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Minutes of the Annual General Meeting of Shareholders No. 42/2018
Samitivej Public Company Limited
Held on Wednesday, April 4, 2018
At Bancha Lamsam Auditorium, 6th Floor, Building 2
Samitivej Sukhumvit Hospital
133 Sukhumvit 49, Klongtan-Nua, Vadhana, Bangkok

Started at 13.30 hours

Prof. Dr. Somchai Richupan, Chairman of the Board of Directors, chaired the Meeting. He notified that there were 51 shareholders present in person and by proxy, holding shares in total of 96,050,724 shares, representing 96.05 percent of the total shares, thus forming a quorum pursuant to Clause 33 of the Company's Articles of Association. The Chairman declared the Annual General Meeting of Shareholders opened. He welcomed shareholders and introduced members of the Company's Board of Directors, the Company's Auditors, Legal Advisor and Management attending the Meeting as follows;

Board of Directors:

- | | |
|----------------------------------|--|
| 1. Prof. Dr. Somchai Richupan | Chairman |
| 2. Mr. Somchat Intrathut | Chairman of Audit Committee and Independent Director |
| 3. Mr. Pradit Theekakul | Director / Chairman of Nomination and Remuneration Committee |
| 4. Dr. Siri Ganjarerndee | Independent Director and Director of Audit Committee |
| 5. Mrs. Narumol Noi-am | Director / Nomination and Remuneration Committee Director |
| 6. Kittavith Lertutsahakul, M.D. | Director |
| 7. Chairat Panthuraamphorn, M.D. | Managing Director / Nomination and Remuneration Committee Director and Chief Executive Officer |

Absent Directors:

- | | |
|------------------------|--|
| Mr. Kraithip Krairiksh | Independent Director and Director of Audit Committee |
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The Company's Auditors:

EY Office Limited

1. Ms. Kamontip Lertwitworatep
2. Mr. Samran Taengcham
3. Ms. Supaporn Siridonthanakasem

The Company's Legal Advisor:

- | | |
|------------------------------|--------------------|
| Mr. Kasamsi Sakunchaisiriwit | RL Counsel Limited |
|------------------------------|--------------------|

Management:

- | | |
|----------------------------------|--|
| 1. Surangkana Techapaitoon, M.D. | Deputy Chief Executive Officer
and Samitivej Children Hospital Director |
| 2. Mr. Jirat Jakpitaksat | Chief Financial Officer |

Firstly, the chairman assigned Mr. Kasamsi Sakunchaisiriwit, Legal Advisor to provide the information regarding procedures in conducting the meeting. Mr. Kasamsi informed that the meeting will be conducted orderly according to the meeting agenda shown in the invitation letter. The company has notified the shareholders' right on page no. 24 and 25 of the invitation letter attachment; Meeting procedures are summarized as follows:

