

Minutes of the 2021 Annual General Meeting of Shareholders

Meeting venue

Pinnacle Meeting Room 1-3, 4th Floor, InterContinental Bangkok Hotel, 973 Ploenchit Road, Lumpini, Pathumwan, Bangkok

Meeting date and time

Friday, 12 March 2021 at 2:00 p.m.

Meeting commenced

Ms. Aunrat Dolwachirapokin, the Company Secretary, who acted as the moderator of the meeting (“Moderator”), informed the meeting of the Company’s information at present that:

The company has a registered capital of	80,000,000	Baht
Paid-up capital	60,000,000	Baht
Common stock	120,000,000	Shares
Par value per share	0.50	Baht

And then there were 8 shareholders of the Company attending the meeting in person and 5 by proxy, totaling 13 shareholders, totaling 120,000,000 shares, representing 100% of the total number of shares sold. A quorum was formed according to the Company’s Articles of Association. According to the Company’s Articles of Association, Article 33 contains a quorum requirement that at the shareholders’ meeting, there must be shareholders and proxies from shareholders (if any) present at the meeting no less than twenty-five (25) people or no less than one-half (1/2) of the total number of shareholders and must hold shares in aggregate not less than one-third (1/3) of the total number of shares sold, therefore a quorum will be constituted.

In order for the meeting to be in accordance with the principles of good corporate governance, in the matter of voting at the meeting, the Moderator explained the voting procedures and vote counting as follows:

1. To vote at the shareholders’ meeting, it shall be deemed that one share has one vote.
2. In the case of shareholders attending the meeting in person and by proxy in the form prescribed by law, the following voting procedures shall be performed:

Before voting in each agenda, the shareholders are requested to sign their names on the ballots for transparency in voting.

In the summation of the score, the company will take the votes of disapproval or abstain, deducted from all votes and the remainder will be deemed to be approval votes. For those who voted in favor of these agendas, please keep the ballots first and return it to the company's staff after the meeting is adjourned. Voting in this meeting is an open vote, not secret voting, but all attendees' ballots are kept in order to ensure transparency.

Voting in the following manner, such voting will be considered void and a bad card

- 1) A ballot with more than one checkbox
- 2) A ballot with conflicting intent voting
- 3) A ballot with strikeout and without signature
- 4) A ballot that does not have any voting in any box

In the event that the shareholder wishes to amend the voting, please cross out the original and affix his/her signature thereto.

3. In the election of directors to replace those who retire by rotation, the company will proceed for the meeting to consider and elect such persons individually.

4. Voting shall be made by a majority of votes. If the votes are equal, the Chairman of the meeting shall decide one more vote as a casting vote.

5. Before voting on each agenda, the Chairman will give the attendees an opportunity to ask questions related to that agenda as appropriate.

6. Under the Company's Articles of Association Article 35 (1), "In an ordinary event, the majority vote of the shareholders who attend the meeting and vote, if there are equal votes, the Chairman of the meeting shall have one more vote as a casting vote. "

Therefore, in considering the majority votes of the shareholders whether they agree or not, the votes of the shareholders who abstained from voting will not be counted, as the base for the calculation.

7. A shareholder or a proxy who wishes to leave the meeting before the meeting is adjourned is requested to submit his/her voting ballot to the staff, in advance, before he/she leaves the meeting room.

8. The votes/number of shareholders in each agenda may not be equal, due to the gradual entering the meeting room of the shareholders and proxies. As a result, the number of attendees in each agenda may not be the same.

Before the meeting, the Moderator introduced the directors, executives and auditor(s) of the Company attending the meeting as follows:

Directors in attendance:

1. Mr. Chirapan	Sintunava	Independent Director, Chairman of the Board of Directors and Chairman of the Audit Committee
2. Mr. Visilp	Vongvanichvathana	Independent Director and Audit Committee
3. Miss Yaowarote	Klinboon	Independent Director, Audit Committee and Chairman of the Nomination and Remuneration Committee
4. Mr. Sirutt	Ratanapaitoon	Independent Director, Audit Committee and Nomination and Remuneration Committee
5. Mr. Jenvit	Jivakulchainan	Vice Chairman and Executive Director
6. Mr. Chawan	Boonprakobsak	Executive Chairman, Nomination and Remuneration Committee and Chief Executive Officer
7. Mr. Sompoch	Tanutantivong	Executive Director and Chief Financial Officer

Executives in attendance:

1. Miss Rattinart	Boonprakobsak	Chief Marketing Officer
2. Mr. Rawin	Wirachpintu	Chief Technology Officer
3. Mr. Peerapong	Khantarujee	Chief Information Officer
4. Mrs. Sophida	Boonprakobsak	Assistant Chief Marketing Officer

Auditor from PricewaterhouseCoopers ABAS Ltd.

