

English Translation

Minute of the Annual General Meeting of Shareholder for the year 2019

S11 Group Public Company Limited

Date, Time and Venue

The meeting was held on 4 April 2019 at 10.00 a.m. at the meeting room, 3rd floor, no.888 Soi.Chatuchot10, Chatuchot Road, Ao-Ngoen Sub-district, Sai Mai District, Bangkok 10220

Due to Mr. Samart Chiradamrong, Chairman, has had an urgent business and was unable to attend the 2019 Annual General Meeting of Shareholders, Board, therefore, assigned Mrs. Vachira Na Ranong, Vice Chairman, Chairman of the Audit Committee and Independent Director to be the Chairman of the Meeting as well as appointed Mr. Somyod Suteerapornchai, legal advisor, to be the Meeting Facilitator. Chairman welcomed the shareholders presenting at the meeting and then Legal Advisor recorded that 188 shareholders were attending the meeting in person and 70 shareholders by proxy, representing 258 shareholders being counted to be 485,559,758 shares or 79.210 percent of total paid up shares (total paid up shares was 613,000,000 shares), thus constitution a quorum in accordance with the company's Articles of Association. The meeting be composed not less than 25 shareholders presenting in person or by proxy or not less than a half of all shareholders and counted shares be not less than 1/3 of the paid up shares.

After Chairman already called to order the meeting, there was 2 additional shareholders were attending the meeting in person. Then total shareholders were 190 shareholders attending the meeting in person and 70 shareholders by proxy, representing 260 shareholders holding total of 485,572,514 shares or 79.212 percent of total paid up shares.

Legal Advisor asked Company Secretary to introduce the Board of Directors, Management and External Auditor of the Company who joined the meeting and to inform the vote counting procedure.

Company Secretary introduced the Board of Directors, Management and External Auditor of the company as follow;

Directors who attended the meeting (totaling 77.78% of the Board of directors)

- | | |
|------------------------------|---|
| 1. Mrs. Vachira Na Ranong | Chairman of the Audit Committee and Vice Chairman |
| 2. Mr. Surasak Khemthongkum | Managing Director |
| 3. Mr. Thirawat Sarindu | Audit Committee |
| 4. Mr. Thanisorn Dejthamrong | Audit Committee |

- | | |
|--------------------------------|----------|
| 5. Mr. Sirawat Wanglee | Director |
| 6. Mr. Thosaporn Lerdbhan | Director |
| 7. Mr. Tay Christopher Charles | Director |

Directors who could not attended the meeting

- | | |
|------------------------------|----------|
| 1. Mr. Samart Chiradamrong | Chairman |
| 2. Mr. Richard Wee Keng Kwok | Director |

External Auditor of the company

- | | |
|---------------------------------|---------|
| 1. Ms. Sarunya Pradsri | Partner |
| 2. Ms. Sirilux Lerdatchariyakul | Manager |

Other Attendants

- | | |
|-------------------------------|--|
| 1. Ms. Watcharaporn Meruthong | Finance and Accounting Manager |
| 2. Mr. Somyod Suteerapornchai | Legal Advisor |
| 3. Mrs. Katika Kusawadee | Company Secretary, as a secretary of the meeting |

The meeting was commenced as follow:

Company Secretary informed the vote counting procedure in each agenda as follow;

1. Shareholders who attending the meeting in person and by proxy, and have been authorized to vote in the meeting shall receive voting cards upon the registration, shall sign in every voting cards.

2. Each shareholder and proxy shall have one vote for each share of which he/she is the holder and any shareholders having gain and loss in any agenda shall have no right to vote in that agenda. For proxy, the company shall count and record their vote of agree against and abstain.

In case of shareholders attending the meeting after the meeting was commenced, shareholders have rights to register and attend the meeting but are allowed voting only on the rest of agendas.

And in case of shareholders leaving the meeting before the meeting was closed, shareholders shall make a prior voting by submitting the voting cards to the company's officers.

