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Minutes of the Extraordinary General Meeting of Shareholders No.1/2025**RSXYZ Public Company Limited****25 July 2025 at 11.00 hrs.****through Electronic meeting only (e-Meeting)**

Date, Time and Venue

RSXYZ Public Company Limited (“The Company”) held the Extraordinary General Meeting of Shareholders No.1/2025 on Friday, 25 July 2025 at 11.00 hrs. through electronic means (e-Meeting) only in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and other related laws and regulations by applying e-Meeting system from Inventech Systems (Thailand) Co.,Ltd. which is a service provider with standard systems and conducts self-assessments with the Electronic Transactions Development Agency (ETDA). The Company conducted a live broadcast of the meeting and recorded both video and audio in a video media form at Conference Room at No.27 RS Group Building, 5th floor, Prasert-Manukitch Rd., Sena Nikhom, Chatuchak, Bangkok 10900 which is the location of the company's headquarters.

Directors presented;

1. Pol.Gen. Somyot Poompanmoung	Chairman of the Board of Directors / Director
2. Mr. Surachai Chetchotisak	Vice Chairman of the Board of Directors / Director / Investment Committee / Chairman of the Executive Committee
3. Mrs. Wansuda Thanasaranart	Independent Director / Director / Chairman of the Audit Committee / Chairman of the Nomination and Remuneration Committee
4. Mr. Suthep Tharawas	Independent Director / Director / Chairman of the Risk Committee / Chairman of the Corporate Governance and Sustainable Development Committee / Audit Committee and Nomination and Remuneration Committee
5. Mr. Somsak Phayapdechachai	Independent Director, Director, Audit Committee and Nomination and Remuneration Committee
6. Mr. Santiporn Wongpanchalert	Independent Director, Director, Audit Committee and Nomination and Remuneration Committee / Risk Committee
7. Ms. Waleewan Rodjanapakdee	Director / Corporate Governance and Sustainable Development Committee / Investment Committee / Executive Committee and Acting Chief Financial Officer
8. Mr. Chet Chetchotisak	Director / Chairman of the Investment Committee / Corporate Governance and Sustainable Development Committee / Executive Committee and Chief Executive Officer

Directors and executives absent;

-None-

There were 8 directors attending the Meeting of the total number of 8 directors, representing 100 percent of the total number of directors.

Attendees

- Executives Management, Finance and Accounting Department, Internal Audit and Legal team.
- Representatives of Grant Thornton Co.,Ltd.
- Representative of Shareholder's Right Protection Volunteer Mr.Wanchai Lertsrijatuporn
- Representative of Regulators.

Secretary of the Meeting and Minute Taker of the Meeting

Ms. Rattapawee Lapnan

The meeting comprises 4 agenda items. The Company has published the invitation letter of the meeting and supplement documents on the Company's website in both Thai and English languages since 4 July 2025, to allow shareholders sufficient time to review the information in advance of the meeting. As detailed in the notice of meeting which has been sent to the shareholders in advance for their prior consideration.

The Company determined the Record date for the right of shareholders to attend the Extraordinary General Meeting of Shareholders No.1/2025 (Record Date) in accordance with the Securities and Exchange Act B.E. 2535 (1992), (Section 89/26) on 1 July 2025. Detailed information is available on the website of the Stock Exchange of Thailand, which includes key company information, the list of major shareholders, and other relevant news which in this Meeting, the Company had 1,966 shareholders, totaling 1,666,739,583 shares.

Quorum Requirements According to the Law and the Company's Articles of Association

This meeting is conducted in accordance with the Public Limited Company Act B.E. 2535 (1992), Section 103. For a shareholders' meeting, there must be at least twenty-five shareholders and proxies from shareholders (if any) present, or no less than half of the total number of shareholders. Additionally, the shares represented must total no less than one-third of the total issued shares for the meeting to constitute a quorum.

Furthermore, in accordance with the Company's Articles of Association, Clause 34, for a shareholders' meeting, there must be at least twenty-five (25) shareholders and proxies from shareholders (if any) present, or no less than half (1/2) of the total number of shareholders. The shares represented must total no less than one-third (1/3) of the total issued shares for the meeting to be properly constituted.

Shareholders and proxies attended the meeting opening

Shareholders attending in person	11	persons	holding an aggregate of	258,116,591	shares
Shareholders attending by proxy	18	persons	holding an aggregate of	960,292,863	shares
Total	29	persons	holding an aggregate of	1,218,409,454	shares

Representing 73.1013 percent of the total issued shares of the Company amounting 1,666,739,583 shares

And with the attendance of shareholders and proxies exceeding twenty-five, and the number of shares collectively held exceeding one-third of the total number of shares sold, thus constituting a quorum in accordance with the company's regulations,

Police General Somyot Poompanmoung, Chairman of the Board of Directors, acted as Chairman of the Meeting ("Chairman") opened the meeting, with Ms. Rattapawee Lapnan serving as Secretary of the Meeting and performing the duties of moderator in the meeting, as assigned by the Chairman, with the following details:

Meeting Recording

In this meeting, the Company has collected, used, and disclosed personal data, including recording still images, audio, and video footage of all participants. This is done for the purpose of documenting the meeting, preparing meeting reports, and managing the meeting in accordance with the principles of good corporate governance.

Methods and criteria for the Shareholders' Meeting via electronic method (e-Meeting).

- In casting a vote in the Meeting, shareholders have votes equal to the number of shares held and proxies,
- One share equals one vote and having right to vote in the Meeting “approval”, “disapproval” or “abstention” in any way, except for shareholders who are custodians who can split their votes.
- For the agenda item concerning the appointment of Directors to replace those retiring by rotation, individual voting will be applied to align with good corporate governance principles.