Mr. Pisit	Thangtanagul
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The Moderator invited the Chairman of the Meeting (the “Chairman”) to declare the 2021 Annual General Meeting of Shareholders open. The Chairman then delegated the Moderator to moderate the meeting for the following agenda:

Agenda 1: To certify the Minutes of the 2020 Annual General Meeting of Shareholders held on 9 March 2020

The Moderator explained that it is proposed that the shareholders consider and certify the Minutes of the 2020 Annual General Meeting of Shareholders on 9 March 2020 at 2:00 p.m. The copy of the Minutes of the 2020 Annual General Meeting of Shareholders appears in Attachment 1. delivered to all shareholders together with the invitation letter for the meeting.

Resolution:

The Meeting resolved to unanimously certify the Minutes of the 2020 Annual General Meeting of Shareholders as proposed without amendment, with the following votes:

Approved	120,000,000	votes	Percentage	100.00
Disapproved	-	votes	Percentage	-
Abstained	-	votes	Percentage	-
Invalid ballots	-	votes	Percentage	-

Notes

The resolution of this agenda must be certified by a majority vote of the total votes of the shareholders who attend the meeting and cast their votes.

Agenda 2: To acknowledge the Company’s operating results for the year ended on 31 December 2020

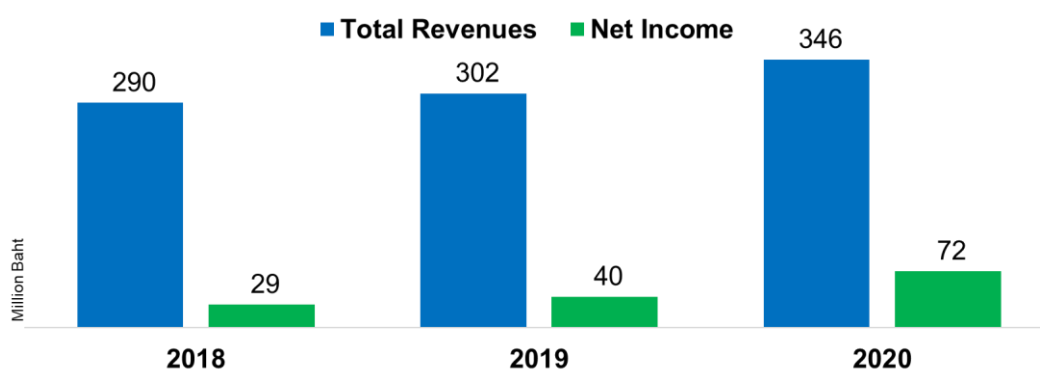
The Moderator invited Mr. Sompoch Tanutantivong, Executive Director and Chief Financial Officer, to present. Mr. Sompoch clarified the details of the financial information for the year 2020 compared to the year 2019 and the year 2018 as followed:

From 2018 to 2020, the Company’s total shareholder equity, total revenue and net profit increased, respectively. However, total assets and total liabilities decreased in 2019 as most of the Company’s assets and liabilities are trade accounts receivable and trade accounts payable, respectively. In 2019, the Company received payment from trade accounts receivable and made payments to trade creditors quicker than usual. Consequently, the total assets and total liabilities decreased significantly than other years. As for lower Earnings

Per Share in 2019 than other years, this was due to the Company's has increase its Registered Capital from 50 million Baht to 80 million Baht and Paid-up Capital of 60 million Baht, resulting in a decrease of Earnings Per Share. In addition, in 2020, the world was affected by the Coronavirus disease 2019 (COVID-19) pandemic situation, the Company could still operate its business with stability and continous growth. The Company had the highest income and profit since the company's establishment. This might be due to the fact that during this period, people mostly worked from home and used more information technology services to consume content or pay for various services, which are the businesses of the Company. Hence, the Company rgenerated more income.

