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**Minutes of Annual General Meeting of Shareholders for Year 2018
of
Synergetic Auto Performance Public Company Limited**

Time, Date and Venue of Meeting:

The Annual General Meeting of Shareholders for Year 2018 of Synergetic Auto Performance Public Company Limited (the “**Company**”) was held on 26 April 2018 at 14.00 hr. at Silk 1- Silk 2 Room, 2nd Floor, Bangkok International Trade and Exhibition Center (BITEC), No. 88, Bangna-Trad Road (Km. 1), Bangna District, Bangkok (the “**Meeting**”).

Introduction:

Ms. Siriporn Sirisap, Company Secretary and Investor Relations, (the “**Company Secretary**”) informed the Meeting that there were 41 shareholders present at the Meeting in person and 228 shareholders attending the Meeting by proxy, totalling 269 shareholders attending the Meeting, representing 568,040,443 shares or 86.6797 percent of the total paid up share capital of the Company, thus a quorum was formed in accordance with Article 33. Of the Articles of Association of the Company. The total number of the shareholders attending the Meeting was later increased to 273 representing 572,086,343 shares or 86.6797 percent of the total paid up share capital of the Company, and 274 representing 572,088,343 shares or 86.6801 percent of the total paid up share capital of the Company, since 4 more shareholders later joined the Meeting during the discussion on the matter under Agenda 1, and 1 more shareholder later joined the Meeting during the discussion on the matter under Agenda 3, respectively.

Preliminary Proceeding:

Mr. Yol Phokasub, Chairman of the Board of Directors, who chaired the Meeting according to Article 33 of the Company’s Articles of Association (the “**Chairman**”), welcomed the shareholders to the Meeting and, then, declared the Meeting open. Prior to convening the Meeting, the Chairman introduced the members of the Board of Directors, the management, the auditor and the legal advisor of the Company, who attended the Meeting, as follows:

Director

1. Mr. Songvit Titipunya, Vice Chairman of the Board of Directors and Chief Executive Officer
2. Mr. Chairat Kamonoratep, Director and Managing Director
3. Mrs. Parinda Vongvitavat, Director
4. Mr. Tanachai Buditvorapoom, Director
5. Ms. Pachara Pacharavanich, Chairwoman of the Audit Committee and Independent Director
6. Mr. Pratarn Aranyakananda, Audit Director and Independent Director
7. General Sirivudhi Sukanthanark, Audit Director and Independent Director
8. Mr. Surapong Uthaichalanond Audit Director and Independent Director

Management

1. Mr. Pakorn Bunpanya, General Manager – After Sales
2. Ms. Ladda Satchoi, General Manager - Front Office
3. Ms. Jaruan Pawasri, General Manager – Accounting and Finance

External Auditors from Siam Truth Audit Company Limited

1. Mr. Bunjong Pitchayaprasart
2. Mr. Kraisinthu Silapamongkolkun



Legal Advisor from Professional Advisory and Laws Limited

1. Mrs. Lakkanasiri Kajonpradabkul

The Chairman informed the Meeting that Year 2017 was a prosperous year for the Company since there were developments from the expansion of long-term car rentals business whereby customers have continuously and increasingly entrusted the Company by using services while the Company had also increased additional services points at various airports for short-term car rentals to accommodate foreign and Thai tourists who admired traveling to various tourist spots by renting cars. The other crucial aspect of development of the Company in 2017 was that the Company had adopted new technologies to promote the calibre of the car rental business to be more strengthened, especially the introduction of ASAP Go which was considered as a new dimension of the car rental business in Thailand whereby organizational employees were able to make car reservation through the mobile telephone application and to pay actual service fees. In addition to the organizational employees, the Company also had conceptual plan to expand the business to general public so that they were able to use the Company's business through the online application. This was to promote the Company's business to the general public's satisfaction. The success of the Company's business expansion had attracted both local and overseas institutional investors to hear more about the operational information and visions of the Company. Throughout the past year, the Company's executives had carried out a road-show, providing information to overseas institutional investors in the European, United States of America and Asian continents. As for this year, the Company had been contacted by a number of overseas institutional investors who wish to obtain information and business directions of the Company. The overseas institutional investors had expressed their interest in the Company's shares since they were confident in the Company's calibre in business operation which could tremendously grow in the future. The Chairman requested to be the Company's executive representatives to provide assurance to all investors in this meeting that all the executives of the Company were very determined and would put all the efforts to urge the Company's business to be more successful and readily prepared to work hard for the benefit of the Company's shareholders. In addition, the Chairman informed the Meeting of the anti-corruption policy that the Company was to adhere to the business transparency and ethics and was to carry out the Company's business in accordance with the Good Corporate Governance standards.

The Chairman further asked the Company Secretary to inform of the meeting rules and proceedings, including voting method and counting for casting, which could be summarized as follows:

The Board of Directors of the Company had resolved to convene the Company's Annual General Meeting of Shareholders for the Year 2018 to consider the following agenda, to fix 15 March 2018 or the Record Date as the date of determining the names of the shareholders entitled to attend and vote at the Annual General Meeting of Shareholders for the Year 2018, and to send an invitation to all of such shareholders to the Meeting.

- Agenda Item 1: To consider Certification of Minutes of the Annual General Meeting of Shareholders for Year 2017
- Agenda Item 2: To consider Acknowledgment of Report of the Board of Directors on the Company's 2017 Performance
- Agenda Item 3: To consider Approval of Balance Sheet and Profits and Loss Statements for the year-ended 31 December 2017
- Agenda Item 4: To consider Allocation of the Net Profit as Legal Reserve and Payment of Dividend in Forms of Share Dividend and Cash for Year 2017
 - 4.1 To acknowledge Payment of Interim Payment of Dividend on 6 June 2017
 - 4.2 To consider Approval of Allocation of the 2017 Net Profit as Legal Reserve
 - 4.3 To consider Approval of Dividend Payment out of the Company's 2017 Performance in the Forms of Share Dividend and Cash
- Agenda Item 5: To consider Approval of Increase of the Company's Registered Capital and Allotment of the newly issued Ordinary Shares

- Agenda Item 6: To consider Approval of Amendment of Clause 4 of the Memorandum of Association of the Company to be consistent with the proposed Increase of the Company's Registered Capital
- Agenda Item 7: To consider Approval of Election of Directors in replacement of those retiring by rotation
- Agenda Item 8: To consider Approval of Directors' Remuneration and Sub-committee's Remuneration for Year 2018
- Agenda Item 9: To consider Approval of Appointment of External Auditors and Determination of Audit Fees for Year 2018
- Agenda Item 10: To consider Approval of Amendment of the Company's Business Objectives from 44 to 45 objectives and Amendment to Clause 3 of the Company's Memorandum of Association – Business Objectives
- 10.1 To consider Approval of Amendment of the Company's Business Objectives from 44 to 45 objectives
- 10.2 To consider Approval of Amendment to Clause 3 of the Company's Memorandum of Association - Business Objectives
- Agenda Item 11: Other businesses (if any)

The Meeting was to be convened to consider the agenda items as specified in the invitation to the Meeting in chronological order. The Meeting was requested to raise or make only questions or recommendations in correspondence to those discussed under the respective agenda items. Should there be questions or recommendations in relation to other matters, such questions or recommendations were requested to be raised or made after completion of the discussion on all matters under the agenda items by introducing his/her name and surname, including his/her status as to whether being a shareholder or a proxy for accuracy of minutes record of the Meeting.

