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**Minutes of Annual General Meeting of Shareholders No. 14
of
Trinity Watthana Public Company Limited**

Date, Time and Place

The Meeting was held on 27th April, 2016 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 2.05 p.m. There were 31 shareholders present in person representing 58,790,225 shares and 34 shareholders by proxies representing 32,354,639 shares, altogether 65 shareholders, representing 91,144,894 shares or 46.15 percent from the total issued and paid up of 197,495,461 shares. The quorum was thus satisfied according to the Company's Articles of Association.

Preliminary Proceedings

Mr. Pakhawat Kovithvathanaphong, Chairman of the Meeting, welcomed the shareholders attending the Meeting and informed that in the absence of Mr. Sirin Nimmanahaeminda from his health problem, Chairman of the board of directors, the board of directors appointed Mr. Pakhawat Kovithvathanaphong to be acting Chairman of the board of directors. The register book was closed at 2.05 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 40 to 42 (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 15, 2016 and required shareholders to submit any proposal within February 15, 2016. However, there was no proposal submitted to the Company.

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The Company Secretary introduced the directors, independent directors, management, external auditors and legal advisor attending the Meeting as follows:

Independent directors and audit committee

1. Mr. Abhichart Arbhabhira
2. Mr. Panja Senadisai Chairman of Nomination and Compensation Committee
3. Mr. Pairote Varophas

Non-executive and non-independent directors

1. Dr. Nitipol Chaisakulchai
2. Mr. Surachai Suksriwong
3. Ms. Kanitha Subpa-Asa
4. Dr. Voratha Kongseanitsara

Executive directors and management

1. Mr. Pakhawat Kovithvathanaphong Chief Executive Officer and acting Chairman
2. Mr. Charnchai Kongthongluck President
3. Mr. Visit Ongpipattanakul Managing Director

Representative of external auditor

1. Mr. Suphot Lertpratchayakul
2. Mr. Kittichai Jongjitr

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. 13 held on 28th April, 2015

The Chairman proposed that the Meeting adopt the Minutes of the Annual General Meeting of Shareholders No. 13 held on 28th April 2015, 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. 13 held on 28th April 2015 be adopted. Details of the voting were as follows:

Approved 90,645,732 votes equivalent to 99.45%
abstained 499,162 votes equivalent to 0.55% and no objection.

2. To consider and acknowledge the Company's operating results for the year ended 31st December 2015

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

Mr. Charnchai reported that Thailand's stock market in 2015 continually declined. SET Index dropped by 14.0%. SET50 Index dropped by 18.7%. SET100 Index dropped by 17.7%. The decline reflects the strong adaptability of small cap, compared to the mid and large caps that were pressured by both internal and external factors. Internal factors included the downgrade of the company's performance pro forma, slower economic recovery than expected, especially for export, delayed government projects, and auction spectrum license at a higher price than expected. The external factors included quickly declining oil, signal from the Fed to raise interest rates, Chinese economy contraction, and so on. Such factors affected the average daily trading value of SET and MAI and SET Index to decline every quarter. The trading value was highest in the first quarter at Baht 54,369 million Baht, and then fell to approximately Baht 40,000 million in Q2 to Q4. Whereas SET Index also peaked at 1615.89 points in the first quarter and lowest at 1216.66 points during the year. The average trading value of the year is Baht 44,302 million,

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declined from the year 2014 of Baht 45,466 million. In 2015, the Company had a market share of 1.95%, down from 2.67 % in 2014.

In 2015, retail investors have diminished roles in the stock market. The proportion of trading value of individual investors is 59%, compared to 62% in 2014. . Other investors such as proprietary accounts, foreign investors, and institutional investors in the country have slightly higher their proportion. In 2015, foreign investors sold a net total of 155,631 million Baht; proprietary accounts sold a net total of 6,398 million Baht, while domestic institutional investors and retail investors bought a net total of 82,133 million Baht and 79,896 million Baht, respectively.