1. Each shareholder is entitled to vote in the meeting equivalent to number of shares held as one share is equivalent to one vote.
2. The voting in this meeting is conducted openly, not in secret. The ballots shall be collected from all attendees for the transparency in counting the votes.
3. The following ballot shall be deemed void where it contains:
 - 1) more than one voting mark;
 - 2) conflicting votes;
 - 3) cross-out without any signature affixed;
 - 4) voting rights in excess of the right entitledThus, the shareholder intends to amend the vote, must cross out the previous vote and ascribe the signature for the amendment.
4. The total voting base of each agenda may not be the same since shareholders and proxy may attend the meeting at the different time, resulting in the number of attendees of each agenda being unequal.
5. In case any shareholder wishes to leave the meeting or be absent from the meeting at any agenda, the shareholder can still exercise the right by handling the ballot to the meeting staff before leaving.
6. To promote expediency and timely meeting, the chairman will ask at every agenda whether any shareholder or the proxy votes "Against" or "Abstention", such shareholder shall raise hand notifying staff to collect the ballot, and shall sign in the ballot. Those who vote in favor of the agenda does not need to raise hand for ballot collecting. The shareholder who did not raise hand is deemed to agree vote.
7. In case, there is no shareholder raise their hand for "Against" or "Abstention" vote, thus, it shall be deemed that all shareholders are unanimously agree with the chairman proposal.
8. For counting vote of each agenda, the total number of "Against Vote" and "Abstention Vote" shall be deducted from the total votes of shareholder present at the meeting, and the remaining number will be treated as the total number of Votes of such agenda unless the special resolution is required by law counting the "Abstention Vote" as the base, then, the company will deduct the "Abstention Vote" from the total vote. For the shareholder who votes in favor of each agenda shall retain the ballot and revert to the meeting staff after the meeting is adjourned.
9. The meeting resolution requires the following casting vote:
 - 1) Agenda no. 1, 3, 4, 5 and 7 shall require a majority votes of the shareholder attended the meeting. In case of a tie vote, the Chairman of the meeting shall have a casting vote. The majority vote of the shareholder approving any agenda, only "Vote In favor of" and "Abstention Vote" shall be counted by the shareholder vote presented at the meeting and cast their vote. The company will not count the "Abstention Vote" unless the special resolution is required by law to count the "Abstention Vote" as the base.
 - 2) The Agenda no. 2 is a report presented for the shareholder acknowledgement, therefore, will not require a vote
 - 3) The Agenda no. 6 requires the majority vote at least 2 out of 3 or at 66.66% of the shareholder attended the meeting.

After that the chairman invited the shareholders to comment or making any inquiry. Since there was no objection or any comment, Chairman concluded that the meeting agreed with the procedures proposed by the Legal Advisor, and conducted the meeting according to the following agenda:

Agenda 1 **To approve the Minutes of the Annual General Meeting of Shareholders No. 41 of the year 2017**

The chairman proposed the Meeting to consider adopting the Minutes of the Annual General Meeting of Shareholder No. 41 of the year 2017 held on April 7, 2017; a copy of the minutes had been distributed to shareholders together with the meeting invitation letter.

Since shareholders did not make any changes or inquiry; the chairman proposed the meeting to resolve.

Resolution:

The meeting unanimously approved the Minutes of the Annual General Meeting of Shareholder No. 41 of the year 2017 held on April 7, 2017 with the following votes:

	Number of votes	Per cent
Approved	96,053,225 Votes	100
Disapproved	0 Votes	0
Abstained	0 Votes	-
Total	96,053,225 Votes	100

Agenda 2 **To acknowledge the report of the Board of Directors on 2017 operational results**

The chairman assigned Surangkana Techapaitoon, M.D., Deputy CEO, to present this agenda. Surangkana Techapaitoon, M.D., stated that the Company has prepared 2017 performance report, details shown in the 2017 Annual Report distributed to the shareholders together with the meeting invitation. The company overall performance was summarized as follows:

1. 2018 Operational Results:
 - Statistic report of revenue generation from year 2009 to 2017 which increased annually. In summary, the Company generated revenue at total Baht 11,037 Million in year 2017
 - Statistic report of Net Profit generation from year 2009 to 2017 which increased annually. In summary, the Company generated Net Profit at total Baht 1,694 Million in year 2017
 - Statistic report of Out-Patient and In-Patient volume from year 2009 to 2017 which increased gradually. In year 2017, the average of Out-Patient visit was at 3,885 patients per day and the average Daily Census was at 430 patients per day.
 - Statistic report of patient visits at Samitivej Sukhumvit Hospital, Samitivej Srinakarin Hospital and Samitivej Sriracha Hospital classified by nationality in 2017 comprised of Thai patient at 67%, Japanese at 10% and other nationality at 23% of the total visits comparing to 2016 which was about the same ratio.
2. Major Activities in 2017:
 - The company had privilege of the Garuda Emblem installation on the hospital building at Samitivej Sukhumvit Hospital on June 8, 2017 and at Samitivej Srinakarin Hospital on October 8, 2017 bringing auspicious to the organization, doctor, and staff
 - Continuation of collaboration with Sano Hospital, Japan to promote efficiency in Gastrointestinal disease treatment such as conducted training to doctor and nurses of Samitivej Hospitals, and a seminar on Prevention and Treatment of the disease to Japanese living in Thailand etc.
 - Continuation of Affiliation with The Oregon Health & Science University (OHSU), USA in Pediatric Treatment and care. The doctor and nurse of OHSU provided visits, training and seminar on treatment of an intensity cases regularly

