



Minutes of the 2021 Annual General Meeting of Shareholders

FN Factory Outlet Public Company Limited

April 27,2021

By Electronics Means

The meeting commenced 02:00 p.m.

Mr. Pricha Songwatana, the Chairman of the Board of Directors, presided as the Chairman of the meeting (“the Chairman”) and assigned Mrs. Monthip Suewatanakul Corporate Secretary to be the meeting facilitator to present the updated information about the Company. The meeting facilitator informed that the meeting was arranged under Corona Virus 2019 outbreak situation, and it was being held by Electronics means only due to concerning safety and health of shareholders, directors and those who involved the meeting and risk from Covid-19 outbreak situation which are currently spread all over country .

The 2021 AGM meeting is held by Electronics Means in line with the Emergency Decree Governing B.E. 2563 and the announcement of Bangkok Metropolitan Administration No 25, dated April 25,2021 which allows to proceed activities with 20 people restricted. The Electronics meeting is considered legitimate and it was allowed for any meetings that comply by law. The meeting should be proceeded according to relevant standards stipulation in the Emergency Decree Governing regarding electronics meeting which the system standard and criteria are in line with the conditions and procedures as of Ministry of Digital Economy RE: Standard of the Security and Safety of electronics Meeting B.E. 2563 .

According to the above statement, Annual General Meeting of Shareholders is comply by law, thus it is able to proceed by electronics means and it will be conducted in line with relevant standard of security and safety of Ministry of Digital Economy RE Standard of Security and Safety of Electronics Meeting.

The company had engaged Inventech System (Thailand) Company Limited to Provide service and system which is aligned with criteria and standard of Ministry of Digital Economy R.E. security and safety of electronics Meeting.

To comply with corporate good governance regarding right of shareholders fair and equal treat, the company promote shareholder to authorize proxy to independent directors as state in proxy form.

(Translation)

The meeting facilitator informed the meeting of the updated and basic information about the Company as follows:

Registered capital	Baht 500,000,000	
Paid-up capital	Baht 500,000,000	
divided into	1,000,000,000	ordinary shares
Par value of	Baht 0.50	per share

There were a total of 31 shareholders attending this meeting in person 24 persons and by proxy 7 persons total 31 persons, representing a total of 743,539,273 shares or 74.3539 percent of the total shares (1,000,000,000 shares). Therefore, the quorum was constituted in accordance with the Company's Articles of Association. The meeting was informed that FN Factory Outlet Public Company Limited set the record date for the 2021 Annual General Meeting of Shareholders to March 15, 2021 to determine the list of shareholders entitled to attend the 2021 Annual General Meeting of Shareholders in accordance with Section 225 of the Securities and Exchange Act B.E. 2535 and there are 4,046 shareholders.

To ensure that the AGM was conducted in accordance with the good corporate governance principles governing the meeting facilitator explained the E-voting and E-casting procedures as follows:

1.Pursuant to Article 36 of the Company's Articles of Association, one share represented one vote. Shareholders did not have the right to vote on matters in which they had conflict of interests, except for the election of directors. For general matters (i.e. agenda1, agenda3, agenda 4, agenda 5, and agenda 7), the majority of the votes would be resolved by shareholders who attended the meeting and casted their votes.

2.The Voting method : Shareholders would chose the button and press for agenda which will be casted, there will be 4 buttons for casting their votes as following

1. Approve(Green Button)
2. Disapprove(Red Button)
3. Abstain(Orange Button)
4. Cancel (Blue Button),

Shareholders shall cast their votes at Inventech Connect as informed earlier in chat box.

3.Inquiry during the Meeting; before casting the votes, the company will open for questions and opinion which relates to the particular agenda, shareholders could raise question and opinion by 2 way, 1) typing question in Q&A chat or 2) using video conference, by pressing participant button and press Raise hand icon, the turn on camera and microphone when signal is on. In order to record the minutes of meeting anyone who asks some questions or gives some opinion should identify themselves before starting their speech.

In order to proceed the meeting efficiently, the company will select and give answers only to the questions which concerning with voting procedures, if there are not, the questions will be answered on Agenda 8. If there are not any other opinions, the meeting shall proceed by this agreement.

