

# (Translation) Minutes of the 2017 Annual General Meeting of Shareholders One To One Contacts Public Company Limited

<u>Date, Time and Venue</u> Held on April 19, 2017 at 10.00 a.m. at Venus Room, 3<sup>rd</sup> Floor, Miracle Grand Convention Hotel, No. 99 Vibhavadi Rangsit Road, Laksi, Donmuang, Bangkok 10210.

## **Directors Present**

1. Mr. Vichai Srikwan Chairman of the Board of Directors / Independent Director /

Audit Committee Member and Chairman of the Nominating and

Compensation Committee

2. Mr. Chaisak Angkasuwan Vice Chairman of the Board of Directors / Independent Director /

Audit Committee Member and Chairman of the Corporate Governance Committee

3. Dr. Rathian Srimongkol, M.D. Independent Director / Chairman of Audit Committee /

Nominating and Compensation Committee Member and

Corporate Governance Committee Member

4. Dr. Pairoj Boonkongchuen, M.D. Independent Director / Audit Committee Member /

Nominating and Compensation Committee Member and

Corporate Governance Committee Member

5. Mr. Charoenrath Vilailuck Director / Executive Committee Member and Risk Management Committee Member

6. Mr. Watchai Vilailuck Director / Executive Committee Member and

Chairman of Risk Management Committee

7. Mrs. Sukanya Vanichjakvong Director / Chairman of Executive Committee and

Chairman of Sustainable Development Committee

8. Mr. Thananan Vilailuck Director and Risk Management Committee Member

9. Mr. Sirichai Rasameechan Director / Executive Committee Member / Risk Management Committee Member

and Corporate Governance Committee Member

10. Mr. Pracha Phathayakorn Director / Executive Committee Member and

Risk Management Committee Member

Ten directors participated in the Meeting, equivalent to 100 percent of the total number of directors.

# **Management**

1. Ms. Rungjira Kraiwiwat General Manager

2. Mrs. Veeranuch Tang-anant Senior Manager – Finance and Accounting

Ms. Thidarat Kaewyai
 Mrs. Rachada Nivasabutr
 Manager – Accounting
 VP- Special Project

5. Mrs. Sasakorn Suppatkul Acting- VP-Sale and Marketing

4. Ms. Methavee Sawisate Corporate Secretary

# Representatives of EY Office Co., Ltd.

1. Mrs. Sarinda Hirunprasurtwutti

<u>Preliminary Proceedings</u> Mrs. Rachada Nivasabutr, VP- Special Project welcomed shareholders and informed the meeting that there were 30 shareholders attended the meeting in person, representing 6,569,525 shares, and 93 shareholders by proxy, representing 205,387,867 shares. There were a total of 123 shareholders, representing 211,957,392 shares, equivalent to 75.6991 percent of total paid-up shares of the Company and the required quorum was met under the Articles of Association of the Company.

Mrs. Rachada Nivasabutr introduces directors, Chairman and members of the committees, management and auditors to the meeting. Then, she clarified the voting procedures to the shareholders as follows:

- 1. One share would be entitled to one vote:
- 2. The shareholders would cast their votes for, against, or abstain by marking the voting cards distributed at the registration table:

- 3. Shareholders who wish to vote against or abstain on any agenda have to raise their hands to enable the officers to collect the execution voting cards:
- 4. Only votes cast by those voting against or abstain would be counted. The number of those votes would be deducted from the total number of votes cast by the shareholders present at the Meeting. Finally, the balance would be treated as the number of affirmative votes in the relevant agenda;
- 5. Shareholders who appointed a proxy to attend and vote at the meeting, votes cast in the proxy forms; for, against or abstain, have been recorded in the computer and presented to the shareholders compared to total number of shareholders who attended the meeting and have the right to vote for each agenda;
- 6. Prior to have questions or want to share opinion in all agenda, shareholders and proxy holders have to introduce themselves with number of shares held.

