

(Translation)

**Minutes of Annual General Meeting of Shareholders No. 17
of
Trinity Watthana Public Company Limited**

Date, Time and Place

The Meeting was held on 26th April, 2019 at 2.00 p.m. at the Wimanthong Room, 4th floor, the Monthien Riverside Hotel, Rama3 Road, Bangkok.

Attendants

The Company closed the register book at 2.00 p.m. There were 32 shareholders present in person and 23 shareholders by proxies, altogether 55 shareholders, representing 91,045,821 shares or 45.71 percent from the total issued and paid up of 199,182,266 shares. The quorum was thus satisfied according to the Company's Articles of Association.

Preliminary Proceedings

Mr. Pakhawat Kovithvathanaphong, Chairman of the board of directors, welcomed the shareholders attending the Meeting. The register book was closed at 2.00 p.m. of which the quorum was satisfied according to the Company's Articles of Association. To orderly conduct the meeting and record the minutes, the Chairman requested the Company Secretary to inform the following voting procedures for each agenda:

1. A shareholder's voting right was directly proportionate to the number of shares held.
2. For shareholders who granted proxies to independent director or Chief Executive Officer, the Company would include and record the casting votes as specified for each agenda by the shareholders.
3. During each agenda, if any attending shareholder or proxy would like to propose any opinions or questions, the shareholder should raise his/her hand to ask for the permission. When the Chairman allowed, the shareholder reported the name to the Meeting before proposing the opinions or questions. The opinions or questions should be related to the agenda, if not, the shareholder should propose his/her opinion or question to the Meeting after finishing all agendas.
4. The Company Secretary shall inform the Meeting for voting required in each agenda before requesting for shareholders' voting.
5. In the event that there were no dissenting opinions, or opinions that differed from those of the Chairman, or the Board of Directors, the Meeting would consider an issue certified and resolved unanimously.
6. In the event that any attending shareholder cast a dissenting vote on any of the proposed agenda, the shareholder should fill out the voting ballot and submit it to a Company's officer so that the votes for that particular agenda could be recorded.
During gathering the votes of each agenda, the Chairman may consider propose next agenda to the Meeting and reported the casting votes when the staff finished the count.
7. In voting, a ballot is considered voided when, but not limited to, a shareholder cast on more than the permitted number of votes or when there was no signature of meeting participants ratifying the strikethrough information on the ballot. Splitting a vote on a ballot shall also invalidate a ballot, with the exception given to the custodians.
8. The articles of association regarding the shareholders' meeting and the voting had been already presented in the notice of the meeting page 38 to 40 (Attachment No.5).

The Company Secretary reported to the Meeting that the Company has granted the minority shareholders right to propose the agenda and to nominate candidates to be elected as directors in advance. The criteria and procedures were posted via SET and the Company's website on January 9, 2019 and required shareholders to submit any proposal within February 18, 2019. However, there was no proposal submitted to the Company.

(Translation)

The Company Secretary reported that 100% directors joined the meeting and introduced the directors, independent directors, management and external auditors attending the Meeting as follows:

Independent directors and audit committee

- | | | |
|------------------|-------------------|---------------------------------------------------|
| 1. Mr. Abhichart | Arbhabhirama | Chairman of Audit Committee |
| 2. Dr. Panja | Senadisai | Chairman of Nomination and Compensation Committee |
| 3. Mr. Pairote | Varophas | |
| 4. Mr. Kampanart | Lohacharoenvanich | |

Independent director / non-executive directors

- | | | |
|------------------|----------------|-------------------------------------------------|
| 1. Mr. Nitipol | Chaisakulchai | Member of Nomination and Compensation Committee |
| 2. Mr. Surachai | Suksriwong | Member of Nomination and Compensation Committee |
| 3. Mr. Sorayouth | Prompoj | Independent Director |
| 4. Dr. Voratha | Kongseanitsara | Director |

Executive directors and management

- | | | |
|------------------|-----------------|-----------------------------------------------------------------------|
| 1. Mr. Charnchai | Kongthongluck | Chief Executive Officer and President of Trinity Securities Co., Ltd. |
| 2. Dr. Visit | Ongpipattanakul | Managing Director of Trinity Securities Co., Ltd. |
| 3. Ms. Suwannee | Limpanavongsaen | Deputy Managing Director and CFO of Trinity Securities Co., Ltd. |

Representative of external auditor

1. Ms. Kirdsiri Kanjanaprakasit
2. Ms. Pattama Vanprasitporn

For safety of all attendants, the Company Secretary requested the safety officer of the hotel to inform the attendants regarding the procedures for emergency evacuation and gathering location.

