

**(Translation)**  
**Minutes of the 2020 Annual General Meeting of Shareholders**  
**One To One Contacts Public Company Limited**

**Date, Time and Venue** Held on July 14, 2020 at 10.00 a.m. at Meeting Room, 16th Floor, Software Park Building, 99/20 Moo 4 Chaengwattana Road, Klong Kluea, Pak Kret, Nonthaburi 11120.

**Directors Present**

- |                                   |  |
|-----------------------------------|--|
| 1. Mr. Vichai Srikwan             | Chairman of the Board of Directors, Independent Director, Audit Committee Member and Chairman of the Nominating and Compensation Committee |
| 2. Mr. Chaisak Angkasuwan         | Vice Chairman of the Board of Directors, Independent Director, Audit Committee Member and Chairman of the Corporate Governance Committee   |
| 3. Dr. Rathian Srimongkol, M.D.   | Independent Director, Chairman of Audit Committee, Nominating and Compensation Committee Member and Corporate Governance Committee Member  |
| 4. Dr. Pairoj Boonkongchuen, M.D. | Independent Director, Audit Committee Member, Nominating and Compensation Committee Member and Corporate Governance Committee Member       |
| 5. Mr. Watchai Vilailuck          | Director, Executive Committee Member and Chairman of Risk Management Committee   |
| 6. Mrs. Sukanya Vanichjakvong     | Director, Chairman of Executive Committee, Managing Director and Chairman of Sustainable Development Committee                             |
| 7. Mr. Thananan Vilailuck         | Director, Executive Committee Member and Risk Management Committee Member  |
| 8. Mr. Sirichai Rasameechan       | Director, Risk Management Committee Member and Corporate Governance Committee Member   |
| 9. Mr. Teerachai Phongpanangam    | Director and Executive Committee Member  |
| 10. Mrs. Phongsri Salucketch      | Director and Executive Committee Member  |

There are ten directors participated in the Meeting, equivalent to 100 percent of the total number of directors.

**Management**

- |                                   |   |
|-----------------------------------|---|
| 1. Ms. Suwanna Pradapwattanangune | VP-Operation Contact Center and Acting VP-Sales and customer relation |
| 2. Mrs. Sasakorn Suppatkul        | AVP-Sale  |
| 3. Mr. Pachara Kittiyawat         | AVP- Finance and Accounting   |
| 3. Ms. Thidarat Kaewyai           | Finance and Accounting Manager  |
| 4. Ms. Methavee Sawisate          | Corporate Secretary   |

**Representatives of EY Office Co., Ltd.**

- |                          |                  |
|--------------------------|------------------|
| 1. Mr. Ruth Chaovanakavi | Managing Partner |
| 2. Ms. Siriwan Suratopin | Partner          |

**Preliminary Proceedings** Ms. Methavee Sawisate Corporate Secretary welcomed shareholders and informed the meeting that there were 9 shareholders attended the meeting in person, representing 860,644 shares, equivalent to 0.3074 percent of total paid-up shares of the Company and 19 shareholders by proxy, representing 195,334,338 shares, equivalent to 69.4051 percent of total paid-up shares of the Company. There were a total of 28 shareholders, representing 195,194,982 shares, equivalent to 69.7125 percent of total paid-up shares of the Company and the required quorum was met under the Articles of Association of the Company.

Corporate Secretary introduces Chairman, directors, managements and auditor to the meeting. Then, she clarified the voting procedures to the shareholders as follows:

1. One share would be entitled to one vote;
2. The shareholders would cast their votes for, against, or abstain by marking the voting cards distributed at the registration table;

3. Shareholders who wish to vote against or abstain on any agenda have to raise their hands to enable the officers to collect the execution voting cards;
4. Only votes cast by those voting against or abstain would be counted. The number of those votes would be deducted from the total number of votes cast by the shareholders present at the Meeting. Finally, the balance would be treated as the number of affirmative votes in the relevant agenda;
5. Shareholders who appointed a proxy to attend and vote at the meeting, votes cast in the proxy forms; for, against or abstain, have been recorded in the computer and presented to the shareholders compared to total number of shareholders who attended the meeting and have the right to vote for each agenda.