To promote good corporate governance, during 21 November 2017 - 31 December 2017, the Company had invited shareholders to propose agenda items for consideration at the 2018 Annual General Meeting of Shareholders and/ or to nominate director candidates for election by the Company in advance of schedule. Such invitation was disseminated through the Company's website and the information system of the Stock Exchange of Thailand. However, neither the agenda item nor the director candidate were proposed by any shareholder.

Each shareholder had a number of votes equal to one share per one vote and the shareholder was able to vote "Approved" "Disapproved" or "Abstain" in accordance with his voting rights without any segregation of his/her shareholdings for the purpose of casting different votes, except for the case of the Custodian. In case of proxy, a proxy was entitled to vote in line with those intentions specified in the relevant proxy.

Any shareholder or his proxy holder who had a special interest in any matter was not be eligible to cast his votes on the said matter and that the Chairman might invite such shareholder or his proxy holder to temporarily leave the meeting, except for voting on election of the Directors.

The Company had provided the ballots for voting with respect to each agenda item, as well as each sub-agenda item. After each agenda item was completely discussed and voted, the ballots were to be collected and counted. In the process of vote counting for all agenda items, except for Agenda Item 7 regarding election of directors, the shareholder who wished to disapprove or abstain from voting should be clearly mark his/her ballot to specify his/her intention and hand his/her ballot over to the staff for voting calculation by deducting the cast ballots for "Disapproved" and "Abstain" from the total number of the shareholders attending the Meeting or the total number of the shareholders attending the Meeting and being eligible to vote (as the case may be). Those who choose not to hand over their cast ballot would be assumed to approve the agenda in question. All ballots specified "Approved" were to be collected after adjournment of the Meeting.



In the process of vote counting for Agenda Item 7 regarding election of directors, all shareholder were asked to vote on such motions by casting their ballots for each individual candidate, and handing over their cast ballot to the staff for collection and counting. All of the ballots whether approval, disapproval and abstention were to be collected and counted.

For those shareholders who granted proxy to the Independent Directors of the Company to attend and cast their vote on their behalf at the Meeting, their intended votes were to be calculated for the respective agenda item.

Vote counting for those agenda items of the Annual General Meeting were 3 categories pursuant to the Public Company Act B.E. 2535 and the Articles of Association of the Company, i.e.

The following agenda items were required affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote. The Company was to count only those vote casted by the shareholders attending and being eligible to vote “Approved” and “Disapproved” without counting those shareholders who abstained from vote or those void ballots. In case of an equality of votes, the Chairman was entitled to a second vote which was a casting vote.

- Agenda Item 1: To consider Certification of Minutes of the Annual General Meeting of Shareholders for Year 2017
- Agenda Item 3: To consider Approval of Balance Sheet and Profits and Loss Statements for the year-ended 31 December 2017
- Agenda Item 4.2: To consider Approval of Allocation of the 2017 Net Profit as Legal Reserve
- Agenda Item 4.3: To consider Approval of Dividend Payment out of the Company’s 2017 Performance in the Forms of Share Dividend and Cash
- Agenda Item 7: To consider Approval of Election of Directors in replacement of those retiring by rotation
- Agenda Item 9: To consider Approval of Appointment of External Auditors and Determination of Audit Fees for Year 2018
- Agenda Item 10.1: To consider Approval of Amendment of the Company’s Business Objectives from 44 to 45 objectives

Agenda Item 8: To consider Approval of Directors’ Remuneration and Sub-committee’s Remuneration for Year 2018 was required affirmative votes of Two-Thirds (2/3) of the total votes of the shareholders attending the Meeting. The Company was to count those vote casted by the shareholders attending the Meeting both “Approved” and “Disapproved”, including those shareholders who abstained from vote and those void ballots.

The following agenda items were required affirmative votes of Three Fourths (¾) of the total votes of the shareholders attending and being eligible to vote. The Company was to count only those vote casted by the shareholders attending the Meeting both “Approved” and “Disapproved”, including those shareholders who abstained from vote and those void ballots, but excluding those shareholders who were to have a special interest in the relevant agenda.

- Agenda Item 5: To consider Approval of Increase of the Company’s Registered Capital and Allotment of the newly issued Ordinary Shares;
- Agenda Item 6: To consider Approval of Amendment of Clause 4 of the Memorandum of Association of the Company to be consistent with the proposed Increase of the Company’s Registered Capital; and
- Agenda Item 10.2: To consider Approval of Amendment to Clause 3 of the Company’s Memorandum of Association - Business Objectives.

Any ballots having any of the following categories were to be considered void.

1. The ballots were put more than one mark in the checkbox, except for a custodian who was permitted to allocate votes for “Approved” “Disapproved” or “Abstain” in the number as he/she deemed appropriate.

2. The ballots were intentionally put votes in conflict that were unable to specified the intention of the shareholder who cast the vote whether to vote “Approved” “Disapproved” or “Abstain”
3. The ballots were put crossing without the specimen signature of the relevant shareholder.
4. The ballots were put mark that did not belong to the agenda item under consideration for voting.

The Company employed the Barcode system for counting votes. Upon completion of the vote counting, its result of the relevant agenda item was to be shown on the monitor screen in the Meeting, and the Meeting was later to be informed of the same. To avoid a delay due to the vote counting of certain agenda item, the Chairman might request the Meeting to consider the following agenda item to keep the Meeting moved forward, and the relevant result was to be informed the Meeting in due course. The number of the shareholders and votes might not be equal due to some of the shareholders leaving the meeting room or more coming in. The Company had invited a legal advisor from Professional Advisory and Laws Limited to monitor the vote counting of the Meeting.

Subsequently, the Chairman asked Mr. Songvit Titipunya, Vice Chairman and Chief Executive Office, to proceed the Meeting with the following agenda items.

Agenda Item 1: To consider Certification of Minutes of the Annual General Meeting of Shareholders for Year 2017

Mr. Songvit Titipunya informed the Meeting that the Company’s Annual General Meeting of Shareholders for the Year 2017 was held on 2 March 2017 prior to the Company’s shares being listed in the Stock Exchange of Thailand (on 30 March 2017). The minutes of the said Annual General Meeting of Shareholders was already prepared and submitted to the Ministry of Commerce. A copy of the minutes of the Annual General Meeting of Shareholders for the Year 2017 as detailed in Enclosure 1 of the invitation to the Meeting, was already furnished to the shareholders.

Mr. Songvit Titipunya further informed that the Board of Directors had considered that the minutes of the Annual General Meeting of Shareholders for the Year 2017 are correctly recorded and made a recommendation to the shareholders to certify the minutes of such meeting.

The Company Secretary subsequently informed the Meeting that resolution to approve this Agenda Item was required affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote. In case of an equality of votes, the Chairman was entitled to a second vote which was a casting vote. She also asked the Meeting to raise questions and comments in relation to or in connection with this matter. As there were no questions or comments raised, she later asked the Meeting to consider and certify the minutes of the said Annual General Meeting of Shareholders for the Year 2017.

