



**Minutes of the 2021 Annual General Meeting of Shareholders of
Osotspa Public Company Limited**

The 2021 Annual General Meeting of Shareholders (the “**Meeting**”) was held on Tuesday, April 27, 2021, at 2.00 p.m. The Meeting was organized in an electronic meeting only in accordance with Emergency Decree on Electronic Meetings, B.E. 2563 (2020) and related law and regulations.

The Meeting started at 2.00 p.m.

Ms. Palica Mokkhavesa, Company Secretary, acted as the Master of Ceremonies and the assistance to the Meeting (the “**MC**”), welcomed the shareholders and all attendees to the Annual General Meeting of Shareholders of Osotspa Public Company Limited (the “**Company**”). For the electronic meeting, the Company assigned Inventech Systems (Thailand) Co., Ltd., who passed the self-assessment as a service provider for arranging the electronic meeting (“**Self-Assessment**”) in accordance with the Standard for Maintaining Security for Information Technology of the Meeting Control System declared by Electronic Transactions Development Agency (“**ETDA**”). The Meeting shall be conducted via teleconference through Cisco Webex which passed Self-Assessment with ETDA that the system met the Standard for Maintaining Security for Information Technology of the Meeting Control System. All attendees who are eligible to attend the Meeting must identify themselves to be granted Usernames and Passwords. The explanation on the electronic meeting procedure was provided in Attachment No.9 which was sent to all shareholders with the letter of invitation.

The Company had set the Record Date of March 11, 2021 as to determine names of the shareholders eligible to attend the Meeting. The documents for the Meeting was published on the Company’s website since March 26, 2021 and the Letters of invitation were sent to the shareholders prior the Meeting date since March 31, 2021. The documents were also published in English for the purpose for all shareholders to equally access the information.

The MC introduced Directors, Managements, and Auditors as follows;

Directors Present at the Meeting

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| 1. Mr. Surin Osathanugrah | Chairman of the Board of Directors and Chairman of the Meeting |
| 2. Mr. Somprasong Boonyachai | Independent Director, Vice Chairman of the Board of Directors, and Chairman of the Nomination, Remuneration and Corporate Governance Committee |
| 3. Mrs. Kannikar Chalitaporn | Vice Chairperson of the Board of Directors, and Chairperson of the Executive Committee |
| 4. Mr. Thana Chaiprasit | Director, Member of the Executive Committee, and Acting CEO |

5.	Mr. Pratharn Chaiprasit	Director and Senior Vice Chairman of the Executive Committee
6.	Mr. Tasharin Osathanugrah	Director and Vice Chairman of the Executive Committee
7.	Mr. Niti Osathanugrah	Director, Member of the Executive Committee, and Member of the Nomination, Remuneration and Corporate Governance Committee
8.	Ms. PENCHUN Jarikasem	Independent Director and Chairperson of the Audit Committee
9.	Mr. Krirk Vanikkul	Independent Director and Member of the Audit Committee
10.	Mrs. Sinee Thienprasiddhi	Independent Director and Member of the Audit Committee
11.	Mr. Salin Pinkayan	Independent Director, Chairperson of the Risk Management Committee, and Member of the Nomination, Remuneration and Corporate Governance Committee
12.	Mrs. Wannipa Bhakdibutr	Director, Member of the Executive Committee, Member of the Risk Management Committee, and President
13.	Mrs. Porntida Boonsa	Director, Member of the Executive Committee, and Chief Financial Officer

There were 13 directors (from total 15 directors) presented at the Meeting, representing 86.67 percent of the Company's directors. There were 2 directors absent from the Meeting i.e. Mr. Ratch Osathanugrah (Vice Chairman of the Board of Directors) and Mr. Petch Osathanugrah (Vice Chairman of the Board of Directors) due to their health issues.

Mr. Somprasong Boonyachai (Vice Chairman of the Board of Directors) was assigned by the Chairman of the Meeting to run the Meeting.

One Management Presents at the Meeting

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| 1. | Mr. Prakasit Itharat | Head of Legal |
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One Auditor from KPMG Phoomchai Audit Ltd. or KPMG Presents at the Meeting

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| 1. | Mr. Ekkasit Chuthamsatid |
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The MC informed the shareholders of the Company's basic information that the Company has a registered capital and paid-up capital of Baht 3,003,750,000, consisting of 3,003,750,000 ordinary shares, with each share having a par value of Baht 1. At 2.00 p.m., the MC informed the Meeting that there were 30 shareholders attending in persons, representing 500,330,920 shares, and 794 shareholders attending by proxies, representing 1,459,923,442 shares, which in total amount to 824 shareholders, representing 1,960,254,362 shares, or equivalent to 65.26 percent of the Company's total issued shares. Hence, a quorum was constituted pursuant to the Company's Articles of Association ("**AoA**").

