

(Translation)

**Minutes of the 2020 Annual General Meeting of Shareholders
of Boutique Corporation Public Company Limited**

Date, Time and Venue of the Meeting

The 2020 Annual General Meeting of Shareholders of Boutique Corporation Public Company Limited (the “**Company**”) was held on April 29, 2020, at 14.00 hours via an electronic method (E-AGM) and broadcasted live at Sindhorn Tower 3, 11th Floor, Wireless Road, Lumpini, Pathumwan, Bangkok.

Directors Present at the Meeting

1. Mr. Kajohndet Sangsuban Vice Chairman of the Board of Director and Chairman of Audit and Corporate Governance Committee
2. Mr. Russell Leighton Kekuewa Chairman of Nomination and Remuneration Committee and Member of Audit and Corporate Governance Committee
3. Mr. Prabsharan Singh Thakral Chief Executive Officer and Member of Nomination and Remuneration Committee
4. Mr. Ekanut Ungpakorn Chief Operation Officer / Director /Company Secretary
5. Mr. Utpalendu Gupta Director
6. Mr. Richard Peter Neville Director / Advisor

Executives Present at the Meeting

1. Ms. Wilawan Sion Group Financial Controller
2. Mr. Krongtham Limpabandhu Senior Manager, Finance and Investment

Counsels Present at the Meeting

Auditors from KPMG Phoomchai Audit Ltd.

1. Mr. Veerachai Ratanajaratkul Audit Partner
2. Mr. Udomsak Busaraniphan Audit Director
3. Ms. Kanang Luengaramchote Audit Manager

Financial Advisor from Asia Plus Advisory Company Limited

1. Ms. Suwimol Srisophachit Executive Vice President

Observer from the Stock Exchange of Thailand (SET)

1. Ms. Pattaramon Pitupun Vice President, Stock Issuer Department, MAI

Legal Advisor from The Capital Law Office Ltd.

1. Mr. Chatri Trakulmanenate Partner
2. Miss Wipada Saksri Legal Advisor

The Meeting

Ms. Nuanwan Bhuprasert, performed as the meeting conductor (“**Meeting Conductor**”), welcomed and thanked you to the shareholders for attending the 2020 Annual General Meeting of Shareholders (“**Meeting**”) and introduced the Board of Directors, Executives, auditors, financial advisor, legal advisor of the Company, and observer from the Stock Exchange of Thailand (“**SET**”).

Mr. Kajohndet Sangsuban, Vice President, acting as the Chairman of the Meeting (the “**Chairman**”) in a replacement of Mr. Permpoon Krairiksh, President, who cannot present at the Meeting due to the other mission. The Chairman welcomed the shareholders to the 2020 Annual General Meeting of Shareholders. The Chairman informed the Meeting that five shareholders were present in person, and 34 shareholders were present by proxy. Thus, there were 39 shareholders in total holding an aggregate of 359,248,100 shares, representing 70.8576 percent of the total issued shares of the Company. A quorum was, therefore, duly formed according to the Company’s Articles of Association. The Chairman then proceeded to conduct the 2020 Annual General Meeting of Shareholders and assigned the Meeting Conductor to inform the meeting of rules and procedures of the meeting, including the voting procedures.

The Meeting Conductor explained the Meeting as follows:

(1) Due to the outbreak of Coronavirus 2019 (COVID-19) in Thailand, the Board of Directors was aware and concerned about all shareholders’ and attendants’ health. In this regard, the Board of Directors resolved to change the 2020 Annual General Meeting of Shareholders, from physical meeting to the meeting via an electronic method (E-AGM) and broadcasted live at Sindhorn Tower 3, 11th Floor, Wireless Road, Lumpini, Pathumwan, Bangkok. For this E-AGM, Conovance Company Limited, a service provider providing a standard system according to the Electronic Transactions Development Agency, was assigned to be a registration service provider and process the vote counting of the Meeting. In this regard, the guideline of the E-AGM system was published to the shareholders in advance on May 13, 2020.