Rules, Vote Casting, Vote Counting and Q&A or comment procedures.

1. The meeting will consider matters in the order of the agenda as outlined in the invitation letter to the meeting. Information on each agenda item will be presented, and shareholders will be given the opportunity to ask questions before voting. The results of the votes will be announced to the meeting once the vote counting for each agenda item is completed in sequence.
2. To cast a vote, a shareholder may select and desired agenda then the system will show three buttons for votes; approval, disapproval and abstention.
 - For shareholders or many proxies, the system will display all names of proxies by voting separately for each user account.
 - If a shareholder would like to cancel one's vote, please select “Cancel the latest vote”. A selected vote can be cancelled until the vote has been closing. In the case that a shareholder has selected “Cancel the latest vote” or take no action, the Company would count it as an approval vote for that agenda. However, a shareholder may change one's decision until an agenda voting process ends. The Company allows time for vote casting one minute for each agenda when the voting is closed, the secretary of the meeting will announce the voting result for that agenda.
3. In case of Proxies holder, accepting proxies from many shareholders by using the same email and phone number to confirm identify in the proxy. The system will combine the names of all proxies in the same user account except using different email addresses and phone numbers to verify your identity. The system will not include the names of the proxies but it will be used as a separate user account. To access other accounts press to select the menu “User Account” and press the “Change Account” button to access the accounts of other proxies by changing the accounts. The system will not remove votes from the meeting base.
4. In the event that shareholders left the meeting room before closing the meeting vote on any agenda Shareholders' votes will not be counted as a quorum for such agenda and the votes will not be counted in that agenda. However, left the meeting of any agenda will not deprive the shareholders' rights or proxies to return to the meeting and vote on the next agenda in the system.
5. Asking questions (Q&A) or expressing opinions in the meeting room. Before voting on each agenda The Company will give the meeting attendees, the opportunity to ask questions or express their opinions on issues related to that agenda as appropriate. The shareholders must choose the agenda that they want to ask questions or, then press the "Question" button. There are 2 channels for inquire as follows;

- Ask question via message, type your question or comment press “send question”. The company will answer questions in the meeting room on the agenda related to that question. However, the company reserves the right to consider selecting questions as appropriate or
- Ask question via Video, press “Conference” and then press “Ok” for confirm queue. After receiving permission from the staff, turn on the camera and microphone. The shareholders’ attendees must inform their name-surname and status as a shareholder or proxy before asking questions every time for the Company to be able to record in the minutes of the meeting accurately and completely.

The Company reserves the right to cut off images and audio of shareholders who ask questions or express impolite comments or defame others or violate any law, including violating the rights of other people or disrupting the meeting or cause distress to other meeting participants.

6. In the event that a large number of shareholders wish to ask questions with video conference in the system, in order to maintain the duration of the meeting, the shareholders kindly to ask questions via message for the staff to answer questions or bring your questions to answer at the end of the meeting or to answer on the Company's website.
7. In case of any difficulties on the meeting system or voting system, please see meeting instruction, which was attached with the meeting notice or choose menu “Help” in the system by contact “Inventech Call Center” 02-460-9225 and Line Official.
8. If the meeting system has been interrupted during the meeting, shareholders will receive an e-mail to access to back up system.

Voting at the shareholders' meeting

Openly voted.

Vote counting of shareholders attending in person

Voting in each agenda shall be openly voted by a shareholder who attend the meeting via electronic media. The shareholders may vote in each agenda by press buttons for votes; approval, disapproval or abstention in the system before the voting for that agenda is closed. Once the voting has been submitted, if any shareholders did not press any voting button, the system will assume that shareholders vote in agreement and cannot change the vote.

Vote counting of shareholders attending by proxies

A shareholder who grants a proxy to another person to attend a meeting via electronic media and vote on his/her behalf that has specified the voting in each agenda in the proxy form, the company will count the votes according to the wishes of the proxy grantor.

Number of shareholders or proxies

Each agenda may not be the same since there may be some shareholders or proxies attending the meeting additionally.

Procedure of inspection of vote counting

As the meeting via electronic and voting are done through the system, the company did not arrange for the shareholders' representative to act as an independent intermediary (Inspector) to check the vote counting at this meeting.

The shareholder acknowledged and has no other opinion on the voting method, vote counting, announcement of results and practices related to the meeting as proposed above.

The Chairman assigned Ms. Rattapawee Lapnan, Secretary of the Meeting, to conduct the meeting according to the following agenda items.

Agenda item 1: To consider an approve Amendments to the Company's Articles of Association.

Objective and Reason : According to Article 3 of the Company's Articles of Association specified "In the event that any provision in these Articles of Association is later found to be inconsistent with the applicable provisions of the Public Limited Companies Act or any other relevant law whether due to amendments, newly enacted legislation, or for any other reason such matters shall be governed by the provisions of the Public Limited Companies Act or other applicable laws in force at that time, as the case may be.