There were no questions or other opinions. The Chairman then declared the Meeting duly convened to consider the agenda as follows:

1. To consider and adopt the Minutes of the Annual General Meeting of Shareholders No. 16 held on 24th April, 2018

The Chairman proposed that the Meeting adopt the Minutes of the Annual General Meeting of Shareholders No. 16 held on 24th April 2018, copies of which had been sent to shareholders, together with the notice of this Meeting.

Resolved It was unanimously resolved that the Minutes of the Annual General Meeting of Shareholders No. 16 held on 24th April 2018 be adopted. Details of the voting were as follows:

Approved 91,045,821 votes equivalent to 100%
No abstained, no objection and no voided ballot.

2. To consider and acknowledge the Company's operating results for the year ended 31st December 2018

The Chairman requested that Mr. Charnchai Kongthongluck, CEO, inform the Meeting the Company's operating results.

Mr. Charnchai reported that 2018 was the year when the Stock Exchange of Thailand (SET) provided a negative yield of 10.8% of its total investments. In this year, SET Index had significantly fluctuated and decreased from 1,754 point to 1,564 point at the end of 2018, highest index at 1,839 point and lowest at 1,548 point during the end of year. The important factors mainly resulted from the trading war between the United state of America and China since the beginning of the year, which caused (i) the slowdown in the global economic and emerging markets; (ii) the slowdown in Thailand's export and tourism sectors from Chinese tourists; (iii) an outflow of foreign investments amounted to Baht 2.87 trillion with the lowest holding Thai securities. All of the above factors resulted in that SET Index fluctuation and the

(Translation)

daily average turnover of securities in 2018 was Baht 57,674 million compared to Baht 50,114 million of year 2017.

In 2018, local retail investors were less active in SET as evidenced by their turnovers which accounted for 41% of SET's turnovers and dropped from 48% in 2017. On the other hand, the turnovers made by foreign institutional investors were 36% of SET's turnovers which rose from 30% in 2017. With regard to other types of investors, namely proprietary trading and local institutional investors, their turnovers in 2018 were close to those of the previous year. Overall, in 2018, local institutional investors and local retail investors had a net buy of Baht 181,549 million and Baht 120,800 million, respectively whereas foreign investors and proprietary trading had a net sell of Baht 287,696 million and Baht 14,653 million, respectively.

The trading volume in Thailand Futures Exchange Plc. (TFEX) had grown from 79 million contracts in 2017 to 104 million contracts in 2018 or by 32%. This growth was derived from SET50 Index futures by an increase significantly in the number of their contracts from 26 million contracts in 2017 to 42 million contracts in 2018, or by 62% and single stock futures increased in the number of their contracts from 47 million contracts in 2017 to 55 million contracts in 2018, or by 16%. Nevertheless, the overall growth in TFEX's trading volume resulted from an addition of more underlying stocks of single stock futures which allowed the investors to use their futures to hedge against any risks from SET's fluctuation. Additionally, the investors' better understanding of the products, especially the popular block trade transaction, contributed to the growth in TFEX's trading volume. The daily average volume increased from 385,148 contracts to 426,213 contracts in 2018.

