

**The Minutes of Extraordinary General Meeting of Shareholders No. 1/2017**  
**of**  
**Siamraj Public Company Limited**  
**289/9 Moo 10, Old Railway Road, Samrong, Phrapradaeng, Samutprakarn**

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**Date, Time and place**

The Meeting was held at Conference room 3-4, 9<sup>th</sup> floor, Siamraj Public Company Limited No. 289/9, Moo 10, Old Railway Road, Samrong, Phrapradaeng, Samut Prakarn, on January 11, 2017, at 1 p.m.

**Quorum**

At 1 p.m., there were 49 shareholders present at the meeting, 26 shareholders attended the Meeting in person and 23 shareholders attended by proxy, holding an aggregate amount of 453,996,504 shares from the total issued shares of 600,000,000 shares of Siamraj Public Company Limited (the “**Company**”), equivalent to 75 percent of the total issued shares of the Company, thus a quorum was constituted in accordance with the Article of Association of the Company.

**Directors attending the Meeting**

- |                                 |   |
|---------------------------------|---|
| 1. Mr. Kanoksakdi Bhinsaeng     | Independent Director/Chairman of the Board of Directors |
| 2. Mr. Roj Burusratanabhand     | Independent Director/Chairman of the Audit Committee    |
| 3. Mr. Bunprasit Tangchaisuk    | Independent Director/Member of Audit Committee          |
| 4. Mr. Pongnimit Dusitnitsakul  | Independent Director/Member of Audit Committee          |
| 5. Mr. Kiat Vimolchalao         | Managing Director/Chief Executive Officer               |
| 6. Mrs. Udomporn Jiranapakulwat | Director  |
| 7. Mrs. Wacharaporn Vimolchalao | Director  |
| 8. Mrs. Wacharee Atthakorn      | Director  |

**Management attending the Meeting**

- |                         |                                   |
|-------------------------|-----------------------------------|
| 1. Mr. Kosol Sombatsiri | Member of the Executive Committee |
| 2. Mr. Warawut Waisalee | Member of the Executive Committee |

**Legal Advisor**

Ms. Yaowarote Klinboon

The Capital Law Office limited

**Meeting Commencement**

Ms. Yaowarote Klinboon acted as the meeting conductor (the “**Conductor**”), greeted the shareholders and everyone attending the Company’s Extraordinary General Meeting of Shareholders No.1/2017 (the “**Meeting**”) before informing the Meeting that the Company’s registered capital was THB 300,000,000, consisting of 600,000,000 ordinary shares with a par value of THB 0.50 per share. Shareholders who shall have the right to attend the Meeting were the shareholders whose names were on the share register book at the date for gathering the names of shareholders under section 225 of the Securities and Exchange Act B.E. 2535 (as amended) on December 22, 2016.

Before Commencing, the Conductor informed the Meeting of the voting protocols and asked Mr. Kanoksakdi Bhinsaeng, Chairman of the Meeting (the “**Chairman**”) to proceed the Meeting in accordance with the following agendas:

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

The Chairman informed the Meeting that the Company had prepared the minutes of the 2016 Annual General Meeting of Shareholders, held on April 26, 2016, and submitted copies to the Stock Exchange of Thailand (“SET”) as well as the Ministry of Commerce as prescribed by law. Details are provided in enclosure 1 of the invitation to the Meeting (copy of the Minutes of 2016 Annual General Meeting of Shareholders)

The board of directors had considered and agreed that the minutes of the 2016 Annual General Meeting of Shareholders were correctly and completely recorded and deemed it appropriate to propose the Meeting to adopt the said minutes.

**Resolution:**      The Meeting considered and resolved to certify the Minutes of the 2016 Annual General Meeting of Shareholders, held on April 26, 2016, with the following voting results:

Shareholders voting	No. of Votes	%
Approve	454,609,204	100
Disapprove	-	-
Abstain	-	-
Voided Voting Card(s)	-	-
Total (54 persons)	454,609,204	100

- Remarks:** 1. Resolution in this agenda shall be adopted by the majority votes of the Shareholders attending the meeting and casting their votes.
2. This agenda has 5 additional shareholders attending the meeting resulting in 54 shareholders in total attending the meeting in this agenda divided into 30

shareholders attending in person and 24 shareholders attending by proxy, holding 454,609,204 shares in aggregate.

**Agenda 1 Question/opinion/answer**

- |  |                      |   |
|--|----------------------|---|
| 1. <b>Representative of Thai Investors Association</b> | Mr. Sompong Suchinda | Requesting updates on the implementation of the Company's anti-corruption program   |
| <b>Chief Executive Officer</b>                         | Mr. Kiat Vimolchalao | The Company has implemented our anti-corruption policy into the rules and protocols of the Company to cover every aspects of the business from the operation to the procurement process. Moreover, the executive committee diligently monitors the process together with collaborating with the SET to further adjust and improve our policy. |

**Agenda 2 To consider and approve the amendment of the Objectives of the Company and the amendment of the Memorandum of Association of the Company**

The Conductor informed the Meeting that in order to accommodate future businesses of the Company, it would like to add 12 items to the Objectives of the Company in relation to renewable energy, fuel and waste separating factory as detailed in Enclosure 2 (Draft Objectives of the Company) and to propose to the Meeting to consider and approve the amendment of the Objectives of the Company as mentioned above.

Furthermore, the Conductor informed that the Company proposed to take out item 25 of the existing Objectives of the Company since the Company was informed subsequent to the circulation of the invitation to the Meeting that there had been a change in law regarding the tourism business causing all tour guide business to possess a license in order to be eligible for practicing such business. In summary, there are 12 items added to, and 1 item taken out of the Objectives of the Company, resulting in the change in the total number of the amended Objectives of the Company from 77 items to 76 items.

To comply with the law, the company shall amend No.3 of the Memorandum of Association of the Company to be in line with the aforementioned amended Objectives of the Company.

Existing Memorandum of Association:

“3. The Objectives of the Company consist of 65 items as detailed in Form Bor Mor Jor. 002 enclosed herewith.”

Amending to:

“3. The Objectives of the Company consist of 76 items as detailed in Form Bor Mor Jor. 002 enclosed herewith.”

In this regard, the person authorized by the Board of Directors of the Company shall register the amended Memorandum of Association of the Company with the Department of Business Development of Ministry of Commerce and shall have the authority to amend and adjust the wordings as ordered by the registrar.

**Resolution:** The Meeting considered and resolved to approve the amendment of the Objectives of the Company and the amendment of clause 3 of the memorandum of Association of the Company to be in line with the amended Objectives of the Company with details as proposed in all respects with the following voting results:

Shareholders voting	No. of Votes	%
Approve	454,614,204	100
Disapprove	-	-
Abstain	-	-
Voided Voting Card(s)	-	-
Total (55 persons)	454,614,204	100

- Remark:**
1. Resolution in this agenda shall be adopted by not less than three-fourth of the total number of votes of the shareholders attending the meeting and having the right to vote.
  2. This agenda has 1 additional shareholder attending the meeting resulting in 55 shareholders in total attending the meeting in this agenda, divided into 31 shareholders attending in person and 24 shareholders attending by proxy, holding 454,614,204 shares in aggregate.

**Agenda 3      Other business (if any)**

There was no other matter to be further considered. The Chairman then thanked the shareholders for attending the Meeting and declared the Meeting adjourned at 1.15 p.m.

(Mr. Kanoksakdi Bhinsaeng)

Chairman of the Meeting