In order to comply with the Public Limited Companies Act (No. (4, B.E. (2022) 2565, it is proposed that the Company's Articles of Association be amended to align with the applicable laws and relevant provisions. A total of 11 clauses are proposed for amendment, along with 19 corrections of typographical errors. The amendments aim to enhance clarity and ensure that the Articles can be effectively used as a proper framework for practice. The details are as follows:

Summary of Proposed Amendments to the Company's Articles of Association				
No.	Article No.	Current Provision	Proposed Amendment	Revised per the Public Limited Companies Act
1	26	Method of holding shareholders' meetings	Conducted via electronic media	Section 98
2	28	Extraordinary general meeting may be convened by shareholders holding one-fifth of the total shares, within 1 month	Changed to not less than 10% of total shares, within 45 days	Section 100
3	29	Extraordinary general meeting may be convened by shareholders holding one-tenth of the total shares, within 1 month	Not required by law	Removed due to redundancy with Article 28
4	31	Calling of shareholders' meetings	Addition of electronic meetings	Section 101
5	34	Quorum determination	Addition of 1-hour time specification	Section 103
6	35	Chairman of Shareholders' Meeting.	In case of absence of the chairman, the meeting shall elect a shareholder as chairman without specifying a waiting period	Section 104
7	39	Preparation of minutes of shareholders' meetings	Addition of meeting control responsibilities	Section 105
8	42	Method of Electing Directors by the Shareholders' Meeting	The law requires that the election of Directors be conducted in accordance with the resolutions of the shareholders' meeting; however, consideration should be given to amendments or updates in line with the new regulations	Section 70
9	52	Board of Directors' Meetings.	Addition of electronic meetings	Section 79
10	53	Convening Board of Directors' meetings	Addition of requirement to state agenda and rationale for consideration	Section 81
11	54	Notice of Board meetings to be sent not less than 7 days in advance	Changed to not less than 3 days in advance and added option for electronic meetings	Section 82
Correction of Spelling and Wording for Articles no. 6, 7, 13, 14, 19, 20, 21, 24, 27, 37, 45, 51, 55, 56, 60, 69, 72, 74, 75			Make corrections	

Opinion of the Board of Directors: Deemed appropriate propose to the Extraordinary General Meeting of Shareholders No. 1/2025 for consideration and approval Amendments to the Company's Articles of Association to comply with applicable laws and relevant regulations, the Company proposes to amend a total of 11 provisions of its Articles of Association. Additionally, there are 19 corrections related to spelling and wording as well as the submission of an application to amend the Company's Articles of Association to the relevant authorities.

By authorizing the Board of Directors, the Executive Committee, the Chief Executive Officer, or person designated by the Board of Directors, the Executive Committee, or the Chief Executive Officer, to have the authority to sign requests or documents necessary and related to the registration of amendments to Memorandum of Association and the Articles of Association of the Company. This includes, but is not limited to, amendments to any content as per the recommendations, opinions, or instructions of the Registrar of the Ministry of Commerce and/or any other relevant government agencies, specifying the details of the amendments requested.

The shareholders were granted an opportunity to raise questions, make suggestions or express opinions. There was shareholder raising a question in this agenda as follows:

1. Question from shareholder Mr. Wanchai Lertsrijatuporn, proxy of the Thai Investors Association:

- How could reducing the notice period for Board meetings from 7 days to 3 days affect decision-making of the Board of Directors, especially on complex matters? What measures can ensure that Directors have adequate time to review and prepare, particularly when decisions may significantly impact the Company value and minority shareholders?

Answer from Ms. Rattapawee Lapnan, Secretary of the Meeting as follows:

- The Company has amended its Articles of Association to align with the Public Limited Companies Act B.E. 2535 (1992). However, in practice, the Company continues to adhere to good corporate governance principles by striving to deliver meeting invitations and supporting documents at least 5–7 days in advance of each meeting. This is to ensure that directors have sufficient time to review the information and consider each agenda item thoroughly.

In addition, prior to any agenda being proposed to the Board of Directors, the Company has an internal review process to determine whether such agenda items require screening or recommendations from relevant sub-committees. The establishment of these sub-committees serves to ease the burden on the Board of Directors and enhance the efficiency of the decision-making process.

The Company affirms its commitment to providing accurate, complete, and appropriate information to enable the Board of Directors to consider effectively and comprehensively on all matters.

As there were no further questions, proposed the shareholders' meeting to consider and approve Amendments to the Company's Articles of Association?

Resolutions: The shareholders' meeting resolved to approve Amendments to the Company's Articles of Association as proposed.

This agenda must be approved by a vote of not less than 3/4 of the total number of votes of shareholders.

Resolution	Approved	Disapproved	Abstained	No Vote	Voided Ballots	Total
Number of votes	1,080,180,822	83,228,632	55,000,000	0	0	1,218,409,454
Percent	88.6549	6.8309	4.5140	0.0000	0.0000	100.0000

Agenda Item 2 To consider the approval for Amendment of the objectives, budget limit and timeframe for the utilization of the capital increase proceeds received from the offering of newly issued ordinary shares through private placement, and approve the execution of matters that are materially different from those specified in the tender offer for securities (Form 247-4).

Objective and Reason: Currently the Company reviewed the investment plan and business opportunity, deemed appropriate to change objectives and limit for the utilizing of the capital increase received from offering of newly issued ordinary shares to private placement (PP) to be in accordance with the business plan and flexibility in future business operations. Such the matters which are materially different from those specified in the tender offer for securities. (Form 247-4).