Items	Year 2018	Year 2019	Year 2020
Total assets	174,731,522	140,718,697	183,216,265
Total liabilities	95,119,354	54,523,988	92,656,186
Total shareholders' equity	79,612,168	86,194,709	90,560,079
Total income	289,482,498	302,043,462	345,629,512
Net profit	29,287,529	39,504,864	72,365,420
Earnings Per Share	0.42	0.34	0.60

Comparing the net profit margin and the revenue from the year 2018 to the year 2020, it could be seen that in 2018, the Company's revenue increased by 44% from 2017, but the net profit decreased by 34% because in 2018 the Group had increased personnel and improved the standard of internal control to prepare for listing the Company on the Stock Exchange of Thailand, thus affecting the Company's expenses to increase. However, only a year later, the Company was able to resume generating continuously the profit growth.



Growth	2018	2019	2020
Total Revenues	44%	4%	14%
Net Income	-34%	35%	83%

In 2020, the Company had revenue and gross profit of approximately 346 million Baht and 117 million Baht, respectively, an increase from the year 2019 of approximately 302 million Baht and 80 million Baht, respectively. The performance could be divided into 3 main business segments of the Company as follows:

1. Digital Content Support Service Business

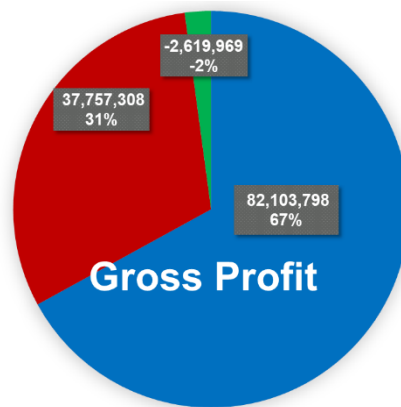
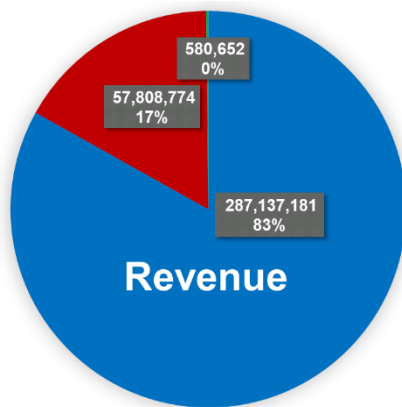
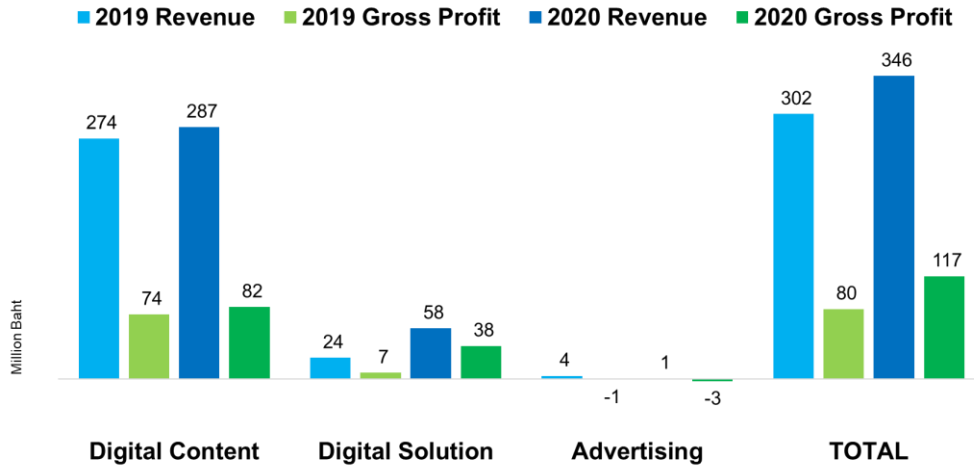
In 2020, the Company still had the highest revenue and gross profit from this business, with revenue and gross profit of approximately 287 million Baht and 82 million Baht, representing proportion of 83% and 67%, respectively, slightly increased from 2019 which were approximately 274 million Baht and 74 million Baht respectively. This was due to the cost of digital content support service which varied according to the revenue. As a result, the Company's gross profit increased slightly at the same rate as the revenue.