Mrs. Rachada Nivasabutr reported to the shareholders that the end of the meeting, all shareholders must return their voting cards to the staff of company before depart a conference room. She informed to the meeting that for transparency on counting the vote in the meeting, the Meeting has proposed Mr. Synmahut Sookjit, proxy from Bangkok Bank Plc. represent to be inspector the counting of vote as well as requested for additional volunteers from the shareholders to be inspectors. However, no shareholders volunteered as inspector the counting of vote.

In additional, she informed the Meeting that directors, who were the Company's Shareholders and had conflict of interests in the agenda 6 To consider and approve the remuneration of the Board of Directors and Subcommittees for 2017, expressed their intention to abstain their votes in those agendas.

The Company allowed its shareholders to propose matter(s) to the Board of Directors of the Company for consideration as agenda of the shareholders' meeting with proposing period from September 30th, 2016 to January 31st, 2017 and also allowed shareholders to submit any enquiries prior to the meeting date of 2017 Annual General Meeting of the Shareholders, from September 30th, 2016 until April 18th, 2017. However, there was not any enquiry or proposal from the shareholders to be added in the agenda of the AGM 2017. Then the Chairman conducted the meeting according to the following agenda.

# Agenda 1 To consider and certify the Minutes of the 2016 Annual General Meeting of Shareholders

The Chairman proposed the meeting to consider and certify the Minutes of the Annual General Meeting of Shareholder for 2016 held on April 29<sup>th</sup>, 2016. The Board of Directors considered that the Minutes of the 2016 Annual General Meeting of Shareholders were correctly recorded and the copies was distributed together with the notice of the meeting to all shareholders in order to consider the minutes in advance.

The Chairman invited the shareholders to raise any question or opinion. No question was raised, then, he requested the Meeting to consider and certify the Minutes of the 2016 Annual General Meeting of Shareholders. He also informed that this agenda shall be approved by the majority votes of shareholders attending the meeting and having the right to vote.

Resolution: The Meeting certified the Minutes of the 2016 Annual General Meeting of Shareholders. The Meeting, by majority votes of shareholders who attend the meeting and casting votes, certified this agenda as follows:

Approved209,779,815votes, equivalent to98.9622percentDisapproved0votes, equivalent to0.0000percentAbstained2,200,000votes, equivalent to1.0378percent

# Agenda 2 To acknowledge the Company's operating results and the 2016 Annual Report

The Chairman proposed the meeting to consider the Company's operating results and the 2016 Annual Report, which had been sent to all shareholders together with the notice of meeting and requested Mrs. Sukanya Vanichjakvong, director and Chairman of Executive Committee, reported the Company's operating results in the previous year to the meeting.

Mrs. Sukanya Vanichjakvong, director and Chairman of Executive Committee reported to the meeting that in 2016, the Company had total revenue of Baht 968.9 million, gross profit of baht 170.2 million, net profit of baht 83.4 million, increased of Baht 17.0 million. It was mainly reason from the Company received revenue from fully outsourced contact center services more than revenue from turnkey

The Company classifies revenue based on 4 categories per as follow,

1. Based on recurrence of revenue

In Y2016, the company had 91% of recurring revenue, greater than 2015 and 2014, by 86% and 82% of recurring revenue respectively while it had 9% of non-recurring revenue. The Company will maintain the level of recurring revenue by 90-95% for stability of revenue.

## 2. Based on type of services

The Company had 5 services. In 2016, the Company had maximum revenue from fully outsourced contact center management services by 67%, outsourced customer service representative by 10%, Outsources contact center facility by 9%, and turnkey total solution by 9% and contact center maintenance service by 4%.

### 3. Based on term of contract

Most of customers had term of contract in 2-3 years by 47%, term of contract in 4-5 years and 1 year by 13 and 40% respectively.

# 4. Based on type of customers' business

The Company divided 2 types of customers' business, corporate group and government group. They were approximate portion by 48% and 52% respectively. In 2016, the Company extended service to 14 industries. The Company had total revenue more than 60% from government, airline and telecommunication. The Company had new customers in 8 industries for example, food, real estate, finance and banking, energy, retail, telecommunication and other.