This revision is to adjust the plan to be more appropriate for carefully considering investments in various businesses. The selection of investments in various businesses will align with the Company's objectives, without affecting the overall approved budget previously authorized by shareholders. This also allows the company to increase opportunities to invest in new businesses that are expected to generate good returns, while considering the benefits of the Company and shareholders. The details are as follows:

Objectives of utilizing increased capital	Original Plan Approved by EGM No.1/2024 on 15 August 2025				Proposed newly revised plan (as proposed in this submission)	
	Budget Limit (MB.)	Utilized (MB.)	Balance (MB.)	Timeframe (Expect within year)	Budget Limit (MB.)	Timeframe (Expect within year)
Restaurant Franchise Business	-	-	-	2023	-	-
Food & Beverage Business	115.00	115.00	-	2024	-	-
Travel Business or leisure place	-	-	-	2024	-	-
Working Capital	29.50	29.50	-	2025	20.00	2026
Communication Technology Business	300.00	300.00	-	2023	-	-
Beauty & Cosmetic Surgery Business	100.00	-	100.00	2025	-	-
Pet Business	-	-	-	-	80.00	2026
Total	544.50	444.50	100.00	-	100.00	-

Objectives, budget limit and timeframe for the utilization of the capital increase (Proposed for amendment)	Timeframe
<p><u>Pet Business 80.00 million baht</u></p> <ul style="list-style-type: none"> Business Description / Investment Focus : A pet-related business e.g. retail stores for pet products, grooming services, pet hotels and boarding centers, pet training, as well as the development of a Governance Token designed specifically for the pet business ecosystem (e.g., customer relationship management, loyalty programs, and community engagement). Target Group or Customers: Pet owners with purchasing power in Bangkok and surrounding areas, particularly new-generation couples and families aged between 25-45 who view pets as family members and value high-quality products and services for their pets. Investment Budget and Details: 80.00million baht. Project Progress : confirms the opening of 4 branches from Q 3/2025to Q2/2026. <ul style="list-style-type: none"> 50% : Standalone pet retail stores. 50% : Hybrid pet retail stores with Pet Lifestyle Parks. Token launch for the pet ecosystem is expected during Q-2Q.3/2026 Expected Return on Investment (depending on location and branch model) : <ul style="list-style-type: none"> Gross Profit Margin (GPM) : 55-70% EBITDA : 10-30% Net Profit Margin(NPM) : 5-20% <p>Internal Rate of Return (IRR) : 20-27%</p> <p><u>To be used as the Company's working capital in the amount of 20.00 million baht</u></p>	Within the year 2026

The Company shall proceed in accordance with the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Conditions, and Procedures for the Acquisition of Securities for Business Takeovers, Section 5 – Post-Tender Offer Requirements, Clause (2), which stipulates that any material changes from those stated in the tender offer shall not be made for a period of one year from the end of the tender offer period, unless otherwise resolved by a shareholders' meeting of the business with a vote of not less than three-fourths of the total votes of shareholders attending the meeting and having the right to vote. The Company will notify the Office accordingly.

Opinion of the Board of Directors: Deemed appropriate to propose to the Extraordinary General Meeting of Shareholders No. 1/2025 for consideration and approval the amendment of the objectives, budget limit and timeframe for the utilization of the capital increase proceeds received from the offering of newly issued ordinary shares through private placement (PP), and to approve the execution of matters that are materially different from those specified in the tender offer for securities (Form 247-4). For the purpose of maximizing financial management efficiency and enhancing business flexibility in the future, the former objective of investing in the aesthetic surgery business with a total budget of 100.00 million baht within the year 2025, change to investment in the pet business for 80.00 million baht and the working capital for 20.00 million baht to be utilized within the year 2026.

The shareholders were granted an opportunity to raise questions and express opinions. There was shareholder raising a question in this agenda as follows:

1. Question from shareholder Mr. Wanchai Lertsrijatuporn, proxy of the Thai Investors Association:

- How does the change in investment from the Beauty & Cosmetic Surgery Business to the Pet business and working capital reflect in terms of financial projections and detailed risk assessments, compared to the investment in original Beauty & Cosmetic Surgery Business?

Answer from Ms. Rattapawee Lapnan, Secretary of the Meeting as follows:

- The Company has provided shareholders with detailed information on the pet-related business investment including objectives, budget, timeframe, and target market of the business clearly. All such information has been provided in the shareholder's meeting invitation notice previously delivered to shareholders for their advance consideration.

The target group or customer is Pet owners with purchasing power in Bangkok and surrounding areas, particularly new-generation couples and families aged between 25–45 who view pets as family members and value high-quality products and services for their pets. In terms of Expected Return on Investment, the Company estimates the gross profit margin (GPM) at 55–70%, Earnings Before Interest, Taxes, Depreciation, and Amortization (EBITDA) 10–30%, Net Profit Margin (NPM) 5–20% and Internal Rate of Return (IRR) 20–27% which is higher than that of the previous the Beauty & Cosmetic Surgery Business, which was estimates Gross Profit Margin (GPM) 45–60% and Internal Rate of Return (IRR) 15–20%.

In addition, the Company has thoroughly considered current economic conditions and market trends. While the Beauty & Cosmetic Surgery Business remains a potentially viable sector, it may not align with the Company's strategic direction at this time. Expanding into the pet-related business is therefore viewed as a more suitable and strategically aligned option for the Company's growth.

2. Question from shareholder Mr. Wanchai Lertsrijatuporn, proxy of the Thai Investors Association:

- How can the Company ensure that this change, which includes critical components for working capital, will deliver a strong return on investment and not reduce value or strategic focus for existing shareholders?

Answer from Ms. Rattapawee Lapnan, Secretary of the Meeting as follows:

- For any investment or strategic business transformation, the Company undertakes a thorough and structured evaluation process. This begins with proposals from the management team, which are then reviewed by relevant sub-committees such as the Risk Management Committee or the Investment Committee before being submitted to the Board of Directors for final consideration. Shareholders can be assured that all decisions are made with due diligence, based on accuracy and appropriateness, and with the primary objective of maximizing long-term benefits for both the Company and its shareholders.

As there were no further questions, proposed the shareholders' meeting to consider and approve Amendment of the objectives, budget limit and timeframe for the utilization of the capital increase proceeds received from the offering of newly issued ordinary shares through private placement, and approve the execution of matters that are materially different from those specified in the tender offer for securities (Form 247-4) as proposed.