3. The meeting shall consecutively consider the issues according to the agenda in Invitation Letter to the meeting by proposing data in each agenda and opening the opportunities to shareholders for their interrogations before any resolutions according to that agenda. In case

that shareholder or the proxy requires for making an inquiry or expressing an opinion, please raise your hands and inform your name and surname. In case that you are the proxy, please always inform the name of the shareholder who authorized you for meeting attendance every time. The company has given the opportunity for the shareholder to making inquiries or expressing opinions in related agendas. In case the shareholder requires for making an inquiry other than the aforementioned agendas, please inquire or express opinions in other agendas.

4. After details in each agenda have been informed, except Agenda 2 which was the agenda proposed for acknowledgement by the meeting without voting, shareholder may cast the vote in their voting cards which shall be collected by the company's officers for each agenda. The company's officers shall collect the voting cards of shareholders who against and then following with the voting cards of the shareholders who abstain. Against and abstain votes will be subtracted from the total number of votes cast by the shareholders presented at the meeting and the rest shall be the affirmative votes in favor of such agenda. And after the meeting was closed, the company's officers shall collect the rest of agree voting cards from shareholders.

For considering Agenda 6 the appointment of directors replacing those retired by rotation, the company determines the vote casting for each directors and shall prior collect the vote casting of against and abstain which will be subtracted from the total number of vote casting by the shareholders presented at the meeting and the rest shall be the affirmative votes in favor of such agenda in order to state the vote result of each directors to the meeting.

5. For counting votes in each agenda, the majority votes of the shareholders who present and eligible to vote at the meeting shall be relied on, except Agenda 7 the determination of directors' remuneration must be approved by voting of not less than 2/3 of total votes cast by the shareholders who present and eligible to vote at the meeting. Meanwhile, Agenda 5 the amendment of the Company's Articles of Association must be approved by voting of not less than 3/4 of total votes cast by the shareholders who present and eligible to vote at the meeting. For counting votes of each agenda, against and abstain votes will be subtracted from the total number of votes cast by the shareholders presented at the meeting and the rest shall be the affirmative votes in favor of such agenda. Anyhow, In case that nobody expresses any opposing opinions or other opinions, it shall be considered that the meeting agrees or unanimously approves.
6. The company secretary shall declare the result of each vote counting after the vote casting of each agenda was finished by announcing the number of vote results of agree, against, abstain, void and the percentage compared to the total number of votes cast by the shareholders who present and eligible to vote at the meeting.

Legal Advisor then requested the meeting to consider the agenda as follows:

Agenda 1 Certify the minutes of the 2018 Annual General Meeting of Shareholders

Legal Advisor presented the minutes of the 2018 Annual General Meeting of Shareholders held on 5 April 2018 which was accurately recorded and submitted to SET and the Ministry of Commerce in the given period. The minute was attached to the notice sent to all shareholders.

Legal Advisor asked the meeting to inquire questions and give the company supplementary suggestions. As a result, shareholders had no inquiry and did not give company the suggestion. Legal Advisor then proposed the meeting to certify the minutes of the 2018 Annual General Meeting of Shareholders.

Resolution: The meeting resolved to certify the minute of the 2018 Annual General Meeting of Shareholders as follow;

Resolution	Number of Resolved Vote	Percentage of shareholders who presented and voted
1. Agree	485,557,709	100.00
2. Against	0	0.00
3. Abstain	2,049	0.00
Total Number of Vote Casting	485,559,758	100.00

Remark: 1. The resolution for this agenda item has no voided ballot.
2. The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and eligible to casting their votes.
3. During the consideration of this agenda item, there was no additional shareholder.

Agenda 2 Acknowledge the Company's operating performance for the year 2018

Legal Advisor requested Mr. Surasak Khemthongkum, Managing Director, to report the company's operating results for the year 2018.

Managing Director has stated the performance and significant changing for the year 2018 as follow;

The operating results of the company for the year 2018 ended 31 December 2018 the company generated the net profit of Baht 439.28 million or increased 11.14 percent from Baht 395.24 million compared to the same period of the previous year. Total revenue for the year 2018 was

Baht 1,671.12 million, increased 16.18 percent from Baht 1,438.39 million compared to the same period of the previous year. Major increased revenue was hire purchase interest income. Total expense for the year 2018 was increased 19.14 percent from Baht 831.94 million to Baht 991.19 million compared to the same period of the previous year.