(Translation)

4. Shareholders who have proxies from more than one, should press User button and changing account to log in for other accounts.

5. Casting votes of agenda 1, 3, 4, 5 and 7 will be resolved by majority votes from shareholder attend the meeting and cast their votes. If the votes are equal the Chairman will be cast his vote to terminate.

Agenda 6: Determination of 2021 Directors' remuneration, Pursuance the Article of Association section 22, the directors shall have right to have remuneration from Company against approval of Annual General Meeting of Shareholders not less than 2-3 of shareholders attending the meeting.

6. Shareholders who would like to leave the meeting and would like to exercise their rights, shall press X button on upper right hand of the screen, the votes will be counted as approve. If you press other button, the votes will not be counted. Thus, shareholders shall stay with the meeting until it would have been finished.

7. The total number of votes and meeting participants each agenda might vary as shareholders and proxies might enter the meeting room at different times.

8. In tabulating the votes, the Company would deduct the disapproval votes and abstention from the total votes and the difference would be counted as approval votes. Only shareholders who will cast their votes for disapproval and abstain press the buttons. Shareholders who will cast vote agree do not press any button. If no one did press buttons, disapproval or abstain, the company will count as approve. The votes could be changed until the casting is informed closed.

Except Agenda 5. Consider and elect Directors replacing who retired on rotation. The Company would request the shareholders to elect each individual director by pressing button of approval, disapproval or abstention vote for each director which will be voted one by one.

The meeting is an open vote meeting, not a secret vote, shareholders shall cast their votes for each agenda approve, disapprove, and abstain. The votes evidence would be collected for transparency after the meeting.

Each agenda, there are 2 minutes for casting votes, start counting right after secretary facilitator announced, the voting result would have been announced when calculation was done. Any explanations regarding E voting system, opinion or any other question regarding system may please contact at tel 08-4156-0830, people from Inventech Systems (Thailand) Limited, the service provider are ready to support.

Mr. Vijit Suthisripok, Legal Advisor and Inspector from Weerawong, Chinnavat & Partners Company Limited will supervise the meeting to be transparent, and comply with law and company association, as well as inspector of counting votes at the meeting.

If there are not any further question, we would like to inform that The Company invited the shareholders to propose matters that were important and beneficial for the Company's businesses to be included in the 2021 AGM agenda through the Company's websites and The Stock Exchange of Thailand's channels during the period October 9, 2020 – January 31, 2021. The shareholders were entitled to

- Propose the AGM agenda,
- Nominate qualified candidates for election as the Company's directors and

(Translation)

- Submit questions in advance of the AGM.

However, it appeared that, upon the end of the said period, no shareholders submitted any proposals to the Company.

Subsequently, the meeting facilitator welcomed the shareholders attending the 2021 Annual General Meeting of Shareholders and introduced the Company's directors, executives management and other participants as follows;

There were 9 directors, representing 100 percent of the total directors, who attended this meeting names belows;

Directors in Attendance

- | | |
|--------------------------------------|---|
| 1. Mr. Pricha Songwatana | Chairman of the Board of Director joined the meeting via cisco Webex, Head Office, Bangkok |
| 2. Mrs. Saowanee Kamolbutr | Vice Chairman I, Independent Director, Chairman of the Good Corporate Governance Committee, Member of the Audit Committee and Member of the Risk Management Committee, joined the meeting via Cisco Webex, Head Office, Bangkok |
| 3. Mr. Poolsak Tansithtipun | Vice Chairman II, Independent Director, Chairman of the Audit Committee and Chairman of the Nomination and Remuneration Committee, joined the Meeting via Cisco Webex, Bangkok |
| 4. Mrs. Pratana Mongkolkul | Independent Director, Chairman of the Risk Management Committee, Member of the Nomination and Remuneration Committee and Member of the Good Corporate Governance Committee joined the meeting via Cisco Webex, Bangkok |
| 5. Mr. Voravat Tantranont | Independent Director, Member of the Audit Committee and Member of the Nomination and Remuneration Committee, joined the meeting via Cisco Webex, Head Office, Bangkok |
| 6. Mrs.Chortip Songwatana Vudhibhong | Director, Member of the Good Corporate Governance Committee and Executive Committee, joined the Meeting via Cisco Webex, Head Office, Bangkok |