TFEX's trading volume increased from 36 million contracts in 2014 to 48 million contracts in 2015, equivalent to 35% increase, resulting from investor's interest of SET50 Index Futures that was significant increased from 14.4 million contracts in 2014 to 26.8 million contracts, representing 86% increase, partly as a result of the downsizing of SET50 Index Futures contract in May 2014 to allow higher liquidity. Investors have a better understanding about various products. Because of volatility of the stock market, investors use derivatives to reduce risk and speculate.

In 2015, domestic retail investors have remained as the main type of investors in the market. The proportion of the volume of retail investors in the country equals to 54%. Domestic institutional investors and foreign investors have shares trading volume of 35% and 11%, respectively. The company has a market share of 1.94%, down from 2.65% in 2014 as a result of increased price competition. Customers decreased trading through the company.

The company successfully managed private fund during the first six months of 2015, which had the highest net asset value of Baht 2,913 million. After July 2015, SET Index fluctuated greatly and continued to decline throughout. As a result, the return on investment of the stock market was -15 %. However, private fund of the company was able to sustain a return on investment of private funds at a loss of 5% of the net asset value, decreased from 2,463 million Baht at the end of 2014 to 2,396 million Baht at the end of 2015.

The company emphasized on managing the company with an ethical manner. In accordance with the best practices of corporate governance, the company has been assessed by Thai Institute of Directors for the year 2015 and was ranked as "very good" under the ASEAN CG Scorecard standard. The company also received the outstanding securities company award on the services offered to individual investor category from the SET AWARDS 2015 organized by the Stock Exchange of Thailand and Banking and Finance Journal.

The Company's performance by quarter in 2015 mirrored the fluctuations in SET condition. The Company's total revenue was Baht 740 million compared to Baht 850 million in 2014. The Company's major income derived from the following:

- The Company's brokerage commission fee decreased from Baht 393 million to Baht 340 million, or by 13% resulted from the decrease in the market share due to the competition in commission rate.
- Whereas the commission income from derivatives business decreased from Baht 22 million to Baht 17 million, or by 21% resulted from the decline in the clients' trading volume from the competition in commission rate.
- The Company's gain on investment decreased from Baht 118 million in 2014 to Baht 88 million.
- Fee & service income decreased from Baht 85 million in 2014 to Baht 67 million resulting from decrease in underwriting fee and management fee from Private fund of which the size decreased from Baht 2,463 million to Baht 2,396 at the end of 2015.
- Whereas interest income from margin loan increased from Baht 126 million to Baht 130 million in accordance with the increase in margin loan during the year 2014 and interest income from other short-term loans business increased from Baht 3 million in 2014 to Baht 36 million in 2015.

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The Company and subsidiaries incurred the operating and administrative expenses in the amount of Baht 559 million in 2015 which was decreased from Baht 611 million in 2014. The expenses which had significant changes were as follows:

- Personnel expenses amounted to Baht 327 million compared to Baht 376 million in 2014 or decreased by 13% in relation to the decrease in commission income.
- Fee and services expenses amounted to Baht 69 million compared to Baht 83 million in 2014 or decreased by 18% as a result of decrease in trading volume of both SET and TFEX.
- Financial expenses increased from Baht 56 million to Baht 64 million due to the increase in borrowing during the year 2015 for settlement and margin loan.

The Company's profit before tax in 2014 was Baht 181 million which was decreased from Baht 239 million in 2014 or decline by 24% whereas net profit was Baht 146 million in 2015 decreased from Baht 192 million in 2014. Return on Equity decreased from 13.05% to 9.51%.

Details of 2015 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.

Mr. Suratin Chulaorarn, a representation from Thai Investors Association, admired the Company for joining with the Private Sector Collective Action Coalition Against Corruption (CAC). He asked for the progress and the possibility to extend to the suppliers. In addition, he also asked about the Company strategy for the year 2016.

The Chairman requested Ms. Suwannee to clarify for the progress of the CAC and Mr. Charnchai to clarify for the Company strategy.

