

Minutes of the 2021 Annual General Meeting of Shareholders
of
Absolute Clean Energy Public Company Limited

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Meeting date, time, and venue

The 2021 Annual General Meeting of Shareholders of Absolute Clean Energy Public Company Limited (the "Company") was held online on 28 April 2021 at 14.00 hrs. as an E-Meeting in compliance with the Emergency Decree on Electronic Meetings, B.E. 2563 and other relevant laws and regulations. The meeting was held live from the Company's Conference Room of ITF Tower, Fl. 7, No. 140/6, Silom Road, Suriyawong Sub-district, Bang Rak District, Bangkok.

Directors attending the Meeting

In the Conference Room

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|----|---------------|----------------|--|
| 1. | Mr. Charoon | Intachan | Independent Director / Vice Chairman No.1 of the Board of Directors |
| 2. | Ms. Jiratha | Songmetta | Vice Chairman No.2 of the Board of Directors / Chairman of Executive Committee / Member of the Nomination and Remuneration Committee |
| 3. | Ms. Chonticha | Chitraporn | Independent Director / Chairman of Audit Committee |
| 4. | Mr. Nuekrak | Baingern | Independent Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee |
| 5. | Mr. Teerawut | Songmetta | Director / Executive Director |
| 6. | Mr. Pommatt | Songmetta | Director / Executive Director |
| 7. | Mr. Tanachai | Bunditvorapoom | Director / Executive Director / Chief Executive Officer (CEO) |
| 8. | Mr. Tanavijit | Ankapipatchai | Director / Executive Director / Chief Financial Officer (CFO) |

Via Electronic Meeting

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| 1. | Ms. Patchanee | Sutheevitanan | Independent Director / Chairman of the Nomination and Remuneration Committee / Member of the Audit Committee |
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Directors not attending the Meeting

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| 1. | Mr. Pranai | Suwanrath | Independent Director / Chairman of the Board of Directors
(absent from the meeting due to medical condition) |
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Management attending the MeetingIn the Conference Room

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|----|-------------|-----------|-----------------------------------|
| 1. | Mr. Chainat | Buathong | Company Secretary |
| 2. | Ms. Sadudta | Navaskul | Accounting Director |
| 3. | Mr. Sivis | Anantakul | Senior Investor Relations Manager |

ผู้สอบบัญชีและที่ปรึกษาของบริษัทฯ ที่เข้าร่วมประชุมIn the Conference Room

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| 1. | Ms. Varisa | Soponpis | Legal Advisor Representative from Hunton Andrews Kurth (Thailand) Limited |
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Via Electronic Meeting

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|----|--------------|----------------|---|
| 1. | Mr. Krit | Chatchawalwong | Auditor from PricewaterhouseCoopers ABAS Ltd. |
| 2. | Mr. Naroot | Limpiwan | Auditor from PricewaterhouseCoopers ABAS Ltd. |
| 3. | Mr. Tawan | Santimanokul | Auditor from PricewaterhouseCoopers ABAS Ltd. |
| 4. | Ms. Phatamol | Phisitbuntoon | Legal Advisor Representative from Hunton Andrews Kurth (Thailand) Limited |

Inspectors and witnesses in the vote counting procedures

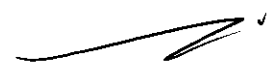
Ms. Varisa Soponpis Legal Advisor Representative of the Company from Hunton Andrews Kurth (Thailand) Limited.

The Meeting commenced at 14.00 hrs.

Mr. Chainat Buathong, Company Secretary, who was assigned by the Company to be the moderator of the Meeting (the "Moderator"), welcomed the shareholders, proxies, and meeting attendees before informing the Meeting of the following:

- Due to the spread of the Coronavirus Disease 2019 (COVID-19) which has remained until the present day, and with Company's concern about the health and hygiene of the shareholders and the attendees, it had been approved in the Board of Directors' Meeting No.2/2021 that the 2021 Annual General Meeting of Shareholders was to be held as an E-Meeting in compliance with the Emergency Decree on Electronic Meetings, B.E. 2563 and other relevant laws and regulations.

The Moderator kindly asked the Directors, Management and relevant attendees in the Conference Room to wear a sanitary face mask throughout the meeting as per the Announcement of the Bangkok Metropolitan Administration (BMA) on 25th April 2021 that citizens in Bangkok Metropolis Area shall always wear sanitary or fabric face masks outside residence or accommodation.



This electronic meeting was facilitated by OJ International Company Limited and the system security met the Standards for Maintaining Security of Meetings via Electronic Means specified by the Ministry of Digital Economy and Society.

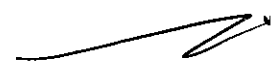
Should any shareholder and proxy encountered any technical problems during the meeting, they could contact the Company's staff immediately through the channels specified in Item 1.5 of the Enclosure 8 attached at the end of the Meeting Invitation.

2. The 2021 Annual General Meeting of Shareholders of the Company was held in accordance with Section 98 of the Public Limited Companies Act B.E. 2535 (as amended)("Public Limited Companies Act") and Article 31 of the Articles of Association of the Company, which specifies that the Annual General Meeting of Shareholders shall be held annually within the first 4 months after the date on which the Company's fiscal year ends. In this regard, the Company has specified the list of the shareholders eligible to attend the 2021 Annual General Meeting of Shareholders (Record Date) on 12 March 2021.

3. At the start of the Meeting, 3 shareholders attended the Meeting in person, holding the total number of 3,909,447,340 shares, and 125 shareholders attended the Meeting by proxy, holding 4,613,402,499 shares. In total, 128 shareholders and proxies attended the Meeting, holding a total number of 8,522,849,839 shares or equivalent to 83.7544 percent of the total number of paid-up shares of the Company, which exceeded one-third of the total number of paid-up shares of the Company, thus constituting a quorum pursuant to Section 103 of the Public Limited Companies Act and Article 33 of the Articles of Association of the Company which stipulates that no fewer than 25 shareholders or than half of the total number of shareholders shall attend the Meeting both in person and by proxy, and the total number of shares held by such shareholders shall not be fewer than one-third of the total number of paid-up shares of the company.