(Translation)

7. Mr. Benyiam Songwatana Director, Member of the Risk Management Committee, Executive Chairman and Chief Marketing Officer, joined the meeting via Cisco Webex, Head Office, Bangkok
8. Mr. Thammasak Jittimaporn Director, Executive Committee, Chief Executive Officer and Acting Chief Corporate Support Officer, joined the meeting via Cisco Webex, Head Office, Bangkok
9. Mr. Omar Songwattana Director, joined the meeting via Cisco Webex Bangkok

Executives in Attendance

1.Ms. Apinya Kuljongcharoenlert, Acting Chief Financial Officer, joined the meeting via Cisco Webex, Head Office, Bangkok.

2.Mrs. Monthip Suewatanakul, Corporate Secretary, joined the meeting via Cisco Webex, Head Office Bangkok.

Auditors from EY Office Company Limited

1.Ms. Rosaporn Dechakom joined the meeting via Cisco Webex, Bangkok.

Internal Auditor from P&L Corporation Company Limited

1.Mr. Thanapat Wongwit, joined the meeting via Cisco Webex, Head Office Bangkok.

Legal Consultant from Weerawong, Chinnavat & Partners Company Limited

1.Mr. Vijit Suthisripok, Legal, joined the meeting via Cisco Webex, Head Office Bangkok.

The Meeting facilitator invited Mr.Pricha Songwatana the chairman, to welcome the shareholders who attended the Annual General Meeting of Shareholders for the year 2020, then Chairman assigned Mr.Thammasak Jittimaporn Chief Executive Officer to proceed the meeting, which commenced on the agenda as follows:

Agenda 1. To consider and certify the Minutes of the 2020 Annual General Meeting of Shareholders

(Translation)

The Chief Executive Officer requested the meeting to certify the minutes of the 2020 Annual General Meeting of Shareholders which was held on August 31, 2020. The minutes had been published on the Company's website and the copy thereof was distributed to the shareholders together with the notice of this meeting, details of which were as shown under Attachment 1 on pages 10-26 of the Annual General Meeting of Shareholders' notice in QR Code. After considering the minutes of 2020 Annual General Meeting of Shareholders, the Board of Directors concluded that the minutes were correctly and completely recorded and should be proposed to the shareholders for approval.

Following the presentation, the Chief Executive Officer invited the shareholders or proxies to raise opinions or questions about the meeting minutes.

Since no shareholder or proxy raised additional opinions or questions, CEO requested the meeting to cast votes certifying the minutes of the 2020 Annual General Meeting of Shareholders as well as invited the meeting facilitator explaining voting procedures. The meeting was informed that this agenda will be resolved by majority of the total votes of shareholders who attended the meeting and cast their votes.

At this point, there were a total 31 shareholders attending this meeting in person and by proxy, representing a total of 743,539,273 shares or 74.3539 percent of the total shares (1,000,000,000 shares).

Resolution: The meeting unanimously resolved to certify the 2020 Annual General Meeting of Shareholders which was held on August 31, 2020 pursuant to the following number of votes:

Resolution	Number of Votes	Percentage
Approval	743,539,273	100.0000
Disapproval	-	0.0000
Abstention	-	0.0000
Voided Ballot	-	0.0000
Total	743,539,273	100.0000

Agenda 2. To acknowledge the Company's operating results for year 2020

Mr. Thammasak Jittimaporn, Chief Executive Officer, ("Mr.Thammasak") presented that Company's operating results for the fiscal year ended 31 December 2020 were as detailed in the 2020 Annual Report, filing 56-1 (One Report) as QR Code format which had been in Invitation Letter to shareholders, the attachment 2 page 2-27. After due consideration, the Board of Directors deemed it appropriate to present the Company's operating results to the meeting of shareholders for acknowledgment, the 2020 performance summary were as following details; the total revenue were reported Baht 759 million, a decrease of approximately Baht 284 million from recorded in 2019 from closing 11 branches during March 22-May 17, 2020 and from new wave of COVID 19 outbreak during quarter 4th, and closing at Rayong Branch. This resulted in 49% drop down on revenue item. Revenue factors are from digital channel Baht 104 million, rental Baht 28 million, B2B Baht 7 million, virus buster Baht 4 million, Tunjai and wholesales Baht 4 million.

