

(Translation)

Minutes of the 27<sup>th</sup> Annual General Meeting of Shareholders  
Held on Monday, 26 April 2021

---

The 27<sup>th</sup> Annual General Meeting of Shareholders of O.C.C. Public Company Limited was held in Chao Phraya Room 1, Montien Riverside Hotel, No. 372 Rama 3 Road, Bangklo Sub-District, Bang Kho Laem District, Bangkok.

The Record Date for shareholders having rights to attend the 27<sup>th</sup> Annual General Meeting of Shareholders was on 24 March 2021. There were totally 585 shareholders holding altogether 60,000,000 shares.

The meeting date was on Monday, 26 April 2021. The total number of shareholders and proxies attending the meeting were as follows:

- Shareholders attending the meeting in person 10 shareholders Total number of shares 3,111,395
- Shareholders attending the meeting by proxy 33 shareholders Total number of shares 44,598,235

Total number of attendances and proxies were 26 persons, 43 shareholders, representing 47,709,630 shares or equivalent to 79.52 percent of the total issued and paid up shares, then the meeting constituted a quorum in accordance with Article 36 of the Company's Article of Association, which required shareholders and proxies from the shareholders of not less than 25 persons or less than half of all shareholders. And must have shares in aggregate not less than one third (1/3) of the total number of shares already issued and paid-up.

Total number of the Company's Board of Directors attending the meeting was 9 persons or equivalent to 100% of total numbers of the Company's director as follows:

- |                                   |                                                                                                                |
|-----------------------------------|----------------------------------------------------------------------------------------------------------------|
| 1. Mrs. Kanchana Saisiriporn      | Chairman of the Board of Directors<br>Chairman of the Corporate Governance Committee                           |
| 2. Mrs. Teerada Ambhanwong        | Managing Director and CEO<br>Chairman of the Nomination Committee<br>Chairman of the Risk Management Committee |
| 3. Mr. Manu Leelanuwatana         | Chairman of the Remuneration Committee                                                                         |
| 4. Mrs. Tipaporn Chokwatana       | Director                                                                                                       |
| 5. Mr. Worathep Aussavakasem      | Director                                                                                                       |
| 6. Mrs. Watchanee Wattantawanwong | Chairman of the Audit Committee                                                                                |
| 7. Mr. Wanchai Umpueng-Art        | Member of the Audit Committee                                                                                  |
| 8. Mr. Knit Kounavudhi            | Member of the Audit Committee                                                                                  |
| 9. Mr. Thitipoom Chokwatana       | Director                                                                                                       |

The Meeting was convened at 11.00 hrs.

Mrs. Kanchana Saisiriporn, Chairman of the Board acting as Chairman of the meeting and addressed the opening of the meeting, then thanked to all shareholders for attending the meeting.

Before the meeting began, Chairman of the meeting informed that due to the 2019 coronavirus (COVID-19) pandemic, the Company was concerned for the health of all meeting attendees. Therefore, the Company had set up disease control measures to screen meeting attendees

with the guidelines as informed to everyone together with the AGM's Notification for the meeting to please follow to the Company's preventive measures.

Then, Chairman of the meeting introduced members of the Board of Directors one by one as above name list and representatives of the Company's auditor, executive committee, the Company Secretary and representatives of the Company's legal advisors who also attended the meeting and acted as the witnesses for the vote-counting procedure as follows:

Auditors from DIA International Company Limited.