Prior to considering the matters in accordance with the agenda items, the MC informed the shareholders of the voting procedures and vote counting as follows:

1. In casting votes, one (1) share shall have one (1) vote; and vote counting in each agenda item shall be complied with law and the Company's AoA as follows;
 - For agenda 1, the acknowledgement on the Company's performance results for the year 2020 thus voting is not required.
 - For agenda 2, 3, 4 and 6, the resolution shall be approved by majority vote of the shareholders present at the Meeting and cast the vote. The Company shall calculate the vote from the shareholders present at the Meeting and cast the votes, excluding the total vote cast in disapproval or abstention.
 - For agenda 5, the Board of Directors' and the Sub-committees' remuneration, the resolution shall be approved by the vote cast not less than two-thirds of the shareholders present at the Meeting. The Company shall calculate the vote from the shareholders present at the Meeting.
 - For agenda 7, the amendment to the Company's objectives and the amendment to Clause 3 of the Memorandum of Association (Company's objectives), the resolution shall be approved by the vote cast not less than three-fourths of the shareholders present at the Meeting and has the right to vote. The number of votes in disapproval or abstention shall be included in the total number of votes.
 - For vote casting in the Proxy Form C, where the vote is not specified in the form and not confirmed by the proxy, the Company will consider it as an abstention from voting.
2. Voting as followings shall be considered as the voided ballot e.g., in case of proxy to Independent Director with more than one box are marked, having a cross-out without endorsement or the vote is divided (except for a case where a custodian is appointed) or casting votes more than number of available votes. A voided ballot shall be considered as an abstention from voting in the relevant agenda.
3. Vote counting in each agenda item shall be done openly and each vote must be done via the Meeting application. In case of shareholders vote on a button of disapproval or abstention, the Company shall deduct the disapproval or abstention votes from the total number of votes in each agenda. The rest of votes shall be considered as approval votes.

In case of shareholders do not cast any votes or cancel votes subsequently do not click any vote buttons until the Company announces the vote casting is closed, they shall be considered as approval votes.
4. The agenda regarding the approval and election of the directors to replace those retired by rotation, the vote shall be casted for each director.
5. Any attendee having special conflict of interest in any agenda shall be excluded from casting a vote in that agenda, except for the agenda on election of the directors to replace those retired by rotation, every attendee shall be able to cast a vote without being deemed as having a special conflict of interest.
6. Details on the results of vote counting for each agenda item shall be announced to the Meeting once closing of vote casting in each agenda.

7. Before casting a vote in each agenda, the Company shall give attendees an opportunity to ask questions or to give comments. Any attendee ought to ask any question or give any comment in relevant to the presenting agenda by typing questions or comments in the Meeting application with polite words.

If attendees wish to ask any question or give any comment by verbal via VDO conference, click “Raise Hand” and wait for a response from our staff. It is required to turn on your camera and microphone once you are asking the question. It is also required for attendees to inform your name, surname, and status e.g. a shareholder or a proxy holder before asking the question. Please be polite when asking and/or making a comment in the Meeting.

The Company shall grant the right for 3 attendees to ask or comment by verbal respectively.

The inquiry shall be answered only the relevant agenda. Any questions or comments of other matters which are not answered at the Meeting, the Company shall gather and answer them in an appendix and published with the minutes of the Meeting through the Company’s website within 14 days from the date of the Meeting. Mr. Somprasong Boonyachai gave welcome speech to shareholders and notified the Meeting that due to the pandemic of Coronavirus Disease 2019 (“**COVID-19**”), the Company realized the responsibility to public. Therefore, the Company held the Meeting via electronic meeting with no shareholder to attend the Meeting in person and the Company encouraged shareholders to proxy to any Independent Director to attend the Meeting and cast votes on behalf of shareholders. The Company would like to thank you for your understanding and cooperation and would like to apologize in advance for any problems that may occur.

The Company invited the shareholders to propose the agenda item and to nominate qualified candidate(s) to be elected as the Company’s director(s) in advance for the 2021 Annual General Meeting of Shareholders from November 1, 2020 to December 30, 2020. The news was published via the Stock Exchange of Thailand (“**SET**”)’s website and the Company’s website. However, there was no shareholder to propose agenda and nominate qualified candidate(s) to be elected as the Company’s director(s). Therefore, there would be no other businesses more than the agenda items which were noticed in the letter of invitation for making the Meeting will be finished within 2 hours. Therefore, it is commenced the Meeting to consider matters under the agenda items in the letter of invitation delivered to the shareholders, as follows:

Agenda 1 To Acknowledge the Company’s Performance Results for the Year 2020

Mr. Somprasong Boonyachai invited Mrs. Wannipa Bhakdibutr to present the Company’s performance results for the year 2020 to the Meeting.

