

Translation

Thanulux Public Company Limited

Minutes of the 47th Annual General Meeting of Shareholders

Meeting Date : Tuesday, 27th April 2021

Meeting Venue : Chao Praya Room 1, Montien Riverside Hotel

372 Rama 3 Road, Bangkok Sub-district, Bangkorleam District, Bangkok

Number of Shareholders : As of the date for determining shareholders entitled to attend the shareholders' meeting, pursuant to section 89/26 of the Securities and Exchange Act on Tuesday, 12th March 2021, there were a total of 667 shareholders in the Company holding an aggregate amount of 120,000,000 shares.

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Meeting commenced at 11.00 hours

Mr. Supachoke Sirichantaradilok, the Company Secretary, informed to the meeting that as at 11.00 hours shareholders and proxies were present at the 47th General Meeting of Shareholders of Thanulux Public Company Limited. There were 10 shareholders present in person, representing 2,195,274 shares, and 46 shareholders granting proxies representing 102,043,546 shares, a total of 36 persons constituting 56 shareholders representing 104,238,820 shares, or 86.87 percent of the total paid-up share capital. A meeting quorum was thereby constituted under article 36 of the Company Articles, which required not less than 25 shareholders and proxies in attendance, or not less than one-half (1/2) of the total number of shareholders holding an aggregate amount of not less than one-third (1/3) from a total of 120,000,000 distributed shares. As of the date for determining shareholders entitled to attend the 47th General Meeting of Shareholders (Record Date) on 12th March 2021, there were a total of 677 shareholders in the Company holding an aggregate amount of 120,000,000 shares. Mr. Manu Leelanuwatana, the Chairman was invited to act the Chairman of the meeting and deliver his opening remarks.

Mr. Manu Leelanuwatana, the Chairman of the meeting, welcomed the shareholders to the 47th General Meeting of Shareholders and assigned Ms.Dusadee Soontrontumrong, Managing Director, to proceed the meeting in accordance with the agendas.

The Managing Director introduced the Directors and the Company Secretary. Hence, there were a total of 9 Company Directors in attendance from a total of 10, i.e. a 90% attendance, as follows:

Board of Directors

- | | | |
|-----------------|---------------|---|
| 1. Mr. Manu | Leelanuwatana | Chairman
Chairman of the Nominating Committee |
| 2. Mr. Thamarat | Chokwatana | Vice Chairman
Chairman of the Remuneration Committee |

		Nominating Committee Member
3. Ms. Dusadee	Soontrontumrong	Director
		Chairman of the Executive Committee
		Remuneration Committee Member
		Governance Committee Member
		Managing Director
4. Ms. Marin	Leelanuwatana	Director
		Nominating Committee Member
		Remuneration Committee Member
		Governance Committee Member
		Executive Committee Member
		Deputy Managing Director
5. Mr. Suchart	Layluxsiri	Director
		Executive Committee Member
		Deputy Managing Director
6. Ms. Yupaporn	Jearrakul	Director
		Risk Management Committee Member
		Governance Committee Member
		Executive Committee Member
		Chief Financial Officer
7. Mr. Padoong	Techasarintr	Independent Director
		Chairman of the Audit Committee
8. Assoc.Prof. Dr.Nipon Poapongsakorn		Independent Director
		Audit Committee Member
		Chairman of the Governance Committee
9. Mr. Maris	Sangiampongsa	Independent Director

Also Assoc.Prof. Nares Kesaparakorn, Independent Director and Audit Committee member did not attend the meeting due to the quarantine according to government measures.

The Company Secretary, Mr. Supachoke Sirichantaradilok.

The Auditor of ASV and Associates Limited attended the inspector for the accuracy of votes and the witness to the vote-counting procedure in the meeting was Mr. Prasitporn Keasma.

Then the Company Secretary provide essential information to the meeting before proceeding in accordance with the agenda, as follows:

1. Due to the Covid-19 virus outbreak, various measures have to be held. Which the government agency has informed to the meeting in the notice of the meeting and would like to clarify more about the meeting, as follow:

1.1 To reduce time together, therefore need to manage the meeting time within 1 hour.

- 1.2 The Company is unable to arrange a microphone for shareholders to ask questions. During the each agenda if shareholders have suggestions or questions be asked to write on the question paper and sent to company staff.
 - 1.3 Questions at the meeting will answer only matters that need to be voted on in that agenda. As for questions or other suggestions will be recorded in the minutes, which will disclosure on the Company website within 14 days after the meeting.
 - 1.4 All attendees must keep a face mask at all times in meeting rooms and in meeting spaces.
- 2.The Company appreciated the significance of providing fair and equal safeguards for shareholders' rights, as follow:
- 2.1 The Company had given an opportunity to shareholders to submit matters for inclusion in the Ordinary Shareholders' Meeting agenda and/or nominate persons for election as Company Directors prior to the finalization of the meeting agenda, during December 1, to December 30, 2020. However, there was appeared that no nominated person for election as Company's Directors by any shareholders.
 - 2.2 A shareholder could submit questions in advance by post and/or the Company website.
 - 2.3 A shareholder could grant a proxy to an Independent Director to exercise voting rights on his/her behalf.
3. Vote counting and the notification of the vote counting results in the meeting procedures, as follows:
- 3.1 Procedures for vote, i.e. 1 share equaled to 1 vote. Votes would be cast openly. Shareholders were able to cast votes of approval, disapproval or abstention in each agenda. Votes would be cast by raising the voting placard received upon registration of attendance at the meeting. Spoilt ballot paper refers to a ballot paper wherein votes are cast in more than one box or there are deletions without an endorsement by initials. In the event that a shareholder registered to attend the meeting after its commencement, the shareholder would then have the right to cast a vote in the agenda which deliberations had not yet begun. The Company Secretary would inform the meeting prior to the commencement of the relevant agenda, and the Company would record the votes of the shareholder attending the meeting in progress as quorum as from the agenda voted upon in the minutes.
 - 3.2 Voting and conclusion of votes the Company used a Barcode System in the administration of the meeting. All shareholders could observe the voting process, vote counting and voting results shown on the projector screen. The Company would like to notify the results of the vote unanimous or the majority of votes according to the finalization of the vote counting process only.
- In any agenda, except for the election of Directors, those disapproving or abstaining were requested to raise the voting placards. Members of staff would count the number of votes and

distribute ballot papers in the form as shown on the screen. Shareholders were requested to complete their registration number, state their opinions and sign the ballot papers before returning the ballot papers to a member of staff to count and record the votes.

In the election of a Director, the Company would hold the election of each Director individually. All Shareholders were requested to state their opinions on the election of each individual Director as well as sign the ballot paper for the Directors election agenda which is to the right of the ballot. In the event of a shareholder disapproving or abstaining in the election of any Director, Shareholder would raise voting placard in the election of such director. A member of staff would count and record such votes. Upon the completion of voting for all Directors, members of staff would collect the ballot papers for Directors election from all Shareholders.

In the event that a shareholder has authorized a proxy to attend the meeting and cast votes as indicated by the shareholder, the Company would have already recorded the votes according to the shareholder's intentions in the votes processing system.

Directors, in their capacities as shareholders, requested to exercise their rights to vote in approval of the proposals made by the Board of Directors in all agenda.

For the presentation presenting of the meeting, as follow: Agenda no.1 and agenda no.4 to no.8 Mr. Supachoke Sirichantaradilok, the Company Secretary as the information provider. Agenda no.2 and no.9 Ms.Dusadee Soontrontumrong, the Managing Director as the information provider. And agenda no.3 Ms.Yupaporn Jearrakul, the Chief Financial Officer as the information provider.

The meeting proceeded in accordance with the 47th Annual General Meeting of Shareholders agenda as notified by the Managing Director.

Prior to the commencement of Agenda 1, there were no additional attendees.

Agenda 1 Approval of the Minutes of the 46th Annual General Meeting of Shareholders on 4th August 2020

The Chairman assigned the Company Secretary to provide the information to the meeting.

The Company Secretary informed to the meeting that the Company the Company had sent a copy of the minutes of the 46th General Meeting of Shareholders to the Stock Exchange of Thailand and published the same in the website of Thanulux Public Company Limited within 14 days as from the date of General Meeting of Shareholders. The minutes were also sent to the Department of Business Development, the Ministry of Commerce, within the period prescribed by law. A copy of the minutes had been sent to the shareholders along with the notice of the meeting, as per attachment 1. The Board of Directors was of the opinion that such minutes already represented an accurate record.

The Chairman was given an opportunity for shareholder questions, but no question was posed by any shareholder. It was thereby submitted to the meeting for consideration.

A resolution in this agenda must be adopted by a majority of shareholders present and eligible to vote.

