



Attachment 2

A copy of the Minutes of the 2025 Annual General Meeting of Shareholders held on 29 May 2025.



**Minutes of the 2025 Annual General Meeting of Shareholders (Via Electronic Means)
Ingress Industrial (Thailand) Public Company Limited
Held on Thursday, 29th May 2025 at 2:00 p.m.**

Ingress Industrial (Thailand) Public Company Limited (“**INGRS/ or the Company**”) convened the 2025 Annual General Meeting of Shareholders (“**the 2025 AGM**”) on Thursday, 29th May 2025 at 2:00 p.m., via electronic means (“**E-AGM**”) provided by Inventech Systems Co., Ltd. (“**Inventech**”), which the live broadcasting from 2 venues at Al Meroz Hotel, Riffaee Room 3rd Floor, No. 4 Ramkhamhaeng 5 Alley, Sub-District Suan Luang, District Suan Luang, Bangkok 10250 Thailand and Ingress Corporation Berhad, Board Room, 5th Floor, 2778 Jalan Damansara, Sg. Penchala, 60000 Kuala Lumpur, Malaysia.

Mr. Jareuk Thamajong, as the Master of Ceremony (“**MC**”) welcomed all shareholdersto the 2025 AGM of the Company and informed the Meeting that there were a total of 36 shareholders were present at the meeting, comprising 5 shareholders attending in person and 31 represented by proxy via the E-AGM. Together, they held 892,036,443 shares out of a total of 1,446,942,690 shares, which is equivalent to 61.65 percent of the total shares issued. This attendance met the required quorum according to the Company's Articles of Association. Thus, the Meeting was present and competent to transact the business for which it was convened.

Further, MC introduced the directors, executives, and the attendees of the meeting as follows:

Board of Directors and ICB Management.

- | | |
|--------------------------------------|--|
| 1. Mr. Nuthavuth Chatlertpipat | Chairman of the Board/ Independent Director/
Chairman of the Nomination and Remuneration
Committee (“ NRC ”) / and Member of the Audit
Committee (“ AC ”).
(Attending at Al Meroz Hotel) |
| 2. Datuk (Dr.) Rameli bin Musa | Deputy Chairman of the Board/ Executive Director/
Member of the NRC /and Chairman of the
Executive Committee (“ EXCO ”).
(Attending at ICB Malaysia) |
| 3. Dato’ Dr. Ab. Wahab bin Ismail | Executive Director/ Member of the NRC/ and
Deputy Chairman of the EXCO.
(Attending at ICB Malaysia) |
| 4. Mr. Abdul Khudus bin Mohd Naaim | Independent Director/ Chairman of the AC/
and Member of the NRC.
(Attending at ICB Malaysia) |
| 5. Mr. Mohd Sirajuddean bin Ab Rahim | Group Managing Director, ICB/ and Member of the
EXCO
(Attending at ICB Malaysia) |
| 6. Mr. Amrizal bin Abdul Majid | Executive Director/ Chief Executive Officer (“ CEO ”)
/Member of the EXCO/ and Chairman of the
Management Council (“ MC ”).
(Attending at Al Meroz Hotel) |
| 7. Mr. Apichat Suttisiltum | Independent Director/ Member of the AC/
and Member of the NRC.
(Attending at Al Meroz Hotel) |

- | | |
|---------------------------------|---|
| 8. Mr. Surin Wungcharoen | Independent Director.
(Attending at Al Meroz Hotel) |
| 9. Mr. Nurshareyzat Bin Saaidin | Executive Director/ Chief Financial Officer (“CFO”)
Member of the Executive Committee /and Member
of the MC |

Management of the Company, attending at Al Meroz Hotel.

- | | |
|--------------------------------|------------------------|
| 1. Ms. Thamon Tansanguan | Corporate Secretary |
| 2. Mr. Mohd Fazli bin Mohd Naw | Head of Internal Audit |

Auditors, attending via E-meeting.