The Moderator further informed the Meeting that according to Section 104 of the Public Limited Companies Act and Article 34 of the Articles of Association of the Company, the Chairman of the Board of Directors is the chairman of the shareholder's meeting. In the case that the Chairman of the Board of Directors is not present at the meeting or unable to perform his duty, the Vice Chairman shall be the chairman of the meeting. If there is no Vice Chairman or the Vice Chairman is not present at the Meeting or cannot perform his duty, the attending shareholders shall select one shareholder as the chairman of the meeting. Due to the absence of the Chairman of the Board of Directors at this Meeting, Mr. Charoon Intachan, the Vice Chairman No.1, acted as the chairman of the Meeting. The Chairman was invited to welcome the shareholders with opening remarks for the 2021 Annual General Meeting of Shareholders of the Company.

Mr. Charoon Intachan, the Independent Director and Vice Chairman No. 1, acted as the chairman of the Meeting (the "Chairman"). The Chairman welcomed the shareholders and opened the 2021 Annual General Meeting of Shareholders of the Company before assigning the Moderator to explain the procedures of voting and vote counting and to moderate the Meeting based on the agenda.



The Moderator explained the procedures of voting and vote counting in the Meeting to comply with the Corporate Governance Code as follows:

1. Each shareholder could cast as many votes as the shares they hold, whereby one share was equivalent to one vote.

2. Shareholders present in person and proxies appointed in accordance with the forms prescribed by law, shall cast their votes according to the following procedures:

The Chairman allowed the shareholders or their proxies attending the Meeting in person in compliance to the laws to cast their votes via E-Voting System after the end of each presented agenda item. For 1 minute, the system was open for votes whereby the shareholders or their proxies could either vote for or against a proposal, or decline to vote only. Abstentions automatically counted in tallying the approval votes.

For each agenda, if no shareholders nor their proxies disagreed or if they abstained from voting, it was deemed that the shareholders or their proxies approved of or agreed on the presented topic with the number of votes they had per their shares.

In the vote counting, the Company deducted the disagreeing votes and abstentions from the total votes and the remaining votes were deemed votes of approval. The voting in this Meeting was conducted openly, not in secret.

3. In the case that a shareholder exercises their rights through Proxy Form B to assign other persons to attend the Meeting or grants a proxy to a director or independent director to vote on their behalf, the proxy shall cast the vote in line with their directions.

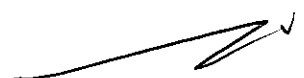
The foreign shareholders, who had appointed a custodian in Thailand to be a share depository and keeper through Proxy Form C, could cast their votes of approval or disapproval, or abstain from voting for each agenda item all at once by dividing their votes equal to the number of the shares they held.

4. Article 35(1) of the Articles of Association of the Company stipulates that "In an ordinary event, the resolution of the meeting shall be passed by a majority vote cast by the shareholders attending the meeting whereby one share is regarded as one vote. In case of a tie vote, the Chairman of the meeting shall have one additional vote as a tie-breaking vote." Therefore, in counting the majority vote in each agenda item, only 'approval' and 'disapproval' votes, not abstentions, were counted.

5. The total number of votes in each agenda item could vary on account of different shareholders and proxies asynchronously signing up and in to the E-Meeting system.

6. For the transparency of vote counting, the Company assigned a representative legal advisor Ms. Varisa Soponpis from Hunton Andrews Kurth (Thailand) Limited as the inspector and witness in vote counting.

7. Before the voting began in each agenda item, the Chairman of the Meeting opened the floor for the attendees to ask questions and express opinions in relation to the current agenda item as he deemed appropriate on the E-Meeting system by either 1) typing their questions or opinions and submitting them to the Company via the Chat channel or 2) live video calling



In the case that the questions or opinions were related to the matters outside the current agenda item under consideration, the Chairman or the persons deemed relevant to the questions or opinions by the Chairman would respond to such questions or opinions in the related agenda item or at the end of the Meeting. Other questions irrelevant to any agenda item in the Meeting, would be summarized and responded to in the enclosure of the Minutes of the Shareholders' Meeting which would be publicized on the Company's website within 14 days after the Meeting was finished.

8. The Company had provided the shareholders with opportunities to submit their questions in advance, and no questions were received before the meeting began.

Agenda Item 1: Chairman's Report

The Chairman made a remark that it was the first time the Company had held its Shareholders' Meeting as an E-Meeting due to the continuous spread of COVID-19 and therefore social distancing was still mandatory. The Company exerted its best efforts to facilitate the Meeting with an electronic meeting system that met the Standards for Maintaining Security of Meetings via Electronic Means specified by the Ministry of Digital Economy and Society. The Company apologized all the shareholders for technical inconvenience during the Meeting and accepted recommendations for further improvement.

Resolution The Meeting acknowledged the matter as per the details proposed.

Remark

As this agenda item was for acknowledgement, no votes were cast.

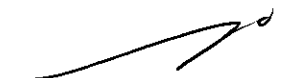
Agenda Item 2: To consider and certify the Minutes of the 2020 Annual General Meeting of Shareholders held on 31 July 2020

The Chairman assigned the Moderator to present the details of this agenda item to the Meeting.

The Moderator informed the Meeting that the Company had completed the minutes of the 2020 Annual General Meeting of Shareholders held on 31 July 2020. The Board of Directors of the Company was of the opinion that such minutes of the 2020 Annual General Meeting of Shareholders were accurately and completely recorded and thus hereby proposed that the Annual General Meeting of Shareholders certify such minutes of which the details were provided in the Enclosure 1 of the Meeting Invitation.

The Chairman opened the floor for questions and opinions from the shareholders. Since there was neither questions nor opinions from the shareholders, the Chairman proposed the Meeting consider certifying the minutes of the 2020 Annual General Meeting of Shareholders held on 31 July 2020 as per the aforementioned details.