After consideration, the meeting endorsed the minutes by unanimous votes out of the total votes representing the attending shareholders with the voting rights, as follows:

	Shareholders		Votes	Percentage
Total Number	56	Total Number	104,238,820	
Approvals	56	Total Number	104,238,820	100
Disapprovals	-		-	-
Abstentions	-		-	-
Spoilt ballot	-		-	-

Prior to the commencement of Agenda 2, there were no additional attendees.

Agenda 2 Acknowledgement of the Board of Directors' report in the preceding year

The Chairman assigned the Managing Director to provide the information to the meeting.

The Managing Director informed to the meeting that the report of the Board of Directors and operating results of the Company in the annual period of 2020 had been included in the Annual Report of 2020. The Annual Report was prepared in accordance with regulations of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand, and had been sent to the shareholders in QR Code format along with the notice of the meeting as per attachment 2. There were matters of essence, as follows:

The operating results in 2020, the company is divided into 3 groups of business structure, the first is Brand Business, which sells domestic products through various well-known brands, the second is Workwear and Medical Textile, and it is the uniform business. Selling products that focus on quality and innovation the third group of after-sales service is Export, with the main products being clothing and leather products that focus on potential customers.

The Covid-19 outbreak has impacted the global economy through lock-down and disease control measures. Decrease in tourist volume Consumers are not convinced. As a result, the purchasing power in the country and the export sector decreased.

The new-normal life, work from home has resulted in a change in the purchase regulations to buy only necessary products, to buy apparel products. But there was a significant increase in purchases made online, creating a whole new commercial opportunity, resulting in a net sales of 1,119.14 million baht, a 31.48 percent drop. Because considering the booth, the expenses as necessary The market and the situation of expanding online distribution channels to reduce the achievement and be able to continue the business stable, resulting in a profit of 10.76 million baht, a decrease of 87.99%.

The Company has always realized the importance of conducting business according to the principles of good governance with transparency and fairness. In the past year, the Company has monitored and reviewed the implementation of the anti-corruption policy. Including training to create knowledge, understanding and cultivating consciousness for employees continuously. The additional information are provided in page 206-211 of Annual Report 2020. Thus, the Board of Directors reviews and approves the Good Corporate Governance principles, the Committee charter for the purpose to be comply with good corporate governance principles for listed companies 2017 (CG Code) to suit with the business operation. The review shall be conducted at least once a year.

The Chairman was given an opportunity for shareholder questions, but no question was posed by any shareholder. Therefore, informed to the meeting due to this agenda was merely for acknowledgement and there was no need for a resolution. The meeting thereafter proceeded to the next item on the agenda.

Prior to the commencement of Agenda 3, there were no additional attendees.

Agenda 3 Approval of the Financial Statements for the year ended 31st December 2020

The Chairman assigned the Chief Financial Officer to provide the information to the meeting.

The Chief Financial Officer informed to the meeting that the financial statements for the year ended 31st December 2020 have been prepared in accordance with Thai Financial Reporting Standards and fair presentation in all material respects, audited and certified by a licensed auditor and approved by the Audit Committee and the Board of Directors. Details of which had been provided in the Annual Report of 2020 in QR Code format as per attachment 2, which had already been sent to the shareholders along with the notice of the meeting.

The highlights for 2020 according to the Financial Statements were as follows:

(Million Baht)		
Item	Consolidated Financial Statements	Separate Financial Statements
Total Assets	4,336.80	4,382.04
Total Liabilities	542.76	539.45
Shareholders' Equity	3,794.04	3,842.59
Total Revenue	1,119.14	1,120.44
Profit Attributable to Owners of the parent company	10.76	7.97
Earnings per Share (Baht)	0.09	0.07

The Chairman was given an opportunity for shareholder questions, but no question was posed by any shareholder. It was thereby submitted to the meeting for consideration.

A resolution in this agenda must be adopted by a majority of shareholders present and eligible to vote.

After consideration, the meeting approved the financial statements for the year ended 31st December 2020 by unanimous votes out of the total votes representing the attending shareholders with the voting rights as follows:

Shareholders		Votes		Percentage
Total Number	56	Total Number	104,238,820	
Approvals	56	Total Number	104,238,820	100
Disapprovals	-		-	-
Abstentions	-		-	-
Spoilt ballot	-		-	-

Prior to the commencement of Agenda 4, there were no additional attendees.

Agenda 4 Approval the appropriation of profit and dividend payment

The Chairman assigned the Company Secretary to provide the information to the meeting.