- | | |
|----------------------------------|-------------------|
| 1. Ms. Sirirat Sricharoensup | EY Office Limited |
| 2. Ms. Warisara Staworn; and | EY Office Limited |
| 3. Ms. Rungnapa Kittichanajaroen | EY Office Limited |

MC explained the procedure for casting votes as follows:

1. To cast vote in any agenda, one share shall have one vote.
2. 1 (one) minute allowable time for voting.
3. Any shareholder who wishes to cast a vote is requested to do so through the “Inventech Connect” e-shareholder meeting system.
4. Where there is no vote disapproving or abstaining in any agenda within the specified time, Chairman of the Meeting shall consider such agenda carries a unanimous vote.
5. During the vote counting process, the votes of disapproval, abstentions, and any invalid ballots (if applicable) will be deducted from the total number of votes of shareholders attending the Meeting. The remaining votes will be deemed as approvals for the respective agenda item.
6. Ordinary agenda (Ref. to Agenda 1,3,4,5 and 7) a resolution shall require a majority vote of shareholders attending the meeting and casting their votes. In case of a tie vote, Chairman of the Meeting shall be authorized to cast decisive vote.
7. With respect to Agenda 5, election of directors replacing those retired by rotation: all votes shall be casted by every shareholder for each director.
8. With respect to Agenda 6, the remuneration of Company’s directors, a resolution shall require a majority vote of not less than two-thirds (2/3) of total votes of shareholders attending the meeting and having right to vote.
9. Before voting on each agenda, the Chairman will provide an opportunity for shareholders to ask questions. Please submit your questions through the “Inventech Connect” e-shareholder meeting system. Any remaining or unrelated questions will be carried forward to Agenda 8.

MC invited the Chairman of the Board of the Company, Mr. Nuthavuth Chatlertpipat, as the Chairman of the meeting (“**the Chairman**”) to proceed the meeting.

Agenda 1: To consider and approve the Minutes of 2024 Annual General Meeting of Shareholders held on 28th May 2024.

The Chairman informed the meeting that the 2024 Annual General Shareholders’ Meeting was held on 28th May 2024 and the minutes were prepared and filed with the Stock Exchange of Thailand and the Ministry of Commerce. The details were also publicly disclosed on the Company’s Website. A copy of the minutes was enclosed as **Attachment 2** of the invitation letter.

The Board had recommended that the Minutes of the 2024 Annual General Meeting of Shareholders held on 28th May 2024 be adopted because they were accurately recorded.

The Chairman invited the shareholders to raise any question or comment via the Inventech Connect e-shareholder meeting system.

There were no question and comment from the shareholders, therefore the Chairman proceeded to the voting.

Resolution: The meeting approved the Minutes of the 2024 Annual General Meeting of Shareholders of the Company held on 28th May 2024, by the majority vote of shareholders and proxies who attended the Meeting and were eligible to vote as follows:

Type of Votes	Votes (1 Share = 1 vote)	% of the total shareholding
Approved	892,036,442	100.00
Disapproved	0	0.00
Abstained	0	0.00
Total	892,036,442	100.00

Agenda 2: To acknowledge the report of the Company's Operating Performance for the financial year ended 31st January 2025

The Chairman informed the meeting that on this agenda, Mr. Sarayut Mekso, Managing Director of Ingress Autovetures Co., Ltd. to present an overview on the automotive industry performance and summary of the operating performance for the financial year ended 31st January 2025 to the Meeting.

After Mr. Sarayut completed the presentation, the Chairman invited the shareholders to raise any question or comment via the Inventech Connect e-shareholder meeting system.

There was one (1) question raised by the shareholder as follows:

Ms. Poonsri Karncharoenkulwong, Representative from Shareholders' Right Protection Volunteer Club from Thai Listed Company Association, asked the question in advance through the question submission channel that why, despite increase in revenue and profit in this financial year, operation cash is decreasing?

The Chairman assigned the Chief Financial Officer to answer the question.

The Chief Financial Officer clarified that the decline in cash flow primarily resulted from the timing difference in expenditure advances from customers. In fiscal year 2023/24, the Company received advance payments for tooling from customers. However, in the last fiscal year, 2024/25, the Company made payments to vendors, which was the main reason for the decline in our cash flow from operations.

There were no question and comment from the Shareholders, therefore the Chairman advised that this agenda was for acknowledgement, so the voting was not required.

Resolution: The meeting acknowledged the report of the Company's operating performance for the financial year ended 31st January 2025.

Agenda 3: To consider and approve the Consolidated Financial Statements of the Company and its subsidiaries (the Group) and the Independent Auditor's Report for the financial year ended 31st January 2025.

The Company has prepared the Consolidated Financial Statements for the financial year ended 31st January 2025 based on the generally accepted accounting principles. These financial statements were audited by EY Office Limited, Certified Public Accountants, and were reviewed by the Audit Committee and approved by the Board of Directors. The financial statements are attached in the FY2024/25 FORM 56-1 One Report as **Attachment 11** of the invitation letter that was disseminated via the Company's website on 8th May 2025.