Resolution The Meeting considered and resolved to certify the minutes the 2020 Annual General Meeting of Shareholders held on 31 July 2020 as per the proposed details, with the number of votes as follows:



Approved	8,522,849,839	votes	or equivalent to	100.0000 percent
Disapproved	-	vote	or equivalent to	000.0000 percent
Abstained	-	votes	or equivalent to	- percent
Voided Ballot	-	vote	or equivalent to	- percent

Remark

1) The resolution of this agenda item shall be passed with a majority vote cast by the shareholders attending the Meeting.

2) In this agenda item, the number of shareholders and proxies attending the Meeting increased from the beginning of the meeting by 0 share, totaling to 0 vote. Therefore, the votes of the shareholders and proxies attending the meeting were 8,522,849,839 votes.

Agenda Item 3: To acknowledge the report of the Board of Directors of the Company regarding the Performance of the Company for the year 2020

The Chairman assigned Mr. Tanachai Bunditvorapoom, Director, Member of Executive Committee and Chief Executive Officer (CEO), ("Mr. Tanachai") to present the details of this agenda item to the Meeting.

Mr. Tanachai summarized the Company's performance in 2020 to the Meeting as follows:

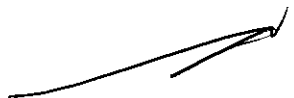
1. Overall Businesses as of 31 December 2020

(1) The Company has 4 types of power plants (based on the types of fuel) which included biomass power plants, natural gas power plants, municipal solid waste power plants, and solar energy power plants. They were operated by the subsidiaries of the Company of which 100% of their shares were held by the Company. Solid waste ash landfill had been an additional business located in ACE group of companies' areas to bury the ashes from the solid waste power plants which not only reduced the cost that could be incurred by outsourcing but also served as a business that could generate income by providing the service to external parties.

(2) The total installed capacity of the power plants was 449.57 megawatts which included 247.43 megawatts from the projects that had already reached its Commercial Operation Date (COD) and 202.14 megawatts from the projects under development. The total generation capacity as per the power purchase agreement was 363.03 megawatts which included 198.48 megawatts from the projects that had already reached its Commercial Operation Date (COD) and 164.55 megawatts from the projects under development.

2. Overall Performance as of 31 December 2020

The Company's revenues, gross profits, EBITDA, and Net Profit had continuously grown compared to those in 2019 and 2018. In 2020, the total revenues, gross profits, EBITDA, and Net Profit was 4,988 million Baht, 1,791 million Baht, 2,233 million Baht, and 1,508 million Baht, respectively. The total revenues, gross profits, EBITDA, and Net Profit increased by 0.7%, 10.10%, 19.7%, and 85% from 2019, respectively.



3. Financial Position in 2020 Compared to That in 2019 and 2018

(1) The Company's assets as of 2020 totaled 16,430 million Baht which had continuously grown from 2019 and 2018.

(2) The liabilities as of 2020 totaled 3,948 million Baht, lower than those in 2018 and slightly higher than those in 2019.

(3) The shareholders' equity as of 2020 amounted to 11,993 million Baht which had continuously grown from 2019 and 2018.

Thus, the Interest bearing debt to equity had decreased 0.33 times from 1.40 times.

The Chairman opened the floor for questions and opinions from the shareholders. Since there was neither questions nor opinions from the shareholders, the Chairman proposed the Meeting consider and acknowledge the report of the Board of Directors of the Company regarding the Performance of the Company for the year 2020 as per the presented details.

Resolution The Meeting acknowledged the report of the Board of Directors of the Company regarding the Performance of the Company for the year 2020 as per the presented details.

Remark

As this agenda item was for acknowledgement, no votes were cast.


Agenda Item 4: To consider and approve the Company's statement of financial positions and comprehensive income statement as of 2020 for the fiscal year-end on 31 December 2020

The Chairman assigned the Moderator to present the details of this agenda item to the Meeting.

The Moderator informed the Meeting that in order to be in accordance with Section 112 of the Public Limited Companies Act B.E. 2535 (as amended) and Article 38 of the Company's Articles of Association, which require the Company to prepare the statement of financial positions and comprehensive income statement at the fiscal year-end of the Company in order to propose to the shareholders' meeting for approval in the annual general meeting of shareholders. The Company had completed the 2020 statement of financial positions and the comprehensive income statement of the Company for the fiscal year-end on 31 December 2020. They had been audited by the auditors from PricewaterhouseCoopers ABAS Ltd. ("PwC"), appointed in the 2020 Annual General Meeting of Shareholders of the Company, reviewed by the Audit Committee, and approved by the Board of Directors of the Company.

In this regard, the Board of Directors of the Company passed the resolution to propose that this Shareholders' Meeting consider and approve the 2020 statement of financial positions and the comprehensive income statement of the Company for the fiscal year-end on 31 December 2020, of which the details were provided in Enclosure 2 of the Meeting Invitation.

The Chairman opened the floor for questions and opinions from the shareholders.



Since there were neither questions nor opinions, the Chairman proposed that the Meeting consider approving the 2020 statement of financial positions and the comprehensive income statement of the Company for the fiscal year-end on 31 December 2020 as per the aforementioned details.

Resolution The Meeting considered and resolved to approve the 2020 statement of financial positions and the comprehensive income statement of the Company for the fiscal year-end on 31 December 2020, as per the details presented, with the number of votes as follows:

Approved	8,522,849,839	votes	or equivalent to	100.0000 percent
Disapproved	-	vote	or equivalent to	000.0000 percent
Abstained	-	votes	or equivalent to	- percent
Voided Ballot	-	vote	or equivalent to	- percent

Remarks

1) The resolution of this agenda item shall be passed with a majority vote cast by the shareholders attending the Meeting.