In the present, it is still in the surveillance situation of the epidemic of corona virus 2019. Therefore, the Company has to set guidelines for compliance with the Department of Disease Control. If shareholders or proxies would like to propose comments suggestions or questions for each agenda, please write a question or comment on the question form which is received at the registration point instead of speaking through microphone in order to prevent the spread of corona virus 2019. Shareholders or proxies specify clearly the first and last name in the question form and specify whether it is shareholders or proxies and have to raise their hands to enable the officers to receive the question form. The officers will compile questions on each agenda and inquire for you

Corporate Secretary informed to the shareholders must return their voting cards to the staff of company when the meeting finished before they departed a conference room, and for transparency on counting the vote in the meeting, the Meeting asked volunteers from shareholders or proxies to be inspectors the counting of vote. Ms. Sasithorn Kaluntakasuwan, proxy from Bangkok Bank Plc. and Mr. Kajornpol Teeprasan, shareholder represent to be inspectors the counting of vote as well as requested for additional volunteers from the shareholders to be inspectors. However, no shareholders volunteered as inspector the counting of vote.

Corporate Secretary informed that the Company allowed its shareholders to propose agenda of the 2020 Annual General Meeting of Shareholders with proposing period from September 30<sup>th</sup>, 2019 to January 31<sup>st</sup>, 2020 and also allowed shareholders to submit any enquiries or comments concerning the Company's operation prior to the meeting date of 2019 Annual General Meeting of the Shareholders, from September 30<sup>th</sup>, 2019 onward. However, there was not any enquiry or proposal from the shareholders to be added in the agenda of the 2020 Annual General Meeting of the Shareholders.

Corporate Secretary informed to the shareholders that the Company will complete the minutes of the 2020 Annual General Meeting of Shareholders within 14 days after the meeting. It will publish to shareholders on the Company's website. If any shareholders has any objection, they will notify to corporate secretary section within 31 August 2020. If there are no objection, it shall be presumed that certify the minutes of the 2020 Annual General Meeting of Shareholders.

Then, the Chairman conducted the meeting according to the following agenda.

#### **Agenda 1 To acknowledge the Minutes of the 2019 Annual General Meeting of Shareholders**

The Chairman proposed the meeting to acknowledge the Minutes of the Annual General Meeting of Shareholder for 2019 held on April 26<sup>th</sup>, 2019. The Minutes of the Meeting were submitted to the Stock Exchange of Thailand and Ministry of Commerce within 14 days after the meeting date according to the requirement of the laws as well as posted on the Company's website at [www.onetoonecontacts.com](http://www.onetoonecontacts.com) since May 9, 2019. In addition, the Company provided an opportunity for shareholders to submit questions or objection regarding the minutes of the meeting to the Company. There were no objections from shareholders within the specified period.

The Board of Directors considered that the Minutes of the 2019 Annual General Meeting of Shareholders were correctly recorded and the copies was distributed together with the notice of the Annual General Meeting of Shareholder for 2020 to all shareholders in order to acknowledge.

The Chairman invited the shareholders to raise any question or opinion. No question was raised, then, he informed this agenda is for acknowledgement, therefore there is no vote casting he requested the Meeting to acknowledge the Minutes of the 2019 Annual General Meeting of Shareholders.

***Resolution: The meeting acknowledged the Minutes of the 2019 Annual General Meeting of Shareholders***

#### **Agenda 2 To acknowledge the Company's operating results and the 2019 Annual Report**

The Chairman proposed the meeting to consider the Company's operating results and the 2019 Annual Report, which had been sent to all shareholders together with the notice of meeting and requested Mrs. Sukanya Vanichjakkong, Chairman of Executive Committee and Managing Director, reported the Company's operating results in the previous year to the meeting.

Mrs. Sukanya Vanichjakkong, Chairman of Executive Committee and Managing Director reported to the meeting that in 2019, the Company had total revenue of Baht 790 million, net profit of baht 33 million. The Company classifies revenue based are as follows:

1. Based on type of revenue

In 2019, the Company had 98% of recurring revenue, equal than recurring revenue in 2018 while it had 2% of non-recurring revenue. The Company will maintain the level of recurring revenue more than 90% for stability of revenue.