- International Academic poster presentation at MD Anderson Cancer Center, University of Texas, USA; at the European Academy of Allergy and Clinical Immunology Congress 2017, Finland and at the Asia Pacific Pediatric Nursing Congress 2017, Thailand
- Promoting relationship and business with international alliances such as welcomed group of doctor from Indonesia for hospital visits and observation, participated the Visa Travel Fair event in Myanmar, lecturing at the Pediatric Medical Congress in Dubai, the United Arab Emirates and appointing an representative office in Sultanate of Oman
- Continuation of a Corporate Social Responsibility projects such as the Samitivej New Life's Fund for Children Heart collaboration with Muang Thai Life Assurance raising fund providing heart surgery to the disadvantage children who has congenital heart disease aiming for 36 children. Moreover on the continuation of the Samitivej New Life's Fund for scoliosis provided treat to Max who was treated and cured, filling his dream able to join the parade with Buriram United Football Club at the stadium. And, Samitivej Children Hospital provided successful operation to a Burmese disadvantage girl referred from Myanmar who was diagnosed with Fronto-ethmoidal Meningoencephalocele since birth. In addition, the company conducted health education, seminar and other charity activities through out the year.

3. The Honorable Awards :

In 2017, the company received several honorary awards bringing pride to the staff and organization such as the following:

- "World Best Hospitals for Medical Tourists Awards" presented by The Medical Travel Quality Alliance (MTQUA) who evaluated the quality of hospital in Asia, Middle East, Europe and USA in aspect of tourist medicine. Samitivej Hospital was 1 out of 10 hospital in the world who qualified for the award.
- Samitivej Plc. won an award of "Thailand Top Company Award 2017" for 5 consecutive years
- Samitivej Hospital received an International award of "The Global Health and Travel" presented by AB Bernstein, a Global research and investment firm, USA
- Samitivej Hospitals received awards of The Middle East Healthcare Leadership Award, Dubai, the United Arab Emirates for 2 categories of The Best Physiotherapist and The Best Hospital in Pediatric and Gynecology
- Samitivej Hospitals received award of "The 2017 Top 10 People's Choice Award Thailand for Medical and Wellness" which was voted by the Chinese selecting Samitivej to be number 1 choice of hospital in Thailand, presented by Tourism Authority of Thailand
- Samitivej Hospital received a Honorary Certificate of Appreciation for supporting their Empower the Disable Project by employing and supporting the disable in many activities
- Samitivej Sukhumvit Hospital and Samitivej Sriracha Hospital was surveyed and received recommendation from The Japan Council for Quality Healthcare (JCQHC) which was the first survey conducted outside Japan to promote efficiency of healthcare and treatment at their standard
- Samitivej Hospitals received many awards from Insurance Company such as Muang Thai Life Assurance Hospital Award 2016 and Allianz Ayudhya Hospital Service Award 2017
- Others etc.

The Chairman invited the shareholder to comment or make any inquiry. There was no comment and question; the Chairman stated that this agenda did not require a vote; and concluded that shareholders acknowledged the report of the board of directors on 2017 operational results.

The meeting acknowledged the Board of Director's report on 2017 operational results.

Agenda 3 **To consider and approve the Financial Statements of year 2017**

The chairman assigned Mr. Jirat Jakpitaksat, Chief Financial Officer, to present this agenda. Mr. Jirat proposed the shareholders to consider and approve the company and subsidiaries' Financial Statements of the fiscal year ending December 31, 2017, the copy of which shown in the Annual Report on page no. 70 to page no. 120, distributed to shareholders together with the meeting invitation. The statements comprised of the Balance Sheet or the Statement of financial position, Income Statement, Statement of Comprehensive Income, Statement of changes in shareholder's equity, and Statement of Cash Flow that were prepared in accordance with the general accepted Accounting Standard, reflecting the company's financial position and results correctly and completely including disclosing of the sufficient information to the user of the statements. The company and subsidiaries financial position and results as of December 31, 2017 are summarized as follows:

Financial Statement	Unit : Million Baht As of December 31, 2017	
	Consolidated financial statement	Separated financial statement
<u>Statement of Financial Position</u>		
Total Assets	11,105.1	9,220.8
Total Liabilities	2,799.2	2,852.8
Total Shareholder's Equity	8,305.9	6,367.9
<u>Income Statement</u>		
Total Revenues	11,036.6	8,949.8
Total Expenses	8,998.4	7,150.9
Annual Net Profit	1,694.2	1,470.9

Ms. Kamontip Lertwitworatep, Auditor of EY Office Limited has certified the statements and reported without any comment either the condition, as shown on page no. 70 and 73 of the 2017 Annual Report. Then, he proposed the meeting to approve the 2016 Financial Statements.

The chairman invited the shareholder to comment or make any inquiry. Mr. Prawit Wirojwongchai, a shareholder of 100 shares referred to Krungdhon Hospital and Bangkok Chaina Town Hospital's name changing to Samitivej Thonburi Hospital and Samitivej Chaina Town respectively, he inquired whether Samitivej Hospital receive a revenue sharing, or management fees, or holding share in the said hospitals. The Chairman assigned Mr. Jirat Jakpitaksat to answer the question. Mr. Jirat stated that Samitivej Hospital does not hold any share in Samitivej Thonburi Hospital, Samitivej Chaina Town Hospital or Samitivej Chonburi Hospital but provides management consultation to the mentioned hospitals and allowing them to use of Samitivej trade name including collaboration in Healthcare treatment, business promotion in many aspects; the remuneration is equal to 1% of the healthcare revenue. In addition, Mr. Prawit inquired about the company's next 3 year business direction and growth rate. The Chairman assigned Chairat Panthuraamphorn, M.D. to answer. Chairat Panthuraamphorn, M.D. stated that the company has opportunity and capability of business development and generating growth continuously by deploying advance information system and technology, promoting efficiency service especially health treatment quality. Nevertheless, the information about the business growth rate is a sensitive information that may reflex Stock Trading Price in the Stock Exchange of Thailand. Thus, be excused for not providing the answer.

There was no further comment or question; the chairman proposed the meeting to resolve.

Resolution:

The meeting unanimously approved the Financial Statement and Auditor's Report of fiscal year ending December 31, 2017 with the following votes:

	Number of votes	Per cent
Approved	96,053,526 Votes	100
Disapproved	0 Votes	0
Abstained	0 Votes	-
Total	96,053,526 Votes	100

Agenda 4 **To consider and approve annual 2017 profit allocation**

The chairman assigned Mr. Jirat Jakpitaksat, Chief Financial Officer, to present this agenda. Mr. Jirat stated that the company has successfully grown and generated net profit (Separated Company) at Baht 1,470,882,799.- in year 2017. The Boards has considered and deemed appropriate to declare dividend payment according to the Company's Dividend Payment Policy, stated that in general, the company shall allocate dividend at least equals to 50% of the separated company's annual profit except the case that the Company has business expansion plan, or the case that the Company needs to utilize the capital fund, or the annual profit is a small amount not justifying to declare the dividend.

Thus, on behalf of the Board, he proposed the meeting to consider and approve the 2017 dividend payment at Baht 12.50 per share to the shareholders of 100,000,000 shares, totaling Baht 1,250,000,000.- allotting from Retained Earning as follows.

- (1) The Interim dividend at Baht 5.- per share, totaling Baht 500,000,000.- which was distributed on November 17, 2017.
- (2) To consider and approve the additional dividend payment at Baht 7.50 per share, total Baht 750,000,000.- on May 3, 2018.
- (3) The company will not allocate any additional of legal reserve fund since the company has allotted total legal reserve fund met with the minimum limit requirement at 10% of the company registered capital or at Baht 100,000,000.-

The chairman welcomed the shareholders to comment or make any inquiry. Mr. Sathaporn Phungnirun, a shareholder holding 100 shares gave recommendation regarding the company Free Float rectification. Even though, being a listed company is beneficial but the additional membership fee of the deficit free float is increasingly. There are several procedures correcting the situation for an example of the Ministry of Finance holding shares in a company and offering the buy back of stock, declaring stock dividend including cash dividend paid out in order to increase the stock free float. Moreover, he inquired about the high volume of Unappropriated Retained Earning, what is the composition volume of taxable net profit for the rate 30%, 25% or 20% respectively. The chairman assigned Mr. Jirat to answer the question. Mr. Jirat stated that the total amount of unappropriated retained earning were taxable at 20% of the net profit.