Resolution: The Meeting considered and resolved certification of the minutes of the Annual General Meeting of Shareholders for the Year 2017 by affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote as per details below.

Voting	No. of Votes	Percentage (%)
Approved	572,086,343	100.0000
Disapproved	0	-
Abstained	0	-
Voided Ballot	0	-
Total	572,086,343	100.0000

Remark 4 more shareholders, representing 4,045,900 shares, joined the Meeting during the discussion on the matter under this Agenda Item. The total number of the shareholders attending the Meeting was, therefore, 273 shareholders representing 572,086,343 shares

Agenda Item 2: To consider Acknowledgment of Report of the Board of Directors on the Company's 2017 Performance

Mr. Songvit Titipunya asked Mr. Chairat Kamonoratep, Director and Managing Director, to inform the Meeting of the performance of the Company for the year 2017, which could be summarized as follows:

The Company had compiled information on crucial events and the performance of the Company for the year 2017 in the 2017 Annual Report, which was already furnished to the shareholders, together with the invitation to the Meeting.

2017 Performance

	Car Rental	% YoY Chg	Used Car Sales	% YoY Chg
Number of cars (cars)	10,559*	+41%	1,172	+20%
Revenue (THB mn)	1,682	+48%	430	+41%
Gross Profit (THB mn)	408	+42%	43	+78%
EBITDA (THB mn)	1,202	+47%		
Net Profit (THB mn)	151	+116%		

Revenue:
Strong revenue growth from car rental (+48%) from portfolio expansion to more than 10,000 cars in 2017 as well as used car sales (+41%) from higher number of end-of-contract cars and higher used car price

Gross profit:
Higher gross profit in car rental (+42%) from increasing in revenue however gross margin declined by 1% from insurance premium and short-term car rental cost while gross profit from used car sales increased by 78%

EBITDA:
Increasing EBITDA (+47%) while EBITDA margin declined by 0.7% from higher employee related expense and integration of CarPro and SAP B1 system

Net profit:
Higher net profit (+116%) and improving net margin by 2% from tax benefit and reclassification of accounting standards (totaling of THB 60 mn)

*Note: Number of cars excludes 574 replacement cars

The Board of Directors had considered and recommended the shareholders to acknowledge the information on the Company's performance for the year 2017 and the 2017 Annual Report.

The Corporate Secretary subsequently informed the Meeting that this Agenda Item was for the shareholders' acknowledgment. Therefore, voting was not required. She also asked the Meeting to raise questions and comments in relation to or in connection with this matter. As there were no questions or comments raised, she later asked the Meeting to consider acknowledgment of the Company's performance for the year 2017 and the 2017 Annual Report.

The Meeting considered and acknowledged the performance for the year 2017 and the 2017 Annual Report of the Company.

Agenda Item 3: To consider Approval of Balance Sheet and Profits and Loss Statement for the year-ended 31 December 2017

Mr. Songvit Titipunya asked Mr. Chairat Kamonoratep to inform the Meeting of the Company's balance sheet and profit and loss statements for the year ended 31 December 2017, which could be summarized as follows:

Section 112 of the Public Limited Company Act B.E. 2535 (A.D. 1992), as amended (the "PLC Act") and Article 39 of the Articles of Association of the Company provide that the Board of Directors is required to cause proper balance sheet and profits and loss statements drawn up at the end of each accounting year, and to propose it to the shareholders at an ordinary general meeting for consideration

and approval. Such balance sheet and profit and loss statements are required to be duly audited by an external auditor prior to the proposal made to such meeting of the shareholder.

Balance Sheet and profit and loss statements for the year ended 31 December 2017, together with the Auditor's Report, as provided in part 2 of the 2017 Annual Report, which was furnished to the shareholder, together with the invitation to the Meeting, were already audited by the external auditor and reviewed by the Audit Committee. They were also approved by the Board of Directors.

The Board of Directors had considered and recommended the shareholders to consider approval of the balance sheet and profit and loss statements for the year ended 31 December 2017, which were audited by the external auditor and reviewed by the Audit Committee for their correctness.

The balance sheet and profit and loss statements for the year ended 31 December 2017 (part 2 of the 2017 Annual Report) could be summarized as follows:

Items	Consolidated Financial Statement	
	Year 2017	Year 2016
Total Assets	Baht 8,757 Million	Baht 6,375 Million
Total Liabilities	Baht 7,352 Million	Baht 5,711 Million
Total Income	Baht 2,142 Million	Baht 1,459 Million
Net Profit	Baht 151 Million	Baht 70 Million
Profit per share	Baht 0.25	Baht 0.16

The Company Secretary subsequently informed the Meeting that resolution to approve this Agenda Item was required affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote. In case of an equality of votes, the Chairman was entitled to a second vote which was a casting vote. She also asked the Meeting to raise questions and comments in relation to or in connection with this matter. As there were no questions or comments raised, she later asked the Meeting to consider approval of the Company's balance sheet and profit and loss statements for the year ended 31 December 2017.

Resolution: The Meeting considered and resolved approval of the Company's balance sheet and profit and loss statements for the year ended 31 December 2017 by affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote as per details below.

Voting	No. of Votes	Percentage (%)
Approved	572,088,343	100.0000
Disapproved	0	-
Abstained	0	-
Voided Ballot	0	-
Total	572,088,343	100.0000

Remark 1 more shareholder, representing 2,000 shares, joined the Meeting during the discussion on the matter under this Agenda Item. The total number of the shareholders attending the Meeting was, therefore, 274 shareholders representing 572,088,343 shares

Agenda Item 4: To consider Allocation of the Net Profit as Legal Reserve and Payment of Dividend in Forms of Share Dividend and Cash for Year 2017

Mr. Songvit Titipunya asked Mr. Chairat Kamonoratep to inform the Meeting of this Agenda in relation to an allocation of the net profit as legal reserve and payment of dividend in forms of share dividend and cash for Year 2017, which could be summarized as follows:

Agenda Item 4.1: To acknowledge Payment of Interim Payment of Dividend on 6 June 2017

Mr. Chairat Kamonoratep informed the Meeting that Section 115 of the PLC Act and Article 44 of the Articles of Association of the Company provide that dividend payment shall be approved by the shareholders' meeting, except for the payment of interim dividend, which may be approved by the Board of Directors if it considers that the profits of the Company justify such payment. Such interim dividend payment shall be reported to the shareholders at the next shareholders' meeting.

The Board of Directors' Meeting No. 3/2017, held on 9 May 2017, had approved the interim dividend payment from the unallocated accumulated profit of the Company to the shareholders in an amount of Baht 26.40 Million or Baht 0.04 per share. The interim dividend payment was made to shareholders on 6 June 2017.

He further informed that the Board of Directors considered and recommended the shareholders to consider acknowledgment of the interim dividend payment from the unallocated accumulated profit to shareholders which was made on 6 June 2017.

