

(TRANSLATION)

Far East Fame Line DDB Public Company Limited
Minutes of the Annual General Meeting of Shareholders No.26 of 2020

The meeting was held at the Company's Conference Room at 465/1– 467, Si Ayutthaya Road, Thungphayathai Subdistrict, Ratchathewi District, Bangkok on August 5, 2020. There were shareholders and proxies 41 persons, representing 59 shareholders, holding 5,930,608 shares or 75.36 % of the issued and paid up shares (the Company's issued and paid up shares was 7,870,000 shares) and the quorum was formed.

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The Meeting commenced at 14.00 hrs.

Mr. Boonchai Chokwatana, Chairman of the Board acting as Chairman of the meeting.

Miss Rachadawan Ritthirong informed that there were shareholders and proxies 41 persons, representing 59 shareholders, holding 5,930,608 shares or 75.36 % of the issued and paid up shares which constituted the quorum. According to the Company's Article of Association No.36 that shareholders and proxies must be not less than 25 persons or not less than half (1/2) of the total number of shareholders holding shares not less than one-third (1/3) of the total number of shares sold and invited Mr. Boonchai Chokwatana, Chairman, to open the meeting.

Mr. Boonchai Chokwatana, declared the meeting open on behalf of the Board of Directors of Far East Fame Line DDB Public Company Limited and welcomed all shareholders to the Annual General Meeting of Shareholders No.26 of 2020. Before proceeding the Meeting, the Chairman of the Meeting introduced the Board of Directors, Management, Sub-committees and the Auditors of the Company's as follows:

Attendance of Directors (13 Persons)

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| 1. | Mr. Boonchai Chokwatana | Chairman / Chairman of Nomination and Remuneration Committee |
| 2. | Mr. Wasin Teyateeti | Vice Chairman |
| 3. | Mr. Wichar Ldallitsakool | President / Chairman of the Executive Committee / Risk Management & Anti-Corruption Committee / Nomination and Remuneration Committee |
| 4. | Mr. Khachornsakdi Vanaratseath | Independent Director / Audit Committee Chairman |
| 5. | Mrs. Chailada Tantivejakul | Vice President / Vice Chairman of the Executive Committee / Risk Management & Anti-Corruption Committee / Nomination and Remuneration Committee / Chief Financial Officer |

6. Mrs. Malee	Leelasiriwong	Director / Executive Committee / Risk Management & Anti-Corruption Committee / Human Resource and Legal Director
7. Miss Waraporn	Kulsawatpakdee	Director / Vice Chairman of the Executive Committee / Risk Management & Anti-Corruption Committee
8. Mrs. Kadekaew	Ittikul	Managing Director / Executive Committee / Risk Management & Anti-Corruption Committee
9. Mr. Anupol	Puwapoonpol	Managing Director / Executive Committee / Risk Management & Anti-Corruption Committee
10. Mr. Vichit	Tantianunanont	Independent Director / Audit Committee / Chairman of Risk Management & Anti-Corruption Committee
11. Mr. Amorn	Asvanunt	Independent Director / Audit Committee
12. Mrs. Chattong	Tippayakalin	Independent Director / Audit Committee
13. Assoc.Prof.Dr.Preeyachit	Charoenwongse	Independent Director

Non-Attendance of Directors (1 Person)

1. Mr. Chailadol	Chokwatana	Director
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Attendance of Management and the Company Secretary

1. Mrs. Pornwilai	Pinvanichkul	Accounting Manager
2. Miss Rachadawan	Ritthirong	Company Secretary

There were 13 directors participated in this meeting or to be 92.86% of all the Company's Directors. Apart from that, in this Annual General Meeting of Shareholders, Subcommittee Chairman and the Top Management of Accounting and Finance Department also attended the meeting.