The Audit Committee had reviewed the Consolidated Financial Statements for the year ended 31st January 2025, which have been audited and signed by Ms. Sirirat Sricharoensup, a Certified Public Accountant (Registration No. 5419) of EY Office Limited, and recommended to the Board for submission to the Meeting for approval.

The Board had recommended that the Company's Audited Consolidated Financial Statements for the financial year ended 31st January 2025 be presented to the Meeting for approval.

The Chairman invited the shareholders to raise any question or comment via the Inventech Connect e-shareholder meeting system.

There were no question and comment from the Shareholders, therefore the Chairman continued with the resolution for this agenda.

Resolution: The Meeting approved the Consolidated Financial Statements of the Company and its subsidiaries (the Group) and the Independent Auditor's Report for the financial year ended 31st January 2025, by the majority vote of shareholders and proxies who attended the Meeting and were eligible to vote as follows:

Type of Votes	Votes (1 Share = 1 vote)	% of the total shareholding
Approved	892,036,442	100.00
Disapproved	0	0.00
Abstained	0	0.00
Total	892,036,442	100.00

Agenda 4: To consider and approve the omission of the declaration final dividend payment for the financial year ended 31st January 2025 and to acknowledge the interim dividend payment.

The Chairman informed the meeting that pursuant to Section 115 of the Public Limited Companies Act B.E. 2535 (1992) and the Article of Association of the Company in Article 57 indicated that no dividends shall be paid otherwise than out of profit. In case where a company has incurred accumulated loss, no dividends must be paid.

The Group recorded a consolidated profit after taxation and profit attributable to Equity holders of the Company of THB133,034,687 and THB44,150,950 respectively for the financial year ended 31st January 2025 based on audited financial statements.

The Board of Directors' meeting No. 7/2024, held on 12th December 2024, approved an interim dividend payment of THB0.022 per share amounting to THB31,832,739. The Record Date for determining the list of shareholders eligible to receive the dividend was 2nd January 2025, with

the dividend payment made on 9th January 2025. This interim dividend payment will be proposed for acknowledgment at the 2025 Annual General Meeting of Shareholders

As the interim dividend payment has already exceeded 40% of the net profit attributable to equity holders of the Company based on the consolidated financial statements, the omission of the final dividend payment for the financial year ended 31st January 2025 is proposed for approval at the 2025 Annual General Meeting of Shareholders.

The Chairman invited the Shareholders to raise any question or comment via the Inventech Connect e-shareholder meeting system.

There were no question and comment from the Shareholders, therefore the Chairman proceeded to the voting.

Resolution: The meeting approved the omission of the final dividend payment for the financial year ended 31st January 2025, and acknowledged the interim dividend payment by the majority vote of shareholders and proxies who attended the Meeting and were eligible to vote as follows:

Type of Votes	Votes (1 Share = 1 vote)	% of the total shareholding
Approved	892,036,442	100.00
Disapproved	0	0.00
Abstained	0	0.00
Total	892,036,442	100.00

Agenda 5: To consider and approve the appointment of directors replacing those retired by rotation and re-election

The Chairman informed the meeting that according to the Public Company Limited Act and the Article 19 of the Company's AOA stipulated that one-third (1/3) of the number of Directors shall retire by rotation on the date of each Annual General Meeting of Shareholders. The three (3) directors listed below were due to retire by rotation in 2025.

- | | |
|---------------------------------------|----------------------|
| 1. Mr. Nuthavuth Chatlertpipat | Independent Director |
| 2. Datuk Rameli Bin Musa | Executive Director |
| 3. Datin Sri Farah Binti Datuk Rameli | Executive Director |

For the purposes of compliance with the principles of good corporate governance and transparency, all 3 directors who completed their terms as per the names above and were considered a director with a conflict of interest in regard to this agenda item, were asked to step outside the meeting room until the voting on this agenda item was finished.

Mr. Surin Wungcharoen, the Independent Director, was asked to present details of this agenda item to the meeting in place of the Chairman, Mr. Nuthavuth Chatlertpipat, who is a retired Director and is being considered for re-election in this agenda.

The NRC had considered the qualifications, knowledge, competency, experience, ethics, and performance of each director due to retire by rotation and recommended to re-elect three (3) directors for another term.

The criteria for selection and nomination process could be referred to the FY2024/25 FORM 56-1 One Report as **Attachment 11** for the subject of Corporate Governance and details of each director's age, percentage of shareholdings, educational background, work experience, and board-meeting attendance were provided in **Attachment 3**, of the invitation letter that disseminated via the Company's website on 8th May 2025.