The Corporate Secretary subsequently informed the Meeting that this Agenda Item was for the shareholders' acknowledgment. Therefore, voting was not required. She also asked the Meeting to raise questions and comments in relation to or in connection with this matter. As there were no questions or comments raised, she later asked the Meeting to consider acknowledgment of the interim dividend payment to the shareholders on 6 June 2017.

The Meeting considered and acknowledged the interim dividend payment to the shareholders on 6 June 2017.

Agenda Item 4.2: To consider Approval of Allocation of the 2017 Net Profit as Legal Reserve

Mr. Chairat Kamonoratep informed the Meeting that Section 116 of the PLC Act and Article 45 of the Articles of Association of the Company provide that the Company is required to annually allocate the net profit as the legal reserve in the amount of not less than 5% of the annual net profit, less the accumulated loss carried forward (if any) until the legal reserve fund reaches the amount of not less than 10% of the registered capital of the Company.

At present, the Company's registered capital was Baht 330,000,000.- (Baht Three Hundred Thirty Million only). The net profit of the Company for the Year 2017 was Baht 150,790,500.- (Baht One Hundred Fifty Million Seven Hundred Ninety Thousand and Five Hundred only). The Company had allocated the net profit as the legal reserve in the amount of Baht 7,539,500.- (Baht Seven Million Five Hundred Thirty Nine Thousand and Five Hundred only). As a result, the total accumulated legal reserve had amounted to Baht 11,030,857.- (Baht Eleven Million Thirty Thousand Eight Hundred and Fifty Seven only), equivalent to 3.34% of the registered capital of the Company. Therefore, the remainder of the Company's net profit which could be allocated as dividend amounts to Baht 143,250,503.- (Baht One Hundred Forty Three Million Two Hundred Fifty Thousand Five Hundred and Three only).

He further informed that the Board of Directors considered and recommended the shareholders to consider approval of the allocation of the net profit as legal reserve in the amount of Baht 7,539,500.- (Baht Seven Million Five Hundred Thirty Nine Thousand and Five Hundred only), leading the total accumulated legal reserve of Baht 11,030,857.- (Baht Eleven Million Thirty Thousand Eight Hundred and Fifty Seven only), which equals to 3.34% of the registered capital of the Company.

The Company Secretary subsequently informed the Meeting that resolution to approve this Agenda Item was required affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote. In case of an equality of votes, the Chairman was entitled to a second vote which was a casting vote. She also asked the Meeting to raise questions and comments in relation to or in connection with this matter. As there were no questions or comments raised, she later asked the Meeting to consider approval of the aforesaid allocation of the net profit as legal reserve.

Resolution: The Meeting considered and resolved approval of the allocation of the net profit as legal reserve in the amount of Baht 7,539,500.- (Baht Seven Million Five Hundred Thirty Nine Thousand and Five Hundred only), leading the total accumulated legal reserve of Baht 11,030,857.- (Baht Eleven Million Thirty Thousand Eight Hundred and Fifty Seven only), which equals to 3.34% of the registered capital of the Company by affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote as per details below.

Voting	No. of Votes	Percentage (%)
Approved	572,088,343	100.0000
Disapproved	0	-
Abstained	0	-
Voided Ballot	0	-
Total	572,088,343	100.0000

Remark During the discussion on the matter under this Agenda Item, the total number of the shareholders attending the Meeting in person and by proxy was 274 shareholders representing 572,088,343 shares

Agenda Item 4.3: To consider Approval of Dividend Payment out of the Company's 2017 Performance in the Forms of Share Dividend and Cash

Mr. Chairat Kamonrattep informed the Meeting that Section 115 of the PLC Act and Article 44 of the Articles of Association of the Company provide that the declaration of dividend payment must be approved by the shareholders' resolution.

The Company has a policy to pay dividend to its shareholders out of not less than 60% of the net profit after the corporate income tax and legal reserve as required by law and the Articles of Association, as presented in a separate financial statement. However, such dividend payment may be changed, depending on the necessity and reasonableness as the Board of Directors of the Company may deem appropriate. From the Company's performance in the Year 2017, the Company earned Baht 150,790,003 (Baht One Hundred Fifty Million Seven Hundred Ninety Thousand and Three only). After the allocation to the legal reserve fund, the balance of Baht 143,250,503.- (Baht One Hundred Forty Three Million Two Hundred Fifty Thousand Five Hundred and Three only) net profit was available for dividend payment.

He further informed that the Board of Directors was of the opinion that in order to increase the liquidity of the Company's shares though the intended increment of listed shares and the intended growth for expanding the Company's business, and to maintain the liquidity of the working capital, the shareholders'

meeting was recommended to consider approval of the dividend payment out of the 2017 net profit in the following manners:

1. To pay dividend in the amount of Baht 0.0556 per share, totaling of Baht 36,696,000.- (Baht Thirty Six Million Six Hundred Ninety and Six Thousand only) or 24.33% of the net profit after the corporate income tax as presented in the 2017 separate financial statements. Such dividend was to be paid in cash and by share dividend in the following manners:
 - 1.1 Dividends in the form of 66,000,000 ordinary shares (at the par value of Baht 0.50 per share), representing dividend payment at the rate of Baht 0.05 per share, was to be distributed to those existing shareholders at the ratio of 1 dividend share per 10 shares being currently held by such shareholders, totaling an amount of not exceeding Baht 33,000,000.- (Baht Thirty Three Million Only). Fraction of dividend share entitlement so computed was to be paid as cash dividend instead, at the rate of Baht 0.05 per one dividend share; and
 - 1.2 Dividend payment in cash was to be made at the rate of Baht 0.0056 per share, totaling an amount of Baht 3,696,000.- (Baht Three Million Six Hundred and Ninety Six Thousand only).
2. Dividend was to be paid to the shareholders on 24 May 2018 and the date of determining the names of shareholders being entitled to dividend payment (Record Date) was set on 15 March 2018. However, such entitlement remained uncertain, pending the approval of the shareholders.

The Company Secretary subsequently informed the Meeting that resolution to approve this Agenda Item was required affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote. In case of an equality of votes, the Chairman was entitled to a second vote which was a casting vote. She also asked the Meeting to raise questions and comments in relation to or in connection with this matter.

The questions raised by the shareholders in relation to the dividend payment out of the Company's 2017 performance could be summarized as follows:

Ms. Phoonsri Kancharoenwong, the proxy of Thai Investors Association, inquired on reason why this dividend payment was less than those specified in the Company's policy that the shareholders would be paid dividends at the rate of not less than 60% of the net profit from the separate financial statements after corporate income tax. However, this dividend payment was to be made at the rate of 24.33% of the net profit after corporate income tax.

The responses provided by Mr. Chairat Kamonoratep can be summarized as follows:

In the opinion of the Board of Directors, the Company was tremendously being growth and, for the utmost benefits of shareholders, the accumulated profit should be maintained for the Company's business expansion. 3 views of the Board of Directors were that this would (1) promote the liquidity of the Company's shares; (2) accommodate the growth of the Company; and (3) maintain the liquidity of the Company. Even though the Company's policy provides that the dividend was to be paid not less than 60%, the Board of Directors opined that the dividend payment would be a reasonable amount and the rest would be provided for expansion of the Company's business.

As there were no questions or comments raised, the Company Secretary later asked the Meeting to consider approval of the aforesaid dividend payment out of the 2017 net profit in forms of share dividend and cash.