Resolutions: The shareholders' meeting resolved to approve the Amendment of the objectives, budget limit and timeframe for the utilization of the capital increase proceeds received from the offering of newly issued ordinary shares through private placement, and approve the execution of matters that are materially different from those specified in the tender offer for securities (Form 247-4) as proposed.

This agenda must be approved by a vote of not less than 3/4 of the total number of votes of shareholders.

Resolution	Approved	Disapproved	Abstained	No Vote	Voided Ballots	Total
Number of votes	1,079,979,558	83,229,096	55,200,800	0	0	1,218,409,454
Percent	88.6384	6.8309	4.5305	0.0000	0.0000	100.0000

Agenda Item 3 To consider and approve the Investment Framework for Digital Assets.

Objective and Reason: With reference to the resolution passed at the 2025 Annual General Meeting of Shareholders approving the amendment of the Company's objectives to support business expansion in digital asset investments, and to ensure the operations are clear, transparent, and verifiable, the following investment framework is hereby proposed.

Mr. Chet Chetchotisak, Director and Chief Executive Officer has proposed a strategic investment approach in digital assets by accumulating Bitcoin (BTC) to serve as a reserve asset on the Company's balance sheet. This approach is intended to enhance long-term shareholder value and will form a core part of the Company's future business direction. The key components of the Bitcoin (BTC) holding strategy are as follows:

Key Concept:

The Company proposes a capital allocation strategy through the holding of Bitcoin (BTC), which is viewed as "Productive Capital" a secure, inflation-resistant asset with the potential to generate long-term value on the Company's balance sheet.

Overview of Bitcoin (BTC):

- Bitcoin (BTC) is the most effective Store of Value asset ever created. It is developed as a form of modern digital technology, and possesses structural characteristics that clearly reflect the qualities of capital.
- The current global wealth is estimated at approximately USD 1,000 trillion, while the total market value of Bitcoin (BTC) is at around USD 2 trillion. This represents a growing and increasingly significant proportion within the global economic system, and highlights Bitcoin's substantial room for growth relative to total global assets.
- Bitcoin (BTC) possesses unique attributes; it is scarce, (with a fixed supply capped at 21 million coins). It carries no counterparty risk and allows for self-custody with highly liquid and borderless.
- Currently, BTC ranks as the 6th largest asset by market capitalization globally. Its global adoption continues to rise steadily, with many countries establishing supportive public policies that encourage BTC holding, usage, and infrastructure development. These factors strongly support the Company's long-term strategy to position itself as a BTC Treasury Company.

Current status of the Company as of Q3/2025:

- As of 23 July 2025, the Company holds 18.95 Bitcoins (BTC) with a Net Asset Value (NAV) of approximately 72.83 million baht and an average acquisition cost of USD 105,000 per BTC.

Operational Strategy

- The Company adopts a hybrid business model, integrating multiple business formats. This includes real-world businesses such as the pet-related business, AI-era education, and technology ventures, combined with a strategic positioning as a Bitcoin Treasury Company (BTC Treasury Company) to enhance the Company's long-term value.
- The Company's approach to holding Bitcoin (BTC) follows a Dollar-Cost Averaging (DCA) investment strategy, with no use of leverage or speculative trading. The investment in BTC is clearly separated from the Company's operational working capital. Robust risk management and internal control measures are in place, such as the storage of cryptocurrency keys in Cold Wallet that are not connected to the internet, under the custody of certified asset custodians with transparency and auditability.

Ms. Rattapawee Lapnan, Secretary of the Meeting presented the detailed Investment Policy as follows:

Investment Policy:

This Investment Policy outlines the guiding principles, allocation scope, risk management measures, and governance procedures for deploying the Company's treasury reserves into assets that generate returns exceeding traditional deposit interest rates and inflation levels. The goal is to ensure responsible capital allocation that protects and grows shareholder value, hedges against monetary debasement, and aligns with the company's long-term strategic positioning.

- Preserve and grow corporate capital over the long term.
- Hedge against inflation and volatility in fiat currencies issued and regulated by sovereign governments as legal tender.
- Grow long-term shareholder value.
- Capture upside potential during favorable market cycles.
- Support strategic expansion through investments in thematically aligned equities.
- Remain compliant with all relevant financial reporting and regulatory requirements.

Investment Allocation*:

Investment is allowed only in assets with a price volatility of less than 30% based on at least 2 years of historical price chart analysis. The investment allocation is divided as follows.

- Digital Assets: Not to exceed 5% of total assets.
- Equities: Not to exceed 25% of total assets.
- Other Investment Instruments: Not to exceed 10% of total assets.

All investments shall be executed solely through RSXYZ Public Company Limited. No additional investments shall be made through subsidiaries unless otherwise approved by the Board of Directors. Investment amounts incurred prior to the effective date of this policy shall also be aggregated for compliance consideration.

All investments must comply with the Company's Investment Policy Framework. Each investment transaction shall be subject to asset acquisition calculations, including the six-month backward aggregation of transaction sizes, as stipulated by the regulations of the Stock Exchange of Thailand. Furthermore, such transactions must not cause the Company to be classified as an Investment Company, which would otherwise require quarterly disclosure and additional financial statement reporting in accordance with the Capital Market Supervisory Board's notifications. Full compliance with all applicable rules and regulations is mandatory.

Note: *Allocations may be adjusted with Board approval in response to macroeconomic conditions or corporate liquidity needs.