2. Based on type of services

The Company had 5 services. In 2019, the Company had maximum revenue from fully outsourced contact center management services by 70%, outsourced customer service representative by 24%, Outsources contact center facility by 3%, and total turnkey solution by 1% and contact center maintenance service by 2%.

3. Based on type of customers' business

The Company divided 2 types of customers' business, private sectors and government agency. They were approximate portion by 47% and 53% respectively. Private sectors under our services still mainly consists of airline, insurance, and retail and e-commerce.

4. Based on term of contract

Most of customers had term of contract in 1 year, value 380 million baht or equivalent to 50% of total revenue, term of contract in 2-3 years value 277 million baht or equivalent to 37% of total revenue, and 4-5 years value 99 million baht or equivalent to 13% of total revenue.

#### Changes during the year

##### Employee skill development

In the past year, the company has changed the proportion of service from traditional service which is mainly provided by voice, to digitally-oriented services in order to increase the efficiency of the service and changing the service in the form of non-voice via more online media or mobile application

The Company emphasized on developing skill of employees to use the new technology effectively to ensure higher service efficiency in order to deliver high quality services to customers. The Company still firmly believes in the use of actual human skills in tandem with technology to provide high quality services.

##### Products and digital services development

The Company has developed products innovation and digital services continuously as follows:

- **chatbot & voicebot** is an automated communication and interactive system which can interact with customers through voices and messages to support contact center services, which is our main business.
- **Line customer connect** is a service which users can use LINE to contact service agents at anytime without being charged and agents can send and receive pictures, videos, locations with customers during the conversation in real time.
- **Keep a line** is a collection service of data or images which sent via LINE
- **Object detection service** is the system designed to ensure proper products placement with photograph, and evaluation as well as scoring satisfaction rating which can be used for further improvements.
- **Repair tracking mobile application** is a mobile application designed to track every process in the workflow to control service standards of services. This service is suitable for repair services or disbarment spare parts issue.
- **News feed and internet calling application** is a free mobile application to make international calls through the internet and receive news according to the location where the service is used.
- **Be your guide is a travel platform** is a simulated tourist guide that can be used on both mobiles and computers alike. This service provide information to tourist places through pictures, sound and AR technology, acting as your personal tour guide.
- **Smartech cleaning** is a cleaning service that uses technology to assist in cleaning by using robots together with people in the cleaning to increase service efficiency

##### Business partner

In 2019, the Company expanded its business by collaborating with business partners that have expertise in both software systems and operations in order to provide quality service and support our business together as follows

- LINE: The Company has been developing services on LINE platform since 2018 in offering services, LINE Customer Connect and Keep A Line.
- Google: The Company uses Google systems to develop voicebot service.
- Amazon Web Services: The Company uses the Amazon connect system to create cloud contact center.

#### Awards

- The Company received awards in 2019 & 2020 Thailand Outsourced Contact Center Service Provider of the Year as a private organization which operate a leading contact center business in Thailand for 8 consecutive years.
- Asia's Leading SMEs of the Asia Corporate Excellence & Sustainability Awards 2020 by MORS Group

#### Assessment result in 2019

- The Company scored "Excellence" or 5 Stars in the 2019 Corporate Governance Report of Thai listed companies
- The Company scored "4TIA" from the jointly survey on quality in convening the 2019 Annual General Meeting of Shareholders by Thai Investors Association and Listed Companies Association.
- Progress of participation with Collective Action Coalition (CAC)  
The Company recognizes the importance of anti-corruption and define continually the anti-corruption policies, general practices of Anti-Corruption for preparation to participate with Collective Action Coalition (CAC) in the future. The Company will further consider the suitability and availability to join CAC. The Company enrolled to be a member of Partnership Against Corruption for Thailand (PACT Network) which has main aim on Anti-corruption in Practice.

Chairman invited the shareholders to raise any question or opinion.

Ms. Irawan Anant, proxy holder from Thai Investors Association asked, when the Company will participate with Collective Action Coalition (CAC).

Mrs. Sukanya Vanichjakkong, Chairman of Executive Committee and Managing Director declared to the meeting that the Company has formulated continually the anti-corruption policies and general practices of Anti-Corruption in every year for preparation to participate with Collective Action Coalition (CAC) in the future. The Company intends that the Company must be certified as a member of CAC when make decision to apply to join CAC. The Company therefore takes time to prepare and discuss within the Group Companies in order to participate in this project with the Group Companies together.