In 2018, local retail investors remained the main investors in TFEX. That is, the turnovers of the local retail investors in 2018 accounted for 50.68% of TFEX's total trading volume whereas the turnovers of the local institutional investors and foreign investors were 36.17% and 13.15%, respectively. The Company's market share in TFEX was 0.72%, falling from 1.01% in 2017. This fall was mainly due to price competition which became more intense and caused less clients to trade their futures through the Company

Besides, in 2017, the Company successfully generated satisfactory profits to the clients of the private funds under its management. Throughout 12 years of the Company's private fund management business operation, the assets which are under the Company's management enjoyed a compound annual growth rate (CAGR) of 25.6%. In this regard, the profits earned from previous investments in the funds certainly affect the investors' decision in continuing their investments. The past year, 2018, was considered a severe fluctuation. SET Index had decreased continually since mid-year to the end of the year. At the end of 2018, the return on investment of the private funds managed by the Company finally loss by 5% while SET Index's showed negative yield at 11%. As the clients were still confident in the Company's private fund management, the fund's total net asset value decreased from Baht 3,286 million at the end of year 2017 to Baht 3,090 million at the end of year 2018.

As for the Company's investment banking business, in 2018, the Company acted as an advisor and underwriter of short-term and long-term debentures issued by one listed company and co-underwriter of 4 IPOs and one debenture. The Company was also a financial advisor of 7 companies for their listing on SET and MAI whereby the listings are currently in process.

As the Company has always emphasized high ethical standards in the context of good corporate governance, the Company was graded "Very Good" according to ASEAN CG Scorecard by Thai Institute of Directors Association in the Association's 2018 annual corporate governance survey. In the same year, the Company was also graded "Excellent and Shining Example of Excellent" for its 2018 Annual General Meeting of Shareholders by the Thai Investors Association.

Since the Company has been certified from the the Private Sector Collective Action Coalition Against Corruption (CAC) Committee as one of the member of the CAC in 2015 and also be certified by the

(Translation)

Thaipat Institutes, the Company has renewed the member status with the CAC in 2018 which represented that the Company anti-corruption policy be implemented at all level from the Company thru the subsidiaries.

The Company's performance by quarter in 2018 mirrored the fluctuations in SET condition. The Company's total revenue was Baht 623 million compared to Baht 567 million in 2017. The Company's major income derived from the following:

- The Company's brokerage commission fee decreased from Baht 293 million to Baht 242 million, or by 18%, as a result of the brokerage fee competition and the decreased SET's retail investors' turnovers when compared to those of year 2017.
- Whereas the commission income from derivatives business increased from Baht 14 million to Baht 20 million or increased by 37% from a considerable rise in the daily trading volume of futures in TFEX from 324,217 contracts to 426,213 contracts or increased by 31% from the increase in trading of SET50 Index Futures and Single Stock Futures.
- The Company's gain on investment increased from a loss of Baht 9 million in 2017 to profit of Baht 78 million. Loss in 2017 resulted from a bookkeeping of loss arising from the securities impairment in the amount of Baht 88.23 million. This impairment was caused by the readjustment of the price of one listed security to Baht zero as a result of an involvement in a business rehabilitation process to deal with bankruptcy problem resulting to the suspension of trading. Therefore an impairment of investment was booked according to the accounting practice.
- Interest income from margin loan decreased from Baht 145 million to Baht 123 million due to the decrease in margin loans during the year.
- The Company's fees and service income increased from Baht 57 million in 2017 to Baht 75 million from financial advisory and underwriting services.

The Company and subsidiaries incurred the operating and administrative expenses in the amount of Baht 533 million in 2017 compared to Baht 535 million in 2018. The expenses which had significant changes were as follows:

- Personnel expenses amounted to Baht 335 million compared to Baht 316 million in 2017 or increased by 6% in relation to the decrease in operating results.
- Fee and services expenses amounted to Baht 67 million compared to Baht 60 million in 2017 or increased by 12% as a result of increase in trading volume of both SET and TFEX.
- Financial costs amounted to Baht 48 million compared to Baht 54 million in 2017 in relation to the decrease in borrowings for both settlement and margin loans.

The Company's profit before tax in 2018 was Baht 88 million which was increased from Baht 34 million in 2017 or increased by 158% whereas net profit was Baht 68 million in 2018 increased from Baht 28 million in 2017. Return on Equity increased from 1.75% to 4.32%.