2. Information Technology Solution Service Business

The Company's revenue had increased quite significantly from the year 2019 which was approximately 24 million Baht to approximately 58 million Baht in 2020, accounting for 17%. Gross profit increased from the year 2019 which was approximately 7 million Baht to approximately 38 million Baht in 2020 or accounted for 31%. Because the cost of information technology solution service was relatively stable, when the Company's income increased, it allowed the Company's gross profit to increase significantly as well. Therefore, the Company would focus more on expanding the business of information technology solution service in the future.

3. Online Media and Advertising Business

The Company operated online real estate media and advertising on website and Facebook "ReviewYourLiving" which in 2020, real estate business slowed down from the impact of the COVID-19 pandemic, causing the Company to have reduced revenues but still have fixed personnel costs, resulting in the Company's gross loss in 2020 of about 3 million Baht. It was expected that when the COVID-19 pandemic situation subsided, the Company would be able to resume generating profit in this business.



Resolution

The Meeting considered then unanimously resolved to acknowledge the Company’s operating results for the year 2020, ending on 31 December 2020 with details as proposed.

Notes

This agenda was for acknowledgement; therefore, no voting was required.

Agenda 3: To consider and approve the consolidated and separate financial statements of the Company for the year ended December 31, 2020

The Moderator invited Mr. Sompoch Tanutantivong, Executive Director and Chief Financial Officer, to present. Mr. Sompoch clarified the details of the financial information for the year 2020 compared to the year 2019 as followed:

1. Statement of Income

The Company had revenue in 2020 of approximately 345.53 million Baht, an increase from the year 2019 which had revenue of approximately 302.04 million Baht or an increase of 14%, whereas the cost increased only 3% while Selling and Administrative Expenses reduced. As a result, the Company's gross profit and net profit increased by 47% and 83% respectively.

In 2020, the Company diversified by expanding into other businesses with high profit potential, with the following details:

- Revenue from Digital Content Support Service Business was approximately 287 million Baht or 83% of Total Revenue and had a revenue sharing cost of approximately 190 million Baht or 66% of the revenue from the Digital Content Support Service Business.

- Revenue from Information Technology Solution Service Business was approximately 58 million Baht or 17% of Total Revenue.

With important Fixed Costs and Expenses as follows:

- Employee-related expenses approximately 43 million Baht
- Expenses from cloud service fees approximately 4 million Baht
- Expenses related to the office approximately 4 million Baht
- Professional service fee approximately 6 million Baht

Income Statement	2020	2019	Change
Revenues	345,526,607	302,043,462	+14%
Costs	(228,285,470)	(222,226,629)	+3%
Gross Profit	117,241,137	79,816,833	+47%
Other Income	102,905	62,842	+64%
Selling Expenses	(4,591,654)	(5,388,280)	-15%
Administrative Expenses	(26,208,412)	(29,387,419)	-11%
Investments in Associate	88,472	(344,518)	-126%
Finance Costs	(264,660)	(235,051)	+13%
Income before Taxes	86,367,788	44,524,407	+94%
Income Taxes	(14,002,368)	(5,019,543)	+179%
Net Income	72,365,420	39,504,864	+83%

2. Statement of Financial Position

The Company's Total Assets increased to approximately 183.22 million Baht from 140.72 million Baht with details of the Statement of Financial Position as follows:

1. Cash approximately 59 million Baht
2. Investment in Money Market Fund of Krungsri Asset Management Company Limited approximately 10 million Baht
3. Trade Accounts Receivable approximately 95 million Baht
4. Trade Account Payable approximately 79 million Baht
5. Withholding Tax receivable approximately 8 million Baht that the company would file for refund
6. Accrued Income Tax Payable approximately 3 million Baht
7. Employee benefit obligations approximately 5 million Baht
8. Right- of -use assets, from increase in the lease of office space, increased approximately 1 million Baht and lease liabilities for offices and company's vehicles approximately 4 million Baht

Balance Sheet	2020	2019
Current Assets	171,507,311	129,858,068
Non-current Assets	11,708,954	10,860,629
Total Assets	183,216,265	140,718,697
Current Liabilities	85,740,300	48,554,691
Non-current Liabilities	6,915,886	5,969,297
Total Liabilities	92,656,186	54,523,988
Total Equity	90,560,079	86,194,709

3. Statement of Cash Flows

The Company had Cash and Cash Equivalents of approximately 58.98 million Baht, an increase of 17.15 million Baht from 2019 which was approximately 41.83 million Baht, consisting of:

1. Net cash received from operating activities was approximately 88.19 million Baht, an increase from approximately 15.48 million Baht in 2019, This substantial increase was due to the fact that the

Company had adjusted its business model by focusing on the information technology solution business that recognized revenue with the net method and having to pay much less revenue sharing cost to partners.