1. Mrs. Suvimol Chrityakierne Registration No.2982

Executive Committee

- |                  |                  |                                            |
|------------------|------------------|--------------------------------------------|
| 1. Mrs. Teerada  | Ambhanwong       | Managing Director and CEO                  |
| 2. Mrs. Chantra  | Tangtanasingkarn | Director of Accounting-Finance Division    |
| 3. Miss Rattana  | Wonglertwit      | Director of Office Administration Division |
| 4. Miss Siriporn | Tangtanasingkarn | Director of Cosmetics Marketing Division   |
| 5. Dr. Pattara   | Pathumarak       | Director of Managing Director Office       |

Company Secretary

- Mrs. Choopan Imthong

Representatives from Vira Law Office, the Company's Legal Advisor

- Miss Supanee Learngsatit

The Chairman informed the meeting that the 27<sup>th</sup> Annual General Meeting of Shareholders, the Company granted the shareholders the entitlement to propose agendas and/or nominate candidates to be elected as directors during the period of December 1 – 30, 2020 in advance by providing information to the shareholders via SET's website: [www.set.or.th](http://www.set.or.th) and the Company's website: [www.occ.co.th](http://www.occ.co.th) with the definition of shareholders' qualification, regulations and considering procedure of the Company's Board of Directors. No shareholder expressed intent to exercise such rights, therefore no additional agenda to be proposed by the shareholders.

Thereafter, Chairman of the meeting assigned Mrs. Teerada Ambhanwong, the Managing Director and CEO and the Company Secretary to proceed the meeting.

The Company Secretary informed the meeting to acknowledge the voting procedures of this meeting to comply with Articles 43 of the Company's Articles of Association. One share will be counted as one vote, and the voting will be carried out in a transparent manner. The shareholders may cast either approval vote, disapproval vote or abstention vote including voided ballots (if any) then they will be deducted from the total votes present at the meeting, in order to arrive at the number of approval votes for each agenda.

Voided ballot will be considered upon the voting card that having vote more than one checkbox or in the case of having a strike ballot without signing name on that mark.

Therefore, just for the shareholders who disapprove or abstain, will raise up sign board then the ballot cards will be giving by the Company's staffs. Shareholders must fill the number of the sign board that had received upon registration before the meeting and made the mark in disapproved box or abstain box with signature on these cards for returning to the Company's staffs to record the votes properly and keep as evidence. Except for Agenda 5: Considering the Election of Directors, all shareholders will receive ballot cards in advance upon registration before entering the meeting room and give opinion on the election of the Company's director individually with signing names on ballot cards. For the shareholders who disapprove or abstain to the election of each director, sign board will

be raising up for counting the votes. The ballot cards must be returned to the Company's staffs when the resolution of Agenda 5 is ended.

In the case where the shareholders or proxies arrive for the registration after the meeting had already commenced, said shareholders or proxies would be allowed to cast vote only for the remaining agendas that not yet entering the consideration. The Company would then add the number of shareholders or proxies so arrived, to the total meeting quorum, for such remaining agenda for further recording in the meeting minutes. The Company would report to the shareholders just in case there are additional shareholders or proxies at the meeting. In order to facilitate vote-counting procedure in a transparent manner, the Company applied the barcode system to the vote-counting procedures, thereby allowing all shareholders to view the voting result for each agenda clearly on screen at the same time. The Company's directors who are shareholders will request their rights for approved votes in accordance with the Board's proposal on each agenda. In the case that the shareholders appointed proxies to the directors, the resolution will be in accordance with the shareholders' notice as defined on proxy form.

In this meeting, shareholders who have queries, they will write down the questions on the papers that are provided upon the meeting registration and then pass them to the Company's staffs.

**Agenda 1: To approve and adopt the minutes made at the 26<sup>th</sup> AGM of O.C.C. Public Company limited held on Monday 3 August 2020**

Mrs. Teerada Ambhanwong, the Managing Director and CEO, informed the meeting that the minutes of the 26<sup>th</sup> Annual General Meeting of Shareholders held on Monday, 3 August 2020 was sent to the Stock Exchange of Thailand within 14 days subsequent to the meeting date and was sent to the Department of Business Development of Ministry of Commerce within the period as law required, as well as disseminated through to the Company's website: [www.occ.co.th](http://www.occ.co.th) for the shareholders to consider the accuracy in accordance with the copy of the minutes of Annual General Meeting of Shareholders that was recorded in the form of QR Code and it had been sent to the shareholders in advance together with the AGM's Notification. The Board considered that the meeting minutes was duly and accurately recorded and completely in accordance with the AGM's resolution and requested for approval consideration.

