

## **Report of The Annual General Shareholder's Meeting for 2021**

### **Date, Time & Venue:**

The Meeting was held on Wednesday 28, April 2021 at 14.00 hrs. at CPL Group Public Company Limited, Head Office No. 700 Moo 6 ,Sukhumvit Road, Bangpoomai, Muang, Samutprakarn 10280.

### **Director Present :**

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|---|--|
| 1. Mr. Suwatchai Wongcharoensin         | Chairman of the Board                                    |
| 2. Mr. Puvasith Wongcharoensin          | Chief Executive Officer                                  |
| 3. Mr. Kuo Shih Lun                     | Director   |
| 4. Mr. Kitichai Wongcharoensin          | Director   |
| 5. Ms. Chen Yun Wen                     | Director   |
| 6. Mr. Nathakitt Wongchaorensin         | Director via electronic meeting                          |
| 7. Mr. Supapat Ongsangkung              | Chairman of the Audit Committee and Independent Director |
| 8. Pol. Lt. Gen. Chayoot Thanataweeruch | Member of the Audit Committee and Independent Director   |
| 9. Dr. Mongkol Laowarapong              | Member of the Audit Committee and Independent Director   |

### **Other Attendees**

### **Executive Officers Present :**

- |                                 |                              |
|---------------------------------|------------------------------|
| 1. Mr. Niteepong Teeramontrekul | Deputy Chief Finance Officer |
| 2. Ms. Arjaree Suphasinwongchai | Company Secretary            |

### **Auditor**

- |                         |  |
|-------------------------|--|
| 1. Ms. Wanya Putasatien | Partner of CWWP Co., Ltd. vie electronic meeting |
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### **Legal Advisor**

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| 2. Mr. Wayuburt Kamart | Legal Advisor from Payab Law Office |
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### **Preliminary Proceedings: 14.00 p.m.**

Mr. Suwatchai Wongcharoensin was the Chairman of the meeting (“Chairman”) and Ms. Aomchan Paengthong was the moderator of the meeting. (“moderator”)

The Moderator welcomed the shareholders. The Chairman thanked the shareholders for taking the time to attend the Annual General Meeting of Shareholders of CPL Group Public Company Limited this time for the year 2021 due to the current situation of the coronavirus infection epidemic (COVID -19). The new outbreak in Thailand has widened the scope of the epidemic in many areas. The company has a concern about the health and safety of the shareholders. Including those who are incredibly involved in organizing the meeting, Therefore, the Annual General Meeting of Shareholders for the year 2021 is scheduled as an electronic means (E-Meeting), conducted through electronic media following the rules stipulated in the law relating to electronic meetings at the general meeting room, 3rd floor, office no. 700 Moo 6, Sukhumvit Road, Bangpoo- Mai, Mueang, Samut Prakan 10280.

Then The Chairman informed that it was time to start the meeting as stated in the invitation letter for the shareholders' meeting. Therefore, open the Annual General Meeting of Shareholders for the year 2021 through electronic meeting (E-Meeting) and asked Ms. Aomchan Paengthong, the moderator, summarized the number of shareholders attending the meeting. Board introduction Legal advisor and management and explain the method of meeting and voting at this shareholders' meeting.

Ms. Aomchan Paengthong, The meeting moderator informed the meeting important rules for the meeting and voted as follows:

- Before voting on any agenda, the chairman will ask the shareholders to ask details and doubts.
- In voting, One Share One Vote.
- The Chairman informed the meeting that voting for each agenda would be disclosed.
- Shareholders can vote for agree, disagree or abstain in each agenda.
- Announcing the voting results in any agenda will notify the voting results by specifying the number of shares voted for, agree, disagree or abstain.
- The chairman has the power and duty to set regulations to conduct meetings for orderliness and to bring fairness to all shareholders.

However, during the meeting Attendees can submit questions in advance via Chat Box Q&A, where the Company will answer questions at those agendas and then inform the meeting about voting procedures on each agenda item of the meeting in the E-Meeting system as follows:

1. For self-attending shareholders and proxies in Proxy Form A and Form B, they must vote only one of the following: agree, disagree or abstain, without dividing their votes in each agenda. In voting for each agenda item (except for Agenda No. 5 To consider the appointment of directors in place of those retiring by rotation.), specific shareholders who disagree or abstain Vote through the E-Meeting system continue counting the votes. For shareholders who agree, there is no need to vote through the E-Meeting system.
2. Proxies from foreign investors and appoint a custodian in Thailand to be a share depository and keeper, who use Proxy Form C, can determine the votes for each agenda item. In counting the votes, the Company will deduct the dissenting and abstained votes from the total number of votes of the shareholders who attend the meeting and have the right to vote and the remaining votes will be considered as agreeing votes. For Agenda 5: To consider the appointment of directors in place of those retiring by rotation allowing shareholders to vote through the E-Meeting system whether they agree, disagree or abstain. To count the votes, there will be a separate vote for each director. For shareholders who do not vote in any way through the E-Meeting system, it will be considered that they vote for approval.
3. The resolution of the meeting will be based on the majority vote of the shareholders who attend the meeting and have the right to vote. Unless otherwise stipulated by law, that is, in Agenda 6 To consider and approve the

directors' remuneration, which must be approved by a vote of not less than two-thirds of the total number of votes of the shareholders who attend the meeting and have the right to vote. The chairman of the meeting will notify the voting to the meeting after the counting of votes for that agenda is completed.