2. Net cash used in investing activities was approximately 1.12 million Baht from purchase of building improvement and equipment.

3. Net cash used in financing activities was approximately 69.92 million Baht, as the Company paid dividends to shareholders approximately 68 million Baht

Statement of Cash Flows	2020	2019
Cash flows from Operating activities	88,188,125	15,475,641
Cash flows from Investing activities	(1,119,564)	(2,116,149)
Repayment of lease liabilities	(1,915,970)	(795,179)
Capital increase	-	10,000,000
Dividends paid	(68,000,050)	(42,999,810)
Cash flows from Financing activities	(69,916,020)	(33,794,989)
Net change in Cash & Cash equivalents	17,152,541	(20,435,497)
Opening balance of Cash & Cash equivalents	41,831,607	62,267,104
Closing balance of Cash & Cash equivalents	58,984,148	41,831,607

4. Financial Ratios

As for financial ratios in 2020, the Company's profit ratios had increased considerably compared to 2019 and had both shorter average collection period and average payment period because when the Company could collect remove from the operator quicker, the Company would also pay the partners quicker as well. As for the interest-bearing debt of approximately 3.61 million Baht, They were the lease liabilities for office space and company's vehicles. The liquidity ratio decreased from 2.67 times to 2.00 times in 2020 because high proportion of Company's assets were cash and accounts receivable. The Company therefore attempted to reduce its liquidity ratio by paying dividends to its shareholders as much as possible. The Company also had a negative cash cycle which the Company could collect revenue from operators up to 14 days before payments were made to partners, giving the Company relatively high financial liquidity and has ready to expand the business in the future.

Performance	2020	2019
Gross profit margin	34%	26%
Net profit margin	21%	13%
Return on assets	53%	28%
Return on equity	82%	48%
Activity	2020	2019
Asset turnover	2.13	1.92
Average collection period (Days)	87	95
Average payment period (Days)	101	111

Financing	2020	2019
Interest-bearing debt	3,611,151	2,443,432
Debt ratio	2%	2%
Debt/Equity ratio	1.02	0.63
Liquidity	2020	2019
Current ratio	2.00	2.67
Net working capital	85,767,011	81,303,377
Cash cycle (Days)	-14	-16

The Company therefore requested the Meeting to approve the consolidated and separate financial statements of the Company for the year ended 31 December 2020 with details as mentioned above.

Resolution

The Meeting considered and resolved to unanimously approve the consolidated and separate financial statements of the Company for the year ended 31 December 2020 with the following votes:

Approved	120,000,000 votes	Percentage	100.00
Disapproved	-	votes Percentage	-
Abstained	-	votes Percentage	-
Invalid ballots	-	votes Percentage	-

Note

The resolution of this agenda must be certified by a majority vote of the total votes of the shareholders who attend the meeting and cast their votes.

Agenda 4: To consider and approve the appropriation of profit as legal reserve, the dividend payment for the year 2020 and to acknowledge the interim dividend payments

The Moderator explained that, according to the Public Limited Companies Act B.E. 2535 Section 116 and Article 45 of the Company’s Articles of Association, the Company must appropriate a portion of the annual net profit to a reserve fund of no less than five percent of the annual net profit less the total accumulated loss brought forward (if any) until this reserve fund is not less than ten percent of the registered capital.

In addition, the Company has a policy to pay dividends at the rate of not less than 40 percent of the net profit from the separate financial statements after corporate income tax deduction and all types of reserves as stipulated in the laws and regulations of the Company. However, such dividend payment is subject to change depending on other necessity and appropriateness as the Board of Directors deems appropriate.