Details of 2018 operating results had been presented in the Annual Report, which had been sent to shareholders along with the invitation to attend the shareholders' meeting.

Mr. Charnchai informed the Meeting that this agenda is to explain the operating results to the Meeting and no voting was required. Then he asked the Meeting whether there were any questions.

Should there be no any question, Mr. Charnchai concluded that the Meeting acknowledge the Company's operating results for 2018.

3. To consider and approve the financial position and income statements for the year ended December 31, 2018

The Chairman requested that Ms. Suwannee Limpanavongsaen, Deputy Managing Director, present the details of the financial statements.

(Translation)

Ms. Suwannee then presented the details of the financial statements for the year ended December 31, 2018. These statements which had been reviewed and audited by the Company's auditor could be summarized as follows:

- The total assets of Baht 3,922 million at the end of year 2018 slightly decreased from Baht 3,955 million in year 2017. The main assets comprised of the increase in investment in securities from Baht 723 million from Baht 599 million in 2017, the decrease in receivables from securities and futures business from Baht 2,784 million at the end of 2017 to Baht 2,248 million at the end of 2018, and the increase in loans to others from Baht 132 million to Baht 613 million.
- The Company's total liabilities were Baht 2,370 million compared to the total liabilities of Baht 2,351 million at the end of 2017. The main liabilities comprised of the increase in borrowings from Baht 1,777 million at the end of 2017 to Baht 2,080 million at the end of 2018, which included short-term debentures and bill of exchange amounted to Baht 1,031 million, for both settlement and margin loans. Whereas payables from securities and futures business decreased from Baht 377 million to Baht 112 million at the end of 2017.
- The Company's shareholders' equity was Baht 1,552 million compared to Baht 1,604 million at the end of 2017. The Company and subsidiaries' earnings was amounted to Baht 68 million in 2018. But the Company paid final cash dividends from operating results in 2017 and 2018 interim dividend in the amount of Baht 113 million. In addition, unrealized loss from available-for-sale securities increased Baht 21 million.
- Details on revenue and expenses had already been explained in the Agenda2.

The financial position and the income statements had been considered by the Board of Directors, and the Audit Committee. The reports of the Board of Directors, Audit Committee and Auditor could be found in the Annual Report, which had been sent to shareholders along with the invitation to attend the shareholders' meeting.

Ms. Suwannee asked the Meeting whether there were any questions.

Should there be no any question, Ms. Suwannee then proposed the Meeting to approve the financial position and income statements for the year ended December 31, 2018.

Resolved It was resolved by majority votes that the financial position and income statements for the year ended December 31, 2018 be approved. Details of the voting were as follows:

Approved 91,040,196 votes equivalent to 99.99%, disapproved 5,625 votes equivalent to 0.01%, no abstained and no voided ballot.

4. To consider and approve the appropriation of the profits, dividends and legal reserve for the year 2018

4.1 To consider and approve the appropriation of profits as legal reserve

The Chairman requested that Mr. Charnchai Kongthongluck present the details of this agenda.

Mr. Charnchai reported that according to Section 116 of the Public Company Act B.E. 2535 (1992), the Company was required to appropriate a portion of net profit as legal reserve at a rate of not less than 5.0 percent of net profit for the year after deducting the forwarded retained loss (if any) until the total amount of the legal reserve was not less than 10.0 percent of registered capital. In 2018 the Company's net profit in the separate financial statements was Baht 68,100,664. The board of directors was of the opinion that the Meeting considered and approved the appropriation of profit as legal reserve amounted to Baht 3,403,576 for the year 2018. After the appropriation of profit, legal reserve was Baht 68,629,000.

Mr. Charnchai asked the Meeting whether there were any questions.

When there was no question, Mr. Charnchai proposed that the Meeting consider and resolve the agenda.

(Translation)

Resolved It was resolved by majority votes that the Meeting approve the appropriation of profit as legal reserve amounted to Baht 3,403,576. Details of the voting were as follows:

Approved 91,040,196 votes equivalent to 99.99%, disapproved 5,625 votes equivalent to 0.01%, no abstained and no voided ballot.