Attendance of Auditor and representative from the audit office

1. Dr. Preecha	Suan	Certified Public Accountant No.6718
2. Mr. Teerawuth	Laownaphakul	Senior Audit Manager

Representative of Dr. Virach & Associates Office Co.,Ltd., as The witness in counting votes of the meeting

The Chairman of the Meeting, informed that Company had given the opportunity to shareholders to propose agenda and/or to nominate candidates to be elected as directors from

December 1, 2019 to December 30, 2019 and there was not any shareholders proposed agenda and nominated candidates to be elected as directors. The Chairman assigned Miss Rachadawan Ritthirong, Company Secretary, explained the voting right procedure to the Meeting as follows:

Miss Rachadawan Ritthirong informed that the voting right in this Meeting is in accordance with the Company's Article of Association No. 43 that is one share was equal to one vote. The casting of vote with revelation, the shareholders could cast of vote with approved, disapproved or abstained in each agenda. Counting of vote regarded especially from disapproved and/or abstained including voided ballots (if any) by deduction from all attended votes. The remaining of vote counted to be the agreement of that agenda. In case of shareholders do proxy to other person to attend the meeting and to cast the vote according to shareholders' specified objective by sending the Proxy Form to the Company in advance, the Company has already recorded votes according to shareholders' objective in the system.

The Voided Ballot means the ballot that voted more than 1 choice or in case of the strike out on ballot without certify signature.

In case of shareholders registered to attend the Meeting after the Meeting started, the shareholders have rights to vote in the remaining agenda. The Company would count the vote of shareholders who attended the Meeting during the meeting from the agenda which they voted for recording in the Minutes of the Meeting.

For the orderly vote, the Company would count the vote by Barcode System that shareholders would see the votes on screen at the same time. The shareholders received the ballot paper and voting card at registration, by dividing into the case as follows:

1. Any agenda, except the election of Directors agenda Shareholders who disapproved or abstained should raise the ballot paper, the officer would count the votes including distribute the voting card. Please fill the registered number, specify an opinion with the signature in the voting card and the officer would collect the voting card promptly.
2. The election of Directors agenda Please specify opinion to election Director individually with signature. In case of shareholders who disapproved or abstained the vote in the election of Director, the shareholders/ proxies have to raise the ballot paper, the company officers will count the votes immediately. The officers collect voting card from all shareholders/ proxies at the end of this agenda.

The Directors who were shareholders reserved the right to vote for approval in every agenda according to the Board of Director's proposal. In case of shareholders assigned Director as Proxies to vote, Director would vote in accordance with the shareholder's specific objectives as prescribed in Proxy Form.

In this meeting, if shareholders have any questions. They could write down in the paper and give it to the Company's officer.

Furthermore, the Chairman assigned Mr. Wichar Ldallitsakool, President to conduct the meeting for all agenda, except for agenda 5: to consider the election of new company's directors in place of those who must retire by rotation which was assigned Mrs. Kadekaew Ittikul, Managing Director and agenda 7: to consider the appointment of auditor and determine the audit fee which was assigned Mr. Khachornsakdi Vanaratseath, Audit Committee Chairman to conduct the said agendas.

Before starting the first agenda, Miss Rachadawan Ritthirong, Company Secretary informed that, there were no more shareholder attending the meeting.

After that, Mr. Wichar Ldallitsakool, President proceeded the meeting with the agenda as follows:

1. To consider the adoption of the Minutes of the Annual General Meeting of Shareholders No.25 of 2019

Mr. Wichar Ldallitsakool, President, report that the Minutes of the Annual General Meeting of Shareholders No.25 of 2019 was arranged and submitted to The Stock Exchange of Thailand and publicized on company's website (www.fareastfamelineddb.com) within 14 days from the day of the Annual General Meeting of Shareholders and submitted to the Ministry of Commerce according to the requirement of the laws. The copy of the Minutes was sent with the Notice of the Annual General Meeting of Shareholders which the Board of Directors had the opinion that it was recorded correctly. The meeting was asked to consider the matter.

Voting resolution: Majority votes of shareholders attending the Meeting and having voting rights.

After consideration, the meeting had resolution to adopt the aforementioned Minutes of the Meeting, with the majority votes of totally votes of shareholders who attended in the meeting and voted (5,930,608 shares), details as follows:

- Approved 5,930,607 votes or to be 99.99998%
- Disapproved 1 votes or to be 00.00002%
- Abstained - None -
- Voided Ballots - None -

Before starting the second agenda, Miss Rachadawan Ritthirong, Company Secretary informed that, there were no more shareholder attending the meeting.