The Company Secretary informed to the meeting that the Company has a policy of making regular dividend payment at the rate of Baht 0.20 per share (20 percent of the par value) based on the Company's operating results and the economic forecasts.

The retained earnings to be distributed in this period according to the Company's financial statements were as follows:

Undistributed Retained Earnings	2,507,879,250	Baht
Net Earnings for 2020	7,968,897	Baht
Total Distributable Earnings	2,515,848,147	Baht

The Board of Directors had proposed the Annual General Meeting of Shareholders for approval of the profit distribution as follows:

Reserve Required by Law :	Requirement Fulfilled; No Further Reserves Required This Year	
General Reserve for the Company's Security	400,000	Baht
Dividend at Baht 0.07 Per Share	8,400,000	Baht
For 120 Million Shares or 105.40% of the net profit		
Balance of Undistributed Earnings Carried Forward	2,507,048,147	Baht

Dividend will be paid from the exemption of corporate income tax (BOI) which the shareholders who are natural persons shall not be entitled to a Dividend Tax credit in the computation of tax under Section 47 bis of the Revenue Code. Dividend will be paid to eligible shareholders listed in the register on the record date for determination of shareholders eligible to dividend payments on 7th May 2021, and dividend payment will be due on 25th May 2021.

The comparison of dividend payment rates as shown on the projector, the Company offered to pay 0.07 baht per share lower than the year 2019 paid 0.55 baht per share and less than the year 2018 paid 0.75 baht per share in line with the operating results in 2020.

Details of Dividend Payment		2020	2018	2018
1. Net Profits	(Baht million)	7.97	134.66	202.12
2. Number of Shares	(Million shares)	120.00	120.00	120.00
3. Dividends	(Baht/share)	0.07	0.55	0.75
4. Total Dividends	(Baht million)	8.40	66.00	90.00
5. Net Dividend Payout Rate	(%)	105.40	49.01	44.53

The dividend payment is less than the Company's dividend policy. The company considers the performance of the company and the forecast of future economic conditions. In 2021, the company plans to invest

in improving efficiency. Create competitive opportunities and expand sales channels. The dividend payment rate of 0.07 baht per share does not affect the Company's liquidity.

The Chairman was given an opportunity for shareholder questions, but no question was posed by any shareholder. It was thereby submitted to the meeting for consideration.

A resolution in this agenda must be adopted by a majority of shareholders present and eligible to vote.

After consideration, the meeting approved to general reserve allocation of Baht 0.40 million and approved the dividend from the year 2020 operating result at Baht 0.07 per share, 120 million shares, totaling Baht 8.40 million by paying from the net profit and the retained earnings. The dividend will be paid from the exemption of corporate income tax (BOI) which the shareholders who are natural persons shall not be entitled to a Dividend Tax credit in the computation of tax under Section 47 bis of the Revenue Code and dividend payment will be due on 25th May 2021 by unanimous votes out of the total votes representing the attending shareholders with the voting rights as follows:

Shareholders		Votes		Percentage
Total Number	56	Total Number	104,238,820	
Approvals	56	Total Number	104,238,820	100
Disapprovals	-		-	-
Abstentions	-		-	-
Spoilt ballot	-		-	-

Prior to the commencement of Agenda 5, there were 1 additional attendee constituting 1 shareholder representing 1,000 shares, comprising a total of 37 shareholders and proxies representing 57 shareholders, or 104,239,820 shares, being 86.87 percent of the total paid-up capital.

Agenda 5 Approval of the election of Directors to replace those who retire

The Chairman assigned the Company Secretary to provide the information to the meeting.

The Company Secretary informed to the meeting that in the year 2020 there were 10 position of Directors. Article 21 of the Company Articles provided that in every annual general shareholders' meeting, one-third (1/3) of the Directors had to retire. If the number of Directors could not be evenly divided into three parts, then the closest number to one-third (1/3) should retire. Retiring Directors could be re-elected.

In the 47th General Meeting of Shareholders, there were 3 Directors retiring at the expiration of term, namely:

1. Mr. Manu Leelanuwatana Chairman
2. Mr. Thamarat Chokwatana Vice Chairman
3. Assoc.Prof. Nares Kesaparakorn Independent Director and Audit Committee member

Also Assoc. Prof. Nares Kesaparakorn stated his intention of no rotation for another term. The Company were given an opportunity for the shareholders to propose nominate person to be elected as Company's Directors for the 2021 Annual General Meeting of Shareholders, there was appeared that no nominated person for election as Company's Directors by any shareholders.