There was no further comment or question, the chairman proposed the meeting to resolve.

Resolution:

The meeting unanimously approved the annual 2017 profit allocation with the following votes:

1. Declaring dividend payment of year 2017 at the rate of Baht 12.50 per share to the shareholders holding total 100,000,000 shares, totally Baht 1,250,000,000.- allocated from the Retained Earnings comprised of:

- (1) The interim dividend payment previously paid on November 17, 2017 at the rate of Baht 5.- per share, total Baht 500,000,000.-
 - (2) To declare additional dividend payment at Baht 7.50 per share, total Baht 750,000,000.- , on May 3, 2018.
2. Non-allocation of legal reserve fund as the company has already allocated the legal reserve fund at Baht 100,000,000.- equals to minimum requirement at 10% of the registered capital or equal to Baht 100,000,000.-

	Number of votes	Per cent
Approved	96,053,526 Votes	100
Disapproved	0 Votes	0
Abstained	0 Votes	-
Total	96,053,526 Votes	100

Agenda 5 **To consider the election of new Directors replacing Directors who retire by rotation in the year 2018**

Chairman assigned Chairat Panthuraamphorn, M.D., Managing Director and CEO to present this agenda. Chairat Panthuraamphorn, M.D., referred to the Company's Article of Association item no.17 stated that at the Annual Shareholder Meeting, number of Directors must retire from the office at the rate equals to one-third of the total number of the Board. Currently, there are 8 members of the Company Board of Director, thus 3 directors will be retired by rotation in year 2018 comprised of the following directors:

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|-------------------------------|---|
| 1. Prof. Dr. Somchai Richupan | Chairman |
| 2. Mr. Kraithip Krairiksh | Independent Director and Director of Audit Committee |
| 3. Mrs. Narumol Noi-am | Director / Nomination and Remuneration Committee Director |

Thus, the Board of Directors considered the recommendation of the Nomination and Remuneration Committee regarding the recruitment of the qualified person based on major criteria comprised of knowledge reliability, understanding of the company's business, experience, independence and past performance, including the composition of the Board in term of professional and expertise. The Boards has agreed with the Nomination and Remuneration Committee's recommendation to propose the meeting re-electing Prof. Dr. Somchai Richupan, Mr. Kraithip Krairiksh and Mrs. Narumol Noi-am for another term. The details bio data of the 3 retiring directors were provided in advanced for the shareholder information together with the meeting invitation.

In addition, the Board has considered the recruitment of director replacing the vacant position of Mr. Kraithip Krairiksh and concluded that even though Mr. Kraithip has been serving the position as Independent Director for 3 terms but he is a qualified person as he completed his duty and being independent effectively in the past. Thus, he will carry on being an independent as he resuming the position for another term.

The chairman welcomed the shareholders to comment or make any inquiry. There was no question; the chairman proposed the meeting to resolve.

Resolution:

The meeting unanimously elected the three retiring directors serving for another term as follows:

(1) Prof. Dr. Somchai Richupan

	Number of votes	Per cent
Approved	96,053,526 Votes	100
Disapproved	0 Votes	0
Abstained	0 Votes	-
Total	96,053,526 Votes	100

(2) Mr. Kraithip Krairiksh

	Number of votes	Per cent
Approved	96,053,525 Votes	99.9999
Disapproved	1 Votes	0
Abstained	0 Votes	-
Total	96,053,526 Votes	100