Mrs. Wannipa Bhakdibutr reported that in compliance with Section 113 of the Public Limited Companies Act (“**PLCA**”) and Article 39 of the Company’s AoA, the Company’s performance results for the year 2020, which the Company’s Board of Directors had summarized the Company’s performance and significant changes during the year 2020 which forms part of the Company’s 2020 Annual Report (Form 56-1 One Report). Shareholders can download the details via QR Code in attachment which delivered together with the letter of invitation in accordance with the guideline from SET and Thailand Securities Depositor Company Limited (“**TSD**”) to develop easy access to information and to keep up with everchanging circumstances in society including to reduce resource consumption for long-term sustainability. In this regard, the overall performance in important events in 2020 were summarized in the form of a 10-minute video for the Meeting as shown to the shareholders.

After the video, Mr. Somprasong Boonyachai reported the progress on anti-corruption, which was included in the Company's 2020 Annual Report (Form 56-1 One Report), page 164, summarized as follows:

1. The Company has the policy and guideline to counter corruption in any forms. The Board of Directors approved the anti-corruption policy to promote and to encourage all levels of employees including raise awareness of anti-corruption such as the employees are prohibited to accept or demand any gifts both in monetary and non-monetary including entertainment and any benefits which will influence the decision of distributors, business partners and suppliers and having the indications of transparent procurement regulation and systems;
2. The anti-corruption policy and guideline also encompasses human resource management, from selection or choosing of the Company's personnel, promotion, training, work evaluation, and giving compensation to its employees, as well as the maintenance of its fairness and protection of employees and other people who notify the Company of clues or evidence on corruption in relation to the Company or a company in our group, including protection of employees who refuse to take part in such corruption, in accordance with the measures to protect whistleblowers and people who cooperate in reporting corruption, as prescribed in its Whistleblowing Policy;
3. The Company has an Internal Audit function to perform the business unit audits. Internal Audit also has a dedicated investigator who examines and investigates any irregularities, working closely with the Human Resources and Legal functions.

The Company is currently undergoing a process of clarifying its roles, responsibilities, and operating framework for the purpose of further joining Thailand's Private Sector Collective Action Coalition Against Corruption (CAC). To date, the Company has never been involved in a significant dispute or lawsuit in relation to corruption.

Mr. Somprasong Boonyachai then informed that this agenda regarding the acknowledgement of the previous year's overall performance was related to agenda 2 regarding the consideration and approval of the financial statements for the year ended 31 December 2020. As such, it was requested that agenda 2 shall be presented before he would invite the shareholders to ask questions on the Company's performance results for the year 2020.

Resolution: As this is an agenda item for acknowledgement, voting is not required, and thus the Meeting acknowledged the Company's performance results for the year 2020, as proposed.

Agenda 2

To Consider and Approve the Financial Statements for the Year Ended 31 December 2020

In this regard, Mr. Somprasong Boonyachai invited Ms. Penchun Jarikasem, Chairperson of the Audit Committee, and Mrs. Wannipa Bhakdibutr, President, to present the Company's financial statements ended as at 31 December 2020 to the Meeting.

Ms. Penchun Jarikasem reported that the consolidated financial statements and separate financial statements for the year ended 31 December 2020 have been audited and approved by the auditors from KPMG Phoomchai Audit Ltd., whose comments have been given unconditionally on the Company's consolidated financial statements and separate financial statements for the year ended 31 December 2020. The Company's consolidated performance result, the separate performance results, the consolidated cash flow and the separate cash flow for the year ended 31 December 2020 have been shown as substantially correct in accordance with the financial report standard, as well as being reviewed by the Audit Committee, and subsequently endorsed by the Board of Directors' Meeting.