The Nominating Committee after giving due consideration to the qualifications of each incumbent Directors including age, gender, knowledge, ability, experience and expertise compared with the skill matrix, agree to propose the 2 retired directors as the Company's Directors for another term as follows:

1. Mr. Manu Leelanuwatana
2. Mr. Thamarat Chokwatana

The Board of Directors, excluding the nominees for re-appointment, after widely discussions, thorough scrutinized to regarding their qualification. In this regard, it was found that such persons possessed the requisite knowledge and competence, as well as expertise from a variety of professions suitable to the needs of the company and capable of expressing their opinions independently according to the relevant regulations. Also, upon an assessment of prior performance as the Company's Directors, it was found that the 2 nominees had performed their functions satisfactorily. Those who were members of supporting committees have also performed duties in such supporting committees satisfactorily. The 2 nominees had also applied their experiences in giving policy advice to the Company, resulting in the continued successes of the company's performance. The nominees possessed the qualifications required under the Public Companies Act B.E. 2535 (1992) and Regulations of the Capital Market Supervisory Board. And the 2 nominees, there is no special interests that is different from other Directors.

Under section 86 of the Public Limited Company Act B.E. 2535 (1992) and article 30 of the Company Articles, "a Company Director was prohibited from becoming a director of another company operating a business of identical character and in competition with the Company's businesses, except where notice had been given to the meeting of shareholders."

Therefore, notice was thereby given to the 47th Annual General Meeting of Shareholders prior to voting on the resolution to elect Directors that Which operated identical business to and was in competition with the Company.

1. Mr. Manu Leelanuwatana, present Chairman of
 - Pattaya Manufacturing Co., Ltd. (Ready-made garments)
 - Thai Gunze Co., Ltd. (Ready-made garments)
2. Mr. Thamarat Chokwatana, present Director of
 - Champ Kabin Co., Ltd. (Ready-made garments)

The curriculum vitae of persons nominated for appointment as Directors to replace Directors retiring at the expiration of term have been provided for your consideration in attachment 3.

The Chairman was given an opportunity for shareholder questions, but no question was posed by any shareholder. It was thereby submitted to the meeting for consideration.

A resolution in this agenda must be adopted by a majority of shareholders present and eligible to vote.

Since voting procedures for election of Directors differed from other agenda items, all shareholders, whether approving, disapproving or abstaining, were requested to specify their opinions for the election of each Director in the ballot paper. Upon completing the ballot paper, the shareholders were requested to endorse the ballot paper by signature. Company staff would collect the ballot paper from all shareholders upon the completion of voting for election of the 2 Directors.

The Board of Directors proposed that the shareholders' meeting consider electing individual directors with the following names:

1. Mr. Manu Leelanuwatana

After consideration, the meeting passed a resolution of approval by majority votes out of the total votes representing the attending shareholders with the voting rights as follows:

	Shareholders		Votes	Percentage
Total Number	57	Total Number	104,239,820	
Approvals	56	Total Number	104,238,820	99.9990
Disapprovals	1	Total Number	1,000	0.0010
Abstentions	-		-	-
Spoilt ballot	-		-	-

2. Mr. Thamarat Chokwatana

After consideration, the meeting passed a resolution of approval by majority votes out of the total votes representing the attending shareholders with the voting rights as follows:

	Shareholders		Votes	Percentage
Total Number	57	Total Number	104,239,820	
Approvals	56	Total Number	104,238,820	99.9990
Disapprovals	1	Total Number	1,000	0.0010
Abstentions	-		-	-
Spoilt ballot	-		-	-

Thus, the number of Board of Directors for 2021 shall be decreased from 10 to 9 as follows:

- 1) Mr. Manu Leelanuwatana
- 2) Mr. Thamarat Chokwatana
- 3) Ms. Dusadee Soontrontumrong
- 4) Ms. Marin Leelanuwatana
- 5) Mr. Suchart Layluxsiri
- 6) Ms. Yupaporn Jearrakul
- 7) Mr. Padoong Techasarintr Independent Director
- 8) Assoc.Prof. Dr. Nipon Poapongsakorn Independent Director
- 9) Mr. Maris Sangiampongsa Independent Director

The Independent Directors comprising one-third of the entire Board of Directors.

The 2 of the Audit Committee as follows:

- 1) Mr. Padoong Techasarintr

2) Assoc.Prof. Dr. Nipon Poapongsakorn

Prior to the commencement of Agenda 6, there were no additional attendees.