## Changes during the year

- The Company provided contact center services in 7 languages, Thai, English, Chinese, Myanmar, Cambodia, Laos, and Malaya for preparing to be a center of contact center in CLMV while the Company had opportunity to extend to neighbor countries for reduce cost of language of staff.
- The Company measured customer satisfaction to service. In 2016, The Company received customer satisfaction at 83% level and received compliment more than 6,000 from customers. It was opportunity to extend contract when the Company received customer satisfaction more than 80% level
- The company was rewarded by Frost & Sullivan for the 2017 Frost & Sullivan Thailand Excellence Awards: Outsourced
  Contact Center Service Provider of the Year as the private organization that operates the business in the leading contact
  center of Thailand for five years consecutively.
- In 2016, The Company organized two projects for creating social value as follow,
  - 1. Voice for the blind project: One voice two hands one story, this project aim to skill of contact center representative, reading, and pronounce to create social value.
  - 2. Khad Can Call project, use main company's business, call center to run the project and there is hotline of Khad can call project. It is center information of the deficient schools and donators.

## Operation performance highlight

- 1. Efficiency operating by using technology replacement in process ex., E-Recruitment, E-Performance, Online training and Workforce Management System.
- 2. Efficiency service, staffs were able to service in multi-channel ex., facebook, email, web chat and telephone.
- 3. Resource Utilization, staffs can service in multi-project, seat utilization, system utilization

# Internal efficiency Development

The company has been receiving the international service standards as follows;

- The company has been certified ISO 9001: 2008 (version 2015)
- The company has been certified ISO/IEC 20000-1: 2011 in IT service management system
- The company has been certified ISO/IEC 27001: 2013 in Information Security

# Trend of contact center business

- Trend of contact center business changed to non-voice service, it serviced through email, web chat and social media.
- To change position from contact center to profit center
- To be leader of Digital Social Service
- To provide self service ex., chat-bot, speech recognition, voice biometrics and AI

# Assessment result in 2016

- The Company scored "Excellence" or 5 Stars in the 2016 Corporate Governance Report of Thai listed companies
- The Company scored "4TIA" from the jointly survey on quality in convening the 2016 Annual General Meeting of Shareholders by Thai Investors Association and Listed Companies Association.
- Progress of participation with Collective Action Coalition (CAC)

The Corporate Governance Meeting had clearly revised Anti-Corruption policy for preparation to participate with Collective Action Coalition (CAC). The Company enrolled to be a member of Partnership Against Corruption for Thailand (PACT Network) which has main aim on Anti-corruption in Practice. Management attended the anti-corruption training course and studied about the operating practices to join the CAC. The Company will further consider the suitability and availability to join CAC.

Chairman invited the shareholders to raise any question or opinion. No question was raised, then, he informed this agenda is for acknowledgement, therefore there is no vote casting. He requested the meeting to certify the Board of Directors' report on the Company's operating results and the annual report for 2016.

Resolution: The meeting acknowledged the Company's operating results and the 2016 Annual Report.

## Agenda 3 To consider and approve the Company's financial statements for the year ended December 31st, 2016

Chairman proposed the meeting to consider and approve the Company's financial statements for the year ended December 31<sup>st</sup>, 2016, which was duly audited by the auditor, which was distributed to the shareholders together with the invitation of this meeting. Chairman requested Mr. Pracha Phathayakorn, director and Executive Committee member summarized the Company's financial statements ended December 31<sup>st</sup>, 2016 which is according to Management Discussion and Analysis as follows;

## Statement of financial position

In 2016, the Company had total assets of Baht 1,012 million, decrease by 0.06%, total liabilities of Baht 137.5 million, decrease by 23.5% and shareholders' equity of Baht 874.5 million, increase by 4.2%. Current asset increased by 27.5% due to increasing of cash which received from trade account receivable. Non-current asset decreased by 14.8% from depreciation of during the year, current liabilities decreased by 26.92% due to trade payable decreased and non-current liabilities increased by 12.6% from provision for long-term employee benefits.