Ms. Suwannee clarified that since the Company declared to join with the Private Sector Collective Action Coalition Against Corruption (CAC) in 2011, the Company has already been certified from the CAC Committee as one of the member of the CAC in the first quarter of 2015 to express and commit in the fight against the corrupt in all their forms which has been pursued by the Company and its subsidiaries. The Company has been evaluated by Thaipat Institute in the project undertaken to assess sustainability issues about Anti-Corruption Progress Indicators of listed companies in Thailand for the year 2015, which resulted in a level four "Certified". The extension of this Anti-corruption policy to counter party will be considered.

The Chairman further clarified that the Company has considered this matter in our internal process when we dealt with our counter party.

Mr. Charnchai clarified that the Company has strategy to maintain and expand its customer base by presenting research reports on a new form to meet the needs of a wide range of investor and limitation in amount of investments. In addition, the Company also has strategy to diversify income so the Company's commission income was 45% of total income which was quite different from some brokers' commission income still be the major income approximately 70%-80% of total income. Other major income are interest income from margin loan and other short-term loan, Fee income from investment banking business especially from underwriting new listed companies, fee income from private fund management and investment income.

Then Mr. Charnchai asked for any questions. When there was no further question, Mr. Charnchai concluded that the Meeting acknowledge the Company's operating results for 2015.

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3. To consider and approve the financial position and income statements for the year ended December 31, 2015

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

Ms. Suwannee then presented the details of the financial statements as follows:

The Company has prepared the financial position and income statements for the year ended December 31, 2015. These statements which had been reviewed and audited by the Company's auditor could be summarized as follows:

- The total assets of Baht 3,728 million at the end of year 2015 decreased from Baht 4,035 million in year 2014 due to the decrease in receivables from securities and futures business from Baht 2,764 million at the end of 2014 to Baht 2,337 million at the end of 2015. Such decrease in the receivables from securities and futures business was mainly the decrease in receivables from cash account amounted to Baht 77 million decreased from Baht 458 million at the end of 2014. The decrease in receivables was mainly due to reduce in trading volume during the end of the year.
- The Company's total liabilities were Baht 2,162 million which were decreased by 14% compared to the total liabilities of Baht 2,530 million at the end of 2014. The decrease of total liabilities resulted from the decrease in receivables from securities and futures business amounted to Baht 181 million from Baht 307 million at the end of 2014 and clearing house payable amounted to Baht 0.05 million from Baht 375 million at the end of 2014 due to reduce in trading volume during the end of the year..
- The Company's shareholders' equity was Baht 1,566 million which was increased from Baht 1,505 million at the end of 2014. The increase was derived from the Company and subsidiaries' earnings amounted to Baht 146 million in 2015. But the Company paid final cash dividends from operating results in 2014 in the amount of Baht 12 million with stock dividend and the 2015 interim dividend in the amount of Baht 49 million. In addition, unrealized loss from available-for-sale securities increased Baht 26 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, 2015.

Resolved It was unanimously resolved that the financial position and income statements for the year ended December 31, 2015 be approved. Details of the voting were as follows:

Approved 91,144,894 votes equivalent to 100%,
no abstained and objection.

4. To consider and approve the appropriation of the profits, dividends and legal reserve for the year 2015

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

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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 2015 the Company's net profit in the separate financial statements was Baht 138 million. The board of directors was of the opinion that the Meeting considered and approved the appropriation of profit as legal reserve amounted to Baht 6,898,167 for the year 2015. After the appropriation of profit, retained earnings was Baht 106 million and legal reserve was Baht 56 million.

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.

Resolved It was unanimously resolved that the Meeting approve the appropriation of profit as legal reserve amounted to Baht 6,898,167. Details of the voting were as follows:
Approved 91,144,894 votes equivalent to 100%, and
no abstained and objection.