(Translation)

The growth profit stood at Baht 296 million, decreased from 2019 Baht 139 million, from promotion activity that stimulate sale volumes.

In 2020 sales and administrative expenses decreased Baht 115 million compare to last year which was from sales volume that drop and the controlling administration expenses within company. Primarily are from marketing expense, selling expense, employee and utility bills.

In 2020 the administrative expense declined Baht 45 million compare to 2019, due to decrease of personnel expense which drop, which spending of people development. The electricity bill was down which was from closing branches and from solar rooftop installation at branches; Huahin, Ayutthaya and Rayong. Further it will be installed at Pakchong and Chachoensoa.

In 2020 selling expense was downed Baht 70 million compared to 2019 from decreasing of branches expense from the decrease sales volume and expense controlling. Digital expenses was higher from more focusing on this channel, in the meantime this cause higher expense on advertising such as Line@, facebook and other channels exp; Shopee and Lazada. This resulted in loss of 2020 operational performance at Baht 28 million.

2. Here is 2021 strategies which 4 key factors,

2.1 Branding development:

Now we have a lot of brands i.e Tempsoft Kumo Tobu, the first brand that would be develop is FN Factory Outlet products by focusing to offer products and service ambient and aftersales services which will be beyond customer expectation. It will be focusing on design and innovation and pride. We will build exterior decoration to be natural feel, and interior design will arrange for bedding products. We will offer new and fun experience of sleep to customer.

Tempsoft is pillow jel which generate cool and support deep sleep. There are more than 2,000 reviews from customers that this product is the top best brand.

Kumo is brand product about disposable diapers for kids and spray.

Tubu is adult diaper which for senior citizen group of people which is higher. The different specification from other brand is two layer of jell that ventilate, and dry which absorb humidity in bigger amount than others, prevent leaking and there are bar to detect humidity.

Prim is premium bedding products eg bedsheets, pillow sheet and kitchen supply. .

2.2 Expanding to online and digital market.

In 2020 we have increase revenue from digital and social commerce channels at Baht 104 million. We aware the important of these channels, thus we develop FN application and collect customers history purchase data to bring more convenient, in the meantime customers are able to contact us directly. Moreover every spending, customer could accumulate points to get more privilege.

(Translation)

2.3 Business network partners.

There are some new business partners, for example Sang Thong Supercenter, DOD Biotech Public Company Limited, and Singer Thailand Public Company Limited. We will develop relationship with other business partners all over country by visiting program to 30 partners which are 160 shops in 47 provinces.

Moreover, van unit, Tunjai, is our distributor to local markets which directly reach to customers for example , police station, flea market, apartment community.

2.4 New opportunity

As the expert of sleeping product, we develop products that contain cannabis as ingredient, which are relaxing spray, body shower and body cream which will be sold at outlet branches.

Following the presentation, Mr. Thammasak invited the shareholders or proxies to raise their opinions or questions about the Company's operating results for year 2020.

Since no shareholder or proxy raised additional opinions or questions, the Chairman requested the meeting to acknowledge the Company's operating results for year 2020 as well as invited the meeting facilitator to explain the voting procedures. This agenda was a matter for acknowledgement and thus did not require voting.

Resolution: The meeting acknowledged the Company's operating results for year 2020.