In this agenda, there was one additional shareholder representing 100 holding shares, equivalent to 0.00%. Then, total number of shareholders who attended the meeting at this time were 27 attendances of 44 registrants with 47,709,730 shares in total or equivalent to 79.52% of the total shares.

**Resolution:** This agenda requires majority votes cast by shareholders present at the meeting and eligible to vote.

The meeting was considered that the resolution of the minutes was unanimously adopted with accuracy.

Total shares of eligible shareholders at the meeting were 47,709,730 shares as follows:

- Approved 47,709,730 shares representing 100%
- Disapproved -nil-
- Abstained -nil-
- Voided ballot -nil-

**Agenda 2: To acknowledge the Company's 2020 operating results**

Mrs. Teerada Ambhanwong, the Managing Director and CEO, informed the meeting that the Company's performance for year 2020 was published in the 2020 annual report and recorded it in the

form of QR Code. The Company earlier sent it to the shareholders in advance together with the AGM's Notification.

Overall of Thai economy in 2020 had a shrinking direction from domestic and international demand affected by the coronavirus or COVID-19 pandemic. According to the strict outbreak control measures both in the country and abroad, it has affected economic activity broadly. The tourism sectors have been disrupted by travel restrictions. This includes export sectors affected by much weaker demand from trading partners. There has been a continuing slowdown in economic activity in almost all sectors, both consumption and investment of private sectors as well as industrial production that remains shrink. For spending and investment of government sectors, it has been a high expansion from the acceleration of annual budget disbursements. However, the government and related sectors have gradually issued periodic measures to boost spending and mitigate economic impacts but consumer purchasing power remained sluggish. This is in line with consumers' confidence index that remains low.

According to the economy that was not recovered, consumers remained have high level of existing household debt burden, thus spending was slowed down by purchasing goods as necessary and consuming a limited amount. Therefore, it affected the operations of all business sectors more or less.

In 2020, the Company's total revenue was Baht 879.64 million, when compared to previous year the decrease was 22.78%. The income that earned from the sales was Baht 862.89 million, it decreased 23.46% of previous year. The income that earned from other operations was Baht 16.75 million. It increased 41.50 % from previous year. The Company's profit before the corporation income tax was Baht 6.14 million, it decreased Baht 32.69 million or 84.20% of previous year. After the deduction of corporation income tax, the net profit was Baht 5.11 million which decreased 83.80% from previous year.

The Company's current financial structure has been at a consistently strong level for many years. There are several indicators of significant financial ratios that can reflect an excellent liquidity. In 2020, the Company had its current liabilities of Baht 286.26 million, representing 2.45 times of liquidity ratio. The Company's ratio of debt to equity was 0.28 times, which it was in low level.

For anti-corruption, the Company continues to commit to all forms of anti-corruption operations as follows:

1. Review the anti-corruption policy and the practice of anti-corruption policy compliance in order to comply with the operation, responsibility and practical guidelines to prevent corruption of the Company's personnel.
2. The anti-corruption policy has been adopted as part of human resource management, from personnel recruitment, orientation, performance evaluation, remuneration determination and promotion.
3. Supervision to prevent and monitor fraud risks and evaluate the performance in accordance with anti-corruption policy compliance.
4. To conduct a training course to educate the understanding of the principles of enterprise's corporate governance and anti-corruption to instill awareness for the Company's personnel.
5. To communicate and have the public relations of anti-corruption policy and related regulations to the third parties and the Company's personnel continuously, as well as to communicate with business partners to recognize the importance of anti-corruption and encourage them to join the anti-corruption network.

In 2020, the Company found no issuances that have significant concerning to any corruption.

The Meeting duly acknowledged the Company's business operation performance during the fiscal year 2020.