2. To acknowledge the report of the Board of Directors for the previous year.

Mr. Wichar Ldallitsakool, President, informed the meeting that the report of the Board of Directors and the 2019 operating results of the Company provided in the Annual Report of 2019 in QR Code format, submitted together with the Notice of the Annual General Meeting of Shareholder prior to this meeting and summarized the operating result in 2019 as follows:

Result of Operation in 2019

(Management Discussion & Analysis : MD&A)

In 2019, Far East Fame Line DDB Public Company Limited and its subsidiaries had total gross income from the rendering of service and commission amount of THB 237.14 million, a decrease from year 2018 amount of THB 0.10 million or 0.04 per cent, and had a net profit for the year amount of THB 98.05 million, a decrease from 2018 amount of THB 5.63 million or 5.43 per cent, because of decreasing net profit came from others income a decrease amount of THB 13.84 million or decrease 19.68 per cent, the main result came from the decrease of gain on sale of investment in available-for-sale and the share of profits from investments in associates.

Due to the economic slowdown in 2019, which has an impact on the domestic business sector, the company continues to operate with caution because many clients have reduced their advertising budgets. The company, therefore, still pays attention to cost management policy and significant reduction of service and administrative expenses in order that they will not affect the company's operations.

Major Change and Development in 2019

10-14 June 2019	The 2nd period of offering and purchasing newly issued ordinary shares under the Employee Stock Option Program (FE-ESOP).
28 June 2019	The Company registered the paid-up capital with the Ministry of Commerce, from the existing paid-up capital of Baht 77,499,500 to Baht 78,700,000, by issuing 120,050 ordinary shares with a par value of Baht 10 each. The total paid-up capital and registered capital of the Company amount to Baht 78,700,000.

Implementation of Anti-corruption Policy and Measures

In 2019, the Company submitted a Self-Evaluation Tool to The Private Sector Collective Action Coalition Against Corruption (CAC) in order to enter into the renewal of certification. On November 4, 2019 the Committee of CAC approved the renewal of certification to the Company. The certification is valid for 3 years.

The Company publicize and organized training about the policy and best practice of anti-corruption to the management and employees at all levels continuously. The anti-corruption policy also participated in the human resource management such as the recruitment, training, evaluation, remuneration and promotion. Furthermore, the Company has communicated, publicize, as well as continuously expanding the anti-corruption alliance to its business partners, customers and other business associates.

Operations in the Coronavirus 2019 (COVID-19) Outbreak Situation

Due to the epidemic of COVID-19 since March 2020, the Company's business has been adversely affected by the adjustment of plan of the clients, such as: the reduction of advertising budget, modify the plan, postpone the campaign, cancel advertising media, cancel the event, etc. The company has adjusted the action plan to cope with the situation as follows:

1. Organize a work system so that employees can work from home effectively, including reduction of working days and time-lapse to reduce congestion.
2. Adjust organization and work styles to be more efficient and suitable to the situation. By focusing on using an Online system in working, meeting management and presenting jobs to clients.
3. Develop and train employees continuously, in order to increase efficiency and create unity in the organization.
4. Reduce company costs and expenses, by reducing unnecessary expenses, the number of employees and salary, as well as reducing the remuneration and meeting allowances for directors and executives.
5. Enhancing company income, by focusing on the businesses that are consistent with the situation, such as Online business, Data business, including proposing new projects to customers and try to get more new customers.
6. Make plans and adjust plans for customers, such as:
 - Offer a plan tailored to each client's current situation and business.
 - Help customers increase distribution channels and create new models for presenting products, especially online channels.
 - Plan for the use of advertising media in the form of "Package Deal", in order to use the media appropriately and efficiently.
 - Editing and improving the original advertising materials, to be applicable to the current situation.
 - Establish a CSR program for the COVID-19 epidemic period.
 - Offer Online research and Data project to customers.

In addition, the shareholders at the meeting had questions related to this agenda, as follows:

(Question) Mr. Bowonrat Phangsrarn, shareholder and shareholder rights protection volunteer of the Thai Investors Association inquired that the Company has a target on the proportion of advertising media structures in what direction for the long term? How to achieve that goal?

(Answer) Mr. Wichar Ldallitsakool, President, answered that the current media formats are Online and Offline, which the advertising business has used more Online media, especially in foreign countries that the proportion is equal. The proportion of media that the Company do now is Offline = 70% and Online = 30% and aims to increase the proportion of Online, according to the market conditions. To meet that goal, the Company pays attention to the preparation of the organization, both personnel and technology, including adjusting the work plan in accordance with the business plan.

(Question) Mr. Bowonrat Phangsrarn further inquired that how does the company plan to target customers in the future?