2) In this agenda item, the number of shareholders and proxies attending the Meeting increased from the beginning of the meeting by 0 share, totaling to 0 vote. Therefore, the votes of the shareholders and proxies attending the meeting were 8,522,849,839 votes.

Agenda Item 5: To consider and approve the allocation of the profit as a reserve fund as prescribed by laws, approve the annual dividend payment for the 2020 performance of the Company, and acknowledge the interim dividend payment

The Chairman assigned the Moderator to present the details of this agenda item to the Meeting.

The Moderator informed the Meeting that to be in accordance with Section 116 of the Public Limited Companies Act B.E. 2535 (as amended) and Articles 44 and 45 of the Company's Articles of Association, the Company is required to set aside a reserve fund which must be at least 5 percent of its net earnings in that particular year after being deducted by retained loss brought forward (if any) until such reserve fund reaches 10 percent of the registered capital.

In this regard, the Board of Directors of the Company proposed that the 2021 Shareholders' Meeting consider approving the allocation of some of 2020 net profit, 655,531,973 Baht, as a legal reserve fund which was 26,025,834 Baht or 3.97% of 2020 net profit. The allocated reserve fund would be 5 percent of 2020 net profit after being deducted by retained loss brought forward which was 135,015,300 Baht, as stipulated by the laws and Company's requirements. Therefore, the Company's legal reserve fund would be 26,025,834 Baht or 0.47 percent of the registered capital.

The Board of Directors of the Company proposed that the 2021 Shareholders' Meeting consider approving the annual dividend payment for the 2020 performance and retained earnings of the Company at the rate of 0.048 Baht per share based on the Company's total shares of 10,175,999,960 shares, totaling 488,447,998.08 Baht, which would be equivalent to 74.51% of the 2020 net profit according to the separate financial statement of the Company. Such dividend payment was in line with the Company's policy to pay dividends to the shareholders in the amount of not less than 30 percent of the net profit according to the separate financial statement of the Company after corporate income tax deduction and the allocation of legal reserve fund.

In 2020, the Company had paid interim dividend payment from the unappropriated retained earnings as of 31 March 2020 to the ordinary shareholders at the rate of 0.03 Baht per share, totaling 305,279,998.80 Baht. The Company had also paid the interim dividend to the shareholders on 15 June 2020 as approved in the Board of Directors' Meeting no. 4/2020 held on 15 May 2020. Therefore, the Board of Directors proposed that the 2021 Shareholders' Meeting acknowledge the interim dividend payment and approve the remaining dividend payment for the 2020 performance of the Company which was from April to December 2020 and the unappropriated retained earnings as of 31 March 2021 to the shareholders at the rate of 0.018 Baht per share, totaling 183,167,999.28 Baht. The list of shareholders eligible to obtain remaining dividend of 0.018 Baht per share was specified on 12 March 2020 (Record Date) and the payment would be made on 13 May 2021.

In consideration of each dividend payment, the Company took into account such factors for the maximum benefits of the shareholders as the Company's performance, financial position, investment plans in different periods as deemed appropriate by the Company's Board of Directors, and that the payment must not bring about significant effects on the Company's business operation.

The comparison of the dividend payments of the fiscal year-end on 31 December 2020 and that on 31 December 2019 is illustrated below:

Dividend Payment Details	Fiscal year-end on 31 December 2020 (proposed year)	Fiscal year-end on 31 December 2019
1. Net profit (loss) according to the separate financial statement	655,531,973	(124,276,768)
2. The number of shares	10,175,999,960	10,175,999,960
3. Dividend (Baht per share)		
3.1 Interim dividend	0.030	-
3.2 Annual dividend	0.018	-
Total dividend	0.048	-
4. Interim dividend payment (Baht)	488,447,998.08	-

5.	Dividend payment per net profit	74.51 %	-
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In this regard, the Board of Directors proposed to this Annual General Meeting of Shareholders the following:

1) Consideration to approve the allocation of 26,025,834 Baht or ~~3.97~~ percent, which would be equivalent to 5 percent of 2020 net profit after being deducted by retained loss brought forward as reserve fund, as stipulated by the laws and Company's requirements. After the allocation, the Company's legal reserve fund would be 26,025,834 Baht or 0.47 percent of the registered capital.

2) Consideration to approve the annual dividend payment for the 2020 performance and retained earnings of the Company for fiscal year-end on 31 December 2020 at the rate of 0.048 Baht per share based on the Company's total shares of 10,175,999,960 shares, totaling 488,447,998.08 Baht, which would be equivalent to 74.51% of the 2020 net profit according to the separate financial statement of the Company.

Since the Company had already paid interim dividend once in 2020, the Board of Directors proposed that the Meeting acknowledge the interim dividend payment and consider approving the remaining dividend payment for the 2020 performance of the Company which was from April to December 2020 and the unappropriated retained earnings as of 31 March 2020 to the shareholders at the rate of 0.018 Baht per share, based on 10,175,999,960 shares, totaling 183,167,999.28 Baht. The list of shareholders eligible to obtain such remaining dividend of 0.018 Baht per share was specified on 12 March 2021 (Record Date) and the payment would be made on 13 May 2021.

3) Consideration to approve authorizing Management and/or the persons assigned by Management to take any actions necessary for the aforementioned dividend payment.

The Chairman opened the floor for questions and opinions from the shareholders.

Since there was neither questions nor opinions from the shareholders, the Chairman proposed that the Meeting 1) consider approving the allocation of a legal reserve fund, 2) approve the annual dividend payment for the 2020 performance and acknowledge the interim dividend payment and remaining dividend payment, and 3) approve authorizing Management and/or the persons assigned by Management to take any actions necessary for the aforementioned dividend payment.

