attachment to Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท มอร์ รีเทิร์น จำกัด (มหาชน)

A proxy is granted by a shareholder of More Return Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันที่ 18 เมษายน 2568 เวลา 10.00 น. ในรูปแบบการประชุมแบบ E-AGM หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น In the 2025 Annual General Meeting of Shareholders on April 18, 2025, at 10:00 a.m. in the format of an E-AGM meeting or adjourned to another date, time and place

วาระที่ _____ เรื่อง _____

Agenda no. Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy must cast the votes in accordance with the following instructions:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

วาระที่ _____ เรื่อง _____

Agenda no. Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy must cast the votes in accordance with the following instructions:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

วาระที่ _____ เรื่อง _____

Agenda no. Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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(b) The proxy must cast the votes in accordance with the following instructions:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve Disapprove Abstain

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อแบบหนังสือมอบฉันทะ ถูกต้องบริบูรณ์และเป็นความจริงทุกประการ
I/We certified that the information contained in this Attachment to Proxy Form is complete and true.

ลงชื่อ _____ ผู้มอบฉันทะ
(_____)

ลงชื่อ _____ ผู้รับมอบฉันทะ
(_____)