Resolution: The Meeting considered and resolved approval of the dividend payment out of the 2017 net profit in the following manners.

1. To pay dividend in the amount of Baht 0.0556 per share, totaling of Baht 36,696,000.- (Baht Thirty Six Million Six Hundred Ninety and Six Thousand only) or 24.33% of the net profit after the

corporate income tax as presented in the 2017 separate financial statements. Such dividend was to be paid in cash and by share dividend in the following manners:

- 1.1 Dividends in the form of 66,000,000 ordinary shares (at the par value of Baht 0.50 per share), representing dividend payment at the rate of Baht 0.05 per share, was to be distributed to those existing shareholders at the ratio of 1 dividend share per 10 shares being currently held by such shareholders, totaling an amount of not exceeding Baht 33,000,000.- (Baht Thirty Three Million Only). Fraction of dividend share entitlement so computed was to be paid as cash dividend instead, at the rate of Baht 0.05 per one dividend share; and
- 1.2 Dividend payment in cash was to be made at the rate of Baht 0.0056 per share, totaling an amount of Baht 3,696,000.- (Baht Three Million Six Hundred and Ninety Six Thousand only).
2. Dividend was to be paid to the shareholders on 24 May 2018 and the date of determining the names of shareholders being entitled to dividend payment (Record Date) was set on 15 March 2018.

Such resolution was obtained by affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote as per details below.

Voting	No. of Votes	Percentage (%)
Approved	555,117,843	97.0336
Disapproved	16,970,500	2.9664
Abstained	0	-
Voided Ballot	0	-
Total	572,088,343	100.0000

Remark During the discussion on the matter under this Agenda Item, the total number of the shareholders attending the Meeting in person and by proxy was 274 shareholders representing 572,088,343 shares

Agenda Item 5: To consider Approval of Increase of the Company's Registered Capital and Allotment of the newly issued Ordinary Shares

Mr. Songvit Titipunya informed the Meeting that in order to accommodate the intended dividend payment by means of allotment of ordinary shares pursuant to Agenda Item 4.3 above, the Company was required to increase its registered capital of Baht 330,000,000.- (Baht Three Hundred and Thirty Million only) by Baht 33,000,000.- (Baht Thirty Three Million only) to Baht 363,000,000.- (Baht Three Hundred and Sixty Three Million only), by issuing 66,000,000 new ordinary shares at the par value of Baht 0.50 per share, and allotting the same to the existing shareholders at the ratio of 1 newly issued dividend share per 10 shares being currently held by such shareholders. Fraction of dividend share entitlement so computed was to be paid as cash dividend instead, at the rate of Baht 0.05 per one dividend share.

He further informed that the Board of Directors considered and recommended the shareholders to approve the increase of the Company's registered capital of Baht 330,000,000.- (Baht Three Hundred and Thirty Million only) by Baht 33,000,000.- (Baht Thirty Three Million only) to Baht 363,000,000.- (Baht Three Hundred and Sixty Three Million only), by issuing 66,000,000 new ordinary shares at the par value of Baht 0.50 per share, in order to accommodate the intended distribution of dividend share and the allotment thereof to the Company's existing shareholders as of the Record Date, according to the proposed entitlement at ratio of 1 dividend share per 10 shares being currently held by such shareholders.

Fraction of dividend share entitlement so computed was to be paid as cash dividend instead, at the rate of Baht 0.05 per one dividend share.

The Company Secretary subsequently informed the Meeting that resolution to approve this Agenda Item was required affirmative votes of Three Fourths ($\frac{3}{4}$) of the total votes of the shareholders attending and being eligible to vote. She also asked the Meeting to raise questions and comments in relation to or in connection with this matter. As there were no questions or comments raised, she later asked the Meeting to consider approval of the aforesaid increase of the registered capital.

Resolution: The Meeting considered and resolved approval of the increase of the Company's registered capital of Baht 330,000,000.- (Baht Three Hundred and Thirty Million only) by Baht 33,000,000.- (Baht Thirty Three Million only) to Baht 363,000,000.- (Baht Three Hundred and Sixty Three Million only), by issuing 66,000,000 new ordinary shares at the par value of Baht 0.50 per share to accommodate the intended allotment of dividend share to the Company's existing shareholders according to the proposed entitlement at ratio of 1 dividend share per 10 shares. Fraction of dividend share entitlement so computed was to be paid as cash dividend instead, at the rate of Baht 0.05 per one dividend share.

Such resolution was obtained by affirmative votes of Three Fourths ($\frac{3}{4}$) of the total votes of the shareholders attending and being eligible to vote as per details below.

Voting	No. of Votes	Percentage (%)
Approved	555,117,943	97.0336
Disapproved	16,970,400	2.9664
Abstained	0	-
Voided Ballot	0	-
Total	572,088,343	100.0000

Remark During the discussion on the matter under this Agenda Item, the total number of the shareholders attending the Meeting in person and by proxy was 274 shareholders representing 572,088,343 shares

Agenda Item 6: To consider Approval of Amendment of Clause 4 of the Memorandum of Association of the Company to be consistent with the proposed Increase of the Company's Registered Capital

Mr. Songvit Titipunya informed the Meeting that the Company was required to amend Clause 4 the Memorandum of Association of the Company, to be consistent with the proposed increase of the Company's registered capital according to Agenda Item 5, to read as follows:

“Clause 4: Registered capital is: Baht 363,000,000.- (Baht Three Hundred and Sixty-Three Million only)
 Divided into: 726,000,000 (Seven Hundred and Twenty-Six Million) shares
 Value per share: Baht 0.50 (Baht Fifty Satang)
 Comprising:
 Ordinary shares: 726,000,000 (Seven Hundred and Twenty-Six Million) shares
 Preferred shares: (-) shares.”

He further informed that the Board of Directors considered and recommended the shareholders to approve the amendment of Clause 4 of the Memorandum of Association of the Company, to be consistent with the increase of the Company's registered capital, to read as follows:

“Clause 4: Registered capital is: Baht 363,000,000.- (Baht Three Hundred and Sixty-Three Million only)
 Divided into: 726,000,000 (Seven Hundred and Twenty-Six Million) shares
 Value per share: Baht 0.50 (Baht Fifty Satang)
 Comprising:
 Ordinary shares: 726,000,000 (Seven Hundred and Twenty-Six Million) shares
 Preferred shares: (-) shares.”

The Company Secretary subsequently informed the Meeting that resolution to approve this Agenda Item was required affirmative votes of Three Fourths ($\frac{3}{4}$) of the total votes of the shareholders attending and being eligible to vote as per Section 107(3) of the PLC Act and Article 35 (2)(e) of the Articles of Association of the Company. She also asked the Meeting to raise questions and comments in relation to or in connection with this matter. As there were no questions or comments raised, she later asked the Meeting to consider approval of the aforesaid amendment of Clause 4 of the Memorandum of Association of the Company.