Digital Assets Investment Framework:

a) Eligible Assets

- Bitcoin (BTC)
- Ethereum (ETH)
- Other assets that meet the criteria as outlined in the Company's investment policy.

b) Investment Characteristics

- Long-term long only positions, no leverage or financial instruments to amplify exposure.
- Custody via cold storage using institutional-grade custodians
- Risk review if aggregate unrealized losses exceed 20% of cost basis.

c) Disclosure & Accounting

- Assets marked to fair market value.
- Reported quarterly to Board and auditors.

d) Position Limits & Rebalancing

- Annual review of performance and risk concentration.
- Maximum 2 time per quarterly rebalancing.
- Exit criteria: better opportunity identified, optional profit taking via Board of Directors approval at minimum 1.2 x cost basis.

Liquidity and Risk Management:

a) Minimum Liquidity Reserve

- Maintain at least 12 months of operating cost and expenses in cash and equivalents.
- Maintain at least 12 months of debt obligations, interest payments, and financial commitments to financial institutions in cash and equivalents.

b) Drawdown Policy

- Risk review if aggregate unrealized losses exceed 20% of cost basis, assets must be sold to limit losses (Cut Loss).

c) Emergency Liquidation

- No forced liquidation without Investment Company Committee consent and inform to the Board of Directors unless required by legal or financial exigency.

Governance and Monitoring for Policy Compliance:

To ensure world-class standards of risk governance and transparency, RSXYZ Public Company Limited has adopted the following enhanced oversight measures as part of its treasury and investment governance framework.

1) Responsible Senior Executive

- Chief Executive Officer (CEO): Currently Mr. Chet Chetchotisak
- Chief Financial Officer (CFO): Currently Ms. Waleewan Rojanapakdee
- Investment Committee (IC)

There shall be a quarterly review of ongoing investments, supported by a system to monitor performance, current valuation, unrealized gains or losses, and the latest strategic assessments. After an investment, the efforts must be made to seek out and compare returns in order to identify further investment opportunities through quarterly or ad hoc portfolio reviews. All decisions must adhere to the principles of capital preservation, long-term growth, and alignment with the Company's investment strategy.

2) Reporting Schedule

Quarterly investment summary to Board including asset allocation, unrealized gains /losses, liquidity buffer, and compliance status.

3) Conflict of Interest Disclosure Framework

All decision makers (Chief Executive Officer, Investment Committee and Board of Directors) must disclose any direct or indirect financial interest in any investment under consideration. Members with conflicts must abstain from voting on related matters. The individual must disclose their relationship or any vested interest in the transaction to the Company and must not participate in the consideration process or have any authority to approve the transaction. Approval must be granted solely by unanimous resolution of the Investment Committee.

The Investment Committee (IC) is required to report investment performance on a quarterly basis to ensure that the Board of Directors has confidence that all investment transactions are appropriately monitored and managed, with effective safeguards against conflicts of interest, and are conducted in the best interests of the Company and its shareholders. The Chief Financial Officer (CFO) shall be responsible for overseeing investment activities in accordance with the established policy, including tracking progress and performance, and reporting such matters to the Board of Directors accordingly.

4) Custody & Counterparty Risk Policy

- Digital assets must be held in SOC 2-certified institutional grade custodians.
- Fiat reserves must be in insured bank accounts and reasonably spread to avoid overconcentration.

5) Audit Trail & Document Archive System

- All investment decisions and records (memos, approvals, trades) to be digitally archived.
- Accessible for internal audits and regulatory review.

6) Ethical & Legal Compliance

All investments must comply with:

- Local and international securities regulations.
- Anti-money laundering and know-your-customer (KYC) standards.
- Auditable custody and reporting mechanisms.

7) Amendments

- Allocations framework subject to review, if any, annually by the Board of Directors.
- Any changes to this policy require a majority vote by the Board of Directors.

Opinion of the Investment Committee: The Investment Committee deems it appropriate to propose to the Board of Directors and subsequently to the Extraordinary General Meeting of Shareholders No. 1/2025 for consideration and approval of the investment framework for digital assets. The proposed investment has been reviewed and endorsed by the Investment Committee.

Opinion of the Board of Directors: The Board of Directors acknowledged the opinion and recommendation of the Investment Committee regarding the investment in digital assets. With a majority vote of 5 out of 8 Directors present at the meeting. 3 Directors expressed their disagreement with the proposed investment, namely: 1) Pol. Gen. Somyot Poompanmoung 2) Mrs. Wansuda Thanasaranart 3) Mr. Santiporn Wongpanchalert. These directors expressed the opinion that the current overall economic conditions, the Company should abstain from investing in other types of assets, particularly those with high risk. Instead, they believe that the Company should reserve its capital as working capital to support its core business operations.

Therefore, 5 Directors resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2025 for consideration and approve the investment framework for digital assets. The purpose of this proposal is to preserve and grow the Company's capital and enhance long-term value creation, while also diversifying investment risks across multiple dimensions. Although the primary responsibility for determining the Company's strategic direction, oversight, and operational execution lies with the Board of Directors, digital asset investment remains a relatively new and alternative form of investment for the public. Therefore, in the best interest of the shareholders and the Company, it is proposed that this matter be presented at the shareholders' meeting to allow shareholders the opportunity to jointly consider and deliberate on the matter.

The shareholders were granted an opportunity to raise questions, make suggestions or express opinions. There was shareholder raising a question in this agenda as follows:

1. Question from Shareholder Mr. Piyapong Prasartthong, attending the meeting in person:

- How does the Company manage risks related to digital assets, including risks associated with information technology systems, digital assets custody, investment, and the current global situation?

Answer from Ms. Rattapawee Lapnan, Secretary of the Meeting as follows:

- Regarding liquidity management and risk control, the Company has established a comprehensive management framework covering all aspects. It maintains a liquidity reserve of no less than 12 months of essential operating expenses to ensure ongoing financial stability. In addition, the Company has set clear policies for emergency asset liquidation or cut-loss strategies. If the value of assets declines to a predetermined threshold, the Investment Committee will review the situation and determine an appropriate course of action. For digital asset custody, the Company has selected institutional custodians with globally certified security standards to ensure the safekeeping of its digital assets.