Resolution The Meeting considered and resolved to approve 1) consider approving the allocation of a legal reserve fund, 2) approve the annual dividend payment for the 2020 performance and acknowledge the interim dividend payment and remaining dividend payment, and 3) approve authorizing Management and/or the persons assigned by Management to take any actions necessary for the aforementioned dividend payment as per the details presented, with the number of votes as follows:

Approved	8,522,849,839	votes	or equivalent to	100.0000 percent
Disapproved	-	vote	or equivalent to	000.0000 percent
Abstained	-	votes	or equivalent to	- percent
Voided Ballot	-	vote	or equivalent to	- percent

Remarks

- 1) The resolution of this agenda item shall be passed with a majority vote cast by the shareholders attending the Meeting.
- 2) In this agenda item, the number of shareholders and proxies attending the Meeting increased from the beginning of the meeting by 0 share, totaling to 0 vote. Therefore, the votes of the shareholders and proxies attending the meeting were 8,522,849,839 votes.

Agenda Item 6: To consider and approve the election of the Company's directors to replace those who shall retire by rotation

The Chairman assigned the Moderator to present the details of this agenda item to the Meeting.

The Moderator informed the Meeting that to comply with Section 71 of the Public Limited Companies Act B.E. 2535 (as amended) and Article 17 of the Company's Articles of Association, in every annual general meeting of shareholders, at least one-third of the total number of directors must retire by rotation. If the number of directors cannot be divided into three, the closest number to one-third shall retire. The retired directors are eligible for re-election. In this 2021 Annual General Meeting of Shareholders of the Company, there were 4 directors who retired by rotation as follows:

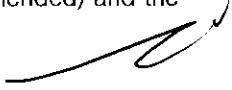
- | | |
|--------------------------------|---|
| 1. Mr. Pranai Suwanrath | Independent Director / Chairman of the Board of Directors |
| 2. Ms. Chonticha Chitraporn | Independent Director / Chairman of Audit Committee |
| 3. Mr. Tanachai Bunditvorapoom | Director / Executive Director |
| 4. Mr. Tanavijit Ankapipatchai | Director / Executive Director |

After the Nomination and Remuneration Committee had assessed the qualifications of the directors who would retire by rotation in this 2021 Annual General Meeting of Shareholders with discretion as per the nomination criteria and procedures, it was deemed appropriate for the Meeting to consider approving the following directors who would retire by rotation to re-take the positions for another term

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| 1. Ms. Chonticha Chitraporn | Independent Director / Chairman of Audit Committee |
| 2. Mr. Tanachai Bunditvorapoom | Director / Executive Director |
| 3. Mr. Tanavijit Ankapipatchai | Director / Executive Director |

As Mr. Pranai Suwanrath refused to re-take the position for another term, the Nomination and Remuneration Committee proposed that the Meeting consider approving the nomination of Mr. Monthon Sudprasert as Independent Director / Chairman of the Board of Directors in place of Mr. Pranai Suwanrath.

The Nomination and Remuneration Committee were of the opinion that these 3 directors and the new director, whose details were in Enclosure 3 attached at the end of the Meeting Invitation, had knowledge, competences, experiences, and skills which benefited the Company's operations, as well as having full qualifications and possessing no prohibited characteristics under the Public Limited Company B.E. 2535 (as amended) and the



Securities and Exchange Act B.E. 2535 (as amended), together with any related notifications. Thus, such 4 persons were appropriate to be directors of the Company. The nominated independent directors were able to express independent opinions and were qualified to serve as independent directors completely in accordance with any relating regulations. The Nomination and Remuneration Committee therefore deemed it appropriate to propose that the Annual General Meeting of Shareholders approve the 3 retiring directors to re-take the position as directors for another term and the nomination of the new director in place of the retired director.

In this regard, the Board of Directors of the Company (with a simple majority vote which excluded the votes from the directors who had to retire by rotation) had reviewed the qualifications of the 3 retiring directors and the new director with due care and resolved to propose that the 2020 Annual General Meeting of Shareholders approve the following 3 retiring directors to re-take the position as directors for another term:

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|--------------------------------|--|
| 1. Ms. Chonticha Chitraporn | Independent Director / Chairman of Audit Committee |
| 2. Mr. Tanachai Buditvorapoom | Director / Executive Director |
| 3. Mr. Tanavijit Ankapipatchai | Director / Executive Director |

The Board of Directors also deemed it appropriate that the Meeting approve the nomination of Mr. Monthon Sudprasert as Independent Director / Chairman of the Board of Directors in place of the retired director.

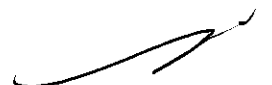
The Chairman opened the floor for questions and opinions from the shareholders.

Since there was neither questions nor opinions from the shareholders, the Chairman proposed that the Meeting approve the retiring directors which were 1) Ms. Chonticha Chitraporn, 2) Mr. Tanachai Buditvorapoom, and 3) Mr. Tanavijit Ankapipatchai to re-take their positions as directors for another term, and the nomination of Mr. Monthon Sudprasert as Independent Director / Chairman of the Board of Directors in place of the retired director, as the presented details above.

In order for each retiring director to have an equal opportunity for being voted during the agenda item, the Company temporarily shut down the signing up system to the E-Meeting and restarted it once the voting was completed. Besides, Mr. Tanavijit Ankapipatchai, the retiring director who was reappointed to take the position and one of the Company's shareholders, intentionally abstained from voting during the agenda item regarding his reappointment for transparency and good governance.