The directors proposed for re-election met all the requirements stipulated in the Public Limited Companies Act B. E. 2535 and relevant regulations of the Capital Market Supervisory Board.

The Board, apart from the directors with special interests on this agenda, had considered in compliance with criteria and procedures regarding directors' nomination and agreed with the NRC and proposed that the Meeting re-elects three (3) directors for another term.

The Chairman invited the Shareholders to raise any question or comment via the Inventech Connect e-shareholder meeting system.

There were no question and comment from the Shareholders, therefore the Chairman proceeded to the voting.

Resolution: The meeting approved the re-appointment of directors who retired by rotation to resume their directorship for another term, by the majority vote of shareholders and proxies who attended the Meeting and were eligible to vote as follows:

1. Mr. Nuthavuth Chatlertpipat, a Chairman and an independent director.

Type of Votes	Votes (1 Share = 1 vote)	% of the total shareholding
Approved	887,836,342	99.99
Disapproved	100	0.01
Abstained	0	0.00
Total	887,836,442	100.00

2. Datuk Rameli Bin Musa, a Deputy Chairman and an executive director.

Type of Votes	Votes (1 Share = 1 vote)	% of the total shareholding
Approved	889,341,432	100.00
Disapproved	0	0.00
Abstained	0	0.00
Total	889,341,432	100.00

3. Datin Sri Farah Binti Datuk Rameli, an executive director.

Type of Votes	Votes (1 Share = 1 vote)	% of the total shareholding
Approved	890,255,432	100.00
Disapproved	0	0.00
Abstained	0	0.00
Total	890,255,432	100.00

Mr. Surin Wungcharoen, invited 3 directors back to join the Meeting and invited Mr. Nuthavuth Chatlertpipat to continue proceeding with the Meeting.

Agenda 6: To consider and approve the remuneration of the Company's directors for the financial year ending 31st January 2026.

The Chairman informed the meeting that Article 32 of the Company's Article of Association stated that the Directors of the Company had the right to receive remuneration from the Company in the form of meeting allowances, bonus or other benefits in other forms, in accordance with the AOA or with approval by the shareholder meeting.

The NRC had carefully considered the directors' remuneration and concluded that to be in line with the market and industry standards, and commensurate with each director's responsibility and performance, the remuneration for the directors in FY2025/26 was recommended as follows:

Name of Directors	Type of Directorship	Directors Remuneration (THB)	
		FY2024/25	FY2025/26
Mr. Nuthavuth Chatlertpipat	Independent & Non-Executive Director	900,000	900,000
Mr. Abdul Khudus bin Mohd Naaim	Independent & Non-Executive Director	700,000	700,000
Mr. Apichat Suttisiltum	Independent & Non-Executive Director	700,000	700,000
Mr. Surin Wungcharoen	Independent & Non-Executive Director	700,000	700,000
Total		3,000,000	3,000,000

The NRC also recommended the meeting allowance for the Board of Directors Meeting, AC Meeting and NRC Meeting were set at the rate of THB20,000 per meeting.

The Board had agreed with the NRC recommendation and proposed to the Meeting to approve the Board of Directors' remuneration for FY2025/26 according to the proposal.

The Chairman invited the Shareholders to raise any question or comment via the Inventech Connect e-shareholder meeting system.

There were no question and comment from the Shareholders, therefore the Chairman proceeded to the voting.

Resolution: The meeting approved the proposed remuneration of the Company's directors for the financial year ending 31st January 20256, with the votes of more than two-thirds of the total votes of shareholders and proxies who attended the Meeting and were eligible to vote as follows:

Position	Directors Remuneration (THB)	Meeting Allowance Per Meeting (THB)
Chairman of the Board	900,000	20,000
Independent Director	700,000	20,000

Remark:

- 1) The meeting allowance is included with for the Board of Directors Meeting, AC Meeting and NRC Meeting, which are eligible only for non-executive director;
- 2) The director shall be entitled to the remuneration and meeting allowance only the highest position; and
- 3) The Directors' fee shall be paid on quarterly basis.

The voting results were as follows:

Type of Votes	Votes (1 Share = 1 vote)	% of the total shareholding
Approved	892,036,443	100.00
Disapproved	0	0.00
Abstained	0	0.00
Total	892,036,443	100.00

Agenda 7: To consider and approve the appointment of the Company's Auditors and fixing their remuneration for financial year ending 31st January 2026.