Resolution: The Meeting considered and resolved approval of the amendment of Clause 4 of the Memorandum of Association of the Company, to be consistent with the increase of the Company’s registered capital, to read as follows:

“Clause 4: Registered capital is: Baht 363,000,000.- (Baht Three Hundred and Sixty-Three Million only)
 Divided into: 726,000,000 (Seven Hundred and Twenty-Six Million) shares
 Value per share: Baht 0.50 (Baht Fifty Satang)
 Comprising:
 Ordinary shares: 726,000,000 (Seven Hundred and Twenty-Six Million) shares
 Preferred shares: (-) shares.”

Such resolution was obtained by affirmative votes of Three Fourths ($\frac{3}{4}$) of the total votes of the shareholders attending and being eligible to vote as per details below.

Voting	No. of Votes	Percentage (%)
Approved	555,117,943	97.0336
Disapproved	16,970,400	2.9664
Abstained	0	-
Voided Ballot	0	-
Total	572,088,343	100.0000

Remark During the discussion on the matter under this Agenda Item, the total number of the shareholders attending the Meeting in person and by proxy was 274 shareholders representing 572,088,343 shares

Agenda Item 7: To consider Approval of Election of Directors in replacement of those retiring by rotation

Mr. Songvit Titipunya informed the Meeting that Section 71 of the PLC Act and Article 17 of the Articles of Association of the Company provide that one-third ($\frac{1}{3}$) of Directors shall retire by rotation at the annual general meeting, and the retiring directors are eligible for re-election. At present, 9 Directors were serving as members of the Board of Directors. As at the 2018 Annual General Meeting, the following 3 directors were due to retire by rotation:

1. Mr. Pratarn Aranyakananda, holding the positions of Independent Director and Audit Director;
2. Mrs. Parinda Vongvitavat, holding the positions of Director and Non-Executive Director; and
3. Mr. Chairat Kamonoratep, holding the positions of Director, Managing Director and Executive Director.

During 21 November 2017 - 31 December 2017, the Company had invited shareholders to propose agenda items for consideration at the 2018 Annual General Meeting of Shareholders and/ or to nominate director candidates for election by the Company in advance of schedule. Such invitation was disseminated through the Company's website and the information system of the Stock Exchange of Thailand. However, neither the agenda item nor the director candidate was proposed by any shareholder.

Having considered and selected persons with the required qualifications, knowledge, expertise and experience in accordance with the nomination procedure, the Nomination and Remuneration Committee proposed that the 3 retiring Directors to be re-elected to serve as director for another term of office since they possess appropriate qualifications for the Company's business operation and for performing their roles according to the scopes of authorities and duties of the Company's directors, Audit Committee and the Nomination and Remuneration Committee, respectively. Details of their qualifications were provided in Enclosure 5 of the invitation to the Meeting, which was already sent to the shareholders. Moreover, they were willing to perform their duties with the utmost of their ability. Furthermore, they had been offering useful recommendations in relation to the Company's business operation throughout their terms of office. In addition, each one of the 3 retiring Directors was pleased to take over his/her directorships for another term.

Mr. Pratarn Aranyakananda, who was nominated for re-election as the Company's Independent Director for another term, also possesses qualifications in line with those described in the definitions of independent director set forth by the Stock Exchange of Thailand and the Company as detailed in Enclosure 4 of the invitation to the Meeting, which was already sent to the shareholders.

He further informed that the Board of Directors considered and recommended the shareholders to approve the re-election of these 3 directors retiring by rotation, namely: 1) Mr. Pratarn Aranyakananda; 2) Mrs. Parinda Vongvitavat; and 3) Mr. Chairat Kamonoratep, to serve as directors of the Company for another term as proposed by the Nomination and Remuneration Committee. Details of their biography in brief were provided in Enclosure 3 of the invitation to the Meeting, which was already sent to the shareholders.

The Company Secretary subsequently informed the Meeting that resolution to approve this Agenda Item was required affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote. In case of an equality of votes, the Chairman was entitled to a second vote which was a casting vote. She also asked the Meeting to raise questions and comments in relation to or in connection with this matter. As there were no questions or comments raised, she later asked the Meeting to consider approval of the aforesaid re-election of those 3 directors retiring by rotation.

Resolution: The Meeting considered and resolved approval of the re-election of these 3 directors retiring by rotation, namely: 1) Mr. Pratarn Aranyakananda; 2) Mrs. Parinda Vongvitavat; and 3) Mr. Chairat Kamonoratep, to serve as directors of the Company for another term as proposed by the Nomination and Remuneration Committee by affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote as per details below.

1) Mr. Pratarn Aranyakananda, Independent Director and Audit Director

Voting	No. of Votes	Percentage (%)
Approved	572,088,343	100.0000
Disapproved	0	-
Abstained	0	-
Voided Ballot	0	-
Total	572,088,343	100.0000

Remark During the discussion on the matter under this Agenda Item, the total number of the shareholders attending the Meeting in person and by proxy was 274 shareholders representing 572,088,343 shares

2) Mrs. Parinda Vongvitavat, Director and Non-executive Director

Voting	No. of Votes	Percentage (%)
Approved	572,088,343	100.0000
Disapproved	0	-
Abstained	0	-
Voided Ballot	0	-
Total	572,088,343	100.0000

Remark During the discussion on the matter under this Agenda Item, the total number of the shareholders attending the Meeting in person and by proxy was 274 shareholders representing 572,088,343 shares

3) Mr. Chairat Kamonoratop, Director, Managing Director and Executive Director

Voting	No. of Votes	Percentage (%)
Approved	572,088,343	100.0000
Disapproved	0	-
Abstained	0	-
Voided Ballot	0	-
Total	572,088,343	100.0000

Remark During the discussion on the matter under this Agenda Item, the total number of the shareholders attending the Meeting in person and by proxy was 274 shareholders representing 572,088,343 shares

Agenda Item 8: To consider Approval of Directors' Remuneration and Sub-committee's Remuneration for Year 2018

Mr. Songvit Titipunya informed the Meeting that it was the Company's policy to remunerate the directors with appropriate level of compensation at par with companies in the same industry and commensurate with the roles and responsibilities of each Director. In compliance with the requirements under Section 90 of the PLC Act and Article 22 of the Company's Articles of Association, payment of Director's remuneration is required a resolution of the shareholders' meeting.

Having considered various amounts of the Directors' remuneration and sub-committee's remuneration, the Nomination and Remuneration Committee deemed it appropriate to propose to the Board of Directors and the shareholders' meeting for consideration and approval of various amounts of the 2018

remuneration for the Board of Directors and sub-committees, which were at the same rates as the previous year's, as detailed below:

Directors' remuneration

- 1) Monthly remuneration
 - Chairman of the Board: Baht 40,000/ month
 - Directors: Baht 20,000/ month
- 2) Meeting Allowance
 - Chairman of the Board: Baht 10,000/ meeting
 - Directors: Baht 10,000/ meeting

Audit Committee's remuneration

- 1) Meeting Allowance
 - Chairman of the Audit Committee: Baht 5,000/ meeting
 - Audit Committee member: Baht 5,000/ meeting

Nomination and Remuneration Committee' remuneration

- 1) Meeting Allowance
 - Chairman of the Nomination and Remuneration Committee: Baht 5,000/ meeting
 - Nomination and Remuneration Committee member: Baht 5,000/ meeting

Other remuneration for other directors / committees: -None-

He further informed that the Board of Directors had considered that it was advisable for the shareholders' meeting to approve the amounts of the 2018 remuneration for Directors and Sub-committees as proposed by the Nomination and Remuneration Committee.