Total assets were Baht 5,845.62 million or increased 16.52 percent from Baht 5,016.77 million compared to the same period of the previous year. Most of the Company's assets is hire purchase receivables, which total net hire purchase receivables was Baht 5,361.35 million or increased 17.49 percent from 4,563.13 million compared to the same period of the previous year. Total liabilities were Baht 3,512.60 million or increased 20.25 percent from 2,921.06 million compared to the same period of the previous year.

Moreover, Managing Director informed the meeting that the Company has a guideline in announcing its intentions to public about anti-corruption policy by set a whistle blowing policy through suggestion box, mail and e-mail for persons who witness or be aware of or suspect that the board of directors or management or employees has break the laws, procedure, rules or code of conduct of the company. Such persons will be able to complain through the way set by the company. The whistle blowing policy has shown in the Corporate Governance Manual and on the company's website.

Legal Advisor allowed the meeting to inquire questions and give the company supplementary suggestions. As a result, shareholders had no inquiry and did not give company the suggestion. Legal Advisor then proposed the meeting to acknowledge the company's operating performance for the year 2018 which is provided in the Annual Report that disclosed on the Company's website www.sggroup.co.th since 1 March 2019 and attached to the notice sent to all shareholders.

Resolution: The meeting acknowledged the company's operating performance for the year 2018 as proposed. (The agenda proposed for acknowledgement by the meeting without voting)

Agenda 3 Consider and approve the financial statement for the year 2018 ended 31 December 2018 which has been audited by external auditor

Legal Advisor requested Managing Director to inform the meeting that according to section 112 of the Public Limited Companies Act B.E.2535 as amended, the company shall prepare the financial statement for the year 2018 ended 31 December 2018 which has been audited by the external auditor and reviewed by Audit Committee and agreed by the Board. The detail was

provided in the Annual Report that disclosed on the Company's website www.sgroup.co.th since 1 March 2019 and attached to the notice sent to all shareholders.

Legal Advisor then proposed the meeting to consider and approve the financial statement for the year 2018 ended 31 December 2018 which has been audited by the external auditor and reviewed by Audit Committee and agreed by the Board.

Legal Advisor allowed the meeting to inquire questions and give the company supplementary suggestions. As a result, shareholders had no inquiry and did not give company the suggestion. Legal Advisor then proposed the meeting to consider and approve the financial statement for the year 2018 ended 31 December 2018.

Resolution: The meeting unanimously approved the financial statement for the year 2018 ended 31 December 2018 which has been audited by the external auditor as follows;

Resolution	Number of Resolved Vote	Percentage of shareholders who presented and voted
1. Agree	485,568,521	100.00
2. Against	0	0.00
3. Abstain	0	0.00
Total Number of Vote Casting	485,568,521	100.00

Remark: 1. The resolution for this agenda item has no voided ballot.
2. The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and eligible to casting their votes.
3. During the consideration of this agenda item, there was 1 additional shareholder, holding 8,763 shares, registering to attend the meeting. Therefore, there were 259 shareholders, holding 485,568,521 shares, attending the meeting.

Agenda 4 Acknowledge the interim dividend payment and approve the profit allocation as legal reserve and dividend payment for the operating results of the year 2018 ended 31 December 2018

Legal Advisor requested Managing Director to state that under section 115 of the Public Limited Companies Act B.E.2535 as amended, the company must pay dividends from its profit only and after the interim dividends have been paid, such dividend payment shall be reported to the shareholders at the next meeting of shareholders and section 116 provides that the company must set aside at least 5 percent of its net annual profit as statutory reserve until the reserve reaches 10 percent of the company's registered capital. However, the legal reserve of the

Company has been fully according to related law since 2017 provided the outstanding balance of legal reserve amount of Baht 61,300,000 or 10 percent of paid-up capital, thus the Company no needed to have any additional legal reserve.

In addition, The Company's policy is to pay dividends at a minimum rate of 40 percent of its net profit after income tax and legal reserve. However, the company may determine the dividend payout at a lower rate than the above rate, depending on the company's business profit, financial statement, capital liquidity, necessity of the optimization of working capital to operate or expand business, and other factors concerning the management of the company relying on the decision of the board of directors and/or the shareholders.