The Chairman informed the Meeting that according to the Section 120 of the Public Limited Companies Act. B.E. 2535, the appointment of the auditors of the Company and the audit fees must be approved at the Annual General Meeting of Shareholders.

After considering the reliability, independence, knowledge and experience in audit performance, capability to provide advice on accounting standards and certification of the financial statements in a timely manner of the auditors, the Audit Committee recommended the following auditors of EY Office Limited ("EY") to be the Company's auditor for the financial year ending 31st January 2026 ("FY2025/26").

Auditor	C.P.A. Registration No.
1. Ms. Sirirat Sricharoensup; or	5419
2. Ms. Watoo Kayankannavee; or	5423
3. Mr. Preecha Arunnara	5800

Any of the above auditors could conduct an audit and express opinion on the Company's financial statements. In the event that those aforementioned auditors were unable to perform their duties, the EY shall be authorized to assign another of its auditors to perform the audit and express an opinion on the Company's financial statement in their place. Each auditor's profile was shown in **Attachment 4** of the invitation letter that disseminated via the Company's website on 8th May 2025.

The Company's annual audit fees for the consolidated financial statements, and quarterly review fees for the consolidated financial statements of the Company for FY2025/26 shall not exceed THB4,100,000 (Four Million and One Hundred Thousand Baht Only), excluding actual out-of-pocket expenses as follows:

FY2025/2026 (THB) (Proposed year)	FY2024/2025 (THB)	Increase/(Decrease) (THB)
4,100,000	3,960,000	140,000

The Board had agreed with the AC and proposed the meeting to approve the appointment of the auditors from EY as the Company's auditors for FY2025/26 and fix their remuneration for FY2025/26.

The Chairman further notified the meeting that EY and the member firms of Ernst & Young Global Limited had been chosen as the auditors for the Company's subsidiaries.

The proposed annual audit fee and quarterly review fee for the subsidiaries for FY 2025/26 were detailed as follows:

FY2025/2026 (THB) (Proposed year)	FY2024/2025 (THB)	Increase (THB)
9,206,465.02	9,154,399.47	52,065.55

The Chairman invited the Shareholders to raise any question or comment via the Inventech Connect e-shareholder meeting system.

There were no question and comment from the Shareholders, therefore the Chairman proceeded to the voting.

Resolution: The meeting approved the appointment of the Company's Auditors of EY Office Limited ("EY") and fixing their remuneration for the financial year ending 31st January 2026, by the majority vote of shareholders and proxies who attended the Meeting and were eligible to vote as follows:

Type of Votes	Votes (1 Share = 1 vote)	% of the total shareholding
Approved	892,036,443	100.00
Disapproved	0	0.00
Abstained	0	0.00
Total	892,036,443	100.00

Agenda 8: To consider other business (if any)

The Chairman informed the meeting that this agenda was designated so that Shareholders could raise query and/or express comments to the Board and/or request the Board to provide explanation. There would be neither proposal for the meeting to consider and approve, nor be any voting on this agenda.

The Chairman invited the Shareholders to raise any question or comment via the Inventech Connect e-shareholder meeting system.

There was one (1) suggestion raised by the shareholder as follows:

Ms. Poonsri Karncharoenkulwong, a representative from the Shareholders' Right Protection Volunteer Club of the Thai Listed Company Association, suggested that the Company organize General/Extraordinary Meetings of Shareholders in a hybrid format (both physical and online). This would provide shareholders with the opportunity to communicate directly and transparently with Company Executives and Board members, aligning with the SEC's Letter of Guidance dated 19th March 2025.

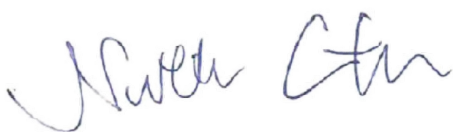
The Chairman assigned the Chief Executive Officer to respond the suggestion.

The Chief Executive Officer, noted the suggestion, stating that the Company will evaluate and consider organizing future General/Extraordinary Meetings of Shareholders as hybrid meetings, combining both an onsite and online format.

Since there was no Shareholder raising questions or any matters to consider, the Chairman for on behalf of the Board and the Company, thanked all the Shareholders, proxies, and attendees to participate in this meeting and declared the 2025 AGM of the Company adjourned.

The meeting was adjourned at 3:15 p.m.

Signed as a correct record.



Mr. Nuthavuth Chatlertpipat
Chairman of the Meeting