Agenda 3. To consider and approve the Financial Statements of the Company for the Year ended December 31, 2020

"Mr. Thammasak" requested the meeting to consider and approve the financial statements for the year ended December 31, 2020. The meeting was informed that Company's financial statements had been prepared and shown in the 2020 Annual Report/ Filing 56-1(One Report) which was in QR Code format and distributed to the shareholders together with the notice of the 2021 AGM. The said financial statements were audited by the certified public accountant being the Company's auditor, reviewed by the Audit Committee, and endorsed by the Board of Directors Meeting of the Company, which details were as below;

Total assets increased by approximately 3 percent to Baht 1,785 million from Baht 1,727 million in 2019, the total liabilities stood at Baht 346 million increased by 40 percent from Baht 247 million, total revenue is Baht 758 million, decrease by 27 percent from last year which was Baht 1,043 million, cost of sales was Baht 434 million decreased by 23 percent from last year which was Baht 567million, the net loss was Baht 28 million, detail as the table shown below;

(Translation)

Consolidated F/S	31 Dec 20 (MB)	31 Dec 19 (MB)	Change (MB)	Change (%)
Total assets	1,785	1,727	58	3
Total liabilities	346	247	99	40
Shareholders' equity	1,439	1,480	(41)	(3)
Total revenue	758	1,043	(285)	(27)
EBIT	(35)	6	(41)	(708)
Net profit	(28)	9	(36)	(419)

Following the presentation, Mr.Thammasak invited the shareholders or proxies to raise their opinions or questions about the Company's financial statements.

Since no shareholder or proxy further raised additional opinions or questions, the Chairman requested the meeting to approve the financial statements for the year ended December 31, 2020 as well as invited the meeting facilitator to explain the voting procedures. The resolution of this agenda required the majority of the total votes of shareholders who attended the meeting and cast their votes.

At this point, there were a total 31 shareholders attending this meeting in person and by proxy, representing a total of 743,539,273 shares or 74.3539 percent of the total sold shares (1,000,000,000 shares)

Resolution: The meeting unanimously resolved to approve the financial statements for the year ended December 31, 2020 pursuant to the following number of votes:

Resolution	Number of Votes	Percentage
Approval	743,539,273	100.0000
Disapproval	-	0.0000
Abstention	-	0.0000
Voided Ballot		0.0000
Total	743,539,273	100.0000

Agenda 4. To consider and approve not to appropriation of net profit for the year 2020 and approve dividend payment.

"Mr. Thammasak" reported to the meeting that, pursuant to the Public Limited Companies Act B.E. 2535 and Article 47 of the Company's Articles of Association stipulated that the Company shall appropriate a portion of its annual net profit, at least 5 percent of its annual net profit deducted by the accumulated loss brought forward, as a reserve until the reserve will be not less than 10 percent of the registered capital. In addition, dividends shall be paid from profit only and the Company was not allowed to pay interim dividend if it still sustained accumulated loss.

According to the Company's Dividend Policy, dividend shall be paid at the rate of not less than 40 percent of its net profit based on the Company's separate financial statements after the deductions of taxes and legal

(Translation)

reserve. A major consideration for the Company's dividend payment will be reserved according to cash flow, investment plan, legal conditions and other proper factors in futures. Thus, the payment will not be significantly impacted any business operation.

In 2020, the Company registered a net loss of Baht 27,159,693 based on the separate financial statements, Board of Directors deem to appropriate to propose the meeting to approve not to appropriate for legal reserve due to the loss. And to propose the meeting to approve dividend payment of the 2020 operational performance at Baht 0.0037 per share, totaling Baht 3,700,000. The dividend will be paid from the Company's retained earning and it will be paid on May 21,2021, to shareholders whose name were on Record Date which was March 15, 2021.

Following the presentation, "Mr.Thammasak" invited the shareholders or proxies to raise their opinions or questions about the annual dividend payment.

Since no shareholder or proxy further raised additional opinions or questions, the Chairman requested the meeting to approve not to appropriate of 2020 legal reserve and to approve dividend payment and invited the meeting facilitator to explain the voting procedures. The resolution of the appropriation of net profit required the majority of the total votes of shareholders who attended the meeting and cast their votes and the acknowledgement of interim dividend require no votes.

At this point, there were a total 31 shareholders attending this meeting in person and by proxy, representing a total of 743,539,273 shares or 74.3539 percent of the total sold shares (1,000,000,000 shares).

Resolution: Approved not to appropriation of 2020 legal reserve and approve the dividend payment by an ominously vote of shareholders attending the meeting and casting their votes.

