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No. IR003/2023

April 27, 2023

Subject : SE-ED'S REPORTS ON SHAREHOLDERS' RESOLUTIONS NO. 1/2023

To : President

The Stock Exchange of Thailand

SE-EDUCATION PUBLIC COMPANY LIMITED would like to report on the resolutions made at an annual general shareholders' meeting held on Thursday, April 27, 2023. The details of the resolutions are as follows:

**Agenda 1.** To consider the Minutes of the Annual General Shareholders' Meeting No. 1/2022 held on April 21, 2022.

Resolution Certifying the Annual General Shareholders' Meeting No. 1/2022 held on April 21, 2022 as proposed by unanimous vote as follows:

Agreed	260,741,600	Votes	or	100.0000%
Disagreed	0	Votes	or	0.0000%
Abstained	0	Votes	or	0.0000%
Invalid	0	Votes	or	0.0000%

**Agenda 2.** To review and approve the Company's Performance in 2022 and the Board of Director's report of 2022.

**Agenda 3.** To consider and approve the Company's Statements of Financial Position as of December 31, 2022, the Income Statement and the Cash Flow Statement, which are audited by the auditor of the year 2022.

Resolution Approving and certifying the Company's Statements of Financial as of December 31, 2022, the Income Statement, and the Cash Flow Statement, which are audited by the auditor of the year 2022 by unanimous vote as follows:

Agreed	260,741,600	Votes	or	100.0000%
Disagreed	0	Votes	or	0.0000%
Abstained	0	Votes	or	0.0000%
Invalid	0	Votes	or	0.0000%

**Agenda 4.** To approve no distribution of the annual dividend payment for the Company's performance in 2022.

Resolution Approving no distribution of the annual dividend payment for the Company's performance in 2022 by unanimous vote as follows:

Agreed	260,741,600	Votes	or	100.0000%
Disagreed	0	Votes	or	0.0000%
Abstained	0	Votes	or	0.0000%
Invalid	0	Votes	or	0.0000%

**Agenda 5.** To consider the appointment of directors to replace those who retired by rotation in 2023.

Resolution Approving the appointment directors to replace those who retired by rotation in 2023 in total of 4 positions: (1) Mr. Pravit Tantiwasinchai (2) Mr. Worapote Chutchaikulsiri (3) Mr. Thanong Chotisorayuth and (4) Mr. Rungkan Paisitpanichtrakul by the vote as follows:

- Mr. Pravit Tantiwasinchai : appointed as a new director in replacement by majority vote as follows:

Agreed	260,741,588	Votes	or	100.0000%
Disagreed	12	Votes	or	0.0000%
Abstained	0	Votes	or	0.0000%
Invalid	0	Votes	or	0.0000%

- Mr. Worapote Chutchaikulsiri : appointed as a new director in replacement by unanimous vote as follows:

Agreed	260,741,600	Votes	or	100.0000%
Disagreed	0	Votes	or	0.0000%
Abstained	0	Votes	or	0.0000%
Invalid	0	Votes	or	0.0000%

- Mr. Thanong Chotisorayuth : appointed as a new director in replacement by unanimous vote as follows:

Agreed	260,741,600	Votes	or	100.0000%
Disagreed	0	Votes	or	0.0000%
Abstained	0	Votes	or	0.0000%
Invalid	0	Votes	or	0.0000%

- Mr. Rungkan Paisitpanichtrakul : appointed as a new director in replacement by unanimous vote as follows:

Agreed	260,741,600	Votes	or	100.0000%
Disagreed	0	Votes	or	0.0000%
Abstained	0	Votes	or	0.0000%
Invalid	0	Votes	or	0.0000%

**Agenda 6.** To consider and appoint the auditor and to set the audit fee for the year 2023.

Resolution Appointing Ms. Nanaphat Wannasomboon (Auditor Registration No. 7793) and/or Ms. Sulalit Ardsawang (Auditor Registration No. 7517) and/or Ms. Chotima Kitsirakorn (Auditor Registration No. 7318) and/or the other auditors from Dharmniti Auditing Co., Ltd. to be the auditor of SE-EDUCATION PUBLIC COMPANY LIMITED in 2023, by which the auditing fee will not exceed 1,060,000 Baht (this compensation did not include travelling expense for work-related task, overnight, accommodation and stock counting observation fee).

Moreover, the Company's 2 subsidiaries; Plearn Patt Co., Ltd., and BaesLab Co., Ltd., their Board of Directors have also selected Dharmniti Auditing Co., Ltd. to be the accounting auditor by unanimous vote as follows:

Agreed	260,741,600	Votes	or	100.0000%
Disagreed	0	Votes	or	0.0000%
Abstained	0	Votes	or	0.0000%
Invalid	0	Votes	or	0.0000%

**Agenda 7.** To consider the Directors' remuneration for the year 2023.

Resolution Approving the Directors' remuneration for the year 2023 as follows:

#### **The Remuneration for the Committee**

For 2023, the limit of the Directors' remuneration is set at THB 5,000,000, which is the same amount as last year, and is given to the Nomination and Remuneration Committee to allocate as deem appropriate. The shareholder is also notified about remuneration in the next meeting.

**The Position Allowance** (per person and full month pay)

(Unit : Baht)

Position	Emoluments
Chairman of Board Directors	25,000
Chairman of Audit Committee	15,000

**Remark :** Position allowance for the year 2023 which is approved by the shareholders' meeting is given to the Committee from May 2023 to April 2024.

**The Meeting Allowance** (person / in case of self-attending)

(Unit : Baht)

Meeting	Position	Emolument as for the position
Meeting of the board of directors	Chairman of Board Directors	20,000
	Director and Independent Director	10,000
Meeting of Sub-committee	Chairman of Subcommittee	10,000
	Subcommittee	7,000

- Remarks :**
- The meeting allowance for the year 2023, which is approved by the shareholders' meeting, is given to the directors presented in the meeting from May 2023 to April 2024.
  - Executive Director will not receive the directors' compensation which are position allowance, directors' meeting allowance, and directors' bonuses.
  - Sub-committee consist of 2 sub-committee as (1) Audit Committee (2) The Recruitment & Remuneration Committee

By unanimous vote as follows:

Agreed	260,741,600	Votes	or	100.0000%
Disagreed	0	Votes	or	0.0000%
Abstained	0	Votes	or	0.0000%
Invalid	0	Votes	or	0.0000%

**Agenda 8.** To consider and approve the amendment to the Company's Articles of Association by amending Articles 24, 26, 31 and 32

Resolution Appointing the amendment to the Company's Articles of Association by amending Articles 24, 26, 31 and 32 by majority vote as follows:

Agreed	260,696,600	Votes	or	99.9827%
Disagreed	0	Votes	or	0.0000%
Abstained	45,000	Votes	or	0.0173%
Invalid	0	Votes	or	0.0000%

**Agenda 9.** Other issue

- None -

The company would very much appreciate it if you could distribute this information among the general investors.

Yours sincerely,

(Mr. Rungkan Paisitpanichtrakul)

Managing Director