Resolution The Meeting considered and resolved to approve the 3 retiring directors which were 1) Ms. Chonticha Chitraporn, 2) Mr. Tanachai Buditvorapoom, and 3) Mr. Tanavijit Ankapipatchai to re-take their positions as directors for another term, and the nomination of Mr. Monthon Sudprasert as Independent Director / Chairman of the Board of Directors in place of the retired director, entirely as per the presented details as follows:

1. Ms. Chonticha Chitraporn to re-take the position of Independent Director / Chairman of Audit Committee based on the following number of votes



Approved	8,522,849,839	votes	or equivalent to	100.0000 percent
Disapproved	-	vote	or equivalent to	000.0000 percent
Abstained	-	votes	or equivalent to	- percent
Voided Ballot	-	vote	or equivalent to	- percent

2. Tanachai Buditvorapoom to re-take the position of Director / Executive Director based on the following number of votes

Approved	8,522,849,839	votes	or equivalent to	100.0000 percent
Disapproved	-	vote	or equivalent to	000.0000 percent
Abstained	-	votes	or equivalent to	- percent
Voided Ballot	-	vote	or equivalent to	- percent

3. Mr. Tanavijit Ankapipatchai to re-take the position of Director / Executive Director based on the following number of votes

Approved	8,522,849,819	votes	or equivalent to	100.0000 percent
Disapproved	-	vote	or equivalent to	000.0000 percent
Abstained	20	votes	or equivalent to	- percent
Voided Ballot	-	vote	or equivalent to	- percent

4. Mr. Monthon Sudprasert to be nominated as the Independent Director / Chairman of the Board of Directors based on the following number of votes

Approved	8,522,849,839	votes	or equivalent to	100.0000 percent
Disapproved	-	vote	or equivalent to	000.0000 percent
Abstained	-	votes	or equivalent to	- percent
Voided Ballot	-	vote	or equivalent to	- percent


Remarks

1) The resolution of this agenda item shall be passed with a majority vote cast by the shareholders attending the Meeting.

2) In this agenda item, the number of shareholders and proxies attending the Meeting increased from the beginning of the meeting by 0 share, totaling to 0 vote. Therefore, the votes of the shareholders and proxies attending the meeting were 8,522,849,839 votes.

Agenda Item 7: To consider and approve the determination of the remuneration of the directors and sub-committees of the Company for the year 2021

The Chairman assigned the Moderator to present the details of this agenda item to the Meeting.



The Moderator informed the Meeting that to comply with Section 90 of the Public Limited Companies Act B.E. 2535 (as amended) and Article 36 of the Company's Articles of Association, the annual general meeting of shareholders shall consider and determine the remuneration of the directors. The Nomination and Remuneration Committee had considered the such relevant factors as the Company's performance and business size, and the Board of Directors and sub-committees' duties and responsibilities, all in comparison with reference to the remuneration of directors of other companies with the similar size in the same industry. After the consideration, the Nomination and Remuneration Committee deemed it appropriate to propose that the Annual General Meeting of Shareholders approve the determination of the remuneration of the directors and sub-committees of the Company for the year 2021 with the details as follows:

1. The Board of Directors' remuneration in the amount not exceeding 5,685,000 Baht (Five million, six hundred eighty-five thousand Baht) as follows:

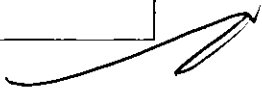
No.	Remuneration of	Meeting Allowance (Baht/Person/Time)		Monthly Remuneration (Baht/Person/Month)	
		2021 (Proposed year)	2020	2021 (Proposed year)	2020
1	Chairman of the Board of Directors	30,000	30,000	30,000	30,000
2	Director	25,000	25,000	25,000	25,000

Furthermore, the Company proposed that the Meeting consider and approve the bonus payment to the directors from the annual performance for the fiscal year-end on 31 December 2020 in the amount not exceeding 1,000,000 Baht (one million Baht). The Nomination and Remuneration Committee had been assigned to allocate the payment for each director under the budget approved by the shareholders. The bonus payment for the year 2021 will be considered when the annual performance for the year ended 31 December 2021 is recognized and it will be proposed to the shareholders' meeting for further approval.

2. Remuneration of the sub-committees in the amount not exceeding 3,865,000 Baht (Three million, eight hundred sixty-five thousand Baht)

2.1 Audit Committee

No.	Remuneration of	Meeting Allowance (Baht/Person/Time)		Monthly Remuneration (Baht/Person/Month)	
		2021 (Proposed year)	2020	2021 (Proposed year)	2020
1	Chairman of the Audit Committee	25,000	25,000	-	-



2	Member of the Audit Committee	20,000	20,000	-	-
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2.2 Executive Committee

No.	Remuneration of	Meeting Allowance (Baht/Person/Time)		Monthly Remuneration (Baht/Person/Month)	
		2021 (Proposed year)	2020	2021 (Proposed year)	2020
1	Chairman of the Executive Committee	25,000	25,000	-	-
2	Member of the Executive Committee	20,000	20,000	-	-

2.3 Nomination and Remuneration Committee

No.	Remuneration of	Meeting Allowance (Baht/Person/Time)		Monthly Remuneration (Baht/Person/Month)	
		2021 (Proposed year)	2020	2021 (Proposed year)	2020
1	Chairman of the Nomination and Remuneration Committee	25,000	25,000	-	-
2	Member of the Nomination and Remuneration Committee	20,000	20,000	-	-

Remark

- 1) The director having more than 1 position would receive the monthly remuneration only from the position with the highest remuneration.
- 2) Monthly remuneration: Member of the Audit Committee and the Chairman of the Audit Committee would receive monthly remuneration as the director of the Company.
- 3) The director receiving the remuneration as an employee of the Company is not eligible to obtain the monthly remuneration as a director of the Company.



- 4) The remuneration rate approved in this Annual General Meeting of Shareholders will be effective until the next shareholders' meeting passes resolution to adjust otherwise.

In this regard, the Board of Director of the Company resolved to propose that this 2021 Annual General Meeting of Shareholders consider and approve (1) the determination of the remuneration of the directors and sub-committees of the Company whereby the amount of the remuneration for the year 2021 of the directors and the sub-committees of the Company would not exceed 9,550,000 Baht (Nine million, five hundred fifty thousand Baht), (2) the bonus payment for the directors from the Company's performance for the year 2021 which will be considered when the annual performance of the Company for the fiscal year-end on 31 December 2021 is recognized and it will be proposed to the shareholders' meeting for further approval, and (3) the bonus payment from the annual performance for the fiscal year-end on 31 December 2020 for the directors of the Company in the amount not exceeding 1,000,000 Baht (one million Baht). The Nomination and Remuneration Committee had been assigned to allocate the payment for each director under the budget approved by the shareholders.