(2) The E-AGM shall proceed in order as prescribed in the invitation of the Meeting. For the purpose of vote counting, each shareholder or proxy will have vote equaling to the number of shares held by them or proxied to them, where one share is equivalent to one vote. If the votes are equal, the Chairman of the meeting will have the casting vote.

(3) Agenda item 1, to consider and acknowledge the Company’s operating results for the year 2019, was for acknowledgment, no vote shall be required. The voting in agenda item 4, to consider and approve the election of directors to replace those who are due to retire by rotation, shall be conducted for each person.

(4) In casting a vote for each agenda, any shareholder who wishes to disapprove or abstain shall press the button “disapprove” or “abstain” in such agenda. In vote counting, the Company shall deduct disapprove or abstain votes from the total number of votes in such agenda. If the shareholder was not press the disapprove or abstain button, it shall be deemed that such shareholders have approved such agenda item.

(5) Any shareholder who has an interest in relation to an agenda item shall have no rights to cast his/her vote, save for the election of directors to replace those who are due to retire by rotation in agenda 4.

(6) In the event that there was any shareholder or proxy attending the Meeting after the agenda which has been considered and voted, such shareholder or proxy shall have the right to vote only for the pending agenda(s). In this regard, the number of shareholders or proxies might be different in each agenda since the shareholder or proxy may join the Meeting via the system during the Meeting or leave the Meeting/system before the Meeting adjourned.

(7) For the transparency and fairness, when the vote processing system was closed in each agenda, it shall not be revised. For saving time, if the vote processing was delayed more than 5 minutes, the Company shall conduct the next agenda item and the Chairman of the Meeting Conductor shall inform the meeting the voting result once the result was received.

(8) Any shareholder or proxy who wishes to make any inquires or to express any opinions, please make an inquiry or express an opinion related to the agenda. For any issue unrelated to the agenda, please make an inquiry or express an opinion in Agenda 8, other matters.

(9) Any shareholder or proxy who wishes to make any inquires or to express any opinions shall request by pressing the hand rising button. The admin shall consider a queue according to the button pressing time and shall ask the shareholder or proxy to express their opinion per the name list as appeared. In the case that the shareholder or the proxy has no question or opinion, the Company shall proceed with the next queue.

(10) The shareholder or proxy allowed to make an inquiry or express an opinion shall press to turn on the microphone and declare their name to the Meeting before making any inquiries or expressing any opinions.

(11) The system's admin shall order the hand rising's queue in every agenda. If the shareholder or proxy presses the hand rising button before the inquiry or opinion period, such hand rising shall be automatically cancelled.

After the Meeting Conductor explained the rules and procedures of the Meeting, the Chairman proceeded to conduct the Meeting in each agenda item subsequently as follows:

Agenda 1 To consider and acknowledge the Company's operating results for the year 2019

The Chairman asked Mr. Ekanut Ungpakorn, Chief Operation Officer, to inform the Meeting of the Company's operating results that occurred during the year 2019.

Mr. Ekanut Ungpakorn reported the significant events occurred in the year 2019 to the Meeting as follows:

- In January 2019, the Group Company has officially opened the Summer Hub for rent.
- The Group Company has opened Villa 1 in March 2019.
- In April 2019, the Group Company has opened Oakwood Hotel Journeyhub Pattaya, Chonburi province.
- In June 2019, the Group Company has sold Summer Hill and Summer Hub Offices Projects to a non-related third party and has launched Novotel Chiangmai Nimman Journeyhub Hotel with a total of 202 keys.

- In November 2019, the Group Company has successfully been listed in the Market for Alternative Investment (MAI) on November 14, 2019.