In this agenda, no additional shareholder and proxy was attended the meeting.

Resolution: As this agenda was just for acknowledgement without voting requirement, then it was moved ahead to determine the Agenda 3.

**Agenda 3: To consider and approve the Company's Financial Statements for the year end as at 31<sup>st</sup> December 2020**

Mrs. Teerada Ambhanwong, the Managing Director and CEO, requested the meeting to consider approval of the Company's financial statements for the year ended December 31, 2020 which were prepared in accordance with the Accounting Standards and Generally Accepted Accounting Practices. They were audited and certified by public certified accountants, and agreed by the Audit Committee. The Company published them in printed 2020 Annual Report and in QR Code format of which a copy had already been forwarded to shareholders in advance together with this meeting invitation letter as summarized as follows:

	<b>Consolidated Financial Statements</b>	<b>Separate Financial Statements</b>
- Total Assets	1,342,353,004.00 Baht	1,331,915,324.00 Baht
- Total Liabilities	296,654,185.00 Baht	290,041,283.00 Baht
- Total Revenue	879,638,229.00 Baht	874,163,498.00 Baht
- Net Profit	5,112,927.00 Baht	5,788,149.00 Baht
- Profit per share	0.09 Baht	0.10 Baht

Resolution: This agenda is for majority votes of the shareholders who attend the meeting and cast their votes.

The meeting considered and unanimously voted approval of the Company's financial statements for the year ended December 31, 2020.

The total number of shares of the shareholders who attend the meeting and cast their votes, was 47,709,730 shares as follows:

- Approved 47,709,730 shares representing 100%
- Disapproved -nil-
- Abstained -nil-
- Voided ballot -nil-

**Agenda 4: To consider and approve profit allocation and dividend payment**

Mrs. Teerada Ambhanwong, the Managing Director and CEO informed the meeting that during the fiscal year 2020, the Company had a net profit of 5,112,927 Baht (Five million, one hundred twelve thousand, nine hundred and twenty seven Baht only). The Company had already fulfilled the legal 10% reserve of its registered capital.

The Board of Directors had proposed the shareholders' meeting, to consider and allocate profits to pay dividends in accordance with the Company's policy by commencing on actual performance of the Company and economic situation as significant to the shareholders, representing 60 million shares with the rate of Baht 0.15 (fifteen Stang) per share. Total amount was Baht 9 million, equivalent to 176.02 % of net profit of fiscal year 2020. Dividend payments are to be drawn

from the Company's retained earnings to tax at the rate of 25%. An individual shareholders shall be entitled to a tax credit according to Section 47 bis of the Revenue Code

The list of shareholders having rights to receive dividends for 2020 performance was fixed on May 7, 2021. The dividends are scheduled to be paid on May 25, 2021. Comparison detail of the net profit and dividend paid for past three years were stated on the AGM's Notification and recorded it in QR Code which it has sent out to the shareholder for consideration in advance.

Resolution: This agenda is for majority votes of the shareholders who attend the meeting and cast their votes.

The meeting approved as unanimously vote for dividend payment at Baht 0.15 Baht (fifteen Stang), per share by paying from the Company's accumulated profit tax at the rate proposing by the Board of Directors in all respects

Total eligible shareholders who attended the meeting were 47,709,730 shares as follows:

- Approved 47,709,730 shares representing 100%
- Disapproved -nil-
- Abstained -nil-
- Voided ballot -nil-

**Agenda 5: To approve the appointment of the directors to replace those retiring by rotation**

Mrs. Teerada Ambhanwong, the Managing Director and CEO, informed the meeting that the present Board which was registered at the Ministry of Commerce consisted of nine directors. According to the Company's Article of Association clause 21, one-third (1/3) of the total directors must retire in every AGM. In case of the total directors cannot be divided into three parts exactly, the nearest to one-third (1/3) is applicable. Those retired directors may be re-elected.