4.2 To consider and approve the dividend payment for the year 2018

The Chairman requested that Mr. Charnchai Kongthongluck present the details of this agenda.

Mr. Charnchai reported that the company's dividend payout policy has been set at no less than 50% of consolidated net profit and no more than the unappropriated retained earnings of the separate financial statements. Record of dividend payments for the year 2015 to 2017, the net profit and unappropriated retained earnings for the year 2018 were presented in the notice of the meeting. Net consolidated profit was Baht 68 million and retained earnings of the separate financial statements was Baht 219 million.

The board of directors proposed the Meeting to approve final dividend payment for the year 2018 at Baht 0.32 per share which the total amount was Baht 63.7 million or at the payout ratio of 93.59% of net consolidated profit, which is in accordance with the dividend policy of the Company. The dividend of Baht 0.12 per share was paid as interim dividend on September 7, 2018. Thus, the remaining final dividend of Baht 0.20 per share will be paid from the profit which is not required to calculate for corporate income tax and the shareholders are not entitled to tax credits.

The Company will entitle rightful shareholders who may receive the 2018 fiscal year dividend on March 14, 2019 (Record Date). The dividend will be payable on May 14, 2019.

Mr. Charnchai asked the Meeting whether there were any questions. When there was no question, he proposed that the Meeting consider and resolve the agenda.

Resolved It was unanimously resolved that the Meeting approve the dividend for the year 2018 at Baht 0.32 per share share (include interim dividend at Baht 0.12 per share). Thus, the remaining final dividend of Baht 0.20 per share will be paid on May 14, 2019. The record date of the entitled shareholders who will receive the 2018 fiscal year dividend was on March 14, 2019. Detail of votes were as follows:

Approved 91,045,821 votes equivalent to 100%, and
No abstained, no objection and no voided ballot.

5. To consider and appoint new directors to replace the retiring directors and approve directors' remuneration

5.1 To consider and appoint new directors to replace the retiring directors

The Chairman requested Dr. Panja Senadisai, chairman of Nomination and Compensation committee, present the details of this agenda.

Dr. Panja informed the Meeting that in accordance with the Company's Articles of Association, one-third of the Company's directors must retire. The Company has granted the minority shareholders right to nominate candidates to be elected as directors at the Annual General Meeting of Shareholders in advance within February 18, 2019. However, there was no proposal of director nomination submitted to the Company Secretary.

According to articles of association, there are 4 directors retiring by one-third rotation rules:

- 1) Mr. Pakhawat Kovithvathanaphong Position Chairman
- 2) Mr. Pairote varopas Position Independent Director / member of audit committee

(Translation)

- 3) Mr. Kampanart Lohacharoenvanich Position Independent Director / member of audit committee
4) Mr. Surachai Suksriwong Position Director

In order to allow shareholders to freely voice their opinion, the retiring directors were voluntarily absent from the meeting room.

The board of directors with reference to the opinion of the Nomination and Compensation Committee, excluding the director who has interest in this matter, has considered the nomination according to the Company's director nomination criteria; namely qualifications, meeting attendance, performance and non-conflict of interest positions in other companies. For independent director, the Company has defined the qualification of Independent directors as set out by the office of Securities and Exchange Commission and the Stock Exchange of Thailand. Information on proposed directors in replacement of those retiring by rotation and the qualification of independent directors are illustrated in Exhibit 1 of the notice of the meeting.

The board of directors, excluding the director who has interest in this matter, deems appropriate to propose the meeting to re-elect the four directors to become the Company's directors for another term since all of them are knowledgeable, competent and experienced and performed throughout the period they are in office. Additionally they do not possess any business in conflict with the Company. Mr. Pairote varopas and Mr. Kampanart Lohacharoenvanich are also qualified as independent director according to the company's definition of Independent Director and even Mr. Pairote varopas has been the Company's director for 17 years but he still always gave his opinion freely and had full understanding of the securities business.

