



Minutes of Annual General Shareholders' Meeting for the year 2020
of
Siam Makro Public Company Limited

Time and Place:

The meeting was held on July 24, 2020 at 3.00 p.m., at Convention Room, 4th floor, Siam Makro Public Company Limited, Tara Phatthanakan Building, No. 1468 Phatthanakan Road, Phatthanakan Sub District, Suan Luang District, Bangkok.

Directors present at the Meeting: (93.33% of the members of the Board)

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| 1. | Mr. Suphachai Chearavanont | Chairman of the Board of Directors |
| 2. | Mr. Joti Bhokavanij | Independent Director, Chairman of the Audit Committee, and Chairman of the Nomination and Remuneration Committee |
| 3. | Mr. Rawat Chamchalerm | Independent Director and Chairman of the Corporate Governance Committee |
| 4. | Mrs. Kannika Ngamsopee | Independent Director and Member of the Audit Committee |
| 5. | Mr. Jukr Boon-Long | Independent Director, Member of the Audit Committee, and Member of the Corporate Governance Committee |
| 6. | Mr. Prasobsook Boondech | Independent Director and Member of the Nomination and Remuneration Committee |
| 7. | Mr. Korsak Chairasmisak | Director, First Vice Chairman, and Member of the Nomination and Remuneration Committee |
| 8. | Mr. Umroong Sanphasitvong | Director and Member of the Corporate Governance Committee |
| 9. | Mr. Piyawat Titasattavorakul | Director |
| 10. | Mr. Pittaya Jearavisitkul | Director |
| 11. | Dr. Prasert Jarupanich | Director |
| 12. | Mr. Narong Chearavanont | Director |
| 13. | Mrs. Suchada Ithijarakul | Director, Second Vice Chairman, and Group Chief Executive Officer - Siam Makro |
| 14. | Mrs. Saowaluck Thithapant | Director and Group Chief Shared Service Officer - Siam Makro |

2019 onwards for the shareholders to be able to review the correctness and completion and also to make any objection or revision to the Minutes of the meeting. However, there was no shareholder objecting or requesting for any revision to the said Minutes of the meeting. In addition, in determining the agenda for this year's Annual General Shareholders' Meeting, the Company had posted the criteria rules through the Stock Exchange of Thailand's news system and on its website from October 25, 2019 to January 31, 2020 in order to provide an opportunity for shareholders to propose meeting agenda and to nominate qualified persons to be considered for the election of directors. However, shareholders neither proposed any agenda nor nominated any director candidates.

The voting criteria, the vote counting method, and the other criteria applied at the meeting were as follows:

- The voting in the meeting deemed to be one vote per one share. Any shareholder having conflict of interest shall not have the right to vote in such agenda, unless it is the agenda regarding directors' appointment.
- The shareholders shall cast all their votes either affirmative, non-affirmative or abstention votes, except only for foreign shareholders appointing a Custodian in Thailand to take custody and depository of their shares. Such Custodian was allowed to allocate their votes, which shall not exceed the total number of entitled votes. If the Custodian as the proxy holder did not cast all their entitled votes, the missing votes would be deemed as abstention.
- For voting in each agenda, the Chairman would ask the meeting only for the shareholders who wished to reject or abstain. Such shareholders shall fill out such non-affirmative votes or abstention votes with their signatures in the ballots, then raise their hands for the Company's staff to collect only the non-affirmative and abstention ballots for promptness. Such votes would be deducted from total shares of shareholders who were present at the meeting and entitled to vote. For shareholders who did not raise their hands or submit the ballots, their votes shall be deemed as affirmative votes, except for the voting in Agenda 4 – to consider and approve the election of the Company's directors to replace the directors retiring by rotation – in which the Company's staff would collect the ballots from every shareholder whether the vote was affirmative, non-affirmative or abstention in order that the meeting would be conducted in compliance with the Principles of Good Corporate Governance for Listed Companies.
- In terms of the announcement of voting summary of each agenda, the Chairman would assign the Secretary to the meeting to announce such voting result to the meeting after completion of vote collecting. Those non-affirmative or abstention votes which were submitted after the announcement of voting result would not be counted.
- In the case that the shareholders who appointed a proxy had specified their votes for each agenda, the votes would be counted systematically as specified by such shareholders. The proxy did not have to specify such votes in the ballots again.