(Answer) Mr. Wichar Ldallitsakool, President, answered that this era is the age of “Personalization Marketing”, which relies on Online and Data as an important part. We have established the Digital Department for more than 10 years and have been providing services to most of our customers. In addition, 3 years ago, we established more Data Division to support online services. These are the strategies we use to break into our customers, when we get this service, work in the Offline section or other media will come later.

There was no more question from the shareholders.

The Meeting acknowledged the said report for the past year.

Before starting the third agenda, Miss Rachadawan Ritthirong, Company Secretary informed that, there were no more shareholder attending the meeting.

3. To consider the approval of the Financial Statements as at December 31, 2019

Mr. Wichar Ldallitsakool, President, proposed the Financial Statements, consisted of Statements of Financial Position, Statement of Income, Statement of Comprehensive Income, Statement of Changes in Shareholders' Equity, Statement of Cash Flows and Notes to the Financial Statements as at December 31, 2019 and Report of Auditor which were prepared in accordance with generally accepted accounting principles and examined and certified by a Certified Public Accountant, agreed by the Audit Committee and the Board of Directors as stated in the Annual Report for the year 2019 in QR Code format, delivered to all shareholders together with the Notice of the Annual General Meeting of Shareholders prior to this meeting for consideration. The major of contents were as follows:

(Unit : Million Baht)

Descriptions	Consolidated Financial Statements	Separate Financial Statements
Total Assets	1,720.88	1,454.91
Total Liabilities	423.86	367.62
Shareholder's Equity	1,297.02	1,087.28
Total Income	741.96	616.41
Net Profit attributable to equity holders of the Company	99.83	83.16
Earnings per share (Baht)	12.27	10.65

There was no question, the President asked the Meeting to consider the Financial Statements for the year ended December 31, 2019 as stated above.

Voting resolution: Majority votes of shareholders attending the Meeting and having voting rights.

After consideration, the meeting had resolution to approve the Financial Statements as at December 31, 2019, with the majority votes of totally votes of shareholders who attended in the meeting and voted (5,930,608 shares), details as follows:

- Approved 5,930,607 votes or to be 99.99998%
- Disapproved 1 votes or to be 00.00002%
- Abstained - None -
- Voided Ballots - None -

Before starting the fourth agenda, Miss Rachadawan Ritthirong, Company Secretary informed that, there were no more shareholder attending the meeting.

4. To consider and approve the appropriation of profit and no additional dividend payment for 2019 year of operations, and acknowledge the interim dividend payment

Mr. Wichar Ldallitsakool, President, informed the meeting that the Company will pay the dividend by the consideration of operating results and cash flow, the policy to pay the dividend at Baht 3.00 per share for the operation of Separate Financial Statements. The Company paid the dividend consistently every year and in accordance with its policy.

In 2019, a net profit of the Company amounting to Baht 83,155,836.84. The unappropriated retained earnings amounting to Baht 705,320,820.80.

The Board of Director considered and agreed to propose to the Annual General Meeting of Shareholders to approve the appropriation of profit and no additional dividend payment for 2019 year of operations, and acknowledge the interim dividend payment, as the following details:

1. No legal reserve appropriation because the Company's reserve has reached the amount required by laws.
2. No additional dividend payment from the Year 2019 operating results because the Board of Directors has approved interim dividend payment for the Company's shareholders which was made on May 8, 2020. The Board of Directors' approval for such interim dividend payment was aimed to alleviate impact on the dividend entitlement of shareholders caused by the postponement of the Annual General Meeting of Shareholders due to the outbreak of the COVID-19.
3. Acknowledgement of the interim dividend payment for the Company's operating results from January 1 to December 31, 2019 at Baht 10.00 per share of 7,870,000 shares at amount of Baht 78,700,000.00, which was made on May 8, 2020 (the Record Date of shareholders entitled to receive the dividend whose names appearing in the shareholders register book as of the date on April 24, 2020). The interim dividend payment was paid from the profit that already paid corporate income tax, wherein individual shareholders shall be entitle to Dividend Tax Credit under Section 47 bis of the Revenue Code. The detail are as follows:
 - Paid from profit with already paid tax at the rate of 30% at Baht 0.40 per share.
 - Paid from profit with already paid tax at the rate of 23% at Baht 0.21 per share.
 - Paid from profit with already paid tax at the rate of 20% at Baht 9.39 per share.