In addition, Mr. Ekanut Ungpakorn reported operating results, income, and net profit of the Company to the Meeting as follows:

- The total income of the Company for the year 2019 increased by Baht 239 million or equal to 42.9 percent in comparison to the previous year. This was due to the sale of Summer Hill and Summer Hub Office Projects in quarter 2 of the year 2019.
- The net profit of the Company for the year 2019 increased by Baht 89 million or equal to 143.5 percent in comparison to the previous year. This was due to the sale of Summer Hill and Summer Hub Office Projects in quarter 2 of the year 2019.

Then, Mr. Ekanut Ungpakorn gave the meeting an opportunity to express opinions and make inquiries about the agenda item. However, no shareholders expressed any opinions or made any inquiries.

The Chairman informed the Meeting that this agenda was for acknowledgment, no vote is required.

Agenda 2 **To consider and approve the Company's financial statements for the fiscal year ended December 31, 2019**

The Chairman asked Mr. Krongtham Limpabandhu, Senior Manager, Finance and Investment, to inform the Meeting in this agenda item.

Mr. Krongtham Limpabandhu informed the Meeting that the Board of Directors has considered and deemed appropriate to propose to the 2020 Annual General Meeting of Shareholders to consider and approve the financial statements of the Company for the fiscal year ended December 31, 2019, which have been audited by a certified public accountant and reviewed by the Audit Committee, including obtained the approval from the Board of Directors, as per the following summary:

(Million Baht)			
Item	2019	2018	% Inc/Dec
Statements of financial position			
Total assets	3,845	3,488	10.2%
Total liabilities	2,747	2,954	-7.0%
Shareholders' equity	1,098	534	105.6%
Book value (Baht per share)	2.2	1.6	37.5%
Statements of profit or loss			
Revenue from sales and services	795	556	43.0%

Item	2019	2018	% Inc/Dec
Net profit including non-controlling interest	150	61	145.9%
Key financial ratio			
Gross profit margin	78.5%	71.8%	6.7%
Net profit margin	18.8%	11.0%	7.8%

Then, Mr. Krongtham Limpabandhu gave the meeting an opportunity to express opinions and make inquiries about the agenda item. However, no shareholders expressed any opinions or made any inquiries.

The Meeting Conductor then requested the Meeting to cast a vote on this agenda item.

Resolution: The meeting resolved to approve the Company's financial statements for the fiscal year ended December 31, 2019, as proposed as follows:

Votes	Number of Votes	Percent of Number of Votes of the Shareholder present at the meeting and casting their vote
Approval	359,248,100	100.0000
Disapproval	0	0.0000
Abstain	0	0.0000
Invalid Ballot	-	-
Total	359,248,100	100.0000

* In this agenda, there was 0 shareholder present at the meeting increasing from the previous agenda, their number of shares was 0 share. Thus, this meeting had a total of 39 shareholders/proxies, attending the meeting. Their total shares were 359,248,100 shares.

Remark: The resolution of this agenda item requires a simple majority vote of shareholders attending the meeting and casting their votes, excluding the abstention in the calculation base.

Agenda 3 **To consider and approve the appropriation of the net profit of the year 2019 as a legal reserve and the suspension of dividend payments**

The Chairman asked the Meeting Conductor to inform the Meeting in this agenda item.

The Meeting Conductor informed the Meeting that pursuant to Section 116 of the Public Company Limited Act B.E. 2535 (1992) (as amended) (the "**PCL Act**") and Article 45 of the Company's Articles of Association, the Company must allocate part of the annual net profit as a reserve fund in an amount of not less than 5 percent of the annual net profit less the sum of accumulated loss brought forward (if any) until the reserve fund amounts to not less than 10 percent of the registered capital.

The Company currently has Baht 507,000,000 of registered capital and legal reserve as of December 31, 2018, of Baht 5,593,317, equivalent to 1.1 percent of the Company's registered capital, which is still less than 10 percent of the registered capital. However, the

Company sustains a net profit of Baht 13,721,601, according to the Company's standalone financial statements for the fiscal year ended December 31, 2019. It is appropriate to propose to the 2020 Annual General Meeting of Shareholders to consider and approve the appropriation of the net profit of the year 2019 at Baht 686,080, or equivalent to 5 percent of the net profit, as a legal reserve. After such appropriation, the total legal reserve of the Company will be Baht 6,279,397, equivalent to 1.2 percent of the Company's registered capital.