Mrs. Wannipa Bhakdibutr reported that the report on the Company's financial statements and result of operations for the year 2020 had been presented in the form of the video in agenda 1. The financial highlights for the year ended 2020 were summarized as follows:

ข้อมูลทางการเงินที่สำคัญ

Financial Highlights

หน่วย: ล้านบาท

Unit: Baht million

สรุปข้อมูลของงบกำไรขาดทุน Summary of Statement of Income	2562	2563	+ / (-)
รายได้รวม / Total revenue	26,187	26,129	(0.2%)
รายได้รวมจากการขาย / Revenue from sales	25,611	25,583	(0.1%)
กำไรขั้นต้น / Gross profit	8,946	9,029	0.9%
กำไรก่อนหักค่าใช้จ่ายดอกเบี้ยและภาษี / EBIT	3,999	4,090	2.3%
กำไรสำหรับปี / Profit for the year	3,268	3,437	5.2%
กำไรส่วนที่เป็นของบริษัท / Profit attributable to owners of the parent	3,259	3,504	7.5%
กำไรต่อหุ้น (บาท/หุ้น) / Earnings per share (Baht/share)	1.08	1.17	7.5%

สรุปข้อมูลของงบแสดงฐานะการเงิน Summary of Statement of Financial Position	2562	2563	+ / (-)
สินทรัพย์รวม / Total assets	24,324	25,855	6.3%
หนี้สินรวม / Total liabilities	6,301	6,526	3.6%
ส่วนของผู้ถือหุ้นรวม / Total shareholders' equity	18,023	19,329	7.2%
ส่วนของผู้ถือหุ้นของบริษัทใหญ่ / Equity attributable to owners of the parent	17,871	19,224	7.6%

After the presentation, the Company then gave the opportunity to the shareholders and proxy holders to ask questions on the Company's performance results and financial statements for the year ended 31 December 2020.

There were questions being raised from shareholders and proxy holders with the summarized details as follows:

1. Mr. Parinya Tieanworn, a proxy holder, asked as follows:

1.1 What was the outcome of the operation in Myanmar's factory? Are there any effects on profitability, sales, and payback? Was the glass plant forced to shut down?

Mr. Somprasong Boonyachai assigned Mrs. Wannipa Bhakdibutr, answered the question.

Mrs. Wannipa Bhakdibutr answered that Myanmar was in the unusual political situation. The Company prioritized on safety work environment of employees and made sure that employees followed the Company's policy on political neutrality. In this regard, the Company closely monitored the situation with strong staff & management team in Myanmar which helped continually operating the business and the Company also had Business Continuity Plan ("BCP"). As for glass plant in Myanmar, it has been under construction and expected to be finished in the second half of 2021.

- 1.2 What was the different of effect from COVID-19 pandemic between this year versus the previous year? And what was the forecast of this year performance results compared to the previous year?

Mr. Somprasong Boonyachai assigned Mrs. Wannipa Bhakdibutr, answered the question.

Mrs. Wannipa Bhakdibutr answered that the previous year, the Company well managed COVID-19 pandemic situation. All of the employees were free of COVID-19 and had a stable income.. The Company continually well managed internally and still had no Layoff Policy.

To conduct the business ran smoothly and normally, the Company also had BCP and Crisis Management Plan which helped managing employees who worked in factory, sales team and employees who worked from home. In this regard, the performance results in the previous year was in good level and the Company had higher market share even though the market contracted.

The Company altered the operation to keep up with the situation by focusing on core businesses and core products. The Company adjusted the launching of new products including focused on Fit Fast Firm Program, the program effectively reduced the expenses and made the lowest production costs.

The effect of COVID-19 situation which the Company currently faced was unable to forecast the market trend, market growth, and the Company's income. However, the Company was able to follow Fit Fast Firm Program, to manage the expenses and production costs while also increasing work productivity. In the meantime, the Company has made changes to its operation, strategy and the Company's businesses in order to ready for future growth and long-term business competitiveness after COVID-19 situation was resolved.

There was no question being raised from shareholders and proxy holders. Mr. Somprasong Boonyachai therefore proposed that the Meeting to consider and to approve the Company's financial statements for the year ended 31 December 2020. This agenda item required the approval of the Meeting by a majority vote of the shareholders attending and casting the votes at the Meeting.

Resolution: After due consideration, the Meeting resolved that the Company's financial statements for the year ended 31 December 2020 be approved as proposed, as follows:

Approved	1,960,334,162	votes, equivalent to	100.0000%
Disapproved	0	votes, equivalent to	0.0000%
Abstained	3,400	votes, equivalent to	-
Voided ballot	0	votes, equivalent to	-

Agenda 3 **To Consider and Approve the Dividend Payment from the Year 2020 Performance and to Acknowledge the Interim Dividend Payment**

In this regard, Mr. Somprasong Boonyachai invited Mrs. Wannipa Bhakdibutr to inform the Meeting on this agenda.

Mrs. Wannipa Bhakdibutr informed the Meeting that under Section 115 of the PLCA and Article 41 of the Company's AoA, the annual dividend payment shall be approved by the Annual General Meeting of the Shareholders. The Board of Directors may pay interim dividends to the shareholders from time to time and shall report such payment to the next meeting of the shareholders. In addition, the Company has a policy to make a dividend payment to shareholders of not less than 60 percent of the net profit (profit for the year) according to financial statements of the Company, after deduction of all legal reserve required under the law and the Company's AoA.