Agenda 6 Approval of Directors' remuneration

The Chairman assigned the Company Secretary to provide the information to the meeting.

The Company Secretary informed to the meeting that pursuant to article 32 of the Company Articles, the Company was prohibited from distributing sums of money or other properties to a Director, except for the payment of remuneration pursuant to the rights and other benefits normally payable to a Company Director, excluding remuneration or welfare receivable by a Director in the capacity of an employee or worker of the Company.

In 2020, the 46th Annual General Meeting of Shareholders determined Directors' remuneration in an amount not exceeding Baht 10 million per year and the Company had paid out a total of Baht 5.242 million. Payment was made to the Board of Directors as meeting allowances in the amount of Baht 1.442 million and annual fees in the amount of Baht 3.80 million. Details as shown in the annual report page 47-49

For the year 2021 considering for the remuneration of the Company's directors, the Remuneration Committee compared with other listed companies' compensation information in the same business sector, missions and responsibilities of the Board of Directors along with the practices of the company.

The Board of Directors appropriate to propose to the 47th Annual General Meeting of Shareholders to approve the details to pay the remuneration of Directors for 2021 in an aggregate amount not exceeding Baht 10 million per annum same as last year by proposing to pay remuneration for performing various committee duties. Details as shown on the projector screen and on pages 4 to 6 of the Notice of the Meeting, as follows:

		2021 (Baht/person/meeting)	2020 (Baht/person/meeting)
Board of Directors	Chairman	10,000	10,000
	Director	8,000	8,000
	Annual Reward	Pay to all Directors	
Audit Committee Monthly	Chairman	10,000	10,000
	Member	8,000	8,000
Quarterly	Chairman	60,000	60,000
	Member	30,000	30,000
Nominating Committee	Chairman	10,000	10,000
	Member	8,000	8,000
Remuneration Committee	Chairman	10,000	10,000
	Member	8,000	8,000
Risk Management Committee	Chairman	10,000	6,000
	Member	8,000	5,000
Corporate Governance Committee	Chairman	10,000	10,000
	Member	8,000	8,000

1. Meeting Allowances payable only to Directors present at the meeting. The meeting allowance same as last year except the Risk Management Committee was proposed to be increase. The chairman's meeting allowance is from Baht 6,000 to Baht 10,000 per time and the committee member's meeting allowance is from Baht of 5,000 to Baht 8,000 per time, which is likewise from the rate in other sub-committees.

2. The Annual Reward will be paid to all Directors, the amount of which will be determined by the Remuneration Committee and proposed to the Board of Directors for approval.

For the other committee members appointed by the Board of Directors, the Remuneration Committee shall determine in appropriate circumstances and in accordance with the duties and responsibilities and then presented to the Board for approval.

Other than meeting allowances and Directors' annual fees the Company does not pay any other benefits to Company Directors. The proposed compensation is effective from the day of approval by the annual general meeting of shareholders until further change. The total amount of remuneration, in aggregate, should not exceed the limit approved of Baht 10 million as approved by the annual general meeting of shareholders.

The Chairman was given an opportunity for shareholder questions, but no question was posed by any shareholder. It was thereby submitted to the meeting for consideration.

A resolution According to the Public Limited Companies Act, B.E. 2535, Section 90, the payment of compensation shall be made in accordance with the resolution of the annual general shareholders' meeting. Which consisted of not less than two-thirds of shareholders present and eligible to vote.

After consideration, the meeting passed a resolution to approve remunerations for Company Directors in the amount not exceeding Baht 10,000,000 per year as proposed by unanimous votes out of the total votes representing the attending shareholders with the voting rights as follows:

Shareholders		Votes	Percentage
Total Number	57	Total Number	104,239,820
Approvals	57	104,239,820	100
Disapprovals	-	-	-
Abstentions	-	-	-
Spoilt ballot	-	-	-

Prior to commencing agenda item 7, there were no additional attendees.

Agenda 7 Appointment of Auditor and Determination of Audit Fee

The Chairman assigned the Company Secretary to provide the information to the meeting.

The Company Secretary informed to the meeting that pursuant to article 49 and article 50 of the Company Articles, an Auditor must not be a Director, employee, and worker or hold any position in the Company. The Auditor must be elected by the General Meeting of Shareholders each year. The retiring Auditor could be re-elected.