The Company Secretary subsequently informed the Meeting that resolution to approve this Agenda Item was required affirmative votes of Two-Thirds (2/3) of the total votes of the shareholders attending the Meeting. She also asked the Meeting to raise questions and comments in relation to or in connection with this matter.

The questions raised by the shareholders in relation to the 2018 remuneration for Directors and Sub-committees could be summarized as follows:

Ms. Phoonsri Kancharoenwong, the proxy of Thai Investors Association, inquired on reasons for the absences of Ms. Pachara Pacharavanich, Independent Director and Chairwoman of the Audit Committee, from those 3 meetings as the record indicated her present only 2 meetings out of 4 meetings or 40% absence from the meetings.

The responses provided by the Chairman and Ms. Pachara Pacharavanich as follows:

The Chairman informed the Meeting that she was sick leaves.

Ms. Patchara Patcharavanich subsequently added that, during such period, she was severely ill and had to take time off from the lectures at the university, and she was also unable to attend those meetings.

As there were no questions or comments raised, the Company Secretary later asked the Meeting to consider approval of the aforesaid amounts of the 2018 remuneration for Directors and Sub-committees as proposed by the Nomination and Remuneration Committee.

Resolution: The Meeting considered and resolved approval of the amounts of the 2018 remuneration for Directors and Sub-committees as proposed by the Nomination and Remuneration Committee, which were at the same rates as the previous year's, as detailed below:

Directors' remuneration

- 1) Monthly remuneration
 - Chairman of the Board: Baht 40,000/ month
 - Directors: Baht 20,000/ month
- 2) Meeting Allowance
 - Chairman of the Board: Baht 10,000/ meeting
 - Directors: Baht 10,000/ meeting

Audit Committee's remuneration

- 1) Meeting Allowance
 - Chairman of the Audit Committee: Baht 5,000/ meeting
 - Audit Committee member: Baht 5,000/ meeting

Nomination and Remuneration Committee' remuneration

- 1) Meeting Allowance
 - Chairman of the Nomination and Remuneration Committee: Baht 5,000/ meeting
 - Nomination and Remuneration Committee member: Baht 5,000/ meeting

Other remuneration for other directors / committees: -None-

Such resolution was obtained by affirmative votes of Two-Thirds (2/3) of the total votes of the shareholders attending the Meeting as per details below.

Voting	No. of Votes	Percentage (%)
Approved	572,088,343	100.0000
Disapproved	0	-
Abstained	0	-
Voided Ballot	0	-
Total	572,088,343	100.0000

Remark During the discussion on the matter under this Agenda Item, the total number of the shareholders attending the Meeting in person and by proxy was 274 shareholders representing 572,088,343 shares

Agenda Item 9: To consider Approval of Appointment of External Auditors and Determination of Audit Fees for Year 2018

Mr. Songvit Titipunya informed the Meeting that Section 120 of the PLC Act and Article 39 of the Articles of Association of the Company provide that the auditors were to be elected/appointed and their audit fee to be fixed by annual general meeting of the Company's shareholders annually. A retiring auditor was eligible for re-election.

Having considered the quality of work rendered by the existing auditors of the Company for 2017, namely, Siam Truth Audit Company Limited, as well as their suitability and independence in performing their obligations to the best of their abilities in a timely manner and providing useful recommendations for the preparation of the Company's financial statements, the Audit Committee was of the view that Siam Truth Audit Company Limited was a suitable candidate possessing qualifications required under the Announcement of the Securities Exchange Commission. As such, an appointment of Siam Truth Audit

Company Limited was proposed to the Company's Board of Directors' meeting No. 1/ 2561, held on the 27th February, 2018, for their resolution to propose the annual general meeting of shareholders for the year 2018 to consider and approve the appointment of the following persons of Siam Truth Audit Company Limited as the Company's auditor(s) for the year 2018:

1. Mr. Banjong Pitchayaprasart, Certified Public Accountant No. 7147, having served as the auditor of the Company for 2 years;
2. Mr. Kraisinthu Silpamongkolkun, Certified Public Accountant No. 9429, having served as the auditor of the Company for 2 years; and
3. Miss Khemanunt Jaichuen, Certified Public Accountant No. 8260, having served as the auditor of the Company for 2 years.

These 3 Certified Public Accountants of Siam Truth Audit Company Limited did not have any relationships or common interest with any of the Company and its affiliates, their executives, major shareholders or any related persons. Therefore, they were independent in performing the audit and providing opinion with respect to the financial statements of the Company.

The Audit Committee of the Company was of the view to approve the amount of the auditors' remuneration for the year 2018 as follows:

- Fee for the audit of the annual financial statements:	Baht 700,000.-
- Fee for review of Quarterly Financial Statements (of Baht 250,000.- per quarter):	Baht 750,000.-
Total	Baht 1,450,000.-

Comparison Table of the auditors' remuneration for the past years

Unit : Baht				
Auditor's Remuneration	2018 (Year Proposed)	2017	Increase (Decrease)	Percentage of increase (decrease)
Fee for the audit of the annual financial statements	700,000.-	630,000.-	70,000.-	11.11
Fee for review of Quarterly Financial Statements: (Baht 250,000.- per quarter)	750,000.-	690,000.-	60,000.-	8.69
Other direct expenses, such as transportation, photocopying	If any, to be invoiced by the auditors in addition to the audit fee	If any, to be invoiced by the auditors in addition to the audit fee	-	-

He further informed that the Board of Directors had considered and deemed it appropriate for the shareholders' meeting to approve the appointment of:

1. Mr. Banjong Pitchayaprasant, Certified Public Accountant No. 7147;
2. Mr. Kraisinthu Silpamongkolkun, Certified Public Accountant No. 9429; or
3. Miss Khemanunt Jaichuen, Certified Public Accountant No. 8260,

of Siam Truth Audit Company Limited to be the Company's auditors for the year 2018, with a total auditors' remuneration in the amount of Baht 1,450,000.- (Baht One Million Four Hundred and Fifty Thousand only) and other related expenses to be invoiced to the Company in line with the Audit Committee's proposal as described above.

The Company Secretary subsequently informed the Meeting to amend information specified in the Comparison Table of the auditors' remuneration for the past years in the invitation to the Meeting that the

blankets in the respective tables for the increased amount of Baht 70,000.- of the fee for the audit of the annual financial statements, and the increased amount of Baht 60,000.- of the fee for review of Quarterly Financial Statements, were to be taken out.

The Company Secretary further informed the Meeting that resolution to approve this Agenda Item was required affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote. In case of an equality of votes, the Chairman was entitled to a second vote which was a casting vote. She also asked the Meeting to raise questions and comments in relation to or in connection with this matter. As there were no questions or comments raised, she later asked the Meeting to consider approval of the aforesaid appointment of the external auditors and remuneration.