Three directors who had completed their terms for this AGM are as follows:

1. Mr.Knit Kounavudhi Independent Director and Audit Committee Member
2. Mr.Worathep Assavakasem Director
3. Mr.Thitipoom Chokwatana Director

Nomination of the directors to replace the ending directorship term, the Nomination Committee considered the guidelines for the selection of directors who retired according to its term. The Nominating Committee has determined the criteria and methods for nominating which conform to the Charter and related regulations by considering the candidates' qualifications in terms of Board Diversity and qualifications that are in accordance with the strategy of the company's business operation by using the analysis of skills, experience, knowledge and expertise of the board, or Board Skill Matrix, having leadership, sound vision, good ethics and morality with transparent resume.

The Nomination Committee's meeting has considered the names of directors individually, which the Nomination Committee's meeting and agreed to nominate all 3 directors who prescribed to retire to serve as directors for another term.

To the Board of Directors' meeting No. 2/2021 held on 10 March 2021, which excluded stakeholder directors, it has been widely discussed and resolved an approval with the criteria and guidelines for consideration according to the resolutions of the Nomination Committee's meeting. It's deemed appropriate to propose for the election of 3 directors who retired by rotation to continue their duties for another term.

Therefore, all nominated persons have been carefully considered to moderate their qualifications individually that were appropriate to the Company's business operation by considering on educational suitability, experience and expertise from various professions, leadership, wide

vision, business success history including the ability to express opinions independently and in accordance with the relevant regulations.

Mr. Knit Kounavudhi has been an independent director for 6 years. His qualification is in accordance with the requirement of the Company's independent directors. He has knowledge and competency with experience in terms of the Company's requirement and be able to perform his duties as an independent director completely. He is able to express opinion independently and in accordance with the relevant guidelines. Therefore, the Board of Directors has proposed to the shareholders to elect Mr. Knit Kounavudhi to continue to be an independent director.

For information of these 3 persons, shareholders can study it from the Attachment No. 7 which was submitted with AGM's Notification in the form QR code for their consideration in advance.

Before voting, the Managing Director and CEO informed the meeting that according to Public Company Act 2535 Article 86 and the Company Regulation Article 30, do not allow any director to have business in the same kind and in competitive with the Company's; or to be a partner at any partnership organization or to be an unlimited partner at any limited partnership organization or a director at any private company or any other companies having the same kind of business and in competitive with the Company's. No matter that it will be done for own benefit or for other persons' benefits except informing to the AGM prior to adopt resolution of appointment.

In this regard, the Managing Director and CEO informed the meeting that one person who was proposed to be the director, holding the position as the director of the company which has the same kind of business and in competitive with the Company namely Mr. Worathep Assavakasem. He is the Managing Director of M.I.L. (Thailand) Company Limited.

Therefore, the Managing Director and CEO requested the quorum to vote the election of the three candidates who were nominated to be the Company's director individually.

The Meeting acknowledged and individually determined.

This agenda, no additional shareholders and proxies attending the meeting.

**Resolution:** This agenda is for majority votes of the shareholders who attend the meeting and cast their votes.

#### 1. Mr. Knit Kounavudhi

Unanimous approvals were reached at this AGM as follows:

Total eligible shareholders at the meeting and have the voting rights 47,709,730 shares

- Approved 47,709,730 shares representing 100%
- Disapproved -nil-
- Abstained -nil-
- Voided ballot -nil-

#### 2. Mr. Worathep Assavakasem

Unanimous approvals were reached at this AGM as follows:

Total eligible shareholders at the meeting and have the voting rights 47,709,730 shares

- Approved 47,709,730 shares representing 100%
- Disapproved -nil-
- Abstained -nil-
- Voided ballot -nil-

### 3. Mr.Thitipoom Chokwatana

Unanimous approvals were reached at this AGM as follows:

Total eligible shareholders at the meeting and have the voting rights 47,709,730 shares

- Approved 47,709,730 shares representing 100%
- Disapproved -nil-
- Abstained -nil-
- Voided ballot -nil-