In addition, pursuant to Section 115 of the PCL Act and Article 44 of the Company's Articles of Association, no dividend shall be paid out of funds other than profit, and in the case where the company still sustains an accumulated loss, no dividend shall be paid. In this regard, the Company has the policy to pay dividends not less than 25 percent of net profit, according to the standalone financial statements, after corporate income tax and all legal reserves required by the laws and by the Company's Articles of Association. However, the dividend payment may be subject to change depending on necessity and other appropriate reasons as the Board of Directors may deem appropriate.

The Company sustained a net profit of Baht 13,721,601, according to the Company's standalone financial statements for the fiscal year ended December 31, 2019. In this regard, the Board of Directors' Meeting No. 6/2019, held on December 16, 2019, resolved to approve the interim dividend payments to the shareholders at the rate of Baht 0.11 per share, or equivalent to Baht 55,770,000 in total. The Company has set the date of December 30, 2019, as the date for determining the shareholders' right to receive the dividend (Record Date) and has already paid the interim dividend to the shareholders on January 15, 2020.

Nevertheless, according to the Company's investment plan for the business expansion in the future, the Company therefore desires to reserve the cash flow in order to proceed with such a plan. Thus, it is deemed appropriate to propose to the 2020 Annual General Meeting of Shareholders to consider and approve the suspension of the dividend payment.

The Board of Directors has considered and deemed appropriate to propose to the shareholders' meeting to consider (1) to approve the appropriation of the net profit from the fiscal year ended December 31, 2019, as a legal reserve, (2) to approve the suspension of dividend payment to the Company's shareholders, and (3) to acknowledge the interim dividend payment.

Then, the Meeting Conductor gave the meeting an opportunity to express opinions and make inquiries about the agenda item. However, no shareholders expressed any opinions or made any inquiries.

The Meeting Conductor then requested the Meeting to cast a vote on this agenda item.

Resolution: The meeting resolved to approve the appropriation of the net profit of the year 2019 as a legal reserve and the suspension of dividend payments as proposed as follows:

Votes	Number of Votes	Percent of Number of Votes of the Shareholder present at the meeting and casting their vote
Approval	359,248,100	100.0000
Disapproval	0	0.0000
Abstain	0	0.0000

Invalid Ballot	-	-
Total	359,248,100	100.0000

* In this agenda, there was 0 shareholder present at the meeting increasing from the previous agenda, their number of shares was 0 share. Thus, this meeting had a total of 39 shareholders/proxies attending the meeting. Their total shares were 359,248,100 shares.

Remark: The resolution of this agenda item requires a simple majority vote of shareholders attending the meeting and casting their votes, excluding the abstention in the calculation base.

Agenda 4 **To consider and approve the election of directors to replace those who are due to retire by rotation**

The Chairman informed the Meeting that to be in compliance with the good corporate governance, prior the consideration of this agenda item, the Chairman requested the director attending the Meeting who must retire by rotation, which was Mr. Ekanut Ungpakorn, to leave the broadcasting room during the consideration of this agenda item.

The Chairman then informed the Meeting that pursuant to Section 71, paragraph two of the PCL Act and Article 17 of the Company's Articles of Association, at every annual general shareholder meeting, one-third of the directors, or if it is not a multiple of three, then the number nearest to one-third shall retire from the office and such retired directors may be re-elected. At the 2020 Annual General Meeting of Shareholders, there are three directors who shall retire by rotation, namely:

- (1) Mr. Shiraz Erach Poonevala;
- (2) Mr. Richard Peter Neville; and
- (3) Mr. Ekanut Ungphakorn.