Resolution: The Meeting considered and resolved approval of the appointment of:

1. Mr. Banjong Pitchayaprasant, Certified Public Accountant No. 7147;
2. Mr. Kraisith Silpamongkolkul, Certified Public Accountant No. 9429; or
3. Miss Khemanunt Jaichuen, Certified Public Accountant No. 8260,

of Siam Truth Audit Company Limited to be the Company's auditors for the year 2018. The Meeting also considered and resolved approval of the amount of the auditors' remuneration for the year 2018 as per the followings.

- Fee for the audit of the annual financial statements:	Baht 700,000.-
- Fee for review of Quarterly Financial Statements (of Baht 250,000.- per quarter):	Baht 750,000.-
Total	Baht 1,450,000.-

Such resolutions were obtained by affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote as per details below.

Voting	No. of Votes	Percentage (%)
Approved	571,044,643	99.81760.0000
Disapproved	1,043,700	0.1824
Abstained	0	-
Voided Ballot	0	-
Total	572,088,343	100.0000

Remark During the discussion on the matter under this Agenda Item, the total number of the shareholders attending the Meeting in person and by proxy was 274 shareholders representing 572,088,343 shares.

Agenda Item 10: To consider Approval of Amendment of the Company's Business Objectives from 44 to 45 objectives and Amendment to Clause 3 of the Company's Memorandum of Association – Business Objectives

Agenda Item 10.1: To consider Approval of Amendment of the Company's Business Objectives from 44 to 45 objectives

Mr. Songvit Titipunya informed the Meeting that as the Company had been operating an 'asap Auto Park' project whereby the Company was to engage in the business of selling used-cars, letting cars and providing services or selling goods related thereto under a trade name, trademark and/ or service mark "asap Auto Park", the nature of which would be regarded as that of a franchise business.

For clarity and inclusiveness of activities substantial to the project's operation, it was necessary for the Company to amend its business objectives from 44 to 45 objectives, with a view to corresponding with anticipated supervision and control of the franchise business by related government agencies in the future. Details of a new business objectives of the Company to be listed as item 45 were as follows:

“Clause 45 To engage in the business of purchasing, selling, letting, taking on lease, using, allowing for use, procuring, distributing, acting as a distributor and managing in any manner in relation to any property, including any rights to the property or any intellectual property rights with respect to the goods and services in operating a franchise business or such other businesses.”

Mr. Songvit Titipunya further informed that the Board of Directors had considered and deemed it appropriate for the shareholders' meeting to approve the amendment of the Memorandum of Association by adding the additional business objectives of the Company from 44 items to 45 items in order to support the Company's project stated above. Details of the new business objectives of the Company to be listed as item 45 were as follows:

“Clause 45 To engage in the business of purchasing, selling, letting, taking on lease, using, allowing for use, procuring, distributing, acting as a distributor and managing in any manner in relation to any property, including any rights to the property or any intellectual property rights with respect to the goods and services in operating a franchise business or such other businesses.”

The Company Secretary subsequently informed the Meeting that resolution to approve this Agenda Item was required affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote. In case of an equality of votes, the Chairman was entitled to a second vote which was a casting vote. She also asked the Meeting to raise questions and comments in relation to or in connection with this matter. As there were no questions or comments raised, she later asked the Meeting to consider approval of the aforesaid amendment of the Memorandum of Association by adding the additional business objectives of the Company from 44 items to 45 items.

Resolution: The Meeting considered and resolved approval of the amendment of the Memorandum of Association by adding the additional business objectives of the Company from 44 items to 45 items whereby details of the new Item 45 of the business objectives of the Company were as per the following.

“Clause 45 To engage in the business of purchasing, selling, letting, taking on lease, using, allowing for use, procuring, distributing, acting as a distributor and managing in any manner in relation to any property, including any rights to the property or any intellectual property rights with respect to the goods and services in operating a franchise business or such other businesses.”

Such resolution was obtained by affirmative votes of a majority of the votes of the shareholders attending and being eligible to vote as per details below.

Voting	No. of Votes	Percentage (%)
Approved	572,088,343	100.0000
Disapproved	0	-
Abstained	0	-
Voided Ballot	0	-
Total	572,088,343	100.0000

Remark During the discussion on the matter under this Agenda Item, the total number of the shareholders attending the Meeting in person and by proxy was 274 shareholders representing 572,088,343 shares.

Agenda Item 10.2: To consider Approval of Amendment to Clause 3 of the Company’s Memorandum of Association - Business Objectives

Mr. Songvit Titipunya informed the Meeting that it was necessary for the Company to amend Clause 3 of the Memorandum of Association of the Company, in line with the expected consideration and approval of the amendment of the Company’s business objectives to include the new item as proposed in Agenda Item 10.1, to read as follows:

“Clause 3 The business objectives of the Company comprise 45 items, details of which are prescribed in the BMJ.002 form attached.”.

He further informed that the Board of Directors had considered and deemed it appropriate for the shareholders’ meeting to approve the amendment of Clause 3 of the Company’s the Memorandum of Association – business objectives, in line with the expected consideration and approval of the amendment of the Company’s business objectives to include the new item as proposed in Agenda Item 10.1 above.

The Company Secretary subsequently informed the Meeting that resolution to approve this Agenda Item was required affirmative votes of Three Fourths ($\frac{3}{4}$) of the total votes of the shareholders attending and being eligible to vote as per Section 107(3) of the PLC Act and Article 35 (2)(d) of the Articles of Association of the Company. She also asked the Meeting to raise questions and comments in relation to or in connection with this matter. As there were no questions or comments raised, she later asked the Meeting to consider approval of the aforesaid amendment of Clause 3 of the Memorandum of Association of the Company.

Resolution: The Meeting considered and resolved approval of the amendment of Clause 3 of the Memorandum of Association of the Company to include the new item to read as follows:

“Clause 3 The business objectives of the Company comprise 45 items, details of which are prescribed in the BMJ.002 form attached.”.

Such resolution was obtained by affirmative votes of Three Fourths ($\frac{3}{4}$) of the total votes of the shareholders attending and being eligible to vote as per details below.

Voting	No. of Votes	Percentage (%)
Approved	572,088,343	100.0000
Disapproved	0	-
Abstained	0	-
Voided Ballot	0	-
Total	572,088,343	100.0000

Remark During the discussion on the matter under this Agenda Item, the total number of the shareholders attending the Meeting in person and by proxy was 274 shareholders representing 572,088,343 shares.



Agenda Item 11: Other businesses (if any)

The Chairman informed that the Meeting had finally considered various matters under the respective agenda items for the Meeting in chronological order. He subsequently asked the Meeting should there be any questions or comments to be raised or made that would be benefit to the Company. There were, however, no questions or comments raised, or no recommendations made, for consideration at the Meeting.

The Chairman subsequently expressed his appreciation to all shareholders for their trust in being part of Synergetic Auto Performance Public Company Limited and for their value time to attend this 2018 Annual General Meeting, and hoped to receive a good co-operation from them for any upcoming as usual. The Chairman, then declared the Meeting adjourned at 15.19 hr.

Signed ----- Chairman of the Meeting
(Mr. Yol Phokasub)
Chairman of the Board of Directors

Signed ----- Minutes Recorder
(Miss Siriporn Sirisap)
Company Secretary / Investor Relation