Detail of the proposed directors in replacement of those retiring by rotation had been presented in the notice of the meeting page 22 to 26. Each retiring director who was shareholder entitled to votes or abstained from voting. Any shareholder, who would like to cast a abstain or disapprove vote, must sent the voting ballot for each director to the Company's officer.

Dr. Panja asked the Meeting whether there were any questions. When there was no question, he proposed that the Meeting consider and resolve the agenda which required the shareholders' votes not less than 2/3 of the shareholders attending the meeting.

Resolved The voting for each nominated director were summarized as follows:

No.	Name List	Approved (%)	Disapproved (%)	Abstained* (%)	voided (%)
1	Mr.Pakhawat Kovithvathanaphong	91,045,821 (100%)	-	-	-
2	Mr. Pairote varopas	91,045,821 (100%)	-	-	-
3	Mr.Kampanart Lohacharoenvanich	91,045,821 (100%)	-	-	-
4	Mr. Surachai Suksriwong	91,045,821 (100%)	-	-	-

Remarks: *include own abstained votes (if any)

It was unanimously resolved that the Meeting re-elect the four retiring directors to become the Company's directors for another term. Mr. Pairote Varophas and Mr. Kampanart Lohacharoenvanich are also qualified as independent directors according to the company's definition of Independent Director.

5.2 To consider and approve the directors' remuneration

The Chairman requested Dr. Panja Senbadisai to present the details of this agenda.

Dr. Panja stated that according to section 90 of the Public Company Act B.E.2535, the Company was prohibited to pay cash or any other assets to directors, except for paying remuneration and according to clause 33 of the Company's Article of Association, the Company's director remuneration must be approved by the shareholders with more than two-thirds of the total entitled votes.

(Translation)

The board of directors proposed the Meeting to acknowledge bonus as extra remuneration for the year 2018 and consider the remuneration for the year 2019 as follows:

1) To acknowledge extra remuneration for the year 2018

Pursuant to the resolution of the annual general meeting of shareholders no. 16 approval of the budget for 2018 extra remuneration not over Baht 10,000,000 which will be considered and allocated by the board of directors, the Nomination and Compensation Committee had considered the evaluation criteria based on company performance, dividend payment to the shareholders, record of company remuneration and record of remuneration of listed finance and securities companies / same size of revenue of listed companies and the director's average remuneration, which were presented in the notice of the meeting. The Company's income for the year 2018 was Baht 623 million increased from Baht 567 million for the year 2017, or increased by 9.88% and net profit 68.1 million which increased from that of 2017 by 142.35%. Whereas dividend payment to shareholders for the year 2018 decreased to Baht 0.32 per share from Baht 0.45 per share in 2017 which was amounted to Baht 63.6 million, or decreased by 28.89%.

The board of directors with reference to the opinion of the Nomination and Compensation Committee considered appropriate to approve the payment of bonus of Baht 4,800,000 increased by 33%. The Chairman shall be eligible for 0.5 time extra.

Dr. Panja informed the Meeting that this agenda is to report the Meeting for the extra bonus for the year 2018 and no voting was required. Then he asked the Meeting whether there were any questions.

Should there be no question, Dr. Panja concluded that the Meeting acknowledge the extra bonus for the year 2018 as proposed.

2) To approve director remuneration for the year 2019

For the year 2019, the board of directors with reference to the opinion of the Nomination and Compensation Committee considered appropriate to propose the Meeting to approve the director remuneration totaling of Baht 15,500,000, dividing into the following categories:

2.1) Director monthly remuneration for the year 2019 shall not exceed Baht 5.5 million in aggregate, payable monthly at the same rate as in 2018, divided as follows:

- Monthly remuneration for each board member at Baht 20,000 and the Chairman of the Board at Baht 60,000.
- Monthly remuneration for each member of Audit Committee at Baht 25,000 and the Chairman of Audit Committee at Baht 50,000.
- Monthly remuneration for member of the Nomination and Compensation Committee at Baht 20,000, if any director is a member of more than one committee, he/she shall receive the meeting allowance only from one committee whichever is higher.

2.2) An extra remuneration for the year 2019 not over Baht 10 million which will be reserved in the 2018 income statement and be considered and allocated by the board of directors.