No question was raised, then, he informed this agenda is for acknowledgement, therefore there is no vote casting. He requested the meeting to certify the Board of Directors' report on the Company's operating results and the annual report for 2019.

***Resolution: The meeting acknowledged the Company's operating results and the 2019 Annual Report.***

#### **Agenda 3 To consider and approve the Company's financial statements for the year ended December 31<sup>st</sup>, 2019**

Chairman proposed the meeting to consider and approve the Company's financial statements for the year ended December 31<sup>st</sup>, 2019, which was duly audited by the auditor, which was distributed to the shareholders together with the invitation of this meeting. Chairman requested Mrs. Sukanya Vanichjakkong, Chairman of Executive Committee and Managing Director summarized the Company's financial statements ended December 31<sup>st</sup>, 2019 which is according to Management Discussion and Analysis as follows;

#### Statement of Comprehensive Income

In 2019, The Company had total revenue of Baht 790 million, increased by 10.05%, total expense of Baht 757 million, decreased by 8.57% and net profit of Baht 33 million, increased by 60.19% due to interest income from winning case of lawsuit against the trade receivable.

#### Statement of financial position

The Company had total assets of Baht 975 million, it increased from cash and cash equivalent due to the receipt of interest income from winning the trade receivables case. The Company had total liabilities of Baht 107 million, increased by 18.78%, it increased mainly from trade account payables and provision for long-term employee benefits which were higher from changes in retirement laws.

#### Financial ratio

The Company had current ratio by 9.68, slightly decreased, but still considered the company had high liquidity. Debt to equity ratio (D/E ratio) by 0.12 time, close to the previous year, it considered at low rate. Return on asset (ROA) by 3.44%,

return on equities (ROE) by 3.84%, and current ratio by 4.18 times. Increasing of financial ratios as a result of increased of revenue. All financial ratios showed financial stability and profitability of the Company.

The Chairman invited the shareholders to raise any question or opinion.

Ms. Irarom Anant, proxy holder from Thai Investors Association asked, why in the year 2019, the company had increased total revenue but gross profit margin decreased.

Mrs. Sukanya Vanichjakvong, Chairman of Executive Committee and Managing Director declared to the meeting that in the last year a part of income increased from interest and increasing amount of new customers. The gross profit margin decreased due to the loss of a large customer account in the airline group which changed to use AI technology in providing services. Other part of income increased from the wages that have been adjusted higher. The Company found that if using the old cost management method, the Company will have a lower chance of making profit. At present, the Company has changed the method of management for each new project in order to increase profit margins.

Ms. Irarom Anant, proxy holder from Thai Investors Association asked why the salaries, wages and other employee benefits which were shown in the consolidated financial statements increased by 60.2 million baht or 12%.

Mrs. Sukanya Vanichjakvong, Chairman of Executive Committee and Managing Director declared to the meeting that in the previous year the company has expanded outsourced services to private and government agencies, resulting in an increase in salaries.

Ms. Irarom Anant, proxy holder from Thai Investors Association asked why the office building rental fee and utility services agreements with related companies increased from last year by 1.9 million baht per month.

Mrs. Sukanya Vanichjakvong, Chairman of Executive Committee and Managing Director declared to the meeting that the building that the Company had previously rented last year has increased the rental rate by 40-50%, so the Company decided to move the office to Software Park Building. The Company understands that the previous building has changed management team and rental policy by it does not making long-term lease agreements. It will affect the business operations of the Company if the Company must move the office, there will be a very high moving cost.

Ms. Irarom Anant, proxy holder from Thai Investors Association asked more about the rental fees of Software Park Building, Is it cheaper than the previous building.

Mrs. Sukanya Vanichjakvong, Chairman of Executive Committee and Managing Director has more declared to the meeting that the rental rate of previous building that has been increased will be slightly more expensive than the rental rate of Software Park Building. But the Company looks at the Company is able to make long-term lease agreements which will not incur the expense of moving the office in the future.

Ms. Irarom Anant, proxy holder from Thai Investors Association asked about the maintenance service revenue decreased by 3.1 million baht or 11.5 percent from end of contract with Government and State enterprise customer. I would like to know that has the company renewed this customer contract yet.