Resolution	Number of Votes	Percentage
Approval	743,539,273	100.0000
Disapproval	-	0.0000
Abstention	-	0.0000
Voided Ballot	-	0.0000
Total	743,539,273	100.0000

Agenda 5. To consider and elect the directors to replace those who retire by rotation

"Mr. Thammasak" informed the meeting this agenda involved the election of directors to replace those retiring by rotation in accordance with the Public Limited Companies Act B.E. 2535 and Article 17 of the Company's Articles of Association which required that one-third of the total directors of the Company must retire by rotation.

At the 2021 AGM, there were 3 directors to retire by rotation as follows:

1. Mr.Benyiam Songwatana
2. Mrs.Chortip Songwatana Vudhibhong

(Translation)

3. Mr.Omar Songwattana

To conform the good corporate governance principle, the 3 related directors leave the meeting during the election.

“Mr. Thammasak” said to the meeting that the Board of Director deems appropriate to nominate 3 directors to shareholders’ meeting to re-elect the 3 directors for another term, according to Nomination and Remuneration Committee proposal, they possessed knowledge, abilities and experience that would be beneficial to the Company’s business operations. Profiles of the 3 persons nominated as directors had been submitted to the shareholders together with the notice of this meeting.

Following the presentation, Mr. Thammasak invited the shareholders or proxies to raise their opinions or questions about the 3 directors to retire by rotation.

Since no shareholder or proxy further raised additional opinions or questions, the Chairman invited the meeting facilitator to explain the voting procedures for the election of individual directors. All shareholders and proxies were requested to press button approval, disapproval or abstention vote for each director After the vote tabulation was completed, the voting results with regard to the election of each individual director would be announced. The agenda will be resolved by majority of the total votes of shareholders who attended the meeting and cast their votes.

At this point, there were a total 31 shareholders attending this meeting in person and by proxy, representing 743,539,273 a total of shares or 74.3539 percent of the total shares (1,000,000,000 shares).

Resolution: The meeting resolved to approve the re-election of the directors who retired by rotation for another term pursuant to the following number of votes:

1. Mr. Benyiam Songwatana

Resolution	Number of Votes	Percentage
Approval	743,539,273	100.0000
Disapproval	-	0.0000
Abstention	-	0.0000
Voided Ballot	-	0.0000
Total	743,539,273	100.0000

2. Mrs. Chortip Songwatana Vudhibhong

Resolution	Number of Votes	Percentage
Approval	743,539,273	100.0000
Disapproval	-	0.0000
Abstention	-	0.0000
Voided Ballot	-	0.0000
Total	743,539,273	100.0000

(Translation)

3. Mr.Omar Songwattana

Resolution	Number of Votes	Percentage
Approval	743,539,273	100.0000
Disapproval	-	0.0000
Abstention	-	0.0000
Voided Ballot	-	0.0000
Total	743,539,273	100.0000

Agenda 6. To consider and approve the directors' remuneration for the year 2021

"The Chairman invited Mr.Poolsak Tansitipn, Chairman of Nomination and Remuneration Committee to report the meeting on this agenda. Mr.Poolsak Tansittipan informed the meeting that pursuant to Section 90 of the Public Limited Companies Act B.E. 2535 and Article 22 of the Company's Articles of Association, directors are entitled to director's remuneration in the forms of rewards, meeting allowance, pension, bonus or in any other forms as approved by the meeting of shareholders whereby an approval thereof requires the two-thirds (2/3) majority of the votes of shareholders who attend the meeting.

This agenda involved the directors' remuneration which was subject to approval from the meeting of shareholders. The Nomination and Remuneration Committee had thoroughly and carefully deliberated on the suitability of directors' remuneration in view of the scope of duties and responsibilities of directors, the benchmark with other listed companies which were comparable to the Company in terms of revenue, market capitalization, and were in the same industry, and the Company's performance. The Board of Directors proposed to the shareholders to consider 2021 directors' remuneration and no other benefits as follow

1. The budget limit of Baht 7,500,000 in total for directors' remuneration.

2. Monthly remuneration and meeting allowance as detailed in the notice of this meeting page 5-6, that had been submitted to shareholders earlier and shown in the table below

