



(Translation)
Minutes of the 2016 Annual General Meeting of Shareholders
One To One Contacts Public Company Limited

Date, Time and Venue Held on April 29, 2016 at 09.00 a.m. at Magic 3 Room, 2nd 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. Rathain 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 / Chairman of Executive Committee and Chairman of Risk Management Committee |
| 7. Mrs. Sukanya Vanichjakvong | Director / Managing Director / Executive Committee Member 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 |

Management

- | | |
|------------------------------|---|
| 1. Ms. Rungjira Kraiwiwa | General Manager |
| 2. Mrs. Veeranuch Tang-anant | Senior Manager – Finance and Accounting |
| 3. Ms. Thidarat Kaewyai | Manager – Accounting |
| 4. Mrs. Rachada Nivasabutr | 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
2. Ms. Natta Sahasutmontree

Preliminary Proceedings Mrs. Rachada Nivasabutr, VP- Special Project welcomed shareholders and informed the meeting that there was 35 shareholders attended the meeting either in person or in proxy, representing 198,087,401 shares equivalent to 70.75 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 the vote witness as well as requested for additional volunteers from the shareholders to be witness. However, no person is volunteered as witness to count the vote this time.

In additional, she informed the Meeting that directors, who were the Company's Shareholders and had conflict of interests in the agenda 5 To consider and approve the election of the Company's directors to replace of those who will retire by rotation and Agenda 6 To consider and approve the remuneration of the Board of Directors and Subcommittees for 2016, 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, 2015 to January 31st, 2016 and also allowed shareholders to submit any enquiries prior to the meeting date of 2016 Annual General Meeting of the Shareholders, from September 30th, 2015 until April 28th, 2016. However, there was not any enquiry or proposal from the shareholders to be added in the agenda of the AGM 2016. Then the Chairman conducted the meeting according to the following agenda.

Agenda 1 To consider and certify the Minutes of the 2015 Annual General Meeting of Shareholders

The Chairman proposed the meeting to consider and certify the Minutes of the Annual General Meeting of Shareholder for 2015 held on April 29th, 2015 copy of which had been distributed together with the notice of the meeting to all shareholders in order to examine 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 2015 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 2015 Annual General Meeting of Shareholders with the following votes:

<i>Approved</i>	<i>198,291,729</i>	<i>votes, or</i>	<i>100</i>	<i>of total votes in the meeting</i>
<i>Disapproved</i>	<i>0</i>	<i>votes, or</i>	<i>0</i>	<i>of total votes in the meeting</i>
<i>Abstained</i>	<i>0</i>	<i>votes, or</i>	<i>0</i>	<i>of total votes in the meeting</i>

Agenda 2 To acknowledge the Company's operating results and the 2015 Annual Report

The Chairman proposed the meeting to consider the Company's operating results and the 2015 Annual Report, which had been sent to all shareholders together with the notice of meeting and requested Ms. Rungjira Kraiwiwa, General Manager, to report the Company's operating results in the previous year to the meeting.

The Company's has clearly established the Company's Vision & Mission as follows;

Vision

To be the CLMV leader in Customer Management Solutions by delivering world class quality service beyond clients' expectation

Mission

To be the premier leader to offering Contact Center Solutions which respond to customer demand in all dimensions with high quality of products and fully services. We response every service requirement and continuously invent and develop the innovations to strengthen the effective all business of customer.

Business structure

The Company categorized business into two types:

1. Turnkey Total Solutions
 - Contact Center Setup
 - Software Customization

- Hosted Solution
- Fully Backup Site
- Manage Service
- Disaster Recovery Center
- Maintenance Service
- Solutions Consultant

2. Customer Management Solution

- Information Center
- Marketing Campaign
- Tele Survey
- Direct response TV
- Membership Management
- Order Taking
- Data cleansing
- Complaint handling

Financial Performance

In 2015, the Company generated total revenue of 996.3 million baht, net profit of 66.2 million baht, and net profit per share of 0.24 baht, total asset of 1,018.5 million baht, total liabilities of 179.8 million baht and total shareholders' equity of 838.9 million baht.