# Statement of Comprehensive Income

The Company had total revenue of Baht 968.9 million, decreased by 2.8% due to the Company received revenue from fully outsourced contact center services more than revenue from turnkey, total expense of Baht 866.6 decreased by 5.4% from cost of sales decreased and net profit of Baht 83.4 million, increased by 26% or earning per share of 0.30.

#### Financial ratio

The Company had net profit margin ratio by 8.35, return on equities (ROE) by 10.96%, return on asset (ROA) by 9.45%, debt to equity ratio by 0.12 time, current ratio by 6.96 times. All financial ratio of the Company were better than previous year. It showed financial stability of the Company

The Chairman invited the shareholders to raise any question or opinion.

Mr. Chidchanok Sa-ngamung, proxy holder from Thai Investors Association asked about the revenue of major customer which generated revenue by Baht 170 million per year or 20% of total revenue. Dose the Company has a risk assessment of major customer in case of this customer does not extend the contract?

Mrs. Sukanya Vanichjakvong, director and Chairman of Executive Committee declared the Company had Risk management committee which has responsibility to do risk assessment to every customer before contract will due around 6-8 months. The Company try to offer service which can improve customer's service and concern effect from other risk factors for example; economic and budget.

Mr. Pracha Phathayakorn, director and Executive Committee member has more declared that the Company has extend customer base in every year and contact center business has opportunity to growth in other industries, it can reduce risk to depend on major customer.

No question was raised, then, he requested the Meeting to consider and approve the Company's financial statements ended December 31, 2016. He also informed that this agenda shall be approved by the majority votes of shareholders attending the meeting and having the right to vote.

Resolution: The meeting approved the Company's financial statements for year ended 31st December 2016 The Meeting, by majority votes of shareholders who attend the meeting and casting votes, approved this agenda as follows:

Approved	211,987,561	votes, equivalent to	100.0000	percent
Disapproved	0	votes, equivalent to	0.0000	percent
Abstained	0	votes, equivalent to	0.0000	percent

## Agenda 4 To consider and approve statutory reserve and dividend payment for 2016

Chairman requested Mr. Pracha Phathayakorn, director and Executive Committee member to report the meeting. He reported that the Company has policy to pay dividend no less than 50% of its consolidated net profit after deduction of all reserves as stated in the Company's Articles of Association and related laws, subject to need for future investment and business plan, future necessity and appropriation.

According to the Public Company Act B.E.2535 and the Company's Article of Association, the Company shall allocate not less than five percent of its annual net profit less the accumulated losses brought forward (if any) to a reserve fun until this fund attains an amount not less than ten percent of the registered capital.

The Company has provided statutory reserve of Baht 4,300,000 or 5.16% of its net earnings for the year in the Company's financial Statement for the year ended 31st December 2016 as required by related law.

In 2016, consolidated net profit of the Company were Baht 88,378,160 or equivalent to Baht 0.30 per share. The Board of Directors has considered to pay dividend for the 2016 operation at Baht 0.23 per share or equivalent to 77.24% of consolidated net profit which was higher than rate stipulated by the Company's dividend payment policy. The interim dividend at Baht 0.08 per share was paid to shareholders on 2 September 2016, thereby having a final dividend of Baht 0.15 per share. The dividend will be paid on May 15, 2017.

The Chairman invited the shareholders to raise any question or opinion. No question was raised, then, he requested the Meeting to approve statutory reserve and dividend payment for 2016. He also informed that this agenda shall be requires the majority votes of shareholders who attend the meeting and cast their votes.

Resolution: The meeting approved dividend payment for 2016 at Baht 0.23 per share. The interim dividend at Baht 0.08 per share was paid to shareholders on 2 September 2016, thereby having a final dividend of Baht 0.15 per share to shareholders whose names appear in the Company's registration book on 17 March 2017. The dividend will be paid on 15 May 2017. The Company has provided statutory reserve of Baht 4,300,000 or 5.16% of its net earnings for the year in the Company's financial Statement for the year ended 31st December 2016 as required by related law. The Meeting, by majority votes of shareholders who attend the meeting and casting votes, approved this agenda as follows:

Approved	-	211,987,561	votes, equivalent to	100.0000	percent
Disapproved		0	votes, equivalent to	0.0000	percent
Abstained		0	votes, equivalent to	0.0000	percent

# Agenda 5 To consider and approve the election of the Company's directors to replace of those who will retire by rotation

The Chairman informed the meeting that under the Company's Corporate Governance Policy "the directors who have conflict of interest will not participate and attend in any agenda that they have conflict of interest in both board" Thus, there are three directors who will retire by rotation in 2017 consist of Dr.Rathian Srimongkol, Mr.Thananan Vilailuck, and Mr.Pracha Phathayakorn were voluntarily absent from the meeting room to allow shareholders to freely voice their opinion and clarify details for the meeting's consideration.

The Chairman reported under Article 16 of the Company's Articles of Association, one-third (1/3) of the Directors must retire by rotation in the Annual General Meeting of Shareholders. The following three directors will retire by rotation in this year:

1) Dr. Rathian Srimongkol	Independent Director / Chairman of the Audit Committee / Corporate
	Governance Committee Member / Nominating and Compensation
	Committee Member
2) Mr.Thananan Vilailuck	Director / Risk Management Committee Member
3) Mr.Pracha Phathayakorn	Director / Executive Committee Member / Risk Management
•	Committee Member

## All three directors were not shareholders

The Nominating and Compensation Committee, without members who have conflict of interests, had considered all required qualifications of the directors pursuant to the applicable laws, the Company's Articles of Association, and Nomination of Directors and Management as defined in the Company's Corporate Governance Policy, and was of the opinion that the 3 directors who will retire by rotation, namely Dr.Rathian Srimongkol, Mr.Thananan Vilailuck, and Mr.Pracha Phathayakorn have all the qualifications as specified in the Public Company Act B.E. 2535, knowledge, capability and experience in the business relating to the Company's operation where such experience may be applied to enhance the Company's operation efficiency.

Dr.Rathian Srimongkol had qualified to be independent director. The Board of Directors considered qualifications of the Independent Director underlying the Company's Corporate Governance Policy are more intensive than the minimum requirement of the Securities Exchange Commission (SEC), those qualifications of Dr.Rathian Srimongkol are completed with all regulations and he can express independent opinion.

The Board of Directors with the advice of Nomination and Compensation Committee, without members who had conflict of interest, recommends Shareholders to approve the election of the 3 directors who will retire by rotation, namely Dr.Rathian Srimongkol, Mr.Thananan Vilailuck, and Mr.Pracha Phathayakorn to be the Company's directors for another term. The directors who have interests therein were not participation in this agenda.

The Chairman informed the meeting that the election of Directors shall be in accordance with the rules and procedures as follows:

- (1) Each shareholder shall have one vote on each share.
- (2) In voting, a shareholder shall vote in accordance with the number of votes each shareholder has under (1) for one or several directors. The said shareholder may not allot any number of his votes to any person.
- (3) The person obtaining the highest and higher votes respectively and obtain an approval passed by shareholder meeting with a vote of more than half of the shares present at the meeting shall be elected as directors equal to the number of directors required or ought to be elected at such a meeting. In the event that persons receiving votes in respective orders receive equal votes and the number of directors exceeds the positions required or ought to be, the chairman of the meeting shall have a casting vote.

The Chairman invited the shareholders to raise any question or opinion. No question was raised, then, he requested the Meeting approve the election of the Company's directors to replace of those who will retire by rotation. He also informed that this agenda shall be requires the majority votes of shareholders who attend the meeting and cast their votes.