The conclusion of the allocation of Company's profit for the 2019 operating results as follows:

● Net Profit from Separated Financial Statement	Baht	83,155,836.84
● Un-Appropriated Retained Earnings to be appropriated	Baht	705,320,820.80
● The legal reserve already exceeded 10% of Registered Capital, so it was no longer required		
● Allocation of interim dividend of Baht 10.00 per share	Baht	<u>78,700,000.00</u>
● Retained Earnings Carried Forward	Baht	<u>626,620,820.80</u>

The dividend payment is consistent with the Company's dividend payment policy and does not affect the Company's liquidity.

Voting resolution: Majority votes of shareholders attending the Meeting and having voting rights.

After consideration, the meeting had resolution to approve the allocation of profit as stated above, with the majority votes of totally votes of shareholders who attended in the meeting and voted (5,930,608 shares), details as follows:

- Approved 5,930,607 votes or to be 99.99998%
- Disapproved - None -
- Abstained 1 votes or to be 00.00002%
- Voided Ballots - None -

Before starting the fifth agenda, Miss Rachadawan Ritthirong, Company Secretary informed that, there were no more shareholder attending the meeting.

5. To consider the election of new company's directors in place of those who must retire by rotation.

Mrs. Kadekaew Ittikul, Managing Director, informed the meeting that, according to the Company's Article of Association No.21, in every Ordinary Meeting of Shareholders, one-third of the total number of directors has to vacate their offices by rotation. If the number of the directors cannot be divided by three, the nearest total to one-third is allowed. The retiring directors may be re-elected. In this Annual General Meeting of Shareholders No.26, there were five retired directors as follows:

1. Mr. Wichar Ldallitsakool President / Chairman of the Executive Committee / Risk Management and Anti-Corruption Committee / Nomination and Remuneration Committee
2. Mrs. Chailada Tantivejakul Vice President / Vice Chairman of the Executive Committee / Risk Management and Anti-Corruption Committee / Nomination and Remuneration Committee
3. Mrs. Malee Leelasiriwong Company Director / Executive Committee / Risk Management & Anti-Corruption Committee
4. Mr. Amorn Asavanunt Independent Director / Audit Committee
5. Mr. Vichit Tantianunanont Independent Director / Audit Committee / Chairman of Risk Management & Anti-Corruption Committee

The Company granted the shareholders to nominate candidates to be elected as directors, during December 1-30, 2019, but no proposal from shareholder.

The Board of Directors, excluding the directors who has been nominated, carefully considered by individual and agreed with the Nomination and Remuneration Committee's proposal to propose to the Annual General Meeting of Shareholders to elect Mr. Wichar Ldallitsakool, Mrs. Chailada Tantivejakul, Mrs. Malee Leelasiriwong, Mr. Amorn Asvanunt and Mr.

Vichit Tantianunanont who are retired by rotation, to be the directors of the Company for another term. By individual consideration, the aforementioned directors had knowledge, competence and experience from various professionals that meet the Company requirements. They undertook a number of work beneficial to the Company with good success record. Their qualifications are qualified and not prohibited according to laws, notifications and the Articles of Association. The members of Sub-Committee also performed well in their duties by using their experience to suggest the good policies that contributed to the successful records of the Company's operations.

The two Independent Directors, whose duration of service as the Independent Directors of the Company more than 9 years continuously, have knowledge skills and experiences that the Company Needs such as Accounting, Finance, Business Administration and Internal Audit. They also have qualification to be Independent Director that comply with related regulations. Moreover, they are able to give good suggestions to the Company's operations with the freely comments.

According to the Law on Public Companies Limited, the Company directors may not be directors of any other companies operating a business of a nature similar to, and in competition with the business of the Company, unless they have notified the shareholders' meeting before a resolution is made to appoint them. Mrs. Kadekaew Ittikul, therefore informed the meeting that the persons who were nominated for re-election, 2 of them were directors of other companies operating a business of a similar nature with the Company as follows:

Mrs. Chailada Tantivejakul : being

- Chairman of Data First Co.,Ltd. (Advertising and Data Management)

Mrs. Malee Leelasiriwong : being

- Director of Data First Co.,Ltd. (Advertising and Data Management)

- Director of Springboard Plus Co.,Ltd. (Advertising Agency)

- Director of Integrated Communication Co.,Ltd. (Advertising and Public Relations Agency)

Profile of 5 nominated persons to be directors in replacement of those who must retired by rotation has already been sent to shareholders with Notice of the Annual General Meeting of Shareholders.