2.3) Other benefits i.e. Directors and Officers Insurance limit Baht 50 million and welfare to the directors for In-patient and life and accident insurance per person Baht 900,000 and 3,600,000 respectively.

Dr. Panja proposed that the Meeting consider to approve director remuneration for the year 2019 totaling of Baht 15,500,000, dividing into monthly remuneration and meeting allowance of Baht 5,500,000 per annum and extra remuneration not over Baht 10,000,000 which will be considered and allocated by the board of directors. The Meeting with more than two-thirds of the total entitled votes and directors who were shareholders entitled to votes or abstained from voting.

(Translation)

Dr. Panja asked the Meeting whether there were any questions. Should there be no question, Dr. Panja proposed that the Meeting consider and resolve the agenda.

Resolved It was unanimously resolved that the Meeting approve director remuneration for the year 2019 totaling of Baht 15,500,000, dividing into monthly remuneration of Baht 5,500,000 per annum and extra remuneration not over Baht 10,000,000 which will be considered and allocated by the board of directors. Detail of votes were as follows:

Approved 91,045,821 votes equivalent to 100%,
no abstained, no object and no voided ballot.

6. To consider and approve the appointment of auditors and audit fee for the year 2019

The Chairman requested that Mr. Abhichart Arbhabhira, chairman of audit committee, present the details of this agenda.

Mr. Abhichart informed the meeting that the board of directors had considered and proposed the Meeting to appoint EY Office Limited by

- 1) Ms. Sumana Punpongsanon, CPA Registration No. 5872, and/or
- 2) Miss Orawan Techawatanasirikul, C.P.A. Registration No. 4807, and/or
- 3) Ms. Pimjai Manitkajohnkit, CPA Registration No. 4521, and/or
- 4) Ms. Rosaporn Decharkom C.P.A. Registration No. 5659, and/or
- 5) Ms. Rungnapa Lertsuwankul, C.P.A. Registration No. 3516, and/or
- 6) Mr. Chayapol Suppasedtanon , CPA Registration No. 3972

The proposed auditors no. 1 have acted as the Company's current auditor for 4 years since 2015 and have no relationship or business with the Company/ subsidiaries/ management/ major shareholders or other related persons of those persons. In addition, during the year 2018, the Company and subsidiaries had not received other services from the person related to the auditors and the office. In the event that any of the above auditors is not available, EY Office Limited is authorized to assign any auditor of EY Office Limited who qualifies as a Certified Public Accountant to replace him/her.

The board of directors also considered and proposed the Meeting to approve the audit fee for the Company of Baht 480,000 increased by Baht 80,000. The aggregate audit fee for the services to the group companies in aggregate of Baht 1,980,000 which is higher than the 2018 audit fee by Baht 330,000.

The board of directors with reference to the opinion of the audit committee considered that the auditor had conducted the audit for the year 2018 in accordance with the general accepted auditing standards. The auditor had full understanding of securities and derivatives business and provided other valued services without extra charges e.g. IT general control review, advice new accounting standard to the Company and its subsidiaries. The audit fee was considered acceptable.

Mr. Abhichart asked the Meeting whether there were any questions. When there was no question, Mr. Abhichart proposed that the Meeting consider and resolve the agenda.

Resolved It was unanimously resolved that the Meeting appoint EY Office Limited with the above list of auditors as the auditor for the year 2019 and to approve the audit fee for the Company at Baht 480,000. Details of the voting were as follows:

Approved 91,045,821 votes equivalent to 100%, and
No abstained, no objection and no voided ballot.

7. **To approve the amendment of Articles of Association of the Company relating to teleconference meeting through electronic devices**

The Chairman requested Mr. Charnchai to present the details of this agenda.