Mrs. Sukanya Vanichjakvong, Chairman of Executive Committee and Managing Director declared to the meeting that the Company has already renewed this contract with a different scope of service in the hardware and software maintenance contract of the data center with Government and State enterprise customer. The company expects to renew the contract for another 1-2 years.

No question was raised, then, he requested the Meeting to consider and approve the Company's financial statements ended December 31, 2019. He also informed that this agenda shall be approved by the majority votes of shareholders attending the meeting and having the right to vote.

**Resolution: The meeting approved the Company's financial statements for year ended 31<sup>st</sup> December 2019. The Meeting, by majority votes of shareholders who attend the meeting and casting votes, approved this agenda as follows:**

<b>Approved</b>	<b>201,106,884</b>	<b>votes, equivalent to</b>	<b>100.0000</b>	<b>percent</b>
<b>Disapproved</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>
<b>Abstained</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>
<b>Invalid ballots</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>

**Agenda 4 To consider and approve statutory reserve and no additional dividend payment for the year 2019 operating results and acknowledge the 2019 interim dividend payments**

Chairman requested Mrs. Sukanya Vanichjakvong, Chairman of Executive Committee and Managing Director reported to the meeting that the Company has policy to pay dividend no less than 50% of its net profit after deduction of all reserves as stated in the Company's Articles of Association and related laws, subject to the Company's future investment plans and business expansion, including other necessity and suitability. In addition, payment for dividend will derive from profits from disposal of investments or fixed assets of the Company or its subsidiaries. The management and the Board of Director will decide whether or not to pay dividend or amount to be paid by taking into account the Company's future investment plans and business expansion, including other necessity and suitability. The subsidiaries' dividend payment policy will be the same as that of the Company.

According to the Public Company Act B.E.2535 and the Company's Article of Association, the Company shall allocate not less than 5 percent of its annual net profit less the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount not less than ten percent of the registered capital.

The Company has provided statutory reserve of Baht 1,900,000 or 5.12% of its net earnings for the year in the Company's financial Statement for the year ended 31<sup>st</sup> December 2019 as required by related law.

In 2019, net profit of the Company were Baht 37,092,152 or equivalent to Baht 0.13 per share. The Board of Directors recommends Shareholders to acknowledge the Company has paid the interim dividend, at the rate of Baht 0.03 per share and Baht 0.10 per share, paid to shareholders on September 5, 2019 and May 5, 2020, respectively. The total interim dividend payments for the 2019 Company's operating results at Baht 0.13 per share or equivalent 98.13% of separate net profit which was higher than rate stipulated by the Company's dividend payment policy. The Board of Directors recommends Shareholders to approve no additional dividend payment for the year 2019 operating results.

The Chairman invited the shareholders to raise any question or opinion.

No question was raised, then, he requested the Meeting to approve statutory reserve and dividend payment for 2018. He also informed that this agenda shall be requires the majority votes of shareholders who attend the meeting and cast their votes.

**Resolution: The meeting approved no additional dividend payment for the year 2019 operating results due to the Company has paid the interim dividend for 2 times, at the rate of Baht 0.03 per share and Baht 0.10 per share, paid to shareholders on September 5, 2019 and May 5, 2020, respectively. The total interim dividend payments for the Company's operating results from January 1 to December 31, 2019 at Baht 0.13 per share or equivalent 98.13% of separate net profit. The Company has provided statutory reserve of Baht 1,900,000 or 5.12% of its net profit for the year in the Company's financial Statement for the year ended 31<sup>st</sup> December 2019 as required by related law. The Meeting, by majority votes of shareholders who attend the meeting and casting votes, approved this agenda as follows:**

<b>Approved</b>	<b>201,106,884</b>	<b>votes, equivalent to</b>	<b>100.0000</b>	<b>percent</b>
<b>Disapproved</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>
<b>Abstained</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>
<b>Invalid ballots</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>

**Agenda 5 To consider and approve the election of the Company's directors to replace of those who will retire by rotation**

The Chairman informed the meeting that under the Company's Corporate Governance Policy "the directors who have conflict of interest will not participate and attend in any agenda that they have conflict of interest in both board" Thus, there are four directors who will retire by rotation in 2020 consist of Dr. Rathian Srimongkol, M.D., Mr. Watchai Vilailuck, Mr. Thananan Vilailuck and Mr. Teerachai Phongpanangam were voluntarily absent in the meeting room to allow shareholders to freely express their opinion and clarify details for the meeting's consideration.