Voting resolution: Majority votes of shareholders attending the Meeting and having voting rights.

Then, Mrs. Kadekaew Ittikul, offered the Shareholders' Meeting to elect the person in this list individually as the company's director:



(1) Mr. Wichar Ldallitsakool

After consideration, the meeting had resolution to approve the re-election of director, with the majority votes of totally votes of shareholders who attended in the meeting and voted (5,930,608 shares), details as follows:

- Approved 5,930,607 votes or to be 99.99998%
- Disapproved - None -
- Abstained 1 votes or to be 00.00002%
- Voided Ballots - None -

(2) Mrs. Chailada Tantivejakul

After consideration, the meeting had resolution to approve the re-election of director, with the majority votes of totally votes of shareholders who attended in the meeting and voted (5,930,608 shares), details as follows:

- Approved 5,930,607 votes or to be 99.99998%
- Disapproved - None -
- Abstained 1 votes or to be 00.00002%
- Voided Ballots - None -

(3) Mrs. Malee Leelasiriwong

After consideration, the meeting had resolution to approve the re-election of director, with the majority votes of totally votes of shareholders who attended in the meeting and voted (5,930,608 shares), details as follows:

- Approved 5,930,607 votes or to be 99.99998%
- Disapproved - None -
- Abstained 1 votes or to be 00.00002%
- Voided Ballots - None -

(4) Mr. Amorn Asavanunt

After consideration, the meeting had resolution to approve the re-election of director, with the majority votes of totally votes of shareholders who attended in the meeting and voted (5,930,608 shares), details as follows:

- Approved 5,930,307 votes or to be 99.99492%
- Disapproved 300 votes or to be 00.00506%
- Abstained 1 votes or to be 00.00002%
- Voided Ballots - None -

(5) Mr. Vichit Tantianunanont

After consideration, the meeting had resolution to approve the re-election of director, with the majority votes of totally votes of shareholders who attended in the meeting and voted (5,930,608 shares), details as follows:

- Approved 5,930,307 votes or to be 99.99492%
- Disapproved 300 votes or to be 00.00506%
- Abstained 1 votes or to be 00.00002%
- Voided Ballots - None -

Therefore, the Board of Directors for 2020 comprised of the following 14 persons:

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| 1. Mr. Boonchai Chokwatana | 2. Mr. Wasin Teyateeti |
| 3. Mr. Wichar Ldallitsakool | 4. Mrs. Chailada Tantivejakul |
| 5. Mrs. Malee Leelasiriwong | 6. Miss Waraporn Kulsawatpakdee |
| 7. Mrs. Kadekaew Ittikul | 8. Mr. Anupol Puwapoonpol |
| 9. Mr. Chailadol Chokwatana | 10. Mr. Khachornsakdi Vanaratseath |
| 11. Mr. Amorn Asvanunt | 12. Mr. Vichit Tantianunanont |
| 13. Mrs. Chattong Tippayakalin | 14. Assoc.Prof.Dr.Preeyachit Charoenwongse |

There were Independent Directors 1/3 of all the Board of Directors consisting of Mr. Khachornsakdi Vanaratseath, Mr. Amorn Asvanunt, Mr. Vichit Tantianunanont, Mrs. Chattong Tippayakalin and Assoc.Prof.Dr. Preeyachit Charoenwongse.

Audit Committee members were Mr. Khachornsakdi Vanaratseath, Mr. Amorn Asvanunt, Mr. Vichit Tantianunanont and Mrs. Chattong Tippayakalin.

Before starting the sixth agenda, Miss Rachadawan Ritthirong, Company Secretary informed that there were no more shareholder attending the meeting.

6. To consider the director's remuneration

Mr. Wichar Ldallitsakool, President informed the meeting that according to the Articles of Association, Article 32, the Company is not allowed to pay money or provide any property to the directors, except for the remuneration under their right and other kind of benefits normally provided to those appointed as the directors of the Company. It also excludes the remuneration and a welfare which directors received as the Company's employee or staff. The Annual General Meeting of Shareholders of the year 2019 agreed to approve the remuneration to the directors of not exceed 7 million Baht a year as allocated by the Board of Directors. For the year 2019, the Company had actually paid Baht 6,220,000.00 consisting of ; Baht 968,000.00 of the Board of Directors' meeting allowance, Baht 4,900,000.00 of the directors' compensation, Baht 240,000.00 of meeting allowance for Audit Committee, Baht 100,000.00 of meeting allowance for Risk

Management & Anti-Corruption Committee and Baht 12,000.00 of meeting allowance for Nomination and Remuneration Committee.