- In the case that no shareholder cast their votes as non-affirmative or abstentions, the Company would consider that the meeting unanimously resolved such agenda as proposed.
- The voting required the majority vote of the total votes of the shareholders attending the meeting and having the right to vote, except for the agenda that the law stipulated to be resolved by more than majority vote.
- Any ballots which could not clearly present the intention of shareholders or proxy holders for which alternative they wished to vote would be deemed as voided ballots, e.g. identifying more than one alternative, putting an unclear mark, or correcting or deleting their voting on ballots without signature affixed, etc.

When the shareholders and the number of shares held by the shareholders who attended the meeting could constituted the quorum under the Company's Articles of Association, the Chairman then declared the meeting convene according to the sequence of the agenda specified in the Invitation Letter to the meeting.

Agenda 1 To consider and affirm the management report on the Company's business operations for the year 2019

The Chairman assigned Mrs. Suchada Ithijarukul, Director, Second Vice Chairman, and Group Chief Executive Officer - Siam Makro, to summarize to the meeting the management report on the Company's business operations for the year 2019 according to the detail appeared in Annual Report of 2019 and a copy of the audited financial statement including the auditor's report of Siam Makro Public Company Limited and its subsidiaries as of December 31, 2019 dispatched to the shareholders with the Invitation Letter to the meeting.

The Chairman gave opportunity to shareholders to ask questions and express comments on the related matter. However, there was no shareholder asking questions and expressing comments in this Agenda.

Since there was no shareholder asking questions, the Chairman therefore requested the meeting to consider and affirm the management report on the Company's business operations for the year 2019 as mentioned.

Having considered the matters, the meeting by the majority vote of the shareholders attending the meeting and having the right to vote affirmed the management report on the Company's business operations for the year 2019 with the following votes:

Approved	4,721,461,137	votes, equivalent to	99.99999 %
Disapproved	0	votes, equivalent to	0.00000 %
Abstained	600	votes, equivalent to	0.00001 %
Voided Ballots	0	votes, equivalent to	0.00000 %

Note:

In this Agenda, there was the total number of 1,169 shareholders attending the meeting, representing 4,721,461,737 shares out of total number of 4,800,000,000 shares, or equivalent to 98.3638 percent of the total number of shares.

Agenda 2 To consider and approve the financial statements for the year ended December 31, 2019

The Chairman assigned Mrs. Suchada Ithijarakul, Director, Second Vice Chairman, and Group Chief Executive Officer - Siam Makro, to report to the meeting for consideration and approval of the financial statements for the year ended December 31, 2019 which was audited, affirmed and rendered unqualified opinion by the auditor of the Company, and further approved by the Audit Committee whom also opined that it was duly correct, sufficient and reliable as well as disclosing sufficient information according to the copy dispatched to the shareholders with the Invitation Letter to the meeting.

The Chairman gave opportunity to shareholders to ask questions and express comments on the related matter. However, there was no shareholder asking questions and expressing comments in this Agenda.

Since there was no shareholder asking questions, the Chairman therefore requested the meeting to consider and approve the financial statements for the year ended December 31, 2019 as mentioned.

Having considered the matters, the meeting approved the financial statements for the year ended December 31, 2019 by a unanimous resolution as follows:

Approved	4,721,471,737	votes, equivalent to	100.00000 %
Disapproved	0	votes, equivalent to	0.00000 %
Abstained	0	votes, equivalent to	0.00000 %
Voided Ballots	0	votes, equivalent to	0.00000 %

Note:

In this Agenda, there was the total number of 1,170 shareholders attending the meeting, representing 4,721,471,737 shares out of total number of 4,800,000,000 shares, or equivalent to 98.3640 percent of the total number of shares.