The Chairman opened the floor for questions and opinions from the shareholders.

Since there was neither questions nor opinions from the shareholders, the Chairman of the Meeting proposed that the Meeting consider approving the determination of the remuneration of the directors and sub-committees of the Company as per the aforementioned details.

Resolution The Meeting considered and resolved to approve (1) the determination of the remuneration of the directors and sub-committees of the Company whereby the amount of the remuneration for the year 2021 of the directors and the sub-committees of the Company would not exceed 9,550,000 Baht (Nine million, five hundred fifty thousand Baht), (2) the bonus payment for the directors from the Company's performance for the year 2021 which will be considered when the annual performance of the Company for the fiscal year-end on 31 December 2021 is recognized and it will be proposed to the shareholders' meeting for further approval, and (3) the bonus payment from the annual performance for the fiscal year-end on 31 December 2020 for the directors of the Company in the amount not exceeding 1,000,000 Baht (one million Baht). The Nomination and Remuneration Committee had been assigned to allocate the payment for each director under the budget approved by the shareholders. The details were entirely as proposed, with the number of votes as follows:

Approved	8,522,849,839	votes	or equivalent to	100.0000 percent
Disapproved	-	votes	or equivalent to	000.0000 percent
Abstained	-	votes	or equivalent to	000.0000 percent
Voided ballot	-	vote	or equivalent to	- percent

Remark

- 1) The resolution of this agenda item was passed by votes of not less than two-thirds of the total votes cast by the shareholders and proxies attending the meeting.



2) In this agenda item, the number of shareholders and proxies attending the Meeting increased from the previous agenda item by 0 shares, totaling to 0 votes. Therefore, the number of votes cast by the shareholders and proxies attending the meeting was 8,522,849,839 votes.

Agenda Item 8: To consider and approve the Company's auditors and the determination of the auditors' remuneration for the year 2021

The Chairman assigned the Moderator to present the details of this agenda item to the Meeting.

The Moderator informed the Meeting that to comply with Section 120 of the Public Limited Companies Act B.E. 2535 (as amended) and Article 36 of the Company's Articles of Association, the annual general meeting of shareholders shall appoint the auditors and determine the audit fees of the company every year. The former auditors can be re-appointed. In this regard, the Board of Directors deemed it appropriate to propose that the 2020 Annual General Meeting of Shareholders consider appointing the auditors from PricewaterhouseCoopers ABAS Ltd. ("PwC") as the auditors of the Company for the fiscal year-end on 31 December 2021 by determining one of the following auditors as the auditor who audits and expresses opinions on the financial statement of the Company.

1. Mr. Krit Chatchavalwong CPA Registration Number 5016
(with 3 years of experience as an auditor for the Company and having signed the financial statement) and/or
2. Ms. Sinsiri Thangsombat CPA Registration Number 7352
(with 1 year of experience as an auditor for the Company but having never signed the financial statement) and/or
3. Mr. Vichien Khingmontri CPA Registration Number 3977
(with 1 year of experience as an auditor for the Company but having never signed the financial statement)

In the event that neither of the auditors above were unable to perform their duties, PwC could appoint other auditors with qualifications that meet the Company's criteria for auditing the Company's financial statements to perform the duties instead. The details of the curriculum vitae of the 3 auditors had been provided in Enclosure 4 of the Meeting Invitation. The audit fees for the year 2021 were 2,125,000 Baht (Two million, one hundred twenty-five thousand Baht).

The audit fees for the auditors of the Company for the fiscal year-end on 31 December 2021 in comparison with those for the fiscal year-end on 31 December 2020 are illustrated in the table below:

Audit fees	2021 (Proposed year)	2020	Increase (Decrease)
1. The Company's audit fees	2,125,000 Baht	2,190,000 Baht	(65,000 Baht)
2. Other services' fees	-	-	-

In this regard, the appointment of the Company's auditors and the determination of the audit fees above had been approved by the Audit Committee. The Audit Committee had considered the qualifications and experience of such auditors and viewed that PwC was an independent audit office with expertise in auditing, and the audit fees were reasonable. Furthermore, none of the 3 auditors had performed their duties for more than 7 years and nor did they have any relationship or interest with the Company, the Company's subsidiaries, Directors, Management, major shareholders, or any related persons.

In this regard, the Board of Directors of the Company resolved to propose that this Annual General Meeting of Shareholders consider approving (1) the appointment of auditors from PwC to be the auditors of the Company for the fiscal year-end on 31 December 2021 by determining one of the following auditors as the auditor who audits and expresses opinions on the financial statement of the Company i.e. Mr. Krit Chatchavalwong, CPA Registration Number 5016, and/or Ms. Sinsiri Thangsombat, CPA Registration Number 7352, and/or Mr. Vichien Khingmontri, CPA Registration Number 3977; and (2) the determination of the auditors' remuneration for the fiscal year-end on 31 December 2021 in the amount not exceeding 2,125,000 Baht (Two million, one hundred twenty-five thousand Baht). However, such audit fees did not include other non-audit service fees as per the details above.

The Chairman opened the floor for questions and opinions from the shareholders.

Since there was neither questions nor opinions from the shareholders, the Chairman of the Meeting proposed that the Meeting consider approving the Company's auditors and the determination of the auditors' remuneration for the year 2021, as per the aforementioned details.