For the year 2020, The Nomination and Remuneration Committee has considered and proposed the remuneration of the directors not exceed Baht 7 million a year, the same as the previous year. The amount excluded the remuneration and welfare which directors received as the Company's employee or staff, which consideration on evaluation of Board of Directors operation, the Company's operation result, the amount approved by the Annual General Meeting of Shareholders, the amount paid in the past year and comparison with the same level of business group including authority, duties and responsibilities. The proposal was as follows:

(1) Board of Directors

- Meeting attendance fee (paid to attending directors only)

Chairman	8,000.00 (Baht/meeting)
Director	8,000.00 (Baht/meeting)
- Annual Remuneration is paid to all directors, which is allocated by the Nomination and Remuneration Committee and approved by the Board of Directors.

(2) Audit Committee

- Meeting attendance fee (paid to attending directors only)

Chairman	15,000.00 (Baht/meeting)
Director	15,000.00 (Baht/meeting)

(3) Risk Management & Anti-Corruption Committee

- Meeting attendance fee (paid to attending directors only)

Chairman	4,000.00 (Baht/meeting)
Director	4,000.00 (Baht/meeting)

(4) Nomination and Remuneration Committee

- Meeting attendance fee (paid to attending directors only)

Chairman	4,000.00 (Baht/meeting)
Director	4,000.00 (Baht/meeting)

Other Benefits - None –

Remuneration of the Board of Directors and other Sub-Committees which appointed by the Board will be in the consideration of the Nomination and Remuneration Committee and approve by the Board of Directors. They carefully allocate the remuneration with the appropriateness, duties and responsibilities and the Company's operating results. Effective from the Annual General Meeting of Shareholders' approval until the changes and not exceed the amount that approved by the Shareholders' Meeting.

Voting resolution: Not less than two-thirds (2/3) of the total number of votes of shareholders attending the Meeting.

The agenda was presented to the meeting for consideration.

After consideration, the meeting had resolution to approve the remuneration of the directors as proposed with the majority votes of totally votes of shareholders who attended in the meeting and voted (5,930,608 shares), details as follows:

- Approved 5,930,607 votes or to be 99.99998%
- Disapproved 1 votes or to be 00.00002%
- Abstained - None -
- Voided Ballots - None -

Before starting the seventh agenda, Miss Rachadawan Ritthirong, Company Secretary informed that, there were no more shareholder attending the meeting.

7. To consider the appointment of the auditor and determine the audit fee.

Mr. Khachornsakdi Vanaratseath, Audit Committee Chairman, informed the meeting that the Articles of Association, Article 49 and 50, the Auditor must not be a Company's director, employee, staff or any position in the Company, the Auditor shall be determined by the Annual General Meeting of Shareholders annually. The retiring Auditor may be re-appointed. In 2019, the Company's Auditor was Dr. Virach Aphimeteetamrong, Certified Public Accountant No. 1378 and/or Mr. Chaiyakorn Aunpitipongsa, Certified Public Accountant No. 3196 and/or Mr. Apiruk Ati-anuwat, Certified Public Accountant No. 5202 and/or Dr. Preecha Suan, Certified Public Accountant No. 6718 Of Dr. Virach & Associates Office Co.,Ltd. The total audit fee of the company for the year 2019 amounting to Baht 1,260,000.00. The audit fee of the subsidiaries and affiliated company from the same office of auditor amounting to Baht 925,000.00.

For the year 2020, the Board of Directors agreed with the Audit Committee's proposal to appoint the following names;

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|-----------------------------------|---|
| (1) Dr. Virach Aphimeteetamrong, | Certified Public Accountant No. 1378,
never authorized signature in the
Company's Financial Statements and/or |
| (2) Mr. Chaiyakorn Aunpitipongsa, | Certified Public Accountant No. 3196,
never authorized signature in the
Company's Financial Statements and/or |
| (3) Mr. Apiruk Ati-anuwat, | Certified Public Accountant No. 5202,
never authorized signature in the
Company's Financial Statements and/or |
| (4) Miss Kornkaew Darbkaew, | Certified Public Accountant No. 8463,
never authorized signature in the
Company's Financial Statements and/or |
| (5) Dr. Preecha Suan, | Certified Public Accountant No. 6718,
authorized signature in the
Company's Financial Statements since 2017 |

Of Dr. Virach & Associates Office Co.,Ltd. to be the Company's Auditor for the year 2020.