Mr. Shiraz Erach Poonevala has opted out from re-election due to lots of other responsibilities. As a result, he will not be able to fully perform his duties as the Company's director. The Board of Directors, which endorsed the recommendation of the Nomination and Remuneration Committee, proposed to the 2020 Annual General Meeting of Shareholders to consider and approve the appointment of Mrs. Julaporn Namchaisiri as the director of the Company in replacement of the vacancy position. In this regard, the proposed person is qualified with the definition of an independent director of the Company and other relevant notifications and is able to independently express her opinion. She is also an expert having capability, experience, and expertise which are beneficial to the Company's operation.

In addition, the Nomination and Remuneration Committee has considered qualifications of the directors who must retire by rotation in the 2020 Annual General Meeting of Shareholders and has opined that another two directors namely, Mr. Richard Peter Neville and Mr. Ekanut Ungphakorn, are an expert having the capability, experience and expertise which are beneficial to the Company's operation. They are also qualified and have no restricted quantification under the PCL Act and the Securities and Exchange Act B.E. 2535 (1992) (as amended), including other relevant notifications. The profiles of these three directors are as set out in **Enclosure 2** of the notice to the Meeting (*Information of the nominated candidates for the election of Directors*).

The Board of Directors (by the Directors having no conflict of interest) has considered and deemed appropriate to propose to the shareholders' meeting to consider and approve the re-election of (1) Mr. Richard Peter Neville and (2) Mr. Ekanut Ungphakorn as the Company's directors for another term of office and the election of Mrs. Julaporn Namchaisiri as the Company's director in replacement of the vacancy position.

Then, the Chairman gave the meeting an opportunity to express opinions and make inquiries about the agenda item. However, no shareholders expressed any opinions or made any inquiries.

The Meeting Conductor then requested the Meeting to cast a vote on this agenda item.

Resolution: The meeting resolved to approve the election of directors to replace those who are due to retire by rotation as follows:

4.1 Re-election of Mr. Richard Peter as the Company's directors for another term of office by the following votes:

Votes	Number of Votes	Percent of Number of Votes of the Shareholder present at the meeting and casting their vote
Approval	359,248,100	100.0000
Disapproval	0	0.0000
Abstain	0	0.0000
Invalid Ballot	-	-
Total	359,248,100	100.0000

4.2 Re-election of Mr. Ekanut Ungphakorn as the Company's directors for another term of office by the following votes:

Votes	Number of Votes	Percent of Number of Votes of the Shareholder present at the meeting and casting their vote
Approval	359,248,100	100.0000
Disapproval	0	0.0000
Abstain	0	0.0000
Invalid Ballot	-	-
Total	359,248,100	100.0000

4.3 Election of Mrs. Julaporn Namchaisiri as an independent director of the Company by the following votes:

Votes	Number of Votes	Percent of Number of Votes of the Shareholder present at the meeting and casting their vote
Approval	359,248,100	100.0000
Disapproval	0	0.0000
Abstain	0	0.0000
Invalid Ballot	-	-
Total	359,248,100	100.0000

* In this agenda, there was 0 shareholder present at the meeting increasing from the previous agenda, their number of shares was 0 share. Thus, this meeting had a total of 39 shareholders/proxies, attending the meeting. Their total

shares were 359,248,100 shares.

Remark: The resolution of this agenda item requires a simple majority vote of shareholders attending the meeting and casting their votes, excluding the abstention in the calculation base.

After the Meeting has casted the vote in Agenda 4, the Chairman invited Mr. Ekanut Ungphakorn back to the Meeting.

Agenda 5 **To consider and approve the remuneration of the Company's directors and the sub-committees for the year 2020**

The Chairman asked the Meeting Conductor to inform the Meeting in this agenda item.