Resolution: The meeting approved the election of the 3 directors who retired by rotation, namely Dr.Rathian Srimongkol, Mr.Thananan Vilailuck, and Mr.Pracha Phathayakorn to be the Company's directors for another term. The Meeting, by majority votes of shareholders who attend the meeting and casting votes, approved this agenda as follows:

1) Dr. Rathian Srimongkol	Independent Director / Chairman of the Audit Committee / Corporate Governance Committee Member / Nominating and Compensation Committee Member			
Approved	211,968,060	votes, equivalent to	99.9908	percent
 Disapproved	19,544	votes, equivalent to	0.0092	percent
Abstained	0	votes, equivalent to	0.0000	percent
2) Mr.Thananan Vilailuck	Director / Risk Management Committee Member			
Approved	211,968,060	votes, equivalent to	99.9908	percent
Disapproved	19,544	votes, equivalent to	0.0092	percent
Abstained	0	votes, equivalent to	0.0000	percent
3) Mr.Pracha Phathayakorn	Director / Executive Committee Member / Risk Management Committee Member			
Approved	211,968,060	votes, equivalent to	99.9908	percent
Disapproved	18,536	votes, equivalent to	0.0087	percent
Abstained	1,008	votes, equivalent to	0.0005	percent

# Agenda 6 To consider and approve the remuneration of the Board of Directors and Subcommittees for 2017

Chairman reported the meeting that the Company had policy of the remuneration of the Board of Directors and Committees have been clearly and transparently set to be comparable to the general practice in the same industry and be appealing enough to attract and retain qualified directors.

The remuneration of the Board of Directors and Committees in 2016 was in accordance with the resolution of the 2016 Annual General Meeting of Shareholders, held on April 29, 2016 of not exceeding Baht 4,000,000 consists of meeting allowance for each meeting participated of the Board of Directors and Committees and bonus without other benefits. Actual payment of the remuneration for 2016 was Baht 1,860,000.

The Nominating and Compensation Committee had considered the remuneration of the Board of Directors and Committees appropriately in line with the general practice of the industry, the Company's growth and expansion. After consideration, the Nominating and Compensation Committee proposed to fix the remuneration of the Board of Directors and Committees for 2017 at the same amount as previous year of not exceeding Baht 4,000,000 consists of meeting allowance for each meeting participated of the Board of Directors and Committees and bonus without other benefits. The meeting allowance for each meeting participated of the Board of Directors and Committees was proposed at the same amount as previous year as follows:

	Meeting allowance (Bath/Meeting)		
	<u>Chairman</u>	<u>Member</u>	
Board of Directors	20,000	10,000	
Audit Committee	20,000	10,000	
Corporate Governance Committee	15,000	10,000	
The Nominating and Compensation Committee	15,000	10,000	

There is no consideration of meeting allowance for the Executive Committee, the Risk Management Committee and the Sustainable Development Committee.

The Chairman invited the shareholders to raise any question or opinion. No question was raised, then, he requested the Meeting to approve the remuneration of the Board of Directors and Subcommittees for 2017. He also informed that this agenda shall be requires not less than two-thirds of votes of shareholders who attend the meeting and cast their votes.

Resolution: The meeting approved the remuneration of the Board of Directors and Committees for 2017 at the same amount as previous year of not exceeding Baht 4,000,000 consists of meeting allowance and bonus without other benefits. The meeting allowance for each meeting participated of the Directors and Committees was approved at the same amount as previous year as follows:

	Meeting allowance (Bath/Meeting)		
	Chairman	Director	
Board of Directors	20,000	10,000	
Audit committee	20,000	10,000	
Corporate Governance Committee	15,000	10,000	
Nominating and Compensation Committee	15,000	10,000	

There is no consideration of meeting allowance for the Executive Committee, the Risk Management Committee and the Sustainable Development Committee. The Meeting, by not less than two-thirds of votes of shareholders who attend the meeting and casting votes, approved this agenda as follows:

Approved	209,756,752	votes, equivalent to	98.9476	percent
Disapproved	0	votes, equivalent to	0.0000	percent
Abstained	2,230,971	votes, equivalent to	1.0524	percent

## Agenda 7 To consider and approve the appointment of the Company's auditor and fixing audit fee for 2017

The Chairman reported the meeting that Audit Committee had selected the Company's auditors for 2017 according to process and proposed the Board of Directors and shareholders to appoint the auditor from EY Office Limited to be the Company's auditor for 2017. EY Office Limited has audited the Company and subsidiaries since the year 2000 and is thoroughly eligible to give useful recommendations to the Company and has no other relation or interests with the Company, subsidiaries, executives, major shareholders or related persons. They can express their independent opinion to the Company's financial

statements. In addition, EY Office Limited has been accepted either in Thailand and international level with the professional team having good auditing experience. Any one of the following auditors was authorized to conduct the audit and express an opinion on the Company's financial statements:

1. Mrs. Sarinda Hirunprasurtwutti CPA No. 4799 and/or

(The Company's auditor in 2015-2016, totaling 2 years.)