Agenda 3 To acknowledge the interim dividend payments from the Company's 2019 operating results

The Chairman assigned Mrs. Suchada Ithijarakul, Director, Second Vice Chairman, and Group Chief Executive Officer - Siam Makro, to report to the meeting on the interim dividend payments from the Company's 2019 operating results for acknowledgement.

Mrs. Suchada Ithijarakul reported to the meeting that the Board of Directors had resolved to approve two interim dividend payments from the Company's 2019 operating results at Baht 0.96 per share, totaling approximately Baht 4,608 million, which is equivalent to 73.8% of the consolidated net profit and conforming to the Company's Dividend Payment Policy (not less than 40 percent of the net profit on the consolidated financial statements). The two interim dividend payments included:

- 1) The first interim dividend payment on September 5, 2019 at the rate of Baht 0.40 per share, totaling approximately Baht 1,920 million, announced by the Board of Directors' resolution on August 8, 2019;
- 2) The second interim dividend payment on April 22, 2020 at the rate of Baht 0.56 per share, totaling approximately Baht 2,688 million, announced by the Board of Directors' resolution on April 3, 2020, in substitution of the annual dividend payment to reduce impact from the indefinite postponement of the AGM. As a result, the Board of Directors did not propose the annual dividend payment for the year 2019 to the meeting.

The Chairman gave opportunity to shareholders to ask questions and express comments on the related matter. However, there was no shareholder asking questions and expressing comments in this Agenda.

The meeting acknowledged the interim dividend payments from the Company's 2019 operating results.

Agenda 4 To consider and approve the election of the Company's directors to replace the directors retiring by rotation for the year 2020

Since Mr. Suphachai Chearavanont, Chairman of the Board of Directors, was one of the directors retiring by rotation, he then assigned Mr. Joti Bhokavanij, Independent Director, Chairman of the Audit Committee, and Chairman of the Nomination and Remuneration Committee, to act as the Chairman of the meeting in this Agenda.

Mr. Joti Bhokavanij assigned Ms. Kanyaphat Prayoonpoakarach, the Secretary to the meeting, to present to the meeting to consider and approve the election of the Company's directors to replace the directors retiring by rotation for the year 2020.

Ms. Kanyaphat Prayoonpoakarach presented to the meeting that under Article 15 of the Company's Articles of Association, at every annual ordinary meeting, one-third of the directors shall retire from office. The directors who have been in the office for the longest shall retire. If the number of directors was not a multiple of three, the number of directors nearest to one-third must retire from office. A retiring director was eligible for re-election. At this meeting, 5 directors to be retired by rotation were as follows:

1. Mr. Suphachai Chearavanont Director and Chairman of the Board of Directors
2. Dr. Prasert Jarupanich Director
3. Mr. Pittaya Jearavisitkul Director
4. Mrs. Suchada Ithijarukul Director, Second Vice Chairman, and Group Chief Executive Officer - Siam Makro
5. Mrs. Saowaluck Thithapant Director, and Group Chief Shared Service Officer - Siam Makro

The Company granted the shareholders an opportunity to nominate candidates to be elected as directors from October 25, 2019 to January 31, 2020 by posting the details and criteria of such nomination on its website and notified the shareholders in advance via disclosure to the Stock Exchange of Thailand. After the said period, there was no director candidate nominated by shareholders.

The Board of Directors considered with due care on the qualifications and appropriateness of the five directors as proposed by the Nomination and Remuneration Committee, being in line with the criteria and the procedure of director nomination, and opined that it was appropriate to propose to the meeting to consider the election of these five directors retiring by rotation for the year 2020 to resume their previous position(s) for another term as they were fully qualified and proficiently capable of administrating the business of the Company.

Mr. Joti Bhokavanij gave opportunity to shareholders to ask questions and express comments on the related matter. However, there was no shareholder asking questions and expressing comments in this Agenda.