4.2 To consider and approve the dividend payment for the year 2015

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 2012 to 2014, the net profit and unappropriated retained earnings for the year 2015 were presented in the notice of the meeting. Net consolidated profit was Baht 146 million and retained earnings of the separate financial statements was Baht 106 million. During the year 2015, the Company's interim dividend at Baht 0.25 per share, totaling Baht 49.4 million, was paid on September 9, 2015.

The board of directors proposed the Meeting to approve final dividend payment for the year 2015 at Baht 0.35 per share. The total dividends for the whole year 2015 shall be equivalent to Baht 0.60 per share which the total amount was Baht 118.50 million or at the payout ratio of 81.10% of net consolidated profit which is in accordance with the dividend policy of the Company. When comparing with the market price at the end of 2015 at Baht 5.85 per share, the Company's dividend yield was 10.26%. All dividends shall be deducted for the withholding tax at the rate stipulated by law.

The Company will entitle rightful shareholders by closing of share register book for gathering shareholders' names under the section 225 of the Securities and exchange Act B.E. 2535 on Wednesday, March 11, 2016. The final dividend will be payable on May 17, 2016.

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 2015 at Baht 0.60 per share (inclusive of interim dividend payment at Baht 0.25 per share). The closing date of the share register book for the rights of shareholder to receive dividend is on March 11, 2016; payable on May 17, 2016. Detail of votes were as follows:
Approved 91,144,894 votes equivalent to 100%, and
no abstained and objection.

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 Mr. Panja Senadisai, chairman of Nomination and Compensation committee, present the details of this agenda.

Mr. 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 15, 2016. 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. Sirin Nimmanahaeminda | Position | Independent Director, Chairman of the board of directors and Chairman of audit committee, |
| 2) Mr. Pakhawat Kovithvathanaphong | Position | Director, |
| 3) Mr. Abhichart Arbhabharama | Position | Independent Director and audit committee, nomination and compensation Committee, and |
| 4) Mr. Surachai Suksriwong | Position | Director and nomination and compensation Committee |

Since Mr. Sirin Nimmanahaeminda submitted the letter to show his intent not to continue his directorship when he is retired due to his health.

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

The Nomination and Compensation Committee has recruited new director to replace Mr. Sirin Nimmanahaeminda and proposed to the board of directors to consider Mr. Kampanart Lohacharoenvanich and since the directors no. 3) and 4) are the members of the Nomination and Compensation Committee, they were considered have interest in this matter.

Therefore the board of directors, excluding the directors who has interest in this matter, 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, has deemed appropriate to propose the meeting the following:

- a) To appoint Mr. Kampanart Lohacharoenvanich as a director to replace Mr. Sirin Nimmanahaeminda since he is knowledgeable, competent and experienced especially in the capital market. Mr. Kampanart Lohacharoenvanich is also qualified as an independent director according to the company's definition of Independent Director.
- b) re-elect 2) Mr. Pakhawat Kovithvathanaphong, 3) Mr. Abhichart Arbhabharama and 4) Mr. Surachai Suksriwong to be directors for another term since all of them are knowledgeable, competent and experienced and performed throughout the period. Additionally they do not possess any business in conflict with the Company. Mr. Abhichart Arbhabharama was also qualified as an independent director and even he has been the Company's director for 12 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 24 to 28.

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Each retiring director who was shareholder abstained from his/her own 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.

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

Where there was no question, Mr. Panja proposed that the Meeting consider and resolve the agenda.

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

No.	Name List	Approved (%)	Disapproved (%)	Abstained* (%)
1	Mr. Kampanart Lohacharoenvanich	90,544,838 (99.34%)	-	600,056 (0.66%)
2	Mr. Pakhawat Kovithvathanaphong	84,533,644 (92.75%)	-	6,611,250 (7.25%)
3	Mr. Abhichart Arbhabhiraama	91,144,782 (99.9999%)	112 0.0001%	-
4	Mr. Surachai Suksriwong	91,144,894 (100%)	-	-

Remarks: *include own abstained votes

It was resolved by majority votes that the Meeting elect Mr. Kampanart Lohacharoenvanich to replace Mr. Sirin Nimmanahaeminda and re-elect the retiring directors no. 2-4 to become the Company's directors for another term. Mr. Abhichart Arbhabhiraama 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 Mr. Panja Senbadisai to present the details of this agenda.