Therefore, the Board of Directors of O.C.C. Public Company Limited at the present time comprises of 9 directors as follows:

1. Mrs. Kanchana Saisiriporn
2. Mrs. Teerada Ambhanwong
3. Mr. Manu Leelanuwatana
4. Mrs. Tipaporn Chokwatana
5. Mrs. Watchanee Wattanatawanwong
6. Mr. Wanchai Umpueng-Art
7. Mr. Knit Kounavudhi
8. Mr. Worathep Assavakasem
9. Mr. Thitipoom Chokwatana

Mrs. Watchanee Wattanatawanwong, Mr. Wanchai Umpueng-Art and Mr. Knit Kounavudhi were Independent Directors.

#### **Agenda 6: To approve the remuneration of the Board of Directors**

Mrs. Teerada Ambhanwong, the Managing Director and CEO, informed the meeting that according to the Article 90 of Public Company Act 2535 and the Company Regulation Article 32, it is not allowed to give any money or property to the directors, unless payment as compensation based on rights and other benefits, normally as a director of the Company.

In 2020, the AGM approved the limit of the Board of Directors' remuneration not exceed Baht 6 million. Actual paid amount for meeting allowance and director's pension, was Baht 4,592,000.

For year 2021, the Board of Directors approved resolution in accordance with the Remuneration Committee's guideline by having remuneration's rate that was appropriated with their knowledge, capabilities, the Company's performance and the Board of Directors' performance evaluation by comparing with information of the companies having similar business type and scale. Thus, it would be appropriated to propose the AGM to fix remuneration's limit of the Company's directors not exceeding Baht 6 million. Anyway the amount excluded the remuneration and welfare which the Company's directors received as the Company's employees or staffs. The criteria for remuneration of the Board of Directors were proposed as follows:

#### Meeting Allowance

- Board of Directors – paying only Directors who attend the meeting at Baht 6,000 each
- Audit Committee
  - Chairman of Audit committee at Baht 20,000 each
  - Audit Committee member at Baht 15,000 each



- Executive Committee – paying only executive member who attend the meeting at Baht 5,000 each
- Other Committees – paying only non-executive directors who attend the meetings of Nomination Committee, Remuneration Committee, Risk Management Committee and Corporate Governance Committee at Baht 5,000 each

#### Director Pension

Paying to all Directors allocated by the Remuneration Committee who will consider appropriate rates in line with the Company's performance compared to other companies having similar business and scale.

#### Other Remuneration

-nil-

The overall remuneration of the Board of Directors must not exceed the limit approved by AGM.

Detail of types of other compensation, in comparison with previous year, was published in Attachment no. 8. It was sent together with the AGM's Notification, which was recorded in the form of QR Code for the shareholders to have an advance consideration.

Then, the Managing Director and CEO informed the meeting to know about the resolution vote on this agenda, that according to Article 90 of Public Company Act 2535, the remuneration of the Company's directors must be approved by not less than two-thirds of total votes of the shareholders who attended the meeting.

The meeting considered and unanimously voted approval of the remuneration of the Company's Board of Directors' for year 2020 with a limit of not exceeding Baht 6 million and its allocation method as per the criteria as proposed by the Company's Board.

In this agenda, no additional shareholder or proxy attended the meeting.

Total eligible shareholders who attended the meeting and cast their votes were 47,709,730 shares as follows:

- Approved 47,709,730 shares representing 100%
- Disapproved -nil-
- Abstained -nil-
- Voided ballot -nil-

#### **Agenda 7: To approve the appointment of the auditor and auditor's fees**

For this agenda, Mrs. Teerada Ambhanwong, the Managing Director and CEO, has assigned Mrs. Watchanee Wattanatawanwong, Chairman of the Audit Committee to present it to the meeting.