And according to the Public Limited Companies Act B.E. 2535 Section 115 and Article 44 of the Company’s Articles of Association which prohibit the payment of dividends from other source of fund than profit. In the event that the Company still has accumulated loss, it is forbidden to pay dividends. The dividends shall be divided according to the number of shares, per share equally, except in the case where the Company issues preferred shares and specifies the preferred shares to receive dividends different from ordinary shares then dividends are appropriated as specified. Dividend payment must be approved by the shareholders’ meeting,

the Board of Directors may pay interim dividends to shareholders from time to time if the Company is profitable enough to do so and when the interim dividend has been paid, such dividend payment shall be reported to the shareholders of the next shareholders' meeting. Payment of dividends must be made within one (1) month from the date of shareholders' meeting or a resolution of the Board of Directors meeting, as the case may be, provided that such notice shall be notified in writing to the shareholders and the notice of dividend payment shall also be published in a newspaper for not less than three (3) consecutive days.

The Board of Directors therefore deemed appropriate to propose to the Meeting to consider and approve the appropriation of profit as legal reserve of 3,000,000 Baht, from existing 5,000,000 Baht, totaling 8,000,000 Baht, which would be ten percent of the Company's registered capital and requested the Meeting to acknowledge the interim dividend payments according to Article 44 of the Company's Articles of Association as follows:

1. From the operating results of the first quarter of 2020 at the rate of 0.11667 Baht per share, equivalent to 14,000,000 Baht on 25 May 2020.

2. From the operating results of the second quarter of 2020 at the rate of 0.10 Baht per share, equivalent to 12,000,000 Baht on 25 August 2020.

3. From the operating results of the third quarter of 2020 at the rate of 0.13333 Baht per share, equivalent to 15,999,950 Baht on 25 November 2020

Due to the operating results in 2020 which the Company had a net profit of approximately 61.63 million Baht, the Meeting was requested to consider and approve an additional dividend payment of 15,999,950 Baht (Fifteen million nine hundred and ninety nine thousand nine hundred fifty Baht only) equivalent to 0.13333 Baht per share, on 25 March 2021, Such that the total dividends paid to shareholders for the year 2020 amounted to 57,999,900 Baht or 94.11% of net profit, which was in accordance with the Company's dividend payment policy.

Resolution

The Meeting considered and resolved to unanimously approve the appropriation of profit as legal reserve, 2020 dividend payment and acknowledge the interim dividend payments with the details as follows:

1. Approved the appropriation of profit as legal reserve of 3,000,000 Baht, from existing 5,000,000 Baht, totaling 8,000,000 Baht, which would be ten percent of the Company's registered capital.

2. Approved the dividend payment from the operating results in 2020 in the additional amount of 15,999,950 Baht (Fifteen million nine hundred and ninety-nine thousand nine hundred fifty Baht only) equivalent to 0.13333 Baht per share, on 25 March 2021.

3. Acknowledged 3 interim dividend payments in 2020 as follows:

- No. 1 Interim dividend payment from the operating results of the first quarter of 2020 at the rate of 0.11667 Baht per share, equivalent to 14,000,000 Baht on 25 May 2020.

- No. 2 Interim dividend payment from the operating results of the second quarter of 2020 at the rate of 0.10 Baht per share, equivalent to 12,000,000 Baht on 25 August 2020.

- No. 3 Interim dividend payment from the operating results of the third quarter of 2020 at the rate of 0.13333 Baht per share, equivalent to 15,999,950 Baht on 25 November 2020

with the following votes:

Approved	120,000,000 votes	Percentage	100.00
Disapproved	-	votes Percentage	-
Abstained	-	votes Percentage	-
Invalid ballots	-	votes Percentage	-

Note

The resolution of this agenda must be certified by a majority vote of the total votes of the shareholders who attend the meeting and cast their votes.

Agenda 5: To consider and approve the appointment of directors to replace those retiring by rotation for the year 2021

The Moderator explained that the Public Limited Companies Act B.E. 2535 Section 71 and Article 17 of the Company's Articles of Association require that directors retire by rotation at the Annual General Meeting of Shareholders by one-third rate or the number closest to one-third. Directors who retire by rotation may be re-elected as a new director. In this Annual General Meeting of Shareholders for the year 2021, there were 3 directors due to retire by rotation as follows:

1. Mr. Chirapan Sintunava Independent Director, Chairman of the Board of Directors and Chairman of the Audit Committee
2. Mr. Visilp Vongvanichvathana Independent Director and Audit Committee

3. Mr. Sirutt Ratanapaitoon Independent Director, Audit Committee and Nomination and Remuneration Committee

The Nomination and Remuneration Committee (excluding the directors who had a stake) considered that the above 3 directors were knowledgeable, capable, experienced, and with expertise beneficial to the Company's operations and attended the Board of Directors' meeting every time with the work history shown in the Attachment 3, therefore, proposed to the Meeting to consider re-electing the said persons for another term.