Since there was no shareholder asking questions, Mr. Joti Bhokavanij therefore requested the meeting to consider and individually elect the directors to replace those who retire by rotation for the year 2020.

In this regard, the resolution on the election of the directors under this Agenda must be adopted by affirmative votes with the majority vote of the total votes of the shareholders attending the meeting and having the right to vote.

Having considered the matters, the meeting by the majority vote of the shareholders attending the meeting and having the right to vote resolved that the following persons be re-elected as the Company's directors:

1. Mr. Suphachai Chearavanont, Director and Chairman of the Board of Directors, with the following votes:

Approved	4,717,555,229	votes, equivalent to	99.91705 %
Disapproved	3,916,512	votes, equivalent to	0.08295 %
Abstained	0	votes, equivalent to	0.00000 %
Voided Ballots	0	votes, equivalent to	0.00000 %

2. Dr. Prasert Jarupanich, Director, with the following votes:

Approved	4,717,652,429	votes, equivalent to	99.91911 %
Disapproved	3,819,312	votes, equivalent to	0.08089 %
Abstained	0	votes, equivalent to	0.00000 %
Voided Ballots	0	votes, equivalent to	0.00000 %

3. Mr. Pittaya Jearavisitkul, Director, with the following votes:

Approved	4,717,652,429	votes, equivalent to	99.91911 %
Disapproved	3,819,312	votes, equivalent to	0.08089 %
Abstained	0	votes, equivalent to	0.00000 %
Voided Ballots	0	votes, equivalent to	0.00000 %

4. Mrs. Suchada Ithjarukul, Director, Second Vice Chairman, and Group Chief Executive Officer - Siam Makro, with the following votes:

Approved	4,720,692,941	votes, equivalent to	99.98351 %
Disapproved	778,800	votes, equivalent to	0.01649 %
Abstained	0	votes, equivalent to	0.00000 %
Voided Ballots	0	votes, equivalent to	0.00000 %

5. Mrs. Saowaluck Thithapant, Director, and Group Chief Shared Service Officer - Siam Makro, with the following votes:

Approved	4,717,882,429	votes, equivalent to	99.92398 %
Disapproved	3,589,312	votes, equivalent to	0.07602 %
Abstained	0	votes, equivalent to	0.00000 %
Voided Ballots	0	votes, equivalent to	0.00000 %

Note:

In this Agenda, there was the total number of 1,172 shareholders attending the meeting, representing 4,721,471,741 shares out of total number of 4,800,000,000 shares, or equivalent to 98.3640 percent of the total number of shares.

After this Agenda, Mr. Joti Bhokavanij invited Mr. Suphachai Chearavanont, Chairman of the Board of Directors, to act as the Chairman of the meeting in the next agenda.

Agenda 5 **To consider and approve the Directors' remuneration for the year 2020**

The Chairman assigned Ms. Kanyaphat Prayoonpoakarach, the Secretary to the meeting, to present to the meeting to consider and approve the directors' remuneration for the year 2020.

Ms. Kanyaphat Prayoonpoakarach informed the meeting that according to Article 29 of the Company's Articles of Association, the directors are entitled to receive remuneration from the Company in form of salary, gratuity, meeting attendance fee, reward, bonus, and other benefit in accordance with the Articles of Associations or the resolution of the shareholders' meeting, which may be specified as fixed amount or rules and may be fixed for a specified period or permanently until change and this shall not affect the right of the Company's officer or employee who is appointed as the Company's director to receive remuneration or benefit from the Company as being the Company's employee. Having considered the opinion and proposal of the Nomination and Remuneration Committee, the Board of Directors opined to propose to the meeting to consider and approve the directors' remuneration for the year 2020 and the annual bonus at the same rate as the remuneration in the previous year, details are as follows:

Types of Remuneration	Year 2020	
	(Baht/Person/Month)	(Baht/Person/Year)
1. Regular Remuneration		
- Chairman	155,000	1,860,000
- Chairman of the Audit Committee and Independent Director	140,000	1,680,000
- Member of the Audit Committee and Independent Director	115,000	1,380,000
- Director	100,000	1,200,000
- Chairman of the sub-committee ¹⁾	15,000	180,000
- Member of the sub-committee ¹⁾	5,000	60,000
2. Annual Bonus ²⁾	Baht 23.04 million	
3. Other Benefit	None	

Remarks:

- 1) The sub-committee excluding the Audit Committee.
- 2) At the rate of 0.50% of the dividend paid to the Shareholders for the year 2019. The Chairman of the Board will consider the appropriate amount of annual bonus allocated to each director.