Chairman reported that according to the Public Company Act B.E.2535 and Article 16 of the Company's Articles of Association, one-third (1/3) of the Directors must retire by rotation in the Annual General Meeting of Shareholders. The following four directors will retire by rotation in this year:

1. Dr. Rathian Srimongkol, M.D. : Independent Director / Chairman of the Audit Committee / Corporate Governance Committee Member / Nominating and Compensation Committee Member
2. Mr. Watchai Vilailuck : Director / Executive Committee Member / Chairman of the Risk Management Committee
3. Mr. Thananan Vilailuck : Director / Executive Committee Member / Risk Management Committee Member
4. Mr. Teerachai Phongpanangam : Director / Executive Committee Member

The Nominating and Compensation Committee, without members who have conflict of interests, had considered all required qualifications of the directors pursuant to the applicable laws, the Company's Articles of Association, and Nomination of Directors and Management as defined in the Company's Corporate Governance Policy, and was of the opinion that the 4 directors who will retire by rotation, namely Dr. Rathian Srimongkol, M.D., Mr. Watchai Vilailuck, Mr. Thananan Vilailuck and Mr. Teerachai Phongpanangam have all the qualifications as specified in the Public Company Act B.E. 2535, knowledge, capability and experience in the business relating to the Company's operation where such experience may be applied to enhance the Company's operation efficiency.

Dr. Rathian Srimongkol, M.D., had qualified to be independent directors. The Board of Directors considered qualifications of the Independent Director underlying the Company's Corporate Governance Policy are more intensive than the minimum requirement of the Securities Exchange Commission (SEC), those qualifications of Dr. Rathian Srimongkol, M.D., is completed with all regulations and he can express independent opinion.

The Board of Directors with the advice of Nomination and Compensation Committee, without members who had conflict of interest, recommends Shareholders to approve the election of the 4 directors who will retire by rotation, namely Dr. Rathian Srimongkol, M.D., Mr. Watchai Vilailuck, Mr. Thananan Vilailuck and Mr. Teerachai Phongpanangam to be the Company's directors for another term. The directors who have conflict of interests therein were not participation in this agenda.

The Chairman invited the shareholders to raise any question or opinion.

Ms. Irarom Anant, proxy holder from Thai Investors Association asked about term of directorship of Dr. Rathian Srimongkol, M.D., independent director. How many term of directorship of Dr. Rathian Srimongkol if he shall be appointed to be a director for another term, 10 years?

Ms. Methavee Sawisate, Corporate Secretary clarified the meeting that it is correct.

No question was raised, then, he requested the Meeting approve the election of the Company's directors to replace of those who will retire by rotation. He also informed that this agenda shall be requires the majority votes of shareholders who attend the meeting and cast their votes.

**Resolution: The meeting approved the election of the 4 directors who retired by rotation, namely Dr. Rathian Srimongkol, M.D., Mr. Watchai Vilailuck, Mr. Thananan Vilailuck and Mr. Teerachai Phongpanangam to be the Company's directors for another term. The Meeting, by majority votes of shareholders who attend the meeting and casting votes, approved this agenda as follows:**

<b>1) Dr. Rathian Srimongkol, M.D.</b>	<b>Independent Director / Chairman of the Audit Committee / Corporate Governance Committee Member / Nominating and Compensation Committee Member</b>			
<b>Approved</b>	<b>201,106,784</b>	<b>votes, equivalent to</b>	<b>100.0000</b>	<b>percent</b>
<b>Disapproved</b>	<b>100</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>
<b>Abstained</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>
<b>Invalid ballots</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>
<b>2) Mr. Watchai Vilailuck</b>	<b>Director / Executive Committee Member / Chairman of the Risk Management Committee</b>			
<b>Approved</b>	<b>201,106,884</b>	<b>votes, equivalent to</b>	<b>100.0000</b>	<b>percent</b>
<b>Disapproved</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>
<b>Abstained</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>
<b>Invalid Ballots</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>
<b>3) Mr. Thananan Vilailuck</b>	<b>Director / Executive Committee Member Risk Management Committee Member</b>			