Due to the fact that, they were independent and fully qualified in compliance with rules and regulations of the Company's Article of Association and the Federation of Accounting Professions, as well as the Securities and Exchange Commission and the Stock Exchange of Thailand. Moreover, the Board had considered and compared workloads and audit fee of other listed company in the same level and found that the audit fee is reasonable. Then, the Audit Committee proposed to the meeting to determine the audit fee for the year 2020 as following:

• Review of the Financial Statements for Q1, Q2, Q3	420,000.00
• Review of the Consolidated Financial Statement for Q1, Q2, Q3	180,000.00
• Audit fee of the Annual Financial Statements	570,000.00
• Audit fee of the Annual Consolidated Financial Statements	<u>110,000.00</u>
Total	<u>1,280,000.00</u>

Moreover, for shareholders acknowledgment, the audit fee of the subsidiaries and affiliated company from the same office of auditor were as follows:

Springboard Plus Co., Ltd.	150,000.00
Integrated Communication Co., Ltd.	255,000.00
Media Intelligent Co., Ltd..	580,000.00
Other remuneration -None-	

The auditors mentioned above do not have any relationship or vested interest with the Company/ associated companies/ executives/ major shareholders or any person who related to them. They were independent in examining and giving opinion of the Company Financial Statements.

Voting resolution: Majority votes of shareholders attending the Meeting and having voting rights.

The meeting was asked to consider the matter.

After consideration, the meeting had resolution to appoint the auditor of the Company and determined the audit fee as stated above, with the majority votes of totally votes of shareholders who attended in the meeting and voted (5,930,608 shares), details as follows :

• Approved	5,930,607 votes or to be 99.99998%
• Disapproved	1 votes or to be 00.00002%
• Abstained	- None -
• Voided Ballots	- None -

Before starting the eighth agenda, Miss Rachadawan Ritthirong, Company Secretary informed that, there were no more shareholder attending the meeting.

8. To consider other matters (if any)

There was no other matter proposed for consideration.

There was a shareholder asked more questions, as follows:

(Question) Mr. Bowonrat Phangsrirarn, shareholder and shareholder rights protection volunteer of the Thai Investors Association asked how COVID-19 impacts the Company and how does the Company deal with it?

(Answer) Mr. Wichar Ldallitsakool, President, answered that the impacts and coping of COVID-19 have been reported in Agenda 2. Moreover, the effects of COVID-19 were not specific to the Company, but our customers are affected greatly. The first thing the Company does is to help them solve the problems, adjust plans and make recommendations, that will benefit and save customers from the crisis. It also shows the Company's potential to help solve problems for customers as well.

(Question) Mr. Bowonrat Phangsrirarn further inquired that how has the company adapted to Digital Disruption?

(Answer) Mr. Wichar Ldallitsakool, President, answered that the Company has been preparing for this matter for a long time, by having established the Digital Department for more than 10 years and established the Data Division to provide information services to customers for 3 years. There has been continuous human resource development and training to educate on Digital and Data. Including joint service with customers and creating new services in a variety of forms. There are services in all areas of Online format, whether it is product marketing and adopting all kinds of technology to meet customer needs as much as possible.

As there were no further inquiries, Mr. Boonchai Chokwatana, the Chairman of the Meeting, thanked all shareholders for taking the time to attend the meeting and further said that these are trying times because the Company have been dealing with a problematic situation due to COVID-19 for several months. Nevertheless, the management have the intention to address every problem and improve our performance, in order for the company to pass through this crisis. Lastly, the Chairman thanked all management and employees of the Company for working together to accomplish this mission very well. The company sincerely hopes that the situation from now on until next year will be improved. We ask all shareholders to trust and believe in the management and team of the Company.

The Chairman then declared the meeting closed.

The Meeting adjourned at 14.58 hrs.

Boonchai Chokwatana
(Mr. Boonchai Chokwatana)
Chairman of the Meeting