According to the performance results for the year ended 31 December 2020, The Company with net profit in separate financial statements totalling of Baht 3,357.83 million. The Board of Directors considered appropriate for the Meeting to consider and to approve the dividend payment from the year 2020 performance and to acknowledge the interim dividend payment as follows:

- A. To acknowledge the interim dividend payment for the first half of 2020 performance (from 1 January 2020 to 30 June 2020) at the rate of Baht 0.45 per share, amounting to Baht 1,351.60 million which was paid to shareholders on 11 September 2020. It was approved by the Board of Directors' Meeting No. 9/2020 held on 13 August 2020
- B. To approve the dividend payment from the year 2020 performance (from 1 January 2020 to 31 December 2020) at the rate of Baht 1.10 per share, amounting approximately Baht 3,304.04 million equivalent to 94 per cent of the Company's net profit attributable to equity holder of the Company from the year 2020 in accordance with the Company's consolidated financial statements after deduction of all legal reserve required under the laws, the Company's AoA, and the Company's dividend payment policy.

As the Company had paid the interim dividend payment as in (A) the remaining dividend of the year 2020 payable to shareholders will be at Baht 0.65 per share, amounting approximately Baht 1,952.44 million. In this regard, the dividend payment at the rate Baht 0.13 per share will be paid from the net profit of the subsidiary business promoted under the BOI which are currently exempted from tax, and the dividend payment at the rate Baht 0.52 per share will be paid from the net profit of the businesses which are subjected to 20 percent of corporate income tax in which the individual shareholders are entitled to claim tax credits at the rate of 20/80 of the dividend.

The dividend payment shall be made to shareholders whose names are appeared in the shareholders' list on 6 May 2021 as the Record Date, and dividend payment will be made on 25 May 2021.

รายละเอียดการจ่ายเงินปันผลเปรียบเทียบระหว่างปี 2562 และ 2563

Details of comparison of dividend payments between 2019 and 2020

รายการ / List	2562 / 2019	2563 / 2020
กำไรสุทธิส่วนที่เป็นของบริษัท (ล้านบาท) Net profit attributable to equity holder of the Company (Baht million)	3,259	3,504
จำนวนหุ้น (ล้านหุ้น) / Number of shares (million shares)	3,003.75	3,003.75
เงินปันผลประจำปี (บาทต่อหุ้น) / Total annual dividend payment (Baht/share)	1.00	1.10
- เงินปันผลระหว่างกาล (บาทต่อหุ้น) / Interim dividend payment (Baht/share)	1.00	0.45
- คงเหลือจ่ายปันผลประจำปี (บาทต่อหุ้น) / The remaining dividend payment (Baht/share)	-	0.65
รวมจ่ายเงินปันผล (ล้านบาท) / Total dividend payment (Baht million)	3,003.75	3,304.04
อัตราเงินปันผลต่อกำไรสุทธิส่วนที่เป็นของบริษัทตามงบการเงินรวมหลังหักทุนสำรองทุกประเภท ที่กฎหมายและข้อบังคับของบริษัทกำหนด (ร้อยละ) Dividend pay-out ratio (%) of net profit attributable to equity holder of the Company after deduction of all reserves required under the law and the Company's Articles of Association	93	94

The above-mentioned dividend payment of the year 2020 was appropriate and in accordance with the Company's dividend payment policy.

In this regard, the Company had no need to allocate the net profit for the year 2020 as legal reserve since the Company had fully appropriated legal reserve.

After the presentation, the Company gave the opportunity to shareholders and proxy holders to ask questions. There was no question from shareholders and proxy holders on this agenda.

Therefore, Mr. Somprasong Boonyachai proposed that the Meeting to acknowledge the interim dividend payment and to consider and approve the dividend payment from the year 2020 performance. This agenda item required the approval of the Meeting by a majority vote of the shareholders attending and casting the votes at the Meeting.

Resolution: After due consideration, the Meeting acknowledged the interim dividend payment and the Meeting resolved that the dividend payment from the year 2020 performance to be approved, as proposed, by a majority vote of the shareholders attending and casting the votes at the Meeting as follows:

Approved	1,960,304,458	votes, equivalent to	99.9995%
Disapproved	9,704	votes, equivalent to	0.0004%
Abstained	23,400	votes, equivalent to	-
Voided ballot	0	votes, equivalent to	-

Agenda 4

To Consider and Approve the Election of Directors to Replace those Retired by Rotation

Mr. Somprasong Boonyachai as the Chairman of the Nomination, Remuneration and Corporate Governance Committee, informed this agenda to the Meeting.