Resolution

The Meeting considered and resolved to unanimously approve the appointment of 3 directors who was due to retire by rotation in the 2021 Annual General Meeting of Shareholders to be re-elected for another term, with details as follows:

List of directors	Position	Number of votes counted/Percentage			
		Approved	Disapproved	Abstained	Invalid
Mr. Chirapan Sintunava	Independent Director, Chairman of the Board of Directors and Chairman of the Audit Committee	120,000,000/100.00	-	-	-
Mr. Visilp Vongvanichvathana	Independent Director and Audit Committee	120,000,000/100.00	-	-	-
Mr. Sirutt Ratanapaitoon	Independent Director, Audit Committee and Nomination and Remuneration Committee	120,000,000/100.00	-	-	-

Note

The resolution of this agenda must be certified by a majority vote of the total votes of the shareholders who attend the meeting and cast their votes.

Agenda 6: To consider and approve the determination of directors' remuneration for the year 2021

The Moderator explained that, for the shareholders' meeting to consider on the determination of directors' remuneration for the year 2021 for directors who were not employees of the Company, the Company had established policies, rules and procedures for nomination and consideration of directors' remuneration, whether in form of cash, securities, or other considerations as appropriate to their duties and responsibilities, performance, the Company's operating results and practices in the same industry, including expected benefits from each director as well as the results of the annual performance assessment by fixing compensation in an appropriate manner and at the level that can motivate and retain directors with the required quality and in accordance with the Public Limited Companies Act B.E. 2535 Section 90 and Article 22 of the Company's Articles of Association.

The Nomination and Remuneration Committee had carefully scrutinized various factors, namely the Company's operating results and the Company's business size, duties and responsibilities of the Board of Directors and Sub-Committees of the Company. By comparing the rates of compensation with businesses that are similar in size to the Company in the same industry, it was deemed appropriate to fix an amount not exceeding 1,080,000 Baht, which was the same amount as the remuneration in the year 2020, and directors who were employees of the Company would not receive any remuneration. Therefore, the Nomination and Remuneration Committee proposed the Meeting to consider and approve the remuneration for the Board of Directors and Sub-Committees on a quarterly basis for the year 2021, with details as follows:

Remuneration	Chairman	Director
1. Quarterly Remuneration		
- Board of Directors	50,000 Baht/quarter	30,000 Baht/quarter
- Audit Committee	40,000 Baht/quarter	20,000 Baht/quarter
- Executive Committee	-	-
- Nomination and Remuneration Committee	-	-
- Risk Management Team	-	-
- Corporate Governance and Social Responsibility Team	-	-
2. Other Remuneration	-	-

Resolution

The Meeting considered and resolved to unanimously approve the directors' remuneration for the year 2021 in the amount not more than 1,080,000 Baht, which was the same amount as the remuneration in the

year 2020, and the directors who were employees of the Company would not receive any remuneration, with details as follows:

Remuneration	Chairman	Director
1. Quarterly Remuneration		
- Board of Directors	50,000 Baht/quarter	30,000 Baht/quarter
- Audit Committee	40,000 Baht/quarter	20,000 Baht/quarter
- Executive Committee	-	-
- Nomination and Remuneration Committee	-	-
- Risk Management Team	-	-
- Corporate Governance and Social Responsibility Team	-	-
2. Other Remuneration	-	-

with the following votes:

Approved	120,000,000 votes	Percentage	100.00
Disapproved	-	votes Percentage	-
Abstained	-	votes Percentage	-
Invalid ballots	-	votes Percentage	-

Note

The resolution on this agenda must be certified by a vote of not less than two-thirds of the total votes of the Shareholders who attend the meeting and cast their votes.