Changes during the year

- The Company provided services cover 13 sectors and expand to major businesses ex., banking, insurance, airline and energy.
- Expand service to oversea
The Company expanded base customer in Cambodia and studied to expand to Myanmar. The Company is looking partnership to hold shares in contact center business and plan to increase market share to other business and related business of Company.
- Efficiency cost management
 1. Process proficiency
 2. Productivity Maximization
 3. Resource Utilization
 4. Cost Management
- Provide innovation support to contact center service
 - Omni-Channels
 - Cloud system
 - Social CRM
 - New CRM
 - Speech analytics
 - ITR/IVR
- The Company improves and trains the personnel skill to staff continuously
- The company has been receiving the international service standards as follows;
 - The company has been certified ISO 9001: 2008 since 2012 to the present time.
 - 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
- Award for the 2015
The company was awarded the Thailand Outsourced Contact Center Vendor of the Year Award 2015, organized by Frost and Sullivan. This is the fourth time that the company has been consecutively awarded.
- Creating Share Value (CSV) activity
 - The Company organized Voice for the blinds project from 121 famous novels donate to Foundation for the blind in Thailand under the Royal patronage of H.M. the Queen.
- Assessment result in 2015
 - The Company was classified as "Very Good" on the corporate governance of Thai listed companies for 2015.
 - The Company was scored as "Very Good" on the quality assessment of shareholders arrangement for 2015.
- The Company was ranged in level 3 (Established) of Anti-corruption Process Indicator.
- Mr. Sirichai Rasameechan, director reported The Company emphasized the Anti-Corruption. The Company enrolled to be a member of Partnership Against Corruption for Thailand (PACT Network), which has been jointly arranged by Thaipat Institute and the alliances which has main aim on Anti-corruption in Practice. The Company was assessed with 3rd level (Established) of the progress of Anti-Corruption development of Listed Companies for 2015 which indicated the demonstration of policy, communication and training on policies and practices against corruption.

The Company studied about the operating practices to join the CAC. Currently, the Company shall further consider about the appropriateness and readiness on becoming the member of the 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 2015.

Resolution: The meeting acknowledged the Company's operating results and the 2015 Annual Report.

Agenda 3 To consider and approve the Company's financial statements for the year ended December 31, 2015

Chairman proposed the meeting to consider and approve the Company's financial statements for the year ended December 31, 2015, which was duly audited by the auditor, which was sent 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, 2015 which is according to Management Discussion and Analysis as follows;

Statement of financial position

In 2015, the Company had total assets of Baht 1,018 million, increase by 12.7%, total liabilities of Baht 179.7 million, increase by 84.1% and shareholders' equity of Baht 838.9 million, increase by 4%. It had Debt to Equity ratio 0.2 times, current ratio of 4.9 times. Current asset increased by 27.5% due to increasing of liabilities from business extension. Non-current asset decreased by 22.5% from depreciation, and current liabilities increased by 95.2% from trade payable increased due to growth of business.

Statement of Comprehensive Income

The Company had total revenue of Baht 996.3 million, increased by 26.1%, net profit of Baht 66.2 million, increased by 0.3% or earning per share of 0.24 Baht, sales and services income increased by 29% from main extension business of outsource, government agencies, airline and insurance group.

Net profit increased by 0.3% because of high competitive and maintain of market share and base customer get a chance to make revenue for the next project. It was reason that some project had less gross profit and net profit was slightly increase from previous year. The Company had return on equities (ROE) by 7.89% and return on asset (ROA) by 6.5%

The Chairman invited the shareholders to raise any question or opinion. No question was raised, then, he requested the Meeting to consider and approve the Company's financial statements ended December 31, 2015. 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 2015 with the following votes:

Approved	198,311,029	votes, or	100	of total votes in the meeting
Disapproved	0	votes, or	0	of total votes in the meeting
Abstained	0	votes, or	0	of total votes in the meeting

Agenda 4 To consider and approve statutory reserve and dividend payment for 2015

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 fund until this fund attains an amount not less than ten percent of the registered capital.

The Company has provided statutory reserve of Baht 3,500,000 or 5.28% of its net earnings for the year in the Company's financial Statement for the year ended 31st December 2015 as required by related law.