Mr. 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.

The board of directors proposed the Meeting to consider bonus as extra remuneration for the year 2015 and the remuneration for the year 2016 as follows:

1) To approve extra remuneration for the year 2015

Pursuant to the resolution of the annual general meeting of shareholders no. 12 approval of the budget for 2015 extra remuneration not over Baht 10,000,000, 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 2015 was Baht 740 million decreased from Baht 850 million for the year 2014, or decreased by 13% and net profit 146 million which was lower than that of 2014 by 23%.

The board of directors with reference to the opinion of the Nomination and Compensation Committee considered appropriate to propose the Meeting to approve the payment of bonus of Baht 6,000,000 lower than that of 2014 by 25%. The Chairman who also be chairman of audit committee shall be eligible for one and a half time extra remuneration.

The allocation of extra remuneration can be illustrated as follows:

- Director	480,000	Baht per person
- Chairman of the board of director and audit committee	1,200,000	Baht per person

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According to section 90 of the Public Company Act B.E.2535, the Company's director remuneration must be approved by the shareholders with more than two-thirds of the total entitled votes and directors who were shareholders entitled to votes or abstained from voting.

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

Should there be no question, Mr. Panja proposed that the Meeting consider and resolve the agenda.

Resolved It was unanimously resolved that the Meeting approve the directors' bonus amounted to Baht 6,000,000 (details of payment to each director as proposed). Detail of votes were as follows:

Approved 91,144,894 votes equivalent to 100%, and no abstained and objection.

2) To approve director remuneration for the year 2016

For the year 2016, 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 2016 shall not exceed Baht 5.5 million in aggregate, payable monthly at the same rate as in 2015, 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 2016 not over Baht 10 million which will be reserved in the 2016 income statement.

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.

Mr. Panja proposed that the Meeting consider to approve director remuneration for the year 2016 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.

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

Should there be no question, Mr. Panja proposed that the Meeting consider and resolve the agenda.

Resolved It was unanimously resolved that the Meeting approve director remuneration for the year 2016 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. Detail of votes were as follows:

Approved 91,144,894 votes equivalent to 100%, and no abstained and objection.

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10. To consider and approve the appointment of auditors and audit fee for the year 2016

The Chairman requested that Mr. Pairote Varophas, audit committee, present the details of this agenda.

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

- 1) Mr. Sophon Permsirivallop, CPA Registration number 3182 or
- 2) Ms. Pimjai Manitkajohnkit, CPA Registration number 4521 or
- 3) Mr. Chayapol Suppasedtanon, CPA Registration number 3972 or
- 4) Ms. Sumana Punpongsanon, CPA Registration number 5872

The proposed auditors have been appointed as the Company's auditor 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 2015, 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 280,000 and the aggregate audit fee for the services to the group companies in aggregate of Baht 1,320,000 which is higher than the 2015 audit fee by Baht 40,000.

The board of directors with reference to the opinion of the audit committee considered that the auditor had conducted the audit for the year 2015 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. Pairote asked the Meeting whether there were any questions.

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

Resolved It was unanimously resolved that the Meeting appoint EY Office Limited namely Mr. Sophon Permsirivallop, CPA Registration number 3182, or Mr. Chayapol Suppasedtanon, CPA Registration number 3972, or Ms. Sumana Punpongsanon, CPA Registration number 5872 as the auditor for the year 2016 and to approve the audit fee for the Company at Baht 280,000, with the aggregate audit fee for the Company and its subsidiaries at Baht 1,320,000. Details of the voting were as follows:

Approved 91,144,894 votes equivalent to 100%, and
no abstained and objection.

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.

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 3.15 p.m.

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

Ms. Suwannee Limpanavongsaen : Company Secretary