Mr. Charnchai stated that to comply with the announcement by the National Council for Peace and Order No. 74/2557 and the notification of the Department of Business Development dated September 23, 2016 relating to teleconference meeting through electronic devices, The board of directors also considered and proposed the Meeting to approve the amendment of Articles of Association of the Company no. 25, 26, 27 by discarding the existing provisions and adopting the proposed provisions, together with pursuing the registration of the amendments thereafter, as follows:

Current	Proposed for Amendment
<p>Article 25 The board of directors shall hold meeting in locality in which the head office of the company is located or in a nearby province or any meeting can be held elsewhere as determined by chairman of the board or the person authorized by the chairman of the board.</p>	<p>Article 25 The board of directors shall hold meeting in locality in which the head office of the company is located or in a nearby province or any meeting can be held elsewhere as determined by chairman of the board or the person authorized by the chairman of the board. The chairman shall call the meeting as teleconference through electronic devices.</p>
<p>Article 26 In calling a meeting of any kind of board of directors, the chairman of the board or a person authorized by the chairman of the board shall send a written notice calling for a such meeting to the directors not less than seven days prior to the date of the meeting. Unless necessary or urgent to preserve the rights or benefits of the company , the meeting may be called by other methods and an earlier meeting date may be chosen.</p> <p>In case that not less than two directors request for calling the meeting of the board of directors, the chairman of the board shall set the meeting date within 14 days from the requested date.</p>	<p>Article 26 In calling a meeting of any kind of board of directors including via the teleconference through electronic devices, the chairman of the board or a person authorized by the chairman of the board shall send a written notice calling for a such meeting to the directors not less than seven days prior to the date of the meeting. Unless necessary or urgent to preserve the rights or benefits of the company , the meeting may be called by other methods and an earlier meeting date may be chosen. The call for meeting shall be done through the electronic devices.</p> <p>In case that not less than two directors request for calling the meeting of the board of directors, the chairman of the board shall set the meeting date within 14 days from the requested date.</p>
<p>Article 27 At a meeting of the board of directors, the presence of not less than one half of the total number of directors is required to constitute a quorum. In the case where the chairman of the board is not present at the meeting or is unable to perform his or her duty and if there is a vice chairman, the vice- chairman present at the meeting shall preside over the meeting. If there is no vice-chairman of if there is a vice-chairman who is unable to perform his or her duty, the directors present at the meeting shall elect on among themselves to preside over the meeting.</p>	<p>Article 27 At a meeting of the board of directors, the presence of not less than one half of the total number of directors is required to constitute a quorum. In the case where the chairman of the board is not present at the meeting or is unable to perform his or her duty and if there is a vice chairman, the vice- chairman present at the meeting shall preside over the meeting. If there is no vice-chairman of if there is a vice-chairman who is unable to perform his or her duty, the directors present at the meeting shall elect on among themselves to preside over the meeting. The conduct of a teleconference</p>

(Translation)

Current	Proposed for Amendment
	must be in accordance with security standards for teleconference meeting which required by the law or as prescribed by each specific law or related regulations.

Mr. Charnchai asked the Meeting whether there were any questions. When there was no question, he proposed that the Meeting consider and resolve the agenda which required the shareholders' votes not less than 3/4 of the shareholders attending the meeting and entitled to vote.

Resolved It was unanimously resolved that the Meeting approve the amendment of Articles of Association of the Company no. 25, 26, 27 by discarding the existing provisions and adopting the proposed provisions, together with pursuing the registration of the amendments thereafter. Detail of votes were as follows:

Approved 91,045,821 votes equivalent to 100%,
no abstained, no object and no voided ballot

The Chairman informed that all of the agenda as listed in the notice of the Meeting of Shareholders had been considered and satisfied. The Chairman also asked if there were any shareholder who wished to voice his/her opinion, or ask any questions.

Mr. Chuchai Sorasethsakul, a shareholder, requested for the company to split par value from Baht 5.00 to Baht 1.00 in order to stimulate the Company's shares trading.

The Chairman accepted to consider the proposal.

Given that there were no further questions, the Chairman informed the Meeting adjourned, and thanked to all shareholders who came in person or were represented by proxy for attending the Meeting.

Closed at 3.30 p.m.

SignedPakhawat Kovithvathanaphong..... Chairman
(Mr. Pakhawat Kovithvathanaphong)

Ms. Suwannee Limpanavongsaen : Company Secretary