2. Ms. Siriwan Suratepin CPA No. 4604 and/or

(The Company's auditor in 2011-2014, totaling 4 years.)

3. Mr. Wichart Lokatekrawee CPA No. 4451

(The Company's auditor in 2003-2008, totaling 6 years.)

In the event that those auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place. The Board of Directors with the advice of the Audit Committee had considered and proposed the audit fee for 2017 of Baht 1,100,000, (2016: Baht 910,000) increase from last year due to the changes in accounting standards and auditors' report of Baht 190,000. The Company had not pay any non- audit fee during the year. Auditors from the same office shall also be appointed auditors of the Company's subsidiaries.

Chairman invited the shareholders to raise any question or opinion. No question was raised, then, he requested the Meeting approve the appointment of the Company's auditor and fixing audit fee for 2017. He also informed that this agenda shall be requires the majority votes of shareholders who attend the meeting and cast their votes.

Resolution: The meeting approved the appointment of any one of the following auditors from EY Office Limited to be the Company's auditor for 2017 with the audit fee for 2017 of Baht 1,100,000.

1. Mrs. Sarinda Hirunprasurtwutti CPA No. 4799 and/or 2. Miss Siriwan Suratepin CPA No. 4604 and/or 3. Mr. Wichart Lokatekrawee CPA No. 4451

In the event that those auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place. The Meeting, by majority votes of shareholders who attend the meeting and casting votes, approved this agenda as follows:

Approved203,457,023votes, equivalent to95.9759percentDisapproved8,530,700votes, equivalent to4.0241percentAbstained0votes, equivalent to0.0000percent

# Agenda 8 Other matters (If any)

Chairman invited the shareholders to raise any question or opinion. There were some questions from shareholders as follows:

Mr. Sinchoke Piriyothaisakul, proxy asked "Does the Company plan for spending cash?

Mr. Pracha Phathayakorn, director and Executive Committee member declared the Company deposited fixed account with special interest rate for preparing to expand business to other countries and furthermore the Company plan to relocation to up-country for reducing cost of operation.

Mrs. Sukanya Vanichjakvong, director and Chairman of Executive Committee additional declared the Company will spend to develop technology in social such as social monitoring development which can expand main service of company and other spending for expand business by merger.

Mr. Pichai Othayakul, shareholder asked about the resolution of prosecution with government agency and progression of expanding business in debt collection.

Mrs. Sukanya Vanichjakvong, director and Chairman of Executive Committee declared the company won this case in civil court. The Civil Court ordered that such government agency has to repay the full amount of debt, together with interest charged to the Company, totaling approximately Baht 70-80 million. That government agency appealed against the Civil Court's verdict, and at present, the case is being considered by the Appeal Court.

For expanding debt collection business, she declared the Company was unsuccessful in negotiation with this debt collection partner due to it was not able to find approximately value of deal. The Company negotiate with a new partner now, it is being considered.

Mr. Sinchoke Piriyothaisakul, proxy asked "When the Company will generate revenue from social monitoring service?"

Mrs. Sukanya Vanichjakvong, director and Chairman of Executive Committee declared the market price of social monitoring service is around Baht 30,000-100,000. At the present the Company did not charge this service fee from customer due to we were jointly to develop service. Furthermore the Company seek the opportunity to negotiate with other company which is expert in software development replacement development by ourselves. It will shorten development period to propose the fully service to customer. The Company will consider the value of investment.

No question was raised, then, the Chairman thanked the shareholders for attending the meeting and declared the meeting closed at 11.20 a.m.

(Mr. Vichai Srikwan) Chairman

(Ms. Methavee Sawisate) Corporate Secretary