For 2021, the Board of Directors appropriate to propose to the 47th Annual General Meeting of Shareholders for approval the appointment of the Auditors which is the same as last year and determine of the audit fee for 2021 as proposed by the Audit Committee, as follows:

1. Mr. Satis Kiatgungwalgri CPA Registration No. 9760
(Signed the Company's financial statements in 2019) and/or
2. Mr. Anusorn Kiatgungwalgri CPA Registration No. 2109
(Signed the Company's financial statements since 2014-2018) and/or
3. Mrs. Kwunjai Kiatgungwalgri CPA Registration No. 5875
(Signed the Company's financial statements since 2010-2013) and/or
4. Mr. Prasitporn Keasma CPA Registration No. 9910
(Never signed)

Of the ASV and Associates Limited as licensed auditor of the Company. And determine of the audit fee for 2021, as follow:

1. Fee for review of financial statements in quarters 1, 2 and 3	450,000 Baht
2. Audit fee for the period ending 31 December	<u>650,000</u> Baht
Total	<u>1,100,000</u> Baht

By considering from independence, performance, having standardized work, having the qualifications under the Company's Articles as well as Regulations of the Office of the Securities and Exchange Commission. And which has been compared with workload and audit fees of other listed companies of a similar size. The audit fees are appropriate.

Also the auditors proposed for appointment by the annual general meeting of shareholders are the Auditors of the same auditing firm as the Auditors of the subsidiaries. By the auditing firm and the auditors according to the proposed list do not have any relationship and/or interest with the Company, its subsidiaries, executives, major shareholders or persons connected thereto.

In this connection to inform the meeting for the year 2021, the Company also incurred other service fees in the amount of Baht 60,000 and audit fees for subsidiaries in the amount of Baht 100,000. Notice was thereby given to the meeting consider the appointments of the Auditors as proposed to be the Company auditors. Either of these four persons would act as the auditor and would be authorized to carry out an audit and endorse the Company's financial statements in 2021. The amount of audit fees was determined in the total amount of Baht 1,100,000.

The Chairman was given an opportunity for shareholder questions, but no question was posed by any shareholder. It was thereby submitted to the meeting for consideration.

A resolution in this agenda must be adopted by a majority of shareholders present and eligible to vote.

After consideration, the meeting passed a resolution to appoint Mr. Satis Kiatgungwalgri, CPA Registration No. 9760 and/or Mr. Anusorn Kiatgungwalgri, CPA Registration No. 2109 and/or Mrs. Kwunjai Kiatgungwalgri, CPA Registration No. 5875 and/or Mr. Prasitporn Keasma, CPA Registration No. 9910 of ASV and Associates Limited, as Company Auditors for 2021. The amount of audit fees was determined as detailed above, in the total amount of Baht 1,100,000 by unanimous votes out of the total votes representing the attending shareholders with the voting rights as follows:

	Shareholders		Votes	Percentage
Total Number	57	Total Number	104,239,820	
Approvals	57		104,239,820	100
Disapprovals	-		-	-
Abstentions	-		-	-
Spoilt ballot	-		-	-

Prior to the commencement of Agenda 8, there were no additional attendees.

Agenda 8 Consideration for the approval of the amendment of Clause 3 of the Memorandum of Association of the Company objective

The Chairman assigned the Company Secretary to provide the information to the meeting.

The Company Secretary informed to the meeting that for the Company's objective are clarity, comprehensive, and consistent with the Company's current. And supporting the company's future business expansion goals. It was thereby submitted the amendment of Clause 3 of the Memorandum of Association of the Company objectives by the amendment of 5 objectives and addition of 1 objective from 29 objectives to 30 objectives. Details as shown on the projector screen and on pages 8 to 9 of the Notice of the Meeting, as follows:

The amendment of 5 objectives

<u>The Existing Objective</u>	<u>The New Objective</u>
Clause 2. To engage in trading, buying, selling either retail or whole sale products in the Kingdom or exportation for distribution in foreign countries which the products is defined in objectives;	Clause 2. To engage in trading, buying, selling either retail or whole sale products in the Kingdom or exportation for distribution in foreign countries <u>or importation for distribution inside the country</u> which the products is defined in objectives;
Clause 18. To engage in hotel business, dormitory, restaurant, movie house and other theaters, resort, stadium, swimming pool.	Clause 18. To engage in hotel business, dormitory, restaurant, <u>eatery, beverage shop</u> , movie house and other theaters, resort, stadium, swimming pool.
Clause 26. To import for selling and using of any stationary products, products which produced from paper, sponge, metal and woods, equipment for fabric and leather sewing, equipment for security purpose, machine, engine, communication and electronic equipment.	Clause 26. To import for selling and using of any stationary products, products which produced from paper, sponge, metal and woods, <u>ceramic, tile, melamine, bottle, plastic, glass</u> , equipment and toys for kids, <u>baby bottle, nipple, ready diapers, diaper lining</u> , equipment for fabric and leather sewing, equipment for security purpose, machine, engine, communication and electronic equipment.
Clause 27. B. Washing product and care products for clothes, costume, houseware, sanitary ware and necessary usage in daily;	Clause 27. B. Washing product, <u>cleanser product</u> and care products for clothes, costume, houseware, sanitary ware and necessary usage in daily;