The Meeting Conductor informed the Meeting that according to Section 90 of the PCL Act and Article 22 of the Articles of Association of the Company, the directors of the Company are eligible to receive remuneration from the Company in the form of reward, meeting allowance, per diem, bonus or in other forms as decided by the shareholders meeting. In addition, such remuneration shall be specified in a fixed amount, or in principle, or prescribe the remuneration criteria applicable from time to time or applicable until the shareholders' meeting resolves to change. Moreover, the directors shall be entitled to receive any other welfare according to the Company's rule.

In this regard, the Nomination and Remuneration Committee has carefully considered the remuneration of the Company's directors and the sub-committees. Appropriation is taken into account based on the Company's operating result, business size, duties, and responsibilities of the directors and the sub-committees. After consideration, the Board of Directors mutually agreed with the Nomination and Remuneration Committee's opinion. The Board of Directors, therefore, proposed to the 2020 Annual General Meeting of Shareholders to consider and approve the remuneration of the Company's directors and the sub-committees for the year 2020 detailed as follows.

Position	Proposed Year	The Year 2019
The Board of Directors		
Chairman	Baht 1,200,000 per year	Baht 1,200,000 per year
Member	Baht 600,000 per person per year	Baht 600,000 per person per year
The Audit and Corporate Governance Committee		
Chairman	Baht 400,000 per year	Baht 400,000 per year
Member	Baht 200,000 per person per year	Baht 200,000 per person per year
The Nomination and Remuneration Committee		
Chairman	Baht 200,000 per year	No Remuneration
Member	Baht 100,000 per person per year	No Remuneration

Remarks:

1. The remuneration for the Board of Directors and the Sub-committees will be paid on a quarterly basis
2. The director who holds the position of executive and/or advisor is not entitled to receive remuneration as the director/sub-committee's member since such director receives the remuneration in the form of a monthly salary as an employee and/or advisor of the Company.

Then, the Meeting Conductor gave the meeting an opportunity to express opinions and make inquiries about the agenda item. However, no shareholders expressed any opinions or made any inquiries.

The Meeting Conductor then requested the Meeting to cast a vote on this agenda item.

Resolution: The meeting resolved to approve the remuneration of the Company's directors and the sub-committees for the year 2020 as proposed as follows:

Votes	Number of Votes	Percent of Number of Votes of the Shareholder present at the meeting and casting their vote
Approval	359,248,100	100.0000
Disapproval	0	0.0000
Abstain	0	0.0000
Invalid Ballot	-	-
Total	359,248,100	100.0000

* In this agenda, there was 0 shareholder present at the meeting increasing from the previous agenda, their number of shares was 0 share. Thus, this meeting had a total of 39 shareholders/proxies, attending the meeting. Their total shares were 359,248,100 shares.

Remark: The resolution of this agenda item requires a vote of not less than two-thirds of total votes of shareholders attending the meeting and having the right to vote, including the abstention in the calculation base.

Agenda 6 **To consider and approve the appointment of the Company's auditors and the auditors' remuneration for the year 2020**

The Chairman asked the Meeting Conductor to inform the Meeting in this agenda item.

The Meeting Conductor informed the Meeting that pursuant to Section 120 of the PCL Act and Article 36 of the Articles of Association of the Company, it requires that the annual general meeting of shareholders shall appoint the auditor and determine the auditor's remuneration every year.

In addition, according to the Notification of the Capital Market Supervisory Board No. Tor Jor.44/2556 regarding the Rules, Criteria, and Procedures for Disclosures of Financial Status and the Operating Results of the Company Issuing Securities (as amended), the company shall arrange for the rotation of the auditor(s) if such auditor(s) have performed the duties for seven consecutive fiscal years, whereby the Company may engage the

auditor(s) who ceased performing audit services after five consecutive fiscal years from the date of cessation.

The Audit and Corporate Governance Committee has considered and recommended the Board of Directors to appoint KPMG Phoomchai Audit Ltd. as the Company's auditors for the fiscal year ended December 31, 2020, and appoint any of the following auditors to audit and give an opinion on the Company's financial statements.