Mrs. Watchanee Wattanatawanwong, Chairman of the Audit Committee, informed the meeting that Board of Director approved the proposal of the Audit committee to select the Company's auditor by considering from the management of its performance during the past years, having the standard practice, independence, well known and amount of audit fees. With the perfect qualifications in accordance with the regulations of the Company and Securities and Exchange Commission. Therefore the Board of Director considered an approval to appoint DIA International Audit Co., Ltd., to be the Company's auditors for 2021 as following name list:

1. Mrs. Suvimol Chrityakierne, CPA registration No. 2982

- Who has endorsed the Company's financial statements since 2017, being 5<sup>th</sup> year for the audit firm or
- 2. Miss Suphaphorn Mangjit, CPA registration No.8125
  - Has never been a signatory in the Company's Financial Statements or
- 3. Mr.Nopparoek Pitsanuwong, CPA registration No.7764
  - Has never been a signatory in the Company's Financial Statements
- 4. Mr. Joompoth Priratanakorn Registration No.7645
  - Has never been a signatory in the Company's Financial Statements
- 5. Miss Somjintana Pholhirunrat Registration No.5599
  - Has never been a signatory in the Company's Financial Statements
- 6. Mr. Wirote Satjathamnukul Registration No.5128
  - Has never been a signatory in the Company's Financial Statements

And the audit fee amount of 2021 are as follows:

Review of Quarterly Statement Q1- Q3	600,000 Baht
Annual Statement Auditing	560,000 Baht
Review of Combined Financial Statement Q1-Q3	30,000 Baht
Combined Financial Statement Auditing	20,000 Baht
Total amount	1,210,000 Baht

Thereafter, Chairman of the Audit Committee informed to the meeting to acknowledge the audit fee amount of the Company's subsidiary; Amatissimo Company Limited, from the same auditor and the audit fee amount of 2021 are as follows:

Review of Quarterly Statement Q1- Q3	30,000 Baht
Annual Statement Auditing	100,000 Baht
Total amount	130,000 Baht

The audit fee of the subsidiary may change according to the number of subsidiaries and/or actual workload during 2021.

Shareholders can study the auditor's information and the amount of comparative audit fees from the Attachment no.9, which is recorded in the form of QR Code and it has been sent with AGM's Notification.

Prior to the voting resolution, Chairman of the Audit Committee informed the meeting that according to Article 121 of Public Company Act 2535, the auditors must not be the directors, employees or holding any other positions of the Company. All of the above listed six auditors are not the directors, employees or holding any other positions of the Company. They have independence and no relationship or equity to the Company's executives either directly or indirectly, therefore they have their independence to audit and express opinions on the financial statements of the Company.

This agenda, there were no shareholders and proxies attending the meeting.

**Resolution:** This agenda is for majority votes of the shareholders who attend the meeting and cast their votes.

The meeting considered and unanimously voted approval of the appointment of the Company's auditor and fixed audit fee amount for 2020 in accordance with the proposal of the Company's Board of Directors.

Total eligible shareholders who attended the meeting and cast their votes were 47,709,730 shares as follows:

- Approved 47,709,730 shares representing 100%
- Disapproved -nil-
- Abstained -nil-
- Voided ballot -nil-

Thereafter, Chairman of the Audit Committee handed the agenda back to the Managing Director and CEO to further continue the meeting.

**Agenda 8 Considering other matters (if any)**

No further issue or question was raised, the Managing Director and Chief Executive Officer have given the agenda back to the Chairman of the Board of Directors. The Chairman then thanked all shareholders for their attendance of this Meeting and declared the Meeting adjourned.

The Meeting was declared adjourned at 11.37 hrs.

Kanchana Saisiriporn  
(Mrs. Kanchana Saisiriporn)  
Chairman of the Meeting

Certified True & Correct

Teerada Ambhanwong      Manu Leelanuwatana  
(Mrs. Teerada Ambhanwong) (Mr. Manu Leelanuwatana)  
Directors

Choophan Imthong  
Company Secretary  
Minutes Taker/Print/Review