The Existing Objective	The New Objective
<p>C. Sanitary products for human bodies, household, industries such as toilet paper, facial paper, sanitary napkin, cotton, diapers, disinfectant and all kind of cleansing equipment;</p>	<p>C. Sanitary products for human bodies, household, industries such as toilet paper, facial paper, <u>cleansing sheet</u>, sanitary napkin, cotton, diapers, disinfectant and all kind of cleansing equipment;</p> <p><u>D. Musical instrument, sports equipment and exercise equipment;</u></p> <p><u>E. Beverages, water, mineral water, fruit juice, fresh foods, dry foods, instant food products, semi-finished food products, bottled food products, canned food products and other foodstuffs;</u></p> <p><u>F. Electrical appliances, photographic equipment including any other equipment or spare parts of its products.</u></p> <p><u>G. Office equipment, kitchen appliances, home appliances, home decoration accessories;</u></p>
<p>Clause 28. To operate business to produce, purchase, sell and distribute the products of medicines, pharmaceutical, chemical, medical equipment, scientific equipment, fertilizer, insecticides, plant and animal nutrients, equipment for medical treatment and any cleansing equipment.</p>	<p>Clause 28. To operate business to <u>import, export</u>, produce, purchase, sell and distribute the products of medicines, <u>drug for external use, supplement products, vitamins</u>, pharmaceutical, chemical, medical equipment, <u>medical appliance, equipment or appliance for supporting the patient, the elderly, children</u>, scientific equipment, fertilizer, insecticides, plant and animal nutrients, equipment for medical treatment and any cleansing equipment.</p>

The addition of 1 objective

Clause 30. To engage in a factory for assemble parts and production of electronic equipment, controlling switch equipment, electronic parts, hardware accessories, power transformer, convert power, rectifier circuit and inductor, doorbell, electric doorbell, buzzer, electric buzzer, lamp, other mechanical device and equipment for the light and other electronic equipment.

The authorization was assigned to authorized person which the Board of Directors of the Company assigned to amend the Memorandum of Association No.3, the Company's objective to Department of Business Development, Ministry of Commerce to amend messages or words according to the suggestion of the registrar.

The Chairman was given an opportunity for shareholder questions, but no question was posed by any shareholder. It was thereby submitted to the meeting for consideration.

A resolution in this agenda must be adopted by the votes of not less than three-fourths of shareholders present and eligible to vote.

After consideration, the meeting passed a resolution to amendment of Clause 3 of the Memorandum of Association of the Company objectives by the amendment of 5 objectives and addition of 1 objective from 29 objectives to 30 objectives as proposed by unanimous votes out of the total votes representing the attending shareholders with the voting rights as follows:

	Shareholders		Votes	Percentage
Total Number	57	Total Number	104,239,820	
Approvals	57		104,239,820	100
Disapprovals	-		-	-
Abstentions	-		-	-
Spoilt ballot	-		-	-

Prior to the commencement of Agenda 9, there were no additional attendees.

Agenda 9 Other Items

The Chairman assigned the Managing Director to provide an opportunity for shareholders to pose questions or submit suggestions to the meeting. As no person made any further proposal and there was no questions from any shareholder, the Chairman was invited to deliver closing remarks.

The Chairperson informed the meeting that, on behalf of the Board of Directors, would like to thank all shareholders for the trust given to the Board of Directors for the management of this company for an additional term. In pursuance of these assigned tasks, the Board of Directors was prepared to devote their full efforts and ability to work for the benefit of all shareholders, employees and the organization and also thank you to all shareholders for the time sacrifices they had made to attend this meeting.

Meeting Closed 11.34 hours

Manu Leelanuwatana

(Mr. Manu Leelanuwatana)

Chairman of the Meeting

Recorder

Supachoke Sirichantaradilok

(Mr. Supachoke Sirichantaradilok)

Company Secretary