

Thai Nordic Association

No.1168/42, Lumpini Tower, Level 17, Rama IV Road, Thung Mahamek Sub-District
Sathorn District, Bangkok Metropolis

Minutes of the Annual General Meeting No. 1/2566

Date 4th April 2023

- Location** The Polo Club RBSC, 18 Witthayu Rd, Lumpini, Pathum Wan, Bangkok 10330.
- Attendees** There were twenty-four (24) ordinary members from the total number of 144 members attending the meeting.
- Absentees** 120 persons
- The meeting commenced** at 6:40 p.m.

Agenda A **Election of Chairman of the Annual General Meeting.**

Mr. Lasse Stalung Chairman of the Association asked the meeting to consider electing Mr. Leo Alexandersen as the Chairman of the meeting and appoint a secretary for the meeting.

Resolution The meeting acknowledged and unanimously confirmed Mr. Leo Alexandersen to preside as Chairman of the meeting. The Chairman then opened and commenced the meeting according to the association's agenda.

The Chairman of the meeting assigned Mr. Knut Hauslo to prepare the minutes of the meeting.

The Chairman informed the meeting that According to Article 19 of the Association's AOA, the Annual General Meeting must be held within two (2) months after the end of the financial year and the notice shall be sent not less than ten (10) days before the date scheduled for the meeting to the members. The meeting was held 4 days after the financial year and the notice was sent to the members March 20th 2023 16 days before the Meeting.

The Chairman informed the meeting that According to Article 21 of the Association's AOA. In a General Meeting of the Association, members present at the meeting of not less than one-tenth (1/10 (10%)) of the total number of Ordinary members, which shall be not less than five (5) Ordinary members, constitute a quorum. The meeting had a quorum as 24 ordinary members had attended the meeting, which is 17% of ordinary members of the association.

Agenda B **Approval of the minutes from last year's Annual General Meeting**

The Chairman asked the meeting to consider and certify the minutes of the previous general meeting of the Association according to a copy of the minutes of the meeting that has been distributed (in electronic file format) to members of the Association.

Resolution The meeting has considered and unanimously resolved to certify the minutes of the previous general meeting of the Association.

Agenda C **Approval of the Society's activities from last year.**

The present Chairman of the association Mr. Lasse Stalung sent out the Chairmans report in advance of the meeting. The directors Mr. Lasse



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Stalung, Mr. Kim Alexandersen, Mr. Filip Wallberg and the Golf Captain Ms. Petcharat Jiambutr informed the meeting on various activities of the Association in the past year.

The Chairman asked the meeting to consider the Association's activities from past year.

Resolution The meeting acknowledged and unanimously confirmed the report of the Board of Directors regarding various activities of the Association in the past year.

Agenda D Approval of the financial statement and the int. audit report.

The associations treasure Mr. Filip Wallberg informed about major problems assuring that emailed invoices are reaching members. Mrs. Kunnuda Wallberg called all the nonpaying members, and this research confirmed that there have been issues with members receiving emails as they sometimes go into the spam folder. Mr. Filip Wallberg recommended use of the credit card payment system STRIPE, and Mr. Alexander Wetterling had good experience with STRIPE or similar systems. Mr. Claus Nielsen also suggested some other similar type systems and to make sure that whichever is chosen can work in Thailand. Mr. Jan Eriksson said that the amount was so small that it was easy to forget, so he paid 5 years in advance for both his wife and himself.

The Chairman of the meeting asked the board to find a solution to the problem.

The Chairman then asked the meeting to consider the Association's financial statements consisting of the balance sheet and profit and loss statements for the fiscal year ended on March 31, 2022.

Resolution The meeting considered and unanimously resolved to confirm and approve the said financial statements of the Association

Agenda E-F To consider electing the Chairman of the Association, the executive Board of Directors and substitute Directors of the Association.

The Chairman has asked the retiring directors if they want to be nominated as directors to be re-elected, which needs to be supported by members. Only Mr. Lasse Stalung, Mr. Flemming Kruhoffer and Mr. Wichien Harnpraween stated their decision not to be nominated for re-election.

The meeting received the Chairman's resignation from the Board with much regret, after having led the Association for 4 successful years. Both Thordur Adelsteinson and Eid Alexandersen thanked Lasse Stalung for his unwavering belief in and tireless work for the Association, from a state of demise four years ago to the great success story it is today. Under his leadership the Association has undergone a transformation and



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repositioning with a name change and great activities to attract new members.
Thank you Lasse.