Position	Monthly Remuneration (Baht/Month/Person)	Meeting Allowance (Baht/Meeting)	Remark		
1. Board of Directors			Remuneration of directors who were also executives shall be as follows:		
- Chairman	45,000	20,000	Position	Monthly Remuneration (Baht/Month/Person)	Meeting Allowance (Baht/Meeting)
- Member	15,000	20,000	Chairman	10,000	20,000
			Member	10,000	5,000

(Translation)

2. Audit Committee			
- Chairman	35,000	20,000	-
- Member	15,000	15,000	
3. Nomination and Remuneration Committee			
- Chairman	-	20,000	-
- Member	-	15,000	
4. Risk Management Committee			
- Chairman	25,000	20,000	Members who were <u>employees</u> of the Company
- Member	10,000	15,000	<u>were not</u> entitled to the meeting allowance.
5. Good Corporate Governance Committee			
- Chairman	-	20,000	-
- Member	-	15,000	

(Translation)

Following the presentation, the Chairman of Nomination and Remuneration Committee informed the meeting that, although budget was enough for bonus, board of director resolved not to allot it, due to the loss of 2020 operational performance. The Chairman of Nomination and Remuneration Committee invited the shareholders or proxies to raise their opinion or questions about the directors' remuneration.

Since no shareholder or proxy further raised additional opinions or questions, the Chairman the Chairman of Nomination and Remuneration Committee requested the meeting to approve the directors' remuneration as well as invited the meeting facilitator to explain the voting procedures. This agenda required not less than two-thirds majority of the total votes of shareholders who attended the meeting.

At this point, there were a total 31 shareholders attending this meeting in person and by proxy, representing a total of 743,539,273 shares or 74.3539 percent of the total sold shares (1,000,000,000 shares).

Resolution: The meeting unanimously resolved to approve the directors' remuneration to the below number of votes, the budget limit of Baht 7,500,000 in total for directors' remuneration, the monthly remuneration and the meeting allowance at the proposed rates pursuant and allow the Board of director Committee to allocate the 2021 directors' remuneration.

Resolution	Number of Votes	Percentage
Approval	743,539,273	100.0000
Disapproval	-	0.0000
Abstention	-	0.0000
Voided Ballot	-	0.0000
Total	743,539,273	100.0000

Agenda 7. Consider and appoint the auditors and determination the audit fee for the 2021

The Chairman invited Chairman of Nomination and Remuneration Committee to present the meeting, the meeting was informed that this agenda involved the appointment of auditors and the determination of audit fee for the year 2021. After due consideration, the Board deemed it appropriate to propose the appointment of 6 auditors. The Board of Director deemed appropriate to propose the meeting to approve the appointment 6 auditors as named below :

Auditors responsible for signing the Company's financial statements are:

1. Ms. Gingkarn Atsawarangsalit C.P.A. Registration No. 4496 ; and/or
2. Ms. Pimjai Manitkajohnkit C.P.A. Registration No. 4521; and/or
3. Mr. Chayapol Suppasedtanon C.P.A. Registration No. 3972; and/or
4. Ms. Rosaporn Dechakom C.P.A. Registration No. 5659; and/or
5. Ms. Sumana Punpongsanon C.P.A. Registration No. 5872 and/or
6. Ms. Orawan Techawatanasirikul C.P.A. Registration No. 4807

(Translation)

From EY Office Company Limited as the Company's auditor for 2021. The meeting of shareholders was also requested to consider and approve the 2020 audit fee of Baht 2,000,000. In this connection, the chairman explained that the proposed audit fee was Baht 200,000 lower than the 2020.

If the above-named auditors were unable to perform their duties, EY Office Limited shall designate its other auditors to conduct audits and issue opinions on the Company's financial statements in replacement for such auditors.

The meeting facilitator further reported to the meeting that the audit firm and the aforementioned auditors were also engaged by the Company' subsidiaries and they had no relationship or conflict of interest with the Company, its subsidiaries, executives and major shareholders, or their related parties.

Following the presentation, the Chairman invited the shareholders or proxies to raise their opinions or questions about the auditors and the audit fee.