In 2015, consolidated net profit of the Company were Baht 66,228,500 or equivalent to Baht 0.24 per share. The Board of Directors has considered to pay dividend for the 2015 operation at Baht 0.16 per share or equivalent to 67.64% of consolidated net profit which was higher than rate stipulated by the Company's dividend payment policy. The interim dividend at Baht 0.07 per share was

paid to shareholders on September 9, 2015, thereby having a final dividend of Baht 0.09 per share. The dividend will be paid on May 18, 2016.

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 2015. 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 2015 at Baht 0.16 per share. The interim dividend at Baht 0.07 per share was paid to shareholders on 9 September 2015, thereby having a final dividend of Baht 0.09 per share to shareholders whose names appear in the Company's registration book on 21 March 2016. The dividend will be paid on 18 May 2016. The Company has provided statutory reserve of Baht 3,500,000 or 5.28% of its net earnings for the year in the Company's financial Statement for the year ended 31st December 2015 as required by related law.*

Approved	198,333,708	votes, or	100	of total votes in the meeting
Disapproved	0	votes, or	0	of total votes in the meeting
Abstained	0	votes, or	0	of total votes in the meeting

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 four directors who will retire by rotation in 2016 consist of Mr.Vichai Srikwan, Mr.Watchai Vilailuck, Mrs.Sukanya Vanichjakvong and Mr. Sirichai Rasameechan were voluntarily absent from the meeting room to allow shareholders to freely voice their opinion and requested Mr. Chaisak Angkasuwan, Vice Chairman of the Board of Directors and Independent Director to proceed and clarify details for the meeting's consideration.

Mr. Chaisak Angkasuwan 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 four directors will retire by rotation in this year:

1. Mr.Vichai Srikwan Chairman of the Board of Directors / Independent Director / Audit Committee Member / Chairman of the Nominating and Compensation Committee
2. Mr. Watchai Vilailuck Authorized Director / Executive Chairman / Chairman of Risk Management Committee
3. Mrs.Sukanya Vanichjakvong Authorized Director / Executive Director / Risk Management Committee Member / Chairman of Sustainable Development Committee
4. Mr. Sirichai Rasameechan Authorized Director / Executive Director / Risk Management Committee Member / Corporate Governance Committee Member

All four directors requested to vote abstain in this agenda to reelect themselves to be director for another term.

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 4 directors who will retire by rotation, namely Mr.Vichai Srikwan, Mr.Watchai Vilailuck, Mrs.Sukanya Vanichjakvong and Mr.Sirichai Rasameechan 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.

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 4 directors who will retire by rotation, namely Mr.Vichai Srikwan, Mr.Watchai Vilailuck, Mrs. Sukanya Vanichjakvong and Mr.Sirichai Rasameechan to be the Company's directors for another term. The directors who have interests therein were not participation in this agenda.

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 4 directors who retired by rotation, namely Mr.Vichai Srikwan, Mr.Watchai Vilailuck, Mrs.Sukanya Vanichjakvong and Mr. Sirichai Rasameechan to be the Company's directors for another term with the following votes:*

1) <i>Mr. Vichai Srikwan</i>	<i>Chairman of the Board of Directors / Independent Director / Audit Committee Member / Chairman of the Nominating and Compensation Committee</i>		
<i>Approved</i>	198,333,708	<i>votes, or</i>	100 <i>of total votes in the meeting</i>
<i>Disapproved</i>	0	<i>votes, or</i>	0 <i>of total votes in the meeting</i>
<i>Abstained</i>	0	<i>votes, or</i>	0 <i>of total votes in the meeting</i>
2) <i>Mr. Watchai Vilailuck</i>	<i>Authorized Director / Executive Chairman / Chairman of Risk Management Committee</i>		
<i>Approved</i>	195,904,732	<i>votes, or</i>	98.78 <i>of total votes in the meeting</i>
<i>Disapproved</i>	0	<i>votes, or</i>	0 <i>of total votes in the meeting</i>
<i>Abstained</i>	2,428,976	<i>votes, or</i>	1.22 <i>of total votes in the meeting</i>
3) <i>Mrs. Sukanya Vanichjakvong</i>	<i>Authorized Director / Executive Director / Risk Management Committee Member / Chairman of Sustainable Development Committee</i>		
<i>Approved</i>	198,296,146	<i>votes, or</i>	99.98 <i>of total votes in the meeting</i>
<i>Disapproved</i>	0	<i>votes, or</i>	0 <i>of total votes in the meeting</i>
<i>Abstained</i>	37,562	<i>votes, or</i>	0.02 <i>of total votes in the meeting</i>
4) <i>Mr. Sirichai Rasameechan</i>	<i>Authorized Director / Executive Director / Risk Management Committee Member / Corporate Governance Committee Member</i>		
<i>Approved</i>	198,321,784	<i>votes, or</i>	99.99 <i>of total votes in the meeting</i>
<i>Disapproved</i>	0	<i>votes, or</i>	0 <i>of total votes in the meeting</i>
<i>Abstained</i>	11,924	<i>votes, or</i>	0.01 <i>of total votes in the meeting</i>