<b>Approved</b>	<b>201,106,884</b>	<b>votes, equivalent to</b>	<b>100.0000</b>	<b>percent</b>
<b>Disapproved</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>
<b>Abstained</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>
<b>Invalid ballots</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>

<b>4) Mr. Teerachai Phongpanangam</b>	<b>Director / Executive Committee Member</b>			
<b>Approved</b>	<b>201,106,884</b>	<b>votes, equivalent to</b>	<b>100.0000</b>	<b>percent</b>
<b>Disapproved</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>
<b>Abstained</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>
<b>Invalid ballots</b>	<b>0</b>	<b>votes, equivalent to</b>	<b>0.0000</b>	<b>percent</b>

#### **Agenda 6 To consider and approve the remuneration of the Board of Directors and Subcommittees for 2020**

Chairman reported the meeting that the Company had policy of the remuneration of the Board of Directors and Committees have been clearly and transparently set to be comparable to the general practice in the same industry and be appealing enough to attract and retain qualified directors.

The remuneration of the Board of Directors and Committees in 2019 was in accordance with the resolution of the 2019 Annual General Meeting of Shareholders, held on April 26, 2019 at the amount of not exceeding Baht 4,000,000 consists of meeting allowance for each meeting participated of the Board of Directors and subcommittees and bonus without other benefits. The actual payment of the remuneration for 2019 was Baht 1,385,000.

The Nominating and Compensation Committee had considered the remuneration of the Board of Directors and subcommittees appropriately in line with the general practice of the industry, the Company's growth and expansion. After consideration, the Nominating and Compensation Committee proposed to fix the remuneration of the Board of Directors and Committees for 2020 at the same amount as previous year of not exceeding Baht 4,000,000 consists of meeting allowance for each meeting participated of the Board of Directors and Committees and bonus without other benefits. The meeting allowance for each meeting participated of the Board of Directors and Committees was proposed at the same amount as previous year as follows:

	Meeting allowance (Bath/Meeting)	
	<u>Chairman</u>	<u>Member</u>
Board of Directors	20,000	10,000
Audit Committee	20,000	10,000
Corporate Governance Committee	15,000	10,000
Nominating and Compensation Committee	15,000	10,000

There is no consideration of meeting allowance for the Executive Committee, the Risk Management Committee and the Sustainable Development Committee.

The Chairman invited the shareholders to raise any question or opinion.

Ms. Irarom Anant, proxy holder from Thai Investors Association asked about the remuneration of the Board of Directors and subcommittees that is actually less than the amount requested for approval. Why doesn't the company reduce the remuneration limit as it actually paid?

Mr. Sirichai Rasameechan declared to the meeting that The Company determines remuneration of the Board of Directors and subcommittees by considering from the Company's performance. Therefore, the Company proposed to approve the remuneration limit due to the Company cannot expect what the operating results this year will be if this year the company has good performance, it is possible for the Board of Director will consider to pay higher remuneration than the previous year. In the past, the Company has set a limit of remuneration at 4,000,000 baht every year. Therefore, the Company has approved the same amount. The Board of Directors will consider remuneration of the Board of Directors in a comprehensive, appropriate and fair manner.

No question was raised, then, he requested the Meeting to approve the remuneration of the Board of Directors and Subcommittees for 2020. He also informed that this agenda shall be requires not less than two-thirds of votes of shareholders who attend the meeting and cast their votes.

**Resolution: The meeting approved the remuneration of the Board of Directors and subcommittees for 2020 at the same amount as previous year of not exceeding Baht 4,000,000 consists of meeting allowance and bonus without other benefits. The meeting allowance for each meeting participated of the Board of directors and subcommittees was approved at the same amount as previous year as follows:**



	<i>Meeting allowance (Bath/Meeting)</i>	
	<i>Chairman</i>	<i>Director</i>
<i>Board of Directors</i>	<i>20,000</i>	<i>10,000</i>
<i>Audit committee</i>	<i>20,000</i>	<i>10,000</i>
<i>Corporate Governance Committee</i>	<i>15,000</i>	<i>10,000</i>
<i>Nominating and Compensation Committee</i>	<i>15,000</i>	<i>10,000</i>