In the event that the following auditors cannot perform their duties, KPMG Phoomchai Audit may appoint other auditors to perform the duties instead:

1. Mr. Veerachai Ratanajaratkul Certified Public Accountant No. 4323 (has been certified the Company's financial statements for 3 years); and/or
2. Mrs. Munchupa Singsuksawat Certified Public Accountant No. 6112 (has not been certified the Company's financial statements); and/or
3. Ms. Nawarat Nitikeatipong Certified Public Accountant No. 7789 (has not been certified the Company's financial statements); and/or
4. Ms. Sawitree Ongksirimemongkol Certified Public Accountant No. 10449 (has not been certified the Company's financial statements);

In this regard, the Audit and Corporate Governance Committee views that none of the proposed auditors have relationship or conflict of interests with the Company, subsidiaries, directors, executives, major shareholders or any related person thereof. Therefore, the auditors are independent to audit and give an opinion on the financial statements of the Company. Moreover, the auditors have a satisfactory experience with the qualifications that are not contrary to the Securities and Exchange Commission's regulations.

Additionally, the Company deems appropriate to propose to the 2020 Annual General Meeting of Shareholders to consider and approve the auditors' remuneration in the amount of not exceeding Baht 4,400,000. The comparison of the auditors' remuneration of the Year 2020 and 2019 are set out below.

Table of Comparison of the Auditors' Remuneration for the Year 2020 and 2019

Auditors' Remuneration	Fiscal Year 2020	Fiscal Year 2019
Audit fee	Baht 4,400,000	Baht 4,400,000

However, due to the outbreak of Coronavirus 2019 (COVID-19), KPMG Phoomchai Audit Ltd. agreed to reduce their audit fee to Baht 4,000,000.

Then, the Chairman gave the meeting an opportunity to express opinions and make inquiries about the agenda item. However, no shareholders expressed any opinions or made any inquiries.

The Meeting Conductor then requested the Meeting to cast a vote on this agenda item.

Resolution: The meeting resolved to approve the appointment of the Company's auditors and the auditors' remuneration for the year 2020 as proposed as follows:

Votes	Number of Votes	Percent of Number of Votes of the Shareholder present at the meeting and casting their vote
Approval	359,248,100	100.0000
Disapproval	0	0.0000
Abstain	0	0.0000
Invalid Ballot	-	-
Total	359,248,100	100.0000

* In this agenda, there was 0 shareholder present at the meeting increasing from the previous agenda, their number of shares was 0 share. Thus, this meeting had a total of 39 shareholders/proxies, attending the meeting. Their total shares were 359,248,100 shares.

Remark: The resolution of this agenda item requires a simple majority vote of shareholders attending the meeting and casting their votes, excluding the abstention in the calculation base.

Agenda 7 **To consider and approve the amendment of the Company's Articles of Association**

The Chairman asked the Meeting Conductor to inform the Meeting in this agenda item.

The Meeting Conductor informed the Meeting that in accordance to the Emergency Decree on Electronic Meetings enacted B.E. 2563 (2020) which repealed the previous law on Electronic Meetings as well as improving the Meeting's requirements to be more agility, the Board of Directors deems appropriate to propose to the 2020 Annual General Meeting of Shareholders to consider and approve the amendment of the Company's Articles of Association in Articles 24/1, Article 31/1 and Article 32 in relation to the electronic meeting. The details of which are as follows:

Details of the proposed amendment of the Company's Articles of Association in Articles