According to the company's operating results of the year 2018 ended 31 December 2018 the company had an income of Baht 1,671,115,157.26 and net profit before comprehensive income of Baht 439,291,804.36. The Board then proposed the meeting to consider and approve the cash dividend payment for the operating results of the year 2018 ended 31 December 2018 with payout rate of Baht 0.36 per share or the total dividend payout amount of Baht 220,680,000, of which the Company paid interim dividend at the rate of Baht 0.12 per share on 7 September 2018 and will pay the remaining dividend at the rate of Baht 0.24 per share.

The record date for determining the shareholders who are entitled to the dividend payment is 18 April 2019 and the due date for payment is 3 May 2019.

Anyhow, the rate of dividend payment from the company's overall operation for the year 2018 ended 31 December 2018 will be equal to the rate of Baht 0.36 per share (authorized capital of 613,000,000 shares at par value of Baht 1.0 per share) estimated to be dividend payment rate compared with net profit after corporate tax for 50.24 percent that has been correspondent to the company's dividend payment policy.

Legal Advisor allowed the meeting to inquire questions and give the company supplementary suggestions. As a result, shareholders had no inquiry and did not give company the suggestion. Legal Advisor then proposed the meeting to consider and approve no profit allocation as legal reserve and dividend payment for the operating results of the year 2018 ended 31 December 2018 as proposed.

Resolution: The meeting unanimously approved no profit allocation as legal reserve for the year 2018 as the Company has been fully legal reserved according to the related law since 2017 provided the outstanding balance of legal reserve amount of Baht 61,300,000 or 10 percent of paid-up capital. The record date for determining the shareholders who are entitled to

the dividend payment is 18 April 2019. The dividend payout rate is Baht 0.36 per share, of which the Company paid interim dividend at the rate of Baht 0.12 per share on 7 September 2018 and will pay the remaining dividend at the rate of Baht 0.24 per share and the due date for payment is 3 May 2019 as follows;

Resolution	Number of Resolved Vote	Percentage of shareholders who presented and voted
1. Agree	485,568,521	100.00
2. Against	0	0.00
3. Abstain	0	0.00
Total Number of Vote Casting	485,568,521	100.00

Remark:

1. The resolution for this agenda item has no voided ballot.
2. The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and eligible to casting their votes.
3. During the consideration of this agenda item, there was no additional shareholder.

Agenda 5 Consider and approve the amendment of the Company's Articles of Association

Legal Advisor informed the meeting about the amendment of Articles of Association according to announcement and order of National Council for Peace and Order and conform to the Company's principle of good corporate governance regarding the compliance with related rules and regulations of government agencies and proposed the meeting to consider and approve the adding a Clause of the convening of the Board of Director meeting via electronic media and revising a Clause of the Meeting of Shareholders. The details of amendment are as follows;

Revised Clause 32

Original Version

The Board of Directors shall hold an annual ordinary meeting of shareholders within four (4) months from the end of the fiscal year of the Company.

Other Shareholders' Meetings, apart from the abovementioned meeting, shall be called extraordinary meetings. The board of directors may summon an extraordinary meeting of shareholders whenever they deem appropriate.

The shareholders holding altogether not less than one-fifth (1/5) of all issued shares or not less than twenty-five (25) shareholders holding altogether not less than one-tenth (1/10) of all issued

shares make a request in writing to the Board of Directors to summon an extraordinary meeting by clearly specifying therein a reason of such requisition. The Board of Directors shall summon a shareholders' meeting within one (1) month from the date the shareholders' request is received.

Amended Version

The Board of Directors shall hold an annual ordinary meeting of shareholders within four (4) months from the end of the fiscal year of the Company.

Other Shareholders' Meetings, apart from the abovementioned meeting, shall be called extraordinary meetings. The board of directors may summon an extraordinary meeting of shareholders whenever they deem appropriate.

The shareholders holding altogether not less than ten (10) percent of all issued shares make a request in writing to the Board of Directors to summon an extraordinary meeting by clearly specifying therein a reason of such requisition. The Board of Directors shall summon a shareholders' meeting within forty-five (45) days from the date the shareholders' request is received.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph two, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such a meeting within forty-five (45) days from the completion of the period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The Company shall be responsible for necessary expenses arising from such a meeting and reasonably provide facilitation.