Agenda 7: To consider the appointment of auditor of the Company and its subsidiaries and determine the auditor's remuneration for the year 2021

The Moderator explained that, to comply with the Public Limited Companies Act B.E. 2535 Section 120 and Article 36 (6) of the Company's Articles of Association which require that the General Meeting of Shareholders appoint auditor and determine the Company's audit fee every year, the Audit Committee considered that the practice of auditor from PricewaterhouseCoopers ABAS Ltd. had performed its duties properly, completely, and was independent and had no relationship or interest in any relationship with the Company, subsidiaries, executives, major shareholders or any persons related to such persons in any way.

Therefore, they were independent in auditing and expressing their opinions on the Company's financial statements and they had been approved by the Office of the Securities and Exchange Commission (SEC). Hence, it was appropriate to propose PricewaterhouseCoopers ABAS Ltd. which consisted of the following auditors to be auditor of the Company for the year 2021:

1. Mr. Pisit Thangtanagul Certified Public Accountant No. 4095 or
2. Miss Nantika Limwiriyaalert Certified Public Accountant No. 7358 or
3. Mr.Paiboon Tunkoon Certified Public Accountant No. 4298

In the event that the three auditors were unable to perform their duties, PricewaterhouseCoopers ABAS Ltd. should provide another Certified Public Accountant of PricewaterhouseCoopers ABAS Ltd. to perform the duties to audit, review and express their opinions on the Company's financial statements instead. In appointing PricewaterhouseCoopers ABAS Ltd. as the auditor, this was the third fiscal year in a row since the fiscal year 2019, with Mr. Pisit Thangtanagul the only person who signed the financial statements of the Company. And proposed to consider the remuneration for the auditor (including audit fee for annual financial statements and review fee for quarterly financial statements) with a quoted rate of 3,700,000 Baht per year, an increase of 150,000 Baht from 2020, due to PropTech Co., Ltd. and Tham Digital Co., Ltd., the Company's subsidiaries, having increased transactions and had included the audit fee for the Application form for Exercising Corporate Income Tax Exemption Rights and Benefits of Mitsui ICT Co., Ltd. and Tham Digital Co., Ltd of 100,000 Baht per company. However, the remuneration for the above auditing did not include other service fees (Non-Audit Fee) and other expenses such as allowances, travel expenses, etc.

Auditor's fee	2021 (Baht) (for consideration)	2020 (Baht)
Audit fee for the Company	2,410,000	2,410,000
Audit fees for subsidiaries	1,290,000	1,140,000
Total	3,700,000	3,550,000
Other service charges	Actual disbursement	Actual disbursement of 64,500

Resolution

The Meeting considered and unanimously approved the appointment of:

1. Mr. Pisit Thangtanagul Certified Public Accountant No.4095 or

2. Miss Nantika Limwiriyalet Certified Public Accountant No.7358 or

3. Mr.Paiboon Tankul Certified Public Accountant No.4298

On behalf of PricewaterhouseCoopers ABAS Ltd. to be the auditor of the Company and its subsidiaries for the accounting period ended on 31 December 2021 and fixed the remuneration for the auditor in the amount of 3,700,000 Baht per year which included the audit fee for the Application form for Exercising Corporate Income Tax Exemption Rights and Benefits of Mitsui ICT Co., Ltd. and Tham Digital Co., Ltd of 100,000 Baht per company. However, the remuneration for the above auditing did not include other service fees (Non-Audit Fee) and other expenses such as allowances, travel expenses, etc. with the following votes:

Approved	120,000,000 votes	Percentage	100.00
Disapproved	-	votes Percentage	-
Abstained	-	votes Percentage	-
Invalid ballots	-	votes Percentage	-

Note

The resolution of this agenda must be certified by a majority vote of the total votes of the shareholders who attend the meeting and cast their votes.

Agenda 8: To consider other matters (if any)

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After the meeting was adjourned, Mr.Tanin Rattanasiriwilai, a shareholder, inquired that, in 2021, how the Company expected the trend of operating results to be.

Mr. Sompoch Tanutantivong, Executive Director and Chief Financial Officer clarified that, as for the operating results, the Company would not be able to clarify in advance and could not specify any numbers. However, the Company will focus on developing the information technology solution service business as explained in the operating results agenda because the cost was not high but the return was quite good. The digital content support service business was expected to continue to grow as well.

No one proposed any other matter to the Meeting for consideration. The Chairman declared the meeting adjourned at approximately 3.00 p.m.

Signed by _____

(Mr. Chirapan Sintunava)

Chairman of the Board of Directors