Since no shareholder or proxy further raised additional opinions or questions, the Chairman requested the meeting to approve the appointment of auditors and the determination of audit fee for the year 2020 as well as invited the meeting facilitator to explain the voting procedures. The resolution of this agenda required the majority of the total votes of shareholders who attended the meeting.

At this point, there were a total 31 shareholders attending this meeting in person and by proxy, representing a total of 743,539,273 shares or 74.3539 percent of the total sold shares (1,000,000,000 shares).

Resolution: The meeting unanimously resolved to approve the appointment of EY Office Company Limited represented by Gingkarn Atsawarangsalit Certified Public Accountant License No. 4496 and/or Ms.Pimjai Manitkajohnkit C.P.A. Registration No.4521, and/or Mr.Chayapol Suppasedtanon C.P.A. Registration No.3972, and/or Ms.Rosaporn Dechakom C.P.A. Registration No.5659, and/or Ms.Sumana Punpongsanon C.P.A. Registration No.5872, and Ms. Orawan Techawatanasirikul CPA Registration No. 4807 as the Company's auditors and the determination of the audit fee for the year 2020 at Baht 2,000,000, with a condition that if the above-named auditors were unable to perform their duties, EY Office Limited shall designate its other auditors to conduct audits and issue opinions on the Company's financial statements in replacement for such auditors, pursuant to the following number of votes:

Resolution	Number of Votes	Percentage
Approval	742,739,273	100.0000
Disapproval	-	0.0000
Abstention	800,000	Not constituted as votes
Voided Ballot	-	0.0000
Total	742,739,273	100.0000

(Translation)

Agenda 8. Other matters (if any)

“Mr.Thammasak” informed the meeting that, this agenda, shareholders were offered opportunities to raise other matters than those included in the meeting agenda per the notice, provided that applicable rules and procedures set forth by the laws were complied with, then he invited meeting facilitator to explain the procedures for raising other matters than those specified in the meeting notice. Pursuant to Clause 2, Section 105 of the Public Limited Companies Act B.E. 2535, shareholders who collectively hold at least one-third of the total sold shares may request the meeting to consider other matters than those specified in the meeting notice.

Question 1. Mr. Piyapong Prasadthong, shareholder asked;

what is impact on business operation from Corona Virus (COVID-19) outbreak that lasted from 2020 until now ,e.g. customers, closing branches or closing time that was forced from Government ?

Answer Mr. Thammasak Jittimaporn , the Chief Executive Officer;

The operational performance, which stated in Agenda 3, is a result of the COVID-19 outbreak situation. We were force by government to shut down branches for months, moreover tourists and travelers decreased also caused the decreasing performance. However, we are working harder to continue business, in the meantime we set up measure to make customers and staffs safe while visit us.

Question 2. Mr. Piyapong Prasadthong, shareholder asked;

Does the Company have plan to expand new branches ?

Answer Mr. Thammasak Jittimaporn , the Chief of Executive Officer;

Our policy is stretching to new networks, new channels, products and services for example; mobile van unit, Tanjai Van, and online platforms; FN Application. Moreover, we will build new partners to expand business. We will not expand business as we did in the past.

Question 3. Mr. Piyapong Prasadthong, shareholder asked;

Does the Company plan to sell through online like Shopee, Lazada ?

Answer Mr. Thammasak Jittimaporn , the Chief of Executive Officer;

We joined Shopee and Lazada years ago, shareholder could buy our products from those platforms.

(Translation)

Question 4. Mr. Piyapong Prasadthong, shareholder asked;
Dose the Company produce any products which responses to COVID 19 situation ?

Answer Mr. Thammasak Jittimaporn , the Chief Executive Officer;
Now there are many hygiene products that we have, for example: Kumo (alcohol spray), service call Virus buster, for housing, cars working spaces, which extended from one of our products, the antiseptic solutions, hygiene mask and many others more. Shareholder could buy these item. from online channel.

The Chairman declared the meeting adjourned at 15.35 p.m.



(Mr.Pricha Songwatana)
Chairman of the Board

Note: An English version of the Minutes of Shareholders' Annual General Meeting for year 2021 had been prepared from the Thai version. In the event of a conflict or a difference in interpretation between the two languages, the Thai version shall prevail.