In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph three is not formed according to Article 34, the shareholders as prescribed under paragraph three shall be collectively responsible to the Company for expenses arising from such a meeting.

Added Clause 26/1

Clause 26/1. In summoning a meeting of the Board of Directors, the Chairman of the Board can convene a meeting via electronic media subjected to the rules specified by related law or announcement.

In case the Chairman of the Board decided to convene a meeting via electronic media, the Chairman of the Board or a person authorized by the Chairman shall send Notices to the Board of Directors not less than seven (7) days prior to the date of the meeting or shall send Notices

via e-mail instead. The Meeting manager shall store the copy of Notices and attachments as evidence in form of electronic data.

Detailed information of the amendment of the company's Articles of Association was attached to the notice sent to all shareholders.

Legal Advisor allowed the meeting to inquire questions and give the company supplementary suggestions. As a result, shareholders had no inquiry and did not give company the suggestion. Legal Advisor then proposed the meeting to consider and approve the amendment of the company's Articles of Association.

Resolution: The meeting approved the amendment of the company's Articles of Association as follows;

Resolution	Number of Resolved Vote	Percentage of shareholders who presented and voted
1. Agree	485,526,872	99.99
2. Against	43,112	0.01
3. Abstain	2,530	0.00
Total Number of Vote Casting	485,572,514	100.00

Remark: 1. The resolution for this agenda item has no voided ballot.
2. The resolution for this agenda item requires an affirmative vote of not less than 3 in 4 of the total number of vote of the shareholders attending the meeting and eligible to casting their votes.
3. During the consideration of this agenda item, there was 1 additional shareholder, holding 3,993 shares, registering to attend the meeting. Therefore, there were 260 shareholders, holding 485,572,514 shares, attending the meeting.

Agenda 6 Consider and approve the re-election of directors who retired by rotation for the year 2019

Legal Advisor stated to the meeting that under Article 17 of the company's Articles of Association, at least 1/3 of the directors must vacate their office by rotation at each annual general meeting of shareholders, and if the number of directors is not a multiple of 3, the nearest number of 1/3 must retire by rotation. There must be a drawing by lots to determine the directors retiring on the first and second years following the registration of the company. In each subsequent year, the directors who occupy the position for the longest period must retire. Therefore, the retiring directors in 2019 Annual General Meeting of Shareholders were;

1. Mr. Surasak Khemthongkum Director and Managing Director
2. Mr. Richard Wee Keng Kwok Director
3. Mr.Thanisorn Dejthamrong Audit Committee and Independent Director

Moreover, the selection of persons to serve on the Board of Directors of the company is not made through the procedures of the Nominating Committee because the company does not have a Nominating Committee. The selection process is at the discretion of the Board meeting, which will select suitable candidates whose qualifications meet the requirements provided under the Public Limited Companies Act B.E.2535 and the notifications of the Securities and Exchange Commission and the Stock Exchange of Thailand. The company has given the opportunity for the shareholder to nominate the candidate whom is regarded as qualified without prohibited characteristic to be considered for election as the director based on the criteria revealed in the company's website. However, nobody has nominated the list to the Company.

The Board, excluding these 3 directors who retired by rotation, considered and agreed to proposed Mr. Surasak Khemthongkum and Mr. Thanisorn Dejthamrong to be appointed as the Company's directors for another term of office. However, Mr. Richard Wee Keng Kwok whose directorship will terminate in 2019 Annual General Meeting of shareholders on 4 April 2019 has an urgent business and unable to be a director of the Company in another period in 2019. The Board of Director meeting jointly considered and deem appropriate to nominated Mr. Jeremy Liau to be the director in 2019 Annual General Meeting of shareholders due to such person has an experiences on financial advisory service and take a position of the Investor Relations advisory of the Company. Chairman then proposed Mr. Jeremy Liau to be appointed as the Company's director replaced Mr. Richard Wee Keng Kwok who retired by rotation in 2019 Annual General Meeting of shareholders in which the term of office is effective on 4 April 2019 onwards and then proposed the meeting to consider and approve the above mentioned candidates to serve on the Board of Directors for the year 2019. Profiles of 3 mentioned candidates were attached to the notice sent to all shareholders.