Mr. Somprasong Boonyachai informed the Meeting that pursuant to Article 17 of the Company's AoA which prescribes that at every annual general meeting, one-third of the directors shall retire by rotation. A director who retires by rotation may be re-elected by the meeting of shareholders.

Currently, the Company had fifteen directors. Hence, there were five directors to be retired by rotation at the 2021 Annual General Meeting of Shareholder, namely:

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| 1. | Mr. Surin Osathanugrah | Chairman of the Board of Directors |
| 2. | Mr. Ratch Osathanugrah | Vice Chairman of the Board of Directors |
| 3. | Mr. Thana Chaiprasit | Director and Member of the Executive Committee |
| 4. | Mrs. Sinee Thienprasiddhi | Independent Director and Member of the Audit Committee |
| 5. | Mrs. Porntida Boonsa | Director, Member of the Executive Committee, and Member of the Risk Management Committee |

The Company published the document giving the right to shareholders to nominate the candidate for election to be a director in the 2021 Annual General Meeting of Shareholder in advance to the Company during 1 November – 30 December 2020. As a result, there was no shareholder nominated the candidate for election to be a director in the 2021 Annual General Meeting of Shareholder in advance to the Company.

The Nomination, Remuneration and Corporate Governance Committee has considered and proposed to the Board of Directors' meeting to consider and approve the above five directors to be re-elected as the Company's directors for another term.

The Board of Directors, excluding five retiring directors who have conflict of interest in the agenda, has considered qualifications, expertise, Board Skill Matrix and performance in the past as director of the Company of each person named above and viewed that the above mentioned persons have profound knowledge, capability and experiences that would be useful for the Company's future operation as considered and proposed by the Nomination, Remuneration and Corporate Governance Committee. Thus, the Board of Directors considered appropriate for the Meeting to consider and approve these five retiring directors named above be re-elected as the Company's directors for another term.

Moreover, the Board of Directors considered that Mrs. Sinee Thienprasiddhi would be proposed to be re-elected as the Company's independent director for another term, could give independent opinion and in accordance with PLCA, the Securities and Exchange Act B.E. 2535 (as amended) and the relevant regulations. The qualifications of an independent director of the Company were delivered to the Company's shareholders together with the letter of invitation.

After the presentation, the Company gave the opportunity to shareholders and proxy holders to ask questions or comments. There was no question and comment from shareholders and proxy holders.

Mr. Somprasong Boonyachai therefore proposed the Meeting to consider and approve the election of each of the directors to be the Company's directors for another term. This agenda item required the approval of the Meeting by a majority vote of the shareholders attending and casting the votes at the Meeting for each director.

Resolution: After due consideration, the Meeting resolved that the election of five directors who retired by rotation to be re-elected as the Company's directors for another term be approved, as proposed, by a majority vote of the shareholders attending and casting the votes at the Meeting as follows:

1. Mr. Surin Osathanugrah

Approved	1,749,525,258	votes, equivalent to	89.2459%
Disapproved	210,815,304	votes, equivalent to	10.7540%
Abstained	0	votes, equivalent to	-
Voided ballot	0	votes, equivalent to	-

2. Mr. Ratch Osathanugrah

Approved	1,760,498,640	votes, equivalent to	89.8057%
Disapproved	199,841,922	votes, equivalent to	10.1942%
Abstained	0	votes, equivalent to	-
Voided ballot	0	votes, equivalent to	-

3. Mr. Thana Chaiprasit

Approved	1,955,970,242	votes, equivalent to	99.7770%
Disapproved	4,370,320	votes, equivalent to	0.2229%
Abstained	0	votes, equivalent to	-
Voided ballot	0	votes, equivalent to	-

4. Mrs. Sinee Thienprasiddhi

Approved	1,959,341,262	votes, equivalent to	99.9490%
Disapproved	999,300	votes, equivalent to	0.0509%
Abstained	0	votes, equivalent to	-
Voided ballot	0	votes, equivalent to	-

5. Mrs. Porntida Boonsa

Approved	1,918,140,963	votes, equivalent to	97.8473%
Disapproved	42,199,099	votes, equivalent to	2.1526%
Abstained	500	votes, equivalent to	-
Voided ballot	0	votes, equivalent to	-

Agenda 5**To Consider and Approve the Board of Directors' and the Sub-committees' Remuneration for the Year 2021**

Mr. Somprasong Boonyachai as the Chairman of the Nomination, Remuneration and Corporate Governance Committee, informed this agenda to the Meeting.