The Chairman informed the meeting that According to Article 12 of the Association's AOA, the Board of Directors has a term of office of three (3) years each. Six (6) of the Directors Mr. Lasse Stalung, Mr. Kim Alexandersen, Mr. Knut Hauslo, Mr. Thordur Adalsteinsson, Mr. Flemming Kruhoffer, and Mr. Wichien Harnpraween term of office of three (3) years has expired.

The other two (2) director(s) of the Association are Karl Erik Filip Wallberg who has been registered as director of the Association with the Department of Provincial Administration and/or related government officials on 21st February 2022, and Mr. Alexander Wetterling who has been registered as director of the Association with the Department of Provincial Administration and/or related government officials on 19th September 2022, are all still holding office According to Article 12 of the Association's AOA, the Board of Directors has a term of office of three (3) years each.

The last two substitute Mr. Henrik Friis and Mrs. Kunnuda Wallberg elected as Substitute director at the Annual General Meeting 16th June 2022, have not been registered as director of the Association with the Department of Provincial Administration and/or related government officials According to Article 12 of the Association's AOA.

Resolution The meeting acknowledged the retiring from some directors' positions per the details as stated above, and unanimously resolved to elect new directors replacing the retired ones, including to elect and determine the positions of the Executive Board of Directors and the alternate / substitute director. Therefore, the Board of Directors of the Association consists of the following persons:

Board of Directors consists of 7 directors in various positions as follows:

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|----------------------------------|-----------------------------|
| (1) Mr. Kim Alexandersen | Chairman of the Association |
| (2) Mr. Alexander Wetterling | Vice Chairman |
| (3) Mr. Karl Erik Filip Wallberg | Director and Treasurer |
| (4) Mr. Knut Hauslo | Director and Secretary |
| (5) Mrs. Kunnuda Wallberg | Director |
| (6) Ms. Aino Takkula | Director |
| (7) Mr. Thordur Adalsteinsson | Director |

Substitute Director consists of 4 persons as follows:

- (1) Mr. Jorma Manninen
- (2) Mr. Henrik Friis
- (3) Mrs. Petcharat Jiambutr
- (4) Mrs. Helena Ahola

Advisors consists of 4 persons as follows:

- (1) Mr. Wichien Harnpraween
- (2) Mrs. Dharmaporn Alexandersen
- (3) Mr. Gregers Moller
- (4) Mr. Lasse Stalung




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Agenda G To appoint the auditors and the substitute auditor for the fiscal year commenced on 1st April 2023 and ending on 31st March 2024.

The Chairman requested the meeting to consider appointing auditor and substitute auditor to be authorized to conduct the audit and express an opinion on the Association's financial statements for the fiscal year 2023, commenced on 1st April 2023 and ending on 31st March 2024.

Resolution The meeting considered and unanimously resolved that Mr. Gregers Moller to be internal auditor, and Mr. Jan Lund to be internal substitute auditor. The meeting also considered and unanimously resolved that Ms. Pattama Hongsittiwong (Certified Public Accountant (Thailand) No. 10298) be appointed as the auditor of the Association, being authorized to conduct the audit and express and opinion on the Association's financial statements for the fiscal year 2023, commenced on 1st April 2023 and ended on 31st March 2024. For the audit fee, the general meeting unanimously decided to accept an auditor's fee at the same level as for the fiscal year 2022.

Agenda H To propose on the Association's activities for the following year.

The Chairman Elect Mr. Kim Alexandersen informed that the board would continue events Crayfish Party, Golf Section, The Social, Christmas Bazar, and "Jule Skaalen". The Chairman Elect also saw renewed events like the Garden Party; and potential Bicycle event in cooperation with our new member Claus Nielsen..

The Chairman asked the meeting to consider the Association's activities for the following year.

Resolution The meeting acknowledged. And after consideration, the meeting has unanimously resolved to the ask the board to consider and plan relevant activities to be carried out in the following year.

Agenda I To discuss on other matters.

Mr. Lasse Stalung asked our long-time member Mrs. Dharmaporn Alexandersen (Khun Eid) to stand up during the reading of the nomination proposal of Mrs. Dharmaporn Alexandersen as Honorary Member.

The Chairman asked the meeting to consider to approve the board of directors' nomination of Mrs. Dharmaporn Alexandersen as our third Honorary Member of the Association.

Resolution The meeting unanimously approved with great honor the Nomination of Mrs. Dharmaporn Alexandersen as our third Honorary Member.

Conclusion: No other matters were proposed to the meeting for consideration, the meeting was adjourned at 7:50 p.m.





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Minutes of the meeting are certified to be correct:

Bangkok 4th April, 2023

Signed  Chairman of the meeting
(Mr. Leo Alexandersen)

Signed  Rapporteur
(Mr. Knut Hauslo)

Signed  Outgoing Chairman of the association
(Mr. Lasse Stalung)