Legal Advisor allowed the meeting to inquire questions and propose appropriated person to be elected as the company's directors. As a result, shareholders had no inquiry and did not propose any person to be elected as directors of the company. Legal Advisor then proposed the meeting to consider and approve the election of director as follow;

1. Mr. Surasak Khemthongkum as Director and Managing Director

Resolution	Number of Resolved Vote	Percentage of shareholders who presented and voted
1. Agree	483,498,568	99.573
2. Against	18,580	0.004
3. Abstain	2,055,366	0.423
Total Number of Vote Casting	485,572,514	100.00

2. Mr. Thanisorn Dejthamrong as Audit Committee and Independent Director

Resolution	Number of Resolved Vote	Percentage of shareholders who presented and voted
1. Agree	485,563,581	100.00
2. Against	6,403	0.00
3. Abstain	2,530	0.00
Total Number of Vote Casting	485,572,514	100.00

3. Mr. Jeremy Liau as Director

Resolution	Number of Resolved Vote	Percentage of shareholders who presented and voted
1. Agree	485,563,581	100.00
2. Against	6,403	0.00
3. Abstain	2,530	0.00
Total Number of Vote Casting	485,572,514	100.00

- Remark:
1. The resolution for this agenda item has no voided ballot.
 2. The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and eligible to casting their votes.
 3. During the consideration of this agenda item, there was no additional shareholder.

Agenda 7 Consider and approve the remunerations of the Board of Directors for the year 2019

Legal Advisor stated to the meeting that the company does not have the Remuneration Committee to consider and determine directors' remuneration. However, the Board meeting has determined director's remuneration on the basis of the company's operating results in the previous year, the directors' performance and their scope of responsibilities by comparing how

the other operators in the same industry or other similar industries remunerate their directors. The Board proposes the meeting to consider and approve the following directors' remuneration in total amount of not over Baht 2,500,000 for the year 2019 onwards until shareholders approve further changes, whereby the Board of Directors considered and authorized the remuneration under the conditions as follow;

1. A meeting allowance will be provided to the Board of Directors and the Audit Committee as follows:
 - the chairman of the Board of Directors is entitled for a meeting allowance of Baht 10,000 for each attendance;
 - the chairman of the Audit Committee is entitled for a meeting allowance of Baht 10,000 for each attendance;
 - all other members of the Board of Directors and the Audit Committee are entitled for a meeting allowance of Baht 10,000 for each attendance.
2. The total bonus for directors and independent directors will be up to Baht 1,200,000.
3. The remuneration is paid to the Board of Directors and the Audit Committee of the Company.
4. Directors can be appointed as either Board of Director or any Standing Sub-Committee. The remuneration shall be paid in accordance with the appointment position of each director.
5. Other remuneration : None

Legal Advisor allowed the meeting to inquire questions and give the company supplementary suggestions. As a result, shareholders had no inquiry and did not give company the suggestion. Legal Advisor then proposed the meeting to consider and approve the remuneration of the Board of Directors for the year 2019 as proposed.

Resolution: The meeting approved the remunerations of the Board of Director for the year 2019 as follow;

Resolution	Number of Resolved Vote	Percentage of shareholders who presented and voted
1. Agree	485,560,897	100.00
2. Against	0	0.00
3. Abstain	11,617	0.00
Total Number of Vote Casting	485,572,514	100.00

- Remark:
1. The resolution for this agenda item has no voided ballot.
 2. The resolution for this agenda item requires an affirmative vote of not less than 2 in 3 of the total number of vote of the shareholders attending the meeting and eligible to casting their votes.
 3. During the consideration of this agenda item, there was no additional shareholder.

Agenda 8 Consider and approve the appointment of external auditor and determine their remuneration for the year 2019

Legal Advisor requested Managing Director to state to the meeting that according to section 120 of the Public Limited Companies Act B.E.2535 requires that the Annual General Meeting of Shareholders appoint the external auditor and determine their remuneration.