Mr. Somprasong Boonyachai informed the Meeting that Section 90 of the PLCA requires that in the absence of the Company's AoA, paying money or giving assets to the director of the Company shall be as approved by the shareholders' meeting with the votes of not less than two-thirds of the total votes of shareholders attending the meeting.

The Nomination, Remuneration and Corporate Governance Committee proposed to the Company's Board of Directors to consider the remuneration of the directors and the sub-committees and the Board of Directors considered appropriate for the Meeting to consider and approve the remuneration of the Board of Directors and the sub-committees with details as follows:

1. Meeting allowances for the year 2021 (the same rate with the year 2020)

The Company will pay, to every director who is not a full-time employee or an advisor of the Company and attend the meeting by him/herself, the meeting allowances in the amount of Baht 50,000 per each director for each meeting of the Board of Directors and the sub-committees.

2. Monthly remuneration for the year 2021 (the same rate with the year 2020)

The Company will pay, to every director who is not a full-time employee or an advisor of the Company, the monthly remuneration at the following rate:

The Board of Directors

Chairman	Baht 30,000 per month
Vice Chairman	Baht 20,000 per month
Director	Baht 15,000 per month

Audit Committee

Chairman	Baht 20,000 per month
Director	Baht 15,000 per month

Nomination, Remuneration and Corporate Governance Committee

Chairman	Baht 20,000 per month
Director	-

Risk Management Committee

Chairman	Baht 20,000 per month
Director	-

Executive Committee

Chairman	-
Vice Chairman	-
Director	-

3. **Non-monetary remuneration** such as life insurance, health insurance and other benefits which the directors shall receive according to the Company's policy. The Company shall pay the non-monetary remuneration to every director who is not a full-time employee or an advisor of the Company.

The remuneration in (1), (2), and (3) together shall not exceed Baht 22 million (equivalent to the remuneration in the year 2020). Such remunerations will be effective from 2021 onward until the Meeting of Shareholders shall have other resolutions.

4. **Gratuity for the year 2021** (The condition of gratuity payment for the year 2021 is the same as 2020)

The Company will pay, to every directors who are not a full-time employee or an advisor of the Company, on a pro-rata basis at the rate of 0.5 time the total amount of remuneration paid to the Board of Directors and sub-committee in 2021. The Nomination, Remuneration and Corporate Governance Committee shall consider the allocation of gratuity for the year 2021 as appropriate. Such remunerations will be effective from 2021 onward until the Meeting of Shareholders shall have other resolutions.

The Company has no other monetary remuneration and non-monetary remuneration apart from the remunerations proposed above.

After the presentation, the Company gave the opportunity to shareholders and proxy holders to ask questions or comments. There was no question and comment from shareholders and proxy holders.

Mr. Somprasong Boonyachai therefore proposed the Meeting to consider and approve the Board of Directors' and sub-committees' remuneration for the year 2021. This agenda item required the approval of the Meeting with the votes of not less than two-thirds of the total votes of shareholders present at the Meeting.

Resolution: After due consideration, the Meeting resolved that the Board of Directors' and sub-committees' remuneration for the year 2021 to be approved, as proposed, by the votes of not less than two-thirds of the total votes of shareholders present at the Meeting as follows:

Approved	1,944,307,284	votes, equivalent to	99.1821%
Disapproved	16,033,278	votes, equivalent to	0.8178%
Abstained	0	votes, equivalent to	0.0000%
Voided ballot	0	votes, equivalent to	-

Agenda 6

To Consider and Approve an Appointment of Auditor and Auditor's Fees for the Financial Year 2021

As for this agenda, Mr. Somprasong Boonyachai invited Ms. Penchun Jarikasem, Chairperson of the Audit Committee, presented this agenda to the Meeting.

Ms. Penchun Jarikasem, the Chairman of the Audit Committee, informed the Meeting that in compliance with Section 120 of the PLCA and Article 35 of the Company's AoA, the Annual General Meeting of Shareholders shall appoint an auditor and determine the remuneration of the auditor of the Company every year; and in appointing the auditor, the former auditor may be re-appointed.

The Audit Committee had proposed to the Company's Board of Directors' meeting to consider it appropriation to propose to the 2021 Annual General Meeting of Shareholders to consider an appointment of an auditor from KPMG Phoomchai Audit Ltd. to be the auditor of the Company for the year ended 31 December 2021. According to the performance for the financial year 2020 of the auditor from KPMG, the result was satisfactory. The auditor fully understood the Company's businesses, had experience, expertise and independence in auditing with appropriate rate of the auditor's fee.