(3) Mrs. Narumol Noi-am

	Number of votes	Per cent
Approved	96,053,526 Votes	100
Disapproved	0 Votes	0
Abstained	0 Votes	-
Total	96,053,526 Votes	100

Agenda 6 **To consider and approve the director's remuneration of year 2018**

The chairman stated that in order reciprocate and appreciate the Board of Directors dedication in managing company to progress and success according to the report provided in the aforementioned agenda. The Board proposed the meeting to approve the director's remuneration according to the company's Article of Association provision item no. 22. The board has considered a recommendation of the Nomination and Remuneration Committee who has thoroughly considered the remuneration based on major criteria such as duty and responsibility of the board, company's operational results, total number of the board member, economic situation and the Board remuneration survey of the organization in the same sector etc.

The Board agreed with the Nomination and Remuneration Committee recommendation to propose the meeting approving the annual 2018 director's remuneration as follows:

1. Gratuity:

The Board of Directors will accept the total gratuity at Baht 11,000,000.- which shall be allocated among members of the Board.

2. Meeting Allowance:

(1) The Board of Directors Meeting Allowance:

- The Chairman of the Board shall receive allowance at Baht 50,000 per meeting
- The Directors shall receive allowance at Baht 25,000 per meeting

(2) The Audit Committee Meeting Allowance:

- The Chairman of the Audit Committee shall receive allowance at Baht 25,000 per meeting
- The committee member shall receive allowance at Baht 20,000 per meeting

(3) Other Committees:

- The Chairman shall receive allowance at Baht 25,000 per meeting
- The committee member shall receive allowance at Baht 20,000 per meeting

The chairman invited the shareholders to comment or make any inquiry. Mr. Sathaporn Phungnirun, a shareholder of 100 shares stated that Samitivej has very well crossed over past crisis, shareholder has received dividend and Director has received gratuity which is a win-win

situation for all. Then, he suggested the company providing more information in the invitation letter regarding director past remuneration, comparing to the company results or dividend paid etc. providing shareholder convenience by not searching such information in the Annual Report.

There was no further comment or question; the chairman proposed the meeting to resolve.

Resolution:

The meeting unanimously approved the director’s remuneration of year 2018 as follows:

1. Gratuity: Approved the Board gratuity at total Baht 11,000,000.- and such amount shall be allocated by among the board members themselves
2. Meeting allowance: Approved of the Boards’ meeting allowance as the followings:

	Board of Director	Audit Committee	Other Committees
Chairman	50,000 / meeting	25,000 / meeting	25,000 / meeting
Director	25,000 / meeting	25,000 / meeting	25,000 / meeting

	Number of votes	Per cent
Approved	96,053,526 Votes	100
Disapproved	0 Votes	0
Abstained	0 Votes	-
Total	96,053,526 Votes	100

Agenda 7 To consider appointment of the company’s auditors for the fiscal year 2018 and fix remuneration for the auditors

The chairman assigned Mr. Somchat Intrathut, the Chairman of Audit Committee to present details of the agenda. Mr. Somchat referred to the Audit Committee’s consideration of the 2018 auditor appointment, concerning the qualification of the Auditor including the Audit Firm based on major criteria comprised of ability and reliability of the auditor and the firm, experiences, independence of the auditor and the firm, working time contributed to the company, past performance, capacity in providing services to the company and the network, and the justification of proposed remuneration. The Board of Directors agreed with the Audit Committee’s recommendation to propose the shareholder considering the appointment of the certified auditors of EY Office Limited to be the Company’s Auditors for the fiscal year ending December 31, 2018 comprised of the following auditors:

- | | |
|------------------------------------|---|
| (1) Mr. Wichart Lokatekrawee | Certified Public Accountant No. 4451 and/or |
| (2) Ms. Kamoltip Lertwitworatep | Certified Public Accountant No. 4377 and/or |
| (3) Ms. Siriwan Suratepin | Certified Public Accountant No. 4604 and/or |
| (4) Mrs. Sarinda Hirunprasurtwutti | Certified Public Accountant No. 4799 |

The auditor proposed a remuneration at total Baht 1,450,000.- which is the same rate as previous year. Thus, he proposed the meeting appointing the mentioned auditors and approving the auditor fees having details as follows:

• Audit fee Quarterly (3 quarter @ 209,000.-)	= 627,000.-
• Annual Fee	= 823,000.-
Total	= 1,450,000.-

The chairman invited the meeting to comment or make any inquiry. Mr. Sathaporn Phungnirun, a shareholder of 100 shares stated that he has demonstrated his concern about the Auditor’s writing in the fast 3rd to 4th paragraph of the Auditor’s comment regarding a word “Which” followed by the following clause “I have found during my auditing”. This year, the writing has been changed by replacing the word “If” to “Which” which promoted clearer and proper communication. Thus, he

thanked the auditors at this occasion. Moreover, he suggested the consideration of fixing the auditor promoting cost saving by reducing the auditors working hours or reducing the auditor fees team member which normally comprised of Junior to Partner etc. The Chairman thanked the shareholder for the suggestion.

There was no further comment or question; the chairman proposed the meeting to resolve.

Resolution:

The meeting unanimously appointed the auditors of EY Office Limited comprised of Mr. Wichart Lokatekrawee, Certified Public Accountant No. 4451 and/or Ms. Kamoltip Lertwitworatep, Certified Public Accountant No. 4377, and/or Siriwan Suratepin, Certified Public Accountant No. 4604 and/or Mrs. Sarinda Hirunprasurtwutti Certified Public Accountant No. 4799 to be the Company’s auditors for the fiscal year 2018 having total remuneration of Baht 1,450,000.- with the following votes:

	Number of votes	Per cent
Approved	96,053,526 Votes	100
Disapproved	0 Votes	0
Abstained	0 Votes	-
Total	96,053,526 Votes	100

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

The shareholders did not propose any matter for consideration.

Lastly, the chairman invited the meeting to comment or make any inquiry. Mr. Sathaporn Phungnirun, a shareholder of 100 shares commented. First Issue : A proxy form that company enclosed with the meeting invitation for any person using is Form Khor, which in accordance with the Ministry of Commerce standard. The shareholder may authorizes a proxy attending the meeting for 2 conditions by authorizing the proxy to consider and vote as deem appropriate on behalf of the shareholder or the shareholder instructed a proxy to vote according to the shareholders wish designated in form. For consideration the agenda of directors election, the proxy Form Khor provided the shareholder an option to vote for the whole group of nominees proposed by the Board or vote by individual at a time. Thus, at the consideration of this meeting agenda no. 5, the Chairman may firstly asks whether the meeting agrees with the election of whole group of nominee proposed by the Board, and if so, voting can be casted for the group which saving a lot of meeting time. In contrast, if there is shareholder for even 1 person disagree to the group, vote casting may be conducted by individual nominee at the time. Second Issue: The latest amendment of law allowing a shareholder or many shareholder holding shares total not less than 10% of the total paid up share, may requests the company calling for the Extra Ordinary shareholder Meeting to be held within 45 days. If the meeting does not constitute a quorum or when the total number of shareholder attending the meeting holding total share less than one-third of the total shares, the shareholders who requested to commence the meeting shall responsible for all expenses incurred of such meeting arrangement. In addition, the Law allowing the Board to conduct a meeting by the Video Conference. Thus, he enquired whether the company will make amendment to the Article of Association reflexing the mentioned practices. Third issue: The Good Governance Practice Guidelines recommended by many organizations is a good thing to comply with but somehow is not practical or explicitly such as guideline regarding the director election as aforementioned that the proxy may vote for the whole group of nominee proposed by the Board or vote for individual at the time. For another example of cumulative vote

that listed company do not practice for the director election agenda etc. The Chairman thanked the shareholder for comments.

As there was no further comment or any inquiry; the Chairman declared the meeting adjourned and thanked shareholders for attending the meeting and provided support to the company business. The Board of Directors will implement the meeting's resolutions achieving the objectives.

The meeting was adjourned at 14.26 hours.

..... (signed)
(Prof. Dr. Somchai Richupan)
The Chairman of the Meeting

..... (signed)
(Mrs. Nartsupa Chaiyakul)
Recorder