As for the outlook on Bitcoin (BTC), as previously presented by Mr. Chet Chetchotisak, Chief Executive Officer, it was founded that Bitcoin (BTC) has gained extensive acceptance both domestically and internationally. Many leading companies have incorporated Bitcoin (BTC) as part of their investment strategies which the historical data over the past 5 to 10 years, along with future trends, reflect the potential of this asset to generate long-term value for businesses.

2. Question from shareholder Mr. Wanchai Lertsrijatuporn, proxy of the Thai Investors Association:

- Three members of the Board of Directors have expressed strong opposition to the Company's investment in digital assets, concerns over the current economic situation and the risks associated with these assets. The supporting information presented, which is based on expert analyses, is obtained from historical data and lacks the level of credibility required to substantiate the assumption that an investment of up to 5% of the Company's total assets would yield long-term benefits for all shareholders. In this regard, we respectfully seek clarification as whether the Board of Directors and the Risk Management Committee have thoroughly and prudently evaluated all relevant aspects of this investment decision.

Answer from Ms. Rattapawee Lapnan, Secretary of the Meeting as follows:

- In passing this agenda item for consideration at the shareholders' meeting today, the Board of Directors and the Investment Committee have arranged the joint meetings to examine all aspects of the proposed course of action. All Directors have carefully reviewed the supporting information in full detail. At each meeting, relevant responsible parties and experts were invited to provide extensive and structured briefings, ensuring that decisions were made with due diligence and based on accurate and appropriate information.

3. Question from shareholder Mr. Wanchai Lertsrijatuporn, proxy of the Thai Investors Association:

- The investment framework includes a cut-loss policy which identifies that if unrealized losses exceed 20% of the initial investment cost, action will be taken. What types of stress tests or scenario analyses have been conducted to assess the potential impact of a significant downturn in the digital asset market on the Company's financial stability and overall profitability? Furthermore, how does the Company plan to transparently communicate these potential risks and outcomes to minority shareholders?

The Company answered as follows:

- The Company has adopted stress testing and scenario planning as part of its risk management framework. Annual stress tests are conducted to simulate adverse market conditions, such as severe price volatility, liquidity shortages, and business slowdowns. These tests aim to assess the potential impact on the Company's financial position and investment portfolio. The results of these assessments are compiled into performance reports, and the Company is committed to ensuring transparent communication with minority shareholders through the Management Discussion and Analysis (MD&A) section of its quarterly disclosures and the annual 56-1 One Report.

4. Question from shareholder Mr. Wanchai Lertsrijatuporn, proxy of the Thai Investors Association:

- How can the Company ensure transparency and prevent potential conflicts of interest among decision-makers in the process of investing in digital assets, given how unpredictable and unclear these markets can be? Are there any independent regulatory tools to protect minority shareholders from decisions that may prioritize the interests of individuals over those of the shareholders as a whole?

The Company answered as follows:

- The Company has established a comprehensive oversight and monitoring framework covering all aspects of operations. This includes the assignment of responsible personnel, setting clear timelines for report preparation, and defining specific measures to prevent conflicts of interest. Additionally, the Company requires that all investment decisions and related documents be stored digitally to ensure traceability and accessibility for both internal audits and reviews by relevant regulators.

As there were no further questions, proposed the shareholder's meeting to consider and approve the Investment Framework for digital assets as proposed.

Resolutions The shareholders' meeting resolved to approve the Investment Framework for Digital Assets as proposed.

The resolution for this agenda requires majority votes of the shareholders attending the meeting and casting their votes.

Resolution	Approved	Disapproved	Abstained	No Vote	Voided Ballots	Total
Number of votes	947,979,558	215,229,096	55,200,800	0	0	1,218,409,454
Percent	77.8046	17.6647	4.5305	0.0000	0.0000	100.0000

After all the agenda items specified in the meeting invitation had been considered and no further matters.

The shareholders were granted an opportunity to raise questions and express opinions. There are 5 anonymous shareholders, holding a total of 569,615,399 shares or 34.18% of the Company's total shares, proposed an additional agenda item for consideration: the approval of an increase in the number of directors and the appointment of new directors.

Ms. Rattapawee Lapnan, Secretary of the Meeting clarified the shareholder's meeting as follows:

According to Section 105, Paragraph 2 of the Public Limited Companies Act, Shareholders may propose additional agenda items at a shareholders' meeting: "Once the meeting has considered all items under Paragraph One, shareholders holding not less than one-third of the total number of issued shares may request the meeting to consider other matters not included in the original notice of meeting".

Upon verification, it was found that the group of shareholders making the proposal holds no less than one-third of the total issued shares, in accordance with the provision of the Public Limited Companies Act.

Secretary of the Meeting therefore requested permission from the Chairman to include the agenda item: "To consider and approve the increase in the number of directors and the appointment of new directors," and requested the meeting to vote on accepting the proposed item as an official agenda item for further consideration.

Agenda item 4 : To consider other matters (if any) Consideration of other matters not specified in the Notice of the Shareholders' Meeting.

Proposed the shareholder's meeting to consider and approve the other matters.

Resolutions: The shareholder's meeting resolved to approve the other matters as proposed.