1. The appointment of one of the following auditors form KPMG to act as the auditor of the Company for the year 2021:

- It was informed that the audit firm and the auditors named above were the auditors approved by the Office of the Securities and Exchange Commission (“SEC”), and each of the firm and the auditor had no relationship with, or any interest in, the Company, its subsidiaries, management, major shareholders or their respective related persons in the manner which may have affected their independent performance of auditing duties. In addition, the nominated auditors did not perform his/her duties on reviewing or auditing and expressing opinion on the financial statements of the Company for seven fiscal years.

- After the presentation, the Company gave the opportunity to shareholders and proxy holders to ask questions or comments. There was no question and comment from shareholders and proxy holders.

Mr. Somprasong Boonyachai therefore proposed the Meeting to consider and approve the appointment of the auditor and fixing of the auditor's fee for the year 2021. This agenda item required the approval of the Meeting by a majority vote of the shareholders attending and casting the votes at the Meeting.

Resolution: After due consideration, the Meeting resolved that the appointment of the auditor and fixing of the auditor's fee for the year 2021 to be approved, as proposed, by a majority vote of the shareholders attending and casting the votes at the Meeting as follows:

Approved	1,957,514,262	votes, equivalent to	99.8568%
Disapproved	2,806,300	votes, equivalent to	0.1431%
Abstained	20,000	votes, equivalent to	-
Voided ballot	0	votes, equivalent to	-

Agenda 7 **To Consider and Approve the Amendment to the Company's Objectives and the Amendment to Clause 3 of the Memorandum of Association (Company's Objectives)**

Mr. Somprasong Boonyachai informed to the Meeting that in compliance with Section 31, Paragraph 1 of the PLCA and the Company's AoA, Article 34 (d) the amendment to the Memorandum of Association or the Company's AoA, shall be approved by the meeting of shareholders with the votes of not less than three-fourths of the total votes of shareholders attending the meeting and having the rights to vote.

The Board of Directors' meeting deemed appropriate to propose to the Meeting to consider and approve as follows;

1. To approve the amendment of the Company's Objectives (details were in Attachment No. 4 which sent to shareholders with letter of invitation) to be comprehensive and consistent to the current and further operation of the Company and to approve the amendment of Memorandum of Association Clause 3 (Objective) to be consistent with the amendment of the Company's Objectives. Hence, the Company's Objectives amends from 41 clauses to 46 clauses.
2. To authorize the Board of Directors and/or person(s) which the Board of Directors authorize to verify, revise, complete or take any other necessary actions to comply with the Public Company Registrar in registering the amendment objectives with Ministry of Commerce for the completion of the amendment of the Company's Objectives and Memorandum of Association.

After the presentation, the Company gave the opportunity to shareholders and proxy holders to ask questions or comments. There was no question and comment from shareholders and proxy holders.

Mr. Somprasong Boonyachai therefore proposed the Meeting to consider and approve the amendment to the Company's Objectives and the amendment to Clause 3 of the Memorandum of Association (Company's Objectives). This agenda item required the approval of the Meeting not less than three-fourths of the shareholders attending and casting the votes at the Meeting as follows:

Resolution: After due consideration, the Meeting resolved that the amendment to the Company's objectives and the amendment to Clause 3 of the Memorandum of Association to be approved, as proposed, with the votes of not less than three-fourths of the total votes of shareholders attending the meeting and having the rights to vote as follows:

Approved	1,959,940,162	votes, equivalent to	99.9795%
Disapproved	0	votes, equivalent to	0.0000%
Abstained	400,400	votes, equivalent to	0.0204%
Voided ballot	0	votes, equivalent to	0.0000%

Agenda 8

Other Business (if any)

As all agenda items were completely presented as informed in the letter of invitation and there was no further agenda proposed to the Meeting. Mr. Somprasong Boonyachai invited shareholders and proxy holders to ask question and to give comments any matter which might be beneficial to the Company's operation.

There was no question and comment from shareholders and proxy holders. Therefore, Mr. Somprasong Boonyachai thanked all the shareholders for attending the Meeting and declared the Meeting to be adjourned.

The Meeting adjourned at 03.36 p.m.

-Signed-

(Mr. Surin Osathanugrah)
Chairman of the Board of Directors and Chairman of the Meeting

-Signed-

(Ms. Palica Mokkhavesa)
Company Secretary

Notes:

1. The Company will publish the minutes of the Meeting on the Company's website and inform through the SET Information Disclosure System within 14 days from the date of the Meeting. The Company will also provide the shareholders a chance to submit questions or comments on the published minutes whereby there will be no agenda item for approving the minutes of the Meeting in the next meeting of shareholders.
2. As during the Meeting, there were shareholders arriving at the Meeting after it had begun or leaving before the Meeting ended, the total number of the shareholders' votes, both in persons and by proxies, may vary in each agenda item.