*There is no consideration of meeting allowance for the Executive Committee, the Risk Management Committee and the Sustainable Development Committee. The Meeting, by not less than two-thirds of votes of shareholders who attend the meeting and casting votes, approved this agenda as follows:*

<i>Approved</i>	<i>201,105,884</i>	<i>votes, equivalent to</i>	<i>99.9995</i>	<i>percent</i>
<i>Disapproved</i>	<i>1,000</i>	<i>votes, equivalent to</i>	<i>0.0005</i>	<i>percent</i>
<i>Abstained</i>	<i>0</i>	<i>votes, equivalent to</i>	<i>0.0000</i>	<i>percent</i>
<i>Invalid ballots</i>	<i>0</i>	<i>votes, equivalent to</i>	<i>0.0000</i>	<i>percent</i>

**Agenda 7 To consider and approve the appointment of the Company's auditors and fixing audit fee for 2020**

The Chairman reported the meeting that Audit Committee had selected the Company's auditors for 2020 according to process and proposed the Board of Directors and shareholders to appoint the auditor from EY Office Limited to be the Company's auditors for 2020. They have efficiently audited financial statements the Company and subsidiaries and are able to provide beneficial recommendations to the Company and have no other relation or interests with the Company, subsidiaries, executives, major shareholders or related persons. They can express their independent opinion to the Company's financial statements. In addition, EY Office Limited has been accepted either in Thailand and international level with the professional team having good auditing experience. Any one of the following auditors were authorized to conduct the audit and express an opinion on the Company's financial statements:

1. Ms. Siriwan Suratepin CPA No. 4604 and/or  
(The Company's auditor in 2018-2019, totaling 2 years)
2. Mrs. Sarinda Hirunprasurtwutti CPA No. 4799 and/or  
(The Company's auditor in 2015-2017, totaling 3 years)
3. Ms. Siriwan Nitdamrong CPA No. 5906  
(Never audit or express an opinion on the Company's financial statements)

In the event that those auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place. The Board of Directors with the advice of the Audit Committee had considered and proposed the audit fee for 2020 of Baht 1,460,000, (2019: Baht 1,350,000) increase from last year due to the changes in accounting standards and auditors' report of Baht 110,000. The Company had not pay any non- audit fee during the year. Auditors from the same office shall also be appointed auditors of the Company's subsidiaries.

Chairman invited the shareholders to raise any question or opinion. No question was raised, then, he requested the Meeting approve the appointment of the Company's auditor and fixing audit fee for 2020. He also informed that this agenda shall be requires the majority votes of shareholders who attend the meeting and cast their votes.

***Resolution: The meeting approved the appointment of any one of the following auditors from EY Office Limited to be the Company's auditor for 2020 with the audit fee for 2020 of Baht 1,460,000.***

- 1. Ms. Siriwan Suratepin CPA No. 4604 and/or***
- 2. Mrs. Sarinda Hirunprasurtwutti CPA No. 4799 and/or***
- 3. Ms. Siriwan Nitdamrong CPA No. 5906***

***In the event that those auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place. The Meeting, by majority votes of shareholders who attend the meeting and casting votes, approved this agenda as follows:***

<i>Approved</i>	<i>201,105,884</i>	<i>votes, equivalent to</i>	<i>99.9995</i>	<i>percent</i>
<i>Disapproved</i>	<i>0</i>	<i>votes, equivalent to</i>	<i>0.0000</i>	<i>percent</i>
<i>Abstained</i>	<i>1,000</i>	<i>votes, equivalent to</i>	<i>0.0005</i>	<i>percent</i>
<i>Invalid ballots</i>	<i>0</i>	<i>votes, equivalent to</i>	<i>0.0000</i>	<i>percent</i>

**Agenda 8 Other matters (If any)**

Chairman invited the shareholders to raise any question or opinion.

No question was raised, then, the Chairman thanked the shareholders for attending the meeting and declared the meeting closed at 11.00 a.m.

(Mr. Vichai Srikwan)  
Chairman of the Board of Directors

(Ms. Methavee Sawisate)  
Corporate Secretary