In addition, as prescribed by the Notification of the Securities and Exchange Commission No. GorJor 39/2548 Re: Rules, conditions and procedures for disclosure of information on the issuer's financial condition and operating results (issue no.20), the company must ensure the rotation of the external auditors if any of the external auditors have performed their duties for 5 consecutive financial years. However, the rotation does not mean that the company is required to engage a new auditing firm. The company may appoint any external auditors in the existing auditing firm to replace the old ones.

The Board of Directors and the Audit Committee selected and proposed the meeting to approve the appointment of

1. Ms. Rattana Jala, CPA no. 3734 and/or
2. Ms. Ratchada Yongsawadwanich, CPA no.4951 and/or
3. Ms. Wanwilai Phetsang, CPA no. 5315 and/or
4. Ms. Sirikorn Plernpissiri, CPA no.5234

of EY Office Limited which are the company's auditor for 1 year to be the auditors of the company for the financial year 2019 with their remuneration of up to Baht 3,050,000 per annum excluded other out-of-pocket expenses such as travelling.

The above nominated auditors do not have any relationship or interest with or in the company or any of its executives, major shareholders or their affiliates.

Legal Advisor allowed the meeting to inquire questions and give the company supplementary suggestions. As a result, shareholders had no inquiry and did not give company the suggestion.

Legal Advisor then proposed the meeting to consider and approve the appointment of external auditors and determine their remuneration for the year 2019 as details proposed.

Resolution: The meeting approved the appointment of external auditors as proposed with their remuneration of up to Baht 3,050,000 per annum excluded other out-of-pocket expenses as follow;

Resolution	Number of Resolved Vote	Percentage of shareholders who presented and voted
1. Agree	481,794,368	99.22
2. Against	3,766,529	0.78
3. Abstain	11,617	0.00
Total Number of Vote Casting	485,572,514	100.00

- Remark:
1. The resolution for this agenda item has no voided ballot.
 2. The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and eligible to casting their votes.
 3. During the consideration of this agenda item, there was no additional shareholder.

Agenda 9 To consider any other business (if any)

Legal Advisor informed the meeting that if shareholders require proposing other agenda, counted shares from those shareholders shall not be less than 1/3 of the issued shares or representing 202.29 million shares and additional informed that after the meeting was adjourned, the Company will hold the commencement for scholarship students.

Legal Advisor allowed the meeting to inquire questions and give the company supplementary suggestions.

Mr. Prapas Booncheun asked that How about the Company's important business strategies in the future and how about the progress of Thailand's Private Sector Collective Action Coalition Against Corruption (CAC)

Managing Director reported that although the situation of motorcycle industry for the year 2018 was grew up in decreasing rate but the motorcycles hire purchase industry has grew up better from the expansion of business area due to the changing of business model of motorcycle stores in up country from provide loan by themselves to use service from loan service provider

that made the tendency of competitive situation was decreased. Moreover, the Company has developed the operating system to support the increasing of work as well as in the process of making IT Mobile in which encourage the Company's operation to be faster and access the customers easily.

Moreover, Legal Advisor additionally reported about the progress of Thailand's Private Sector Collective Action Coalition Against Corruption (CAC) that the Company give the most important to all kind of anti-corruption as can be seen from the anti-corruption policy and whistle blowing channel which was a part of good corporate governance and shown on the Company's website. Although the Company does not declare the intention to join with Thailand's Private Sector Collective Action Coalition Against Corruption (CAC) but the Company has brought the important principal to be the guideline for practice and cultivated to be a part of the organization's culture.

Mr. Pornnaris Leelaarporn asked that the expansion of business area caused the increasing of employment and the Company's expenses.

Managing Director reported that the expansion of business area caused the Company's employment especially the credit analyst officer was increased corresponding to sale and administrative expense. However, the Company see that these factors will support the Company's business operation in the future due to the Company can control the collection results in new area very well and the Company will approve loan in new business area carefully throughout the year 2019.

After that, there is no shareholders inquire additional questions. Chairman then declared the meeting adjourned.

The meeting was closed at 11.00 a.m.

Mrs. Vachira Na Ranong

Chairman

Minutes certification has been verified

Mrs. KatikaKusawadee

Company Secretary