Resolution The Meeting considered and resolved to approve (1) the appointment of auditors from PwC to be the auditors of the Company for the fiscal year-end on 31 December 2021 by determining one of the following auditors as the auditor who audits and expresses opinions on the financial statement of the Company i.e. Mr. Krit Chatchavalwong, CPA Registration Number 5016, and/or Ms. Sinsiri Thangsombat, CPA Registration Number 7352, and/or Mr. Vichien Khingmontri, CPA Registration Number 3977; and (2) the determination of the auditors' remuneration for the fiscal year-end on 31 December 2021 in the amount not exceeding 2,125,000 Baht (Two million, one hundred twenty-five thousand Baht). However, such audit fees did not include other non-audit service fees as per the details above. The details were entirely as proposed, with the number of votes as follows:

Approved	8,522,849,839	votes	or equivalent to	100.0000 percent
Disapproved	-	votes	or equivalent to	000.0000 percent
Abstained	-	votes	or equivalent to	- percent
Voided ballot	-	vote	or equivalent to	- percent

Remark

1) The resolution of this agenda item was passed with a majority vote cast by the shareholders and proxies attending the Meeting.

2) In this agenda item, the number of shareholders and proxies attending the Meeting increased from the previous agenda item by 0 shares, totaling to 0 votes. Therefore, the number of votes cast by the shareholders and proxies attending the meeting was 8,522,849,839 votes.

Agenda Item 9: To consider and approve the amendment of the Articles of Association of the Company: Article 24

The Chairman assigned the Moderator to present the details of this agenda item to the Meeting.

The Moderator informed the Meeting that the Company deemed it appropriate to amend the Articles of Association of the Company: Article 24 re: The Quorum at the Board of Directors' meeting for good governance. The details had been edited as follows:

Existing Article of Association

"In order to constitute a quorum at the Board of Directors' meeting, there shall be directors attending the meeting not less than one-half (1/2) of the total number of directors and the Chairman of the Board of Director shall be the chairman at the Board of Directors' meeting.

In the case that the Chairman of the Board of Director is not present at the meeting or not able to perform duty and if there is a vice chairman, the vice chairman shall be the chairman of the meeting. If there is no vice chairman or the vice chairman is not present at the meeting or not able to perform duty, the directors present at the meeting shall elect one director to be the chairman of the meeting.

The decision of the Board of Directors' meeting shall be made by a simple majority vote.

One director is entitled to one (1) vote but the director having vested interest in any matter is not eligible to vote on such matter. In the event of tie vote, the chairman of the meeting shall have one (1) tie-breaking vote.

In case of E-Meeting, the meeting shall be proceeded in accordance with the principles, guidelines, conditions, and requirements stipulated by the laws, regulations and/or any relevant directions effective on the date on which Board of Directors' meeting is held"

Proposed Amendment

"In order to constitute a quorum at the Board of Directors' meeting, there shall be directors attending the meeting not less than two-thirds (2/3) of the total number of directors and such quorum shall remain throughout the meeting and while final resolutions are being made in the Board of Directors' meeting.

The Chairman of the Board of Director shall be the chairman at the Board of Directors' meeting.

In the case that the Chairman of the Board of Director is not present at the meeting or not able to perform duty and if there is a vice chairman, the vice chairman shall be the chairman of the meeting. If there is no vice chairman or the vice chairman is not present at the meeting or not able to perform duty, the directors present at the meeting shall elect one director to be the chairman of the meeting.



The decision of the Board of Directors' meeting shall be made by a simple majority vote.

One director is entitled to one (1) vote but the director having vested interest in any matter is not eligible to vote on such matter. In the event of tie vote, the chairman of the meeting shall have one (1) tie-breaking vote.

In case of E-Meeting, the meeting shall be proceeded in accordance with the principles, guidelines, conditions, and requirements stipulated by the laws, regulations and/or any relevant directions effective on the date on which Board of Directors' meeting is held"

In this regard, the Board of Directors of the Company resolved to propose that this Annual General Meeting of Shareholders consider and approve the amendment of the Articles of Association of the Company: Articles 24, as detailed above, and propose that this Annual General Meeting of Shareholders consider and approve that the person authorized by the Board of Directors to proceed with the registration of the amendments to the Articles of Association of the Company with the Department of Business Development, Ministry of Commerce, shall be authorized to make amendment of and addition to the wordings of such article in order to comply with the order of the registrar, as well as carrying out any acts as ordered by the registrar for the completion of the registration.

The Chairman opened the floor for additional questions and opinions from the shareholders. Since there was neither questions nor opinions from the shareholders, the Chairman proposed that the Meeting consider approving the amendment of the Company's Articles of Association: Articles 24, as per the presented details above.

Resolution The Meeting considered and resolved to approve the amendment of the Articles of Association of the Company: Articles 24 and approve that the person authorized by the Board of Directors to proceed with the registration of the amendments to the Articles of Association of the Company with the Department of Business Development, Ministry of Commerce, shall be authorized to make amendment of and addition to the wordings of such article in order to comply with the order of the registrar, as well as carrying out any acts as ordered by the registrar for the completion of the registration, entirely as per the details proposed, with the number of votes as follows:

Approved	8,522,849,839	votes	or equivalent to	100.0000 percent
Disapproved	-	votes	or equivalent to	000.0000 percent
Abstained	-	votes	or equivalent to	000.0000 percent
Voided ballot	-	vote	or equivalent to	- percent

Remark

1) The resolution of this agenda item was passed by votes of not less than three-fourths of the total votes cast by the shareholders and proxies attending the meeting.

2) In this agenda item, the number of shareholders and proxies attending the Meeting increased from the previous agenda item by 0 shares, totaling to 0 votes. Therefore, the number of votes cast by the shareholders and proxies attending the meeting was 8,522,849,839 votes.


Agenda Item 10: Other matters (If any)

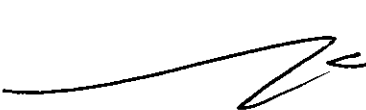
- none -

The Chairman opened the floor for additional questions and opinions from the shareholders.

Since there was neither questions nor opinions from the shareholders, the Chairman expressed gratitude to the shareholders, proxies, and all meeting attendees and declared the meeting closed.

The Meeting was adjourned 15.30 hrs.

Signed  Chairman of the Meeting
(Mr. Charoon Intachan)

Signed  Company Secretary/ Minutes Taker
(Mr.Chainat Buathong)