In this regard, under Section 90 of the Public Limited Companies Act B.E. 2535, payment of directors' remuneration must be adopted by the resolution of the meeting of the shareholders with not less than two-thirds of the total votes of the shareholders attending the meeting.

The Chairman also gave opportunity to shareholders to ask questions and express comments on the related matter. There was a shareholder inquiring in this Agenda and Mrs. Suchada Ithijarakul, Director, Second Vice Chairman, and Group Chief Executive Officer - Siam Makro responding to the said inquiries, which could be summarized as follows:

Mr. Wasan Pongputthamon, a shareholder, inquired on the criteria for consideration upon the directors' remuneration.

Mrs. Suchada Ithijarakul explained that the directors' remuneration in respect of the annual bonus was considered at the rate of 0.5% of the total dividend paid to the shareholders while the regular remuneration was considered by comparing with peers in the same industry and similar size of business.

There were no other shareholders asking additional questions, the Chairman therefore requested the meeting to consider fixing the Directors' remuneration for the year 2020.

Having considered the matters, the meeting by not less than two-thirds (2/3) of the shareholders attending the meeting (the two-thirds voting is equivalent to 3,147,647,985 shares or 66.66667 percent) resolved that the Directors' remuneration for the year 2020 fixed in the amount as detailed above be approved with the following votes:

Approved	4,720,416,141	votes, equivalent to	99.97764 %
Disapproved	1,055,600	votes, equivalent to	0.02236 %
Abstained	0	votes, equivalent to	0.00000 %
Voided Ballots	0	votes, equivalent to	0.00000 %

Note:

In this Agenda, the shareholders presenting at the meeting was that described in Note of Agenda 4.

Agenda 6 To consider and approve the appointment of the Company's auditors and fix the auditors' remuneration for the fiscal year ended December 31, 2020

The Chairman assigned Mrs. Suchada Ithijarakul, Director, Second Vice Chairman, and Group Chief Executive Officer - Siam Makro, to report to the meeting on the appointment of the Company's auditors and fix the auditors' remuneration for the fiscal year ended December 31, 2020.

Mrs. Suchada Ithijarakul reported to the meeting that Section 120 of the Public Limited Companies Act provides that the Annual General Shareholders' Meeting shall appoint the Company's auditor and fix the auditing fee every year. Regarding the appointment of the auditor, the same auditor may be appointed.

The Board of Directors considered upon the opinion of the Audit Committee and opined to propose to the meeting to consider appointing Ms. Sujitra Masena, Certified Public Accountant (Thailand) No. 8645, Mr. Charoen Phosamritlert, Certified Public Accountant (Thailand) No. 4068 and Mrs. Munchupa Singsuksawat, Certified Public Accountant (Thailand) No. 6112 from KPMG Phoomchai Audit Limited as the Company's auditors, any one of whom being authorized to conduct the audit and express an opinion on the annual financial statements of the Company, for the fiscal year ended on December 31, 2020. In the absence of the abovementioned auditors, KPMG Phoomchai Audit Limited is authorized to appoint other Certified Public Accountant from KPMG Phoomchai Audit Limited to carry out the work. In addition, the remuneration for the said auditors was proposed to be fixed at Baht 7,170,000 which was 5.1 percent increase from the remuneration for the year 2019 due to the increasing number of subsidiaries and the local and overseas business expansion, resulting in higher duty and responsibility.