Agenda 6 To consider and approve the remuneration of the Board of Directors and Subcommittees for 2016

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 2015 was in accordance with the resolution of the 2015 Annual General Meeting of Shareholders, held on April 29, 2015 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 2015 was Baht 1,675,000.

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 2016 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:

	Unit (Baht)	
	<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 2016. 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 2016 at the same amount as previous year of not exceeding Baht 4,000,000 consist of meeting allowance and bonus without

<i>Approved</i>	198,336,708	<i>votes, or</i>	100	<i>of total votes in the meeting</i>
<i>Disapproved</i>	0	<i>votes, or</i>	0	<i>of total votes in the meeting</i>
<i>Abstained</i>	0	<i>votes, or</i>	0	<i>of total votes in the meeting</i>

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. Pornsak Chaiwanichaya, proxy holder from Thai Investors Association asked “ Why was difference of weighted average number of ordinary share in 2014 and 2015?”

Mr. Pracha Phathayakorn declared, the Company increased of the company’s registered capital from 255,000,000 shares to 280,000,000 shares in 2014.

Mr. Pornsak Chaiwanichaya asked “ Why did the profit before income tax expenses and income tax expenses in 2015 reduce with approximate amount?”

Mr. Pracha Phathayakorn declared the Company received tax benefit from deferred tax cause income tax has been reduced.

Mr. Pornsak Chaiwanichaya asked about income and risk of operation in the future

Mrs. Sukanya Vanichjakvong declared as follows;

Income

Outsource contact center business grow continuously. In 2016, the Company expects to receive income increase by 15 percent. The Company has more major customers, extend call center business to Myanmar and looking partnership to merge with relate business. The Company provides more services to existing customers and expands the customer base to the key industrial sectors including energy, real estate and insurance groups. The Company start to change services form only outsource service to sale conversion.

Risk

The Company has risk management committee to manage risk and risk of our business is wage. The Company plan to expand business to neighbor country to take advantage in language skill and low wage to reduce operation cost.

Mr. Chayawat Karawatana, shareholder asked meaning of sale conversion.

Mrs. Sukanya Vanichjakvong declared, in the present Outsource Contact Center service not only service o inform product’s detail but also to up sale or close sale add value to customer’s product. The Company improves and trains the personnel skill to staff continuously for supporting increase sale.

Mr. Chayawat Karawatana, shareholder asked “Why were amount of income increase every quarter but gross margin decrease?”

Mrs. Sukanya Vanichjakvong declared, it was from extension of business, management and increasing of wage but in this year the Company will renew contact with increase wage. Margin should be increased. The Company expects to earn income from outsource service about 80percent and receives gross profit about 9-10 percent.

Mr. Chayawat Karawatana, shareholder asked “Why were trade accounts receivable - related parities and unrelated parities increase?”

Mr. Pracha Phathayakorn declared trade accounts receivable - related parities were paid in early year and trade accounts receivable - unrelated parities is State Railway of Thailand, it is pending on court with amount 70,000,000 baht

No question was raised, then, the Chairman thanked the shareholders for attending the meeting and declared the meeting closed at 10.20 a.m.

(Mr. Vichai Srikwan)
Chairman

(Ms. Methavee Sawisate)
Secretary