The Company's Articles of Association		
Article	Existing Article	Proposed Amendment to the Article
24/1	If a meeting of the Board of Directors is held through electronic media, at least one-third (1/3) of the quorum shall physically present at the same meeting venue, and all of attending directors must physically be in the Kingdom of Thailand at the time of the meeting. A meeting of the Board of Directors must be held through a controlled electronic system applying security measures. There must be a record of the meeting, either voice or voice and image, of all attending directors throughout the meeting period, including the computer traffic data from such record. The meeting control system must have basic elements in accordance with the security and safety standards for the meeting through electronic media as prescribed by relevant authorities.	A meeting of the Board of Directors may be held via electronic means, but the holding of such meeting must be in compliance with the relevant applicable laws, regulations, notifications, rules or criteria.
31/1	-	A meeting of the shareholders may be held via electronic means, but the holding of such meeting must be in compliance with the relevant applicable laws, regulations, notifications, rules or criteria.
32	In calling a shareholders' meeting, the Board of Directors shall prepare a notice of such meeting specifying the place, date, time, agenda and matters to be proposed to the meeting together with appropriate details stating clearly whether it is a matter proposed for acknowledgment, for approval or for consideration, as the case may be, including the board's opinions on such matters, and the notice shall be delivered to the shareholders and registrar not less than seven (7) days prior to the date of the meeting. The notice shall also be published in a newspaper for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.	In calling a shareholders' meeting, the Board of Directors shall prepare a notice of such meeting specifying the place, date, time, agenda and matters to be proposed to the meeting together with appropriate details stating clearly whether it is a matter proposed for acknowledgment, for approval or for consideration, as the case may be, including the board's opinions on such matters, and the notice shall be delivered to the shareholders and registrar not less than seven (7) days prior to the date of the meeting. The notice shall also be published in a newspaper for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.

The Company's Articles of Association		
Article	Existing Article	Proposed Amendment to the Article
	The venue of the meeting of shareholders shall be in the province in which the head office of the Company is located, or other adjacent province as determined by the Board of Directors.	<p><u>If the shareholders' meeting is held via electronic means, the notice of a shareholders' meeting and documents related to the shareholders' meeting may be sent via an electronic mail. In this regard, the board of directors shall maintain a copy of the notice and related documents as evidence, which may be stored in the form of electronic data.</u></p> <p>The venue of the meeting of shareholders shall be in the province in which the head office of the Company is located, or other adjacent province as determined by the Board of Directors.</p>

Then, the Meeting Conductor gave the meeting an opportunity to express opinions and make inquiries about the agenda item. However, no shareholders expressed any opinions or made any inquiries.

The Meeting Conductor then requested the Meeting to cast the vote on this agenda item.

Resolution: The meeting resolved to approve the amendment of the Company's Articles of Association as proposed as follows:

Votes	Number of Votes	Percent of Number of Votes of the Shareholder present at the meeting and casting their vote
Approval	359,248,100	100.0000
Disapproval	0	0.0000
Abstain	0	0.0000
Invalid Ballot	-	-
Total	359,248,100	100.0000

* In this agenda, there was 0 shareholder present at the meeting increasing from the previous agenda, their number of shares was 0 share. Thus, this meeting had a total of 39 shareholders/proxies, attending the meeting. Their total shares were 359,248,100 shares.

Remark: The resolution of this agenda item requires a vote of not less than two-thirds of total votes of shareholders attending the meeting and having the right to vote, including the abstention in the calculation base.

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

The Chairman informed the Meeting that this agenda item is for the shareholders or proxies asking any questions or expressing any opinions to the Board of Directors of the Company

and/or for the Board of Directors of the Company explaining any inquiries. However, no shareholders expressed any opinions or made any inquiries.

The Chairman informed the Meeting that the outbreak of Coronavirus 2019 (COVID-19) was an unexpected situation. As a result, the Company had to be considerably adjusted. It is expected that the Company's business will be recovered after the lockdown indulgence by the government. Please be informed that all nine on-going projects of the Company are still running. Even some projects have been retarded, the Board of Directors, executives, and staffs will put our best effort into creating returns to the shareholders both in the short-term and long-term.

The Chairman thanked all the shareholders for their time and declared the meeting adjourned at 15.05 hours.

-Signature-

(Mr. Kajohndet Sangsuban)

The Chairman of the Meeting