Furthermore, the Board of Directors opined to propose to the meeting for acknowledgement on the appointment of KPMG Phoomchai Audit Limited and auditors as listed above to be the auditor to audit the financial statements of the Company for Q1/2020, as a result of the postponement of 2020 AGM which was formerly imposed to be held on April 23, 2020.

The Chairman also gave opportunity to shareholders to ask questions and express comments on the related matter. However, there was no shareholder asking questions and expressing comments in this Agenda.

Since there was no shareholder asking questions, the Chairman therefore requested the meeting to consider and approve the appointment of the Company's auditors and fix the auditors' remuneration for the fiscal year ended December 31, 2020 as proposed.

Having considered the matters, the meeting by the majority vote of the shareholders attending the meeting and having the right to vote resolved that the appointment of the Company's

auditors and fix the auditors' remuneration for the fiscal year ended December 31, 2020 as detailed above be approved with the following votes:

Approved	4,721,471,541	votes, equivalent to	100.00000 %
Disapproved	0	votes, equivalent to	0.00000 %
Abstained	200	votes, equivalent to	0.00000 %
Voided Ballots	0	votes, equivalent to	0.00000 %

Note:

In this Agenda, the shareholders presenting at the meeting was that described in Note of Agenda 5.

Agenda 7 To consider and approve the amendment to the Company's objectives and Clause 3 of the Memorandum of Association

Agenda 7.1 To consider and approve the amendment to the Company's objectives

The Chairman assigned Mrs. Suchada Ithijarukul, Director, Second Vice Chairman, and Group Chief Executive Officer - Siam Makro, to report to the meeting on the amendment to the Company's objectives.

Mrs. Suchada Ithijarukul reported to the meeting that it is necessary for the Company to amend its objectives in order to cover business operation or selling of goods which require importation registration according to the Notification of the Ministry of Commerce, as well as to support the investment and other business operation in the future. The Board of Directors then opined to propose to the meeting for consideration to approve the amendment to the Company's objectives as detailed hereunder.

1. To approve the amendment to the objectives of the Company, Clause 7 and 8 by adding the underlined words as follows:

“(7) To trade rice, rice products, tapioca, tapioca products, maize, sesame, beans, paper, jute, kapok, cotton, lac, castor beans, wood, rubber, vegetables, fruits, jungle products, herbs, animal skin, horns, living animals, cut-up fresh, animal offal, pig offal, sugar, animal feeds, and all kinds of agricultural product”

“(8) To trade machinery, engines, devices, labour-saving devices, vehicles, generators, and electric appliances, refrigerators, air conditioners, fans, electric cookers, electric irons, pumps, heaters, coolers, kitchen appliances, ironware, copperware, brassware, sanitary ware, household hardware, furniture, electric accessories, pipe-water accessories, computers, microprocessors, software, equipment for storing value of product or service in cards, debt repayment system, payware machine, debit machine, cash deposit machine, cash

withdrawal machine, card readers, card insertion machine, card transmitter machine, calculators, bookkeeping machine, photocopying machines, radios, televisions, all types of radio transceivers, electronic equipment, radar equipment, sonar equipment, laser equipment, stereos, cameras, water heaters, humidity control equipment, telecommunication equipment, light bulbs, 3D printers, including spare parts and accessories of the aforesaid merchandise.”

2. To approve the amendment to the objectives of the Company by adding objectives no. 65 and 66 as follows:

“(65) To provide services for engineering design, procurement of equipment and integrated system, installation, operation and maintenance, technical consultant, or other services for construction of renewable energy power plant to generate electricity from natural or renewable energy such as solar energy, wind energy, hydropower, biogas energy, biomass energy, waste-to-energy, etc., or any other constructions related to electricity generation projects from various renewable energy”

“(66) To operate the production and distribution of electricity, development and distribution, and transfer of rights related to electricity generation projects from various renewable energy which is generated from natural or renewable energy such as solar energy, wind energy, hydropower, biogas energy, biomass energy, waste-to-energy, etc.”