This agenda must be approved by a vote of not less than 1/3 of the total number of votes of shareholders. The resolution was passed based on the actual voting results as follows:

Resolution	Approved	Disapproved	Abstained	No Vote	Voided Ballots	Total
Number of votes	1,080,158,618	83,228,632	55,000,200	22,004	0	1,218,409,454
Percent	88.6531	6.8309	4.5140	0.0018	0.0000	100.0000

Agenda item 5 To consider and approve the increase in the number of Directors and the appointment of new directors

Objectives and Reasons: The shareholder representatives who proposed this agenda item has declared the intention is to enhance the Company's corporate governance and operations in alignment with its rapidly growing and evolving business. Therefore, it is deemed appropriate to propose for the shareholders' meeting to consider and approve the increase in the number of Directors and the appointment of new Directors to support the Company's oversight functions and responsibilities more effectively. The details of the proposal, as submitted by the shareholder representative, are as follows:

5.1) Increase in the number of directors by 2 positions, from 8 to 10 positions

The shareholders were granted an opportunity to raise questions and express opinions. There was no shareholder raising any questions in this agenda.

The meeting is therefore requested to consider and approve the proposed the increase in the number of directors.

The shareholder's meeting resolved to approve the increase in the number of directors by 2 positions, from 8 to 10 positions, with a majority vote of the total votes of the shareholders attending the meeting and having the right to vote. For transparency, the resolution was passed based on the actual voting results as follows:

Resolution	Approved	Disapproved	Abstained	No Vote	Voided Ballots	Total
Number of votes	942,578,518	83,228,632	187,000,000	5,602,304	0	1,218,409,454
Percent	77.3613	6.8309	15.3478	0.4598	0.0000	100.0000

5.2) Appointment 2 new directors as follows:

Name - Surname	Type of Director	Type of appointment
1) Mr. Putthipong Yensamut	Executive Director	To appoint additional directors from the existing number of directors
2) Mr. Chaiyot Saibuathong	Independent Director	To appoint additional directors from the existing number of directors

The shareholders were granted an opportunity to raise questions and express opinions. There was no shareholder raising any questions in this agenda.

Proposed the shareholders' meeting to consider and approve the appointment of new directors as proposed.

The shareholder's meeting resolved to approve the appointment of two new directors, with a majority vote of the total votes of the shareholders attending the meeting and having the right to vote. For transparency, the resolution was passed based on the actual voting results as follows:

- 1) Approved to appoint Mr. Puttipong Yensamut as the new director.

Resolution	Approved	Disapproved	Abstained	No Vote	Voided Ballots	Total
Number of votes	942,377,718	83,228,632	187,000,000	5,803,104	0	1,218,409,454
Percent	77.3449	6.8309	15.3478	0.4762	0.0000	100.0000

- 2) Approved to appoint Mr. Chaiyot Saibuathong as the new director.

Resolution	Approved	Disapproved	Abstained	No Vote	Voided Ballots	Total
Number of votes	942,377,718	83,228,632	187,000,000	5,803,104	0	1,218,409,454
Percent	77.3449	6.8309	15.3478	0.4762	0.0000	100.0000

Resolutions: The shareholders' meeting resolved to approve the increase in the number of directors and the appointment of the new directors. The shareholders' meeting also authorized the Board of Directors, the Chief Executive Officer (CEO), or any person designated by the CEO, to take any necessary actions related to amending the Articles of Association. This includes, but is not limited to, making changes to any content as recommended, suggested, or ordered by the Registrar of the Ministry of Commerce and/or any relevant government agency, as specified in the details to be amended.

Therefore, after the appointment of new directors resulting the Director of the Company has total amount of 10 persons, which comprises of:

Name	Type of Director	Position
1) Pol. Gen. Somyot Poompanmoung	Non-executive directors	· Chairman of the Board of Directors
2) Mr. Surachai Chetchotisak	Executive Director	· Vice Chairman of the Board of Directors · Director · Investment Committee · Chairman of the Executive Committee
3) Mrs. Wansuda Thanasaranart	Independent Director	· Director · Chairman of the Audit Committee · Chairman of the Nomination and Remuneration Committee · Risk Committee

4) Mr. Suthep Tharawas	Independent Director	<ul style="list-style-type: none"> · Director · Audit Committee · Nomination and Remuneration Committee · Chairman of the Risk Committee · Chairman of the Corporate Government and Sustainable Development
5) Mr. Somsak Phayapdacharchai	Independent Director	<ul style="list-style-type: none"> · Director · Audit Committee · Nomination and Remuneration Committee
6) Mr. Santiporn Wongpanchalert	Independent Director	<ul style="list-style-type: none"> · Director · Audit Committee · Nomination and Remuneration Committee · Risk Committee
7) Ms. Waleewan Rojjanapakdee	Executive Director	<ul style="list-style-type: none"> · Director · Corporate Government and Sustainable Development Committee · Investment Committee · Executive Committee
8) Mr. Chet Chetchotisak	Executive Director	<ul style="list-style-type: none"> · Director · Corporate Government and Sustainable Development · Chairman of the Investment Committee · Executive Committee
9) Mr. Putthipong Yensamut	Executive Director	<ul style="list-style-type: none"> · Director
10) Mr. Chaiyot Saibuathong	Independent Director	<ul style="list-style-type: none"> · Director

Once the shareholders' meeting has passed a resolution to appoint the directors, the Board of Directors will proceed to appoint the sub-committees accordingly.

The shareholders were granted an opportunity to raise questions and express opinions.

Once no further questions were raised;

The Chairman thanked the shareholders for attending the meeting and then closed the meeting.

The Meeting was closed at 12.30 hrs.

-Signed-

(Pol.Gen. Somyot Poompanmoung)

Chairman of the Board of Directors / Chairman of the Meeting

- Signed-

(Ms. Rattapawee Lapnan)

Secretary of the Meeting / Minutes Taker