3. To approve the delegation of authority to the Board of Directors and/or Group Chief Executive Officer - Siam Makro and/or any persons delegated by the Board of Directors and/or Group Chief Executive Officer - Siam Makro to perform any acts relating to the amendment and/or adjustment of the wording of documents and/or applications for the registration of the amendment to the Company’s objectives including any acts according to an order, a recommendation or an opinion of the registrar, Department of Business Development, Ministry of Commerce, or an officer of relevant government agencies.

The Chairman also gave opportunity to shareholders to ask questions and express comments on the related matter. However, there was no shareholder asking questions and expressing comments in this Agenda. The Chairman therefore requested the meeting to consider and approve the amendment to the Company’s objectives.

Having considered the matters, the meeting by not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote (the three-fourths voting is equivalent to 3,541,103,806 shares or 75 percent) resolved that the amendment to the Company’s objectives as detailed above be approved with the following votes:

Approved	4,721,471,741	votes, equivalent to	100.00000 %
Disapproved	0	votes, equivalent to	0.00000 %
Abstained	0	votes, equivalent to	0.00000 %
Voided Ballots	0	votes, equivalent to	0.00000 %

Note:

In this Agenda, the shareholders presenting at the meeting was that described in Note of Agenda 6.

Agenda 7.2 To consider and approve the amendment to Clause 3 of the Company’s Memorandum of Association

The Chairman assigned Mrs. Suchada Ithijarukul, Director, Second Vice Chairman, and Group Chief Executive Officer - Siam Makro, to report to the meeting about the amendment to Clause 3 of the Company’s Memorandum of Association.

Mrs. Suchada Ithijarukul reported to the meeting that as a result of the amendment to the Company’s objectives as per details in Agenda 7.1, it is necessary for the Company to amend Clause 3 of the Company’s Memorandum of Association to be in line with such amendment, namely, from “Clause 3. There are 64 objectives of the Company, the details of which are shown in the attached Form BorMorJor. 002” to “Clause 3. There are 66 objectives of the Company, the details of which are shown in the attached Form BorMorJor. 002”.

The Chairman also gave opportunity to shareholders to ask questions and express comments on the related matter. However, there was no shareholder asking questions and expressing comments in this Agenda. The Chairman therefore requested the meeting to consider and approve the amendment to Clause 3 of the Company’s Memorandum of Association.

Having considered the matters, the meeting by not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote (the three-fourths voting is equivalent to 3,541,103,806 shares or 75 percent) resolved that the amendment to Clause 3 of the Company’s Memorandum of Association as detailed above be approved with the following votes:

Approved	4,721,471,541	votes, equivalent to	100.00000 %
Disapproved	200	votes, equivalent to	0.00000 %
Abstained	0	votes, equivalent to	0.00000 %
Voided Ballots	0	votes, equivalent to	0.00000 %

Note:

In this Agenda, the shareholders presenting at the meeting was that described in Note of Agenda 7.1.

Agenda 8 To consider other businesses

The Chairman informed the meeting that this Agenda provided an opportunity to the shareholders to raise any inquiry and/or for the Board of Directors to answer any question of or clarify any matter to the shareholders. Additionally, there should not be any other matter to be considered by the Meeting in this Agenda. This is to comply with the Principles of Good Corporate Governance for Listed Companies and the Annual General Shareholders Meeting Assessment Project which the Meeting should consider only the matters having been notified in advance for fairness to all shareholders. There was no shareholder raising any inquiry in this Agenda.

In this regard, the Company would publicize the minutes of the meeting in both Thai and English version in the Company's website as well as notify through the news system of the Stock Exchange of Thailand within 14 days from the meeting date. Supposing that any shareholders have any remarks or comments, the shareholders can notify the secretary to the meeting within 1 month from the meeting date.

The Chairman declared the meeting adjourned at 4.30 p.m.

Signed _____
-//-
(Mr. Suphachai Chearavanont)
Chairman of the Meeting

Signed _____
-//-
(Ms. Kanyaphat Prayoonpoakarach)
Secretary to the Meeting