4. The shareholders must remain on the agenda until the end of the agenda and must vote on each agenda item before the voting is closed on that agenda. The system will open for voting for 1 minute, except for Agenda No. 5. Voting time is 2 minutes. In case of leaving the meeting room (Log Out) before the voting is closed on that agenda Shareholders will not be counted to constitute a quorum for such agenda. However, leaving the meeting room (Log Out) in any agenda does not disqualify the right of shareholders / proxies to return to attend the meeting or vote resolution in the next agenda.
5. For the criteria for asking questions before voting in each agenda The chairman of the meeting will allow the meeting attendees to ask questions and express opinions on issues related to that agenda, as appropriate by asking the meeting attendees to type their first and last names. Status as a shareholder, proxy, followed by questions or comments in the Q&A box and pressing the question can be done in 2 cases: 1. Send questions via text. Able to type the desired text Then press the symbol as shown in the picture to send the question. 2. Send questions by voice can press the button "Record audio" and then press the button. "Stop recording" when the question has been asked. And can press the button "Send question" to send questions by voice.
6. If the shareholders would like to vote (e-Voting), they can press the " Vote" button by selecting agenda as shown in the Dropdown, and the system will show the status. Voting is Shareholders can press the voting button as follows: 1. Agree 2. Disagree 3. Abstain from voting as wishes. If shareholders wish to cancel the latest voting, they can press the button. "Cancel the last voting" (where the shareholders can revise their votes until the agenda is closed)
7. The company staff will answer questions in the meeting room on the agenda related to that question if many questions related to that agenda have been submitted to the system. The Company reserves the right to consider and select questions as appropriate and if any questions cannot be answered during the meeting due to the time limit. The Company will continue to collect, answer and disclose in the meeting minutes or through the Company's website.

If the shareholders have problems attending the meeting and voting systems, Please follow the rules for the meeting following the regulations announced by the company or contact the administrative staff at the telephone number provided in the document is 092-356-2720

In the shareholders' meeting of the listed companies regarding the vote counting in the meeting, it is considered appropriate to arrange for an impartial shareholder meeting to verify the status of the shareholders. The voting was conducted with transparency. We would like to invite Legal Adviser Mr. Wayuburt Kamart to take care

of the vote counting and oversee the meeting. Shareholders following the laws and regulations of the company Ms. Wanya Putasatien, Partner of CWWP Company Limited (via electronic media)

8. Agenda without voting is Agenda 2 To acknowledge the Company's performance for the year 2020.

To treat all shareholders with fairness and equality, the Company provides opportunities for minority shareholders to propose meeting agendas and a chance to nominate persons to be directors in advance By offering through the Company's website Between November 15, 2020, until January 15, 2021. For the Annual General Meeting of Shareholders for the year 2021, the shareholders have been informed through the electronic news system of the Stock Exchange of Thailand on the criteria and methods for proposing the matter. Eligibility of the proponent, including the form and channel, suggested the subject and the nomination of persons to be directors after the expiration of the said period. It turned out that there are no proposals for the agenda and no candidates nominated as directors.

Ms. Aomchan Paengthong Moderator Announcing the opening of the Annual General Meeting of Shareholders for the year 2021, 33 shareholders were attending the meeting in person, two proxies, 35 shareholders totaling 347,291,546 shares, representing 78.9578% of the issued shares. All of the company constituted a quorum. The quorum under the Public Limited Companies Act B.E. 2535 and the Company's Articles of Association stipulates that there must be at least 25 shareholders and proxies and must hold shares amounting to not less than one-third of the total shares sold of the company.

#### **Agenda 1: To certify the Minutes of the 2020 Annual General Meeting of Shareholders**

The Chairman assigned the moderator of the meeting. Has started the meeting that The Company held the 2020 Annual General Meeting of Shareholders on April 24, 2020. The company has recorded the minutes of the meeting correctly. According to the resolution of the meeting and completed within 14 days from the date of the 2020 Annual General Meeting of Shareholders by sending to the Stock Exchange of Thailand and the Ministry of Commerce Within the time prescribed by the law And published on the company's website (www.cpl.co.th) by attaching a copy of the minutes of the meeting in the invitation letter that the company has sent.

The Board considered and agreed to propose the minutes of the 2020 Annual General Meeting of Shareholders to the meeting to certify such a report.

The moderator inquired whether any shareholders had any questions or concerns or had additional advice.

There were no questions or concerns or any additional suggestions, the moderator requested the meeting to consider approving the minutes of the 2020 Annual General Meeting of Shareholders.

**Resolution:** The meeting resolved to certify the Minutes of the Annual General Meeting of Shareholders 2020 follow votes:

Agree	345,628,346	votes	100.00%
Disagree	-	votes	-

Abstain	-	votes	-
Invalid	-	votes	-

**Agenda 2: To acknowledge the operating results and annual reports of the Board of Directors.**

The Chairman asked the Chief Executive Officer to report the business's overview in the past year to the meeting for acknowledgment.

Chief Executive Officer Reported to the meeting that last year due to the outbreak of COVID 19, last year the company has been working to maintain liquidity and try to maintain the company image in all aspects, especially in April - June or the second quarter as usual. It will be the peak time for the company and affect the business of the company from the 2<sup>nd</sup> - 4<sup>th</sup> quarter, which will be separated into each business as follows:

Finished leather business declined by 30%, but the company gained 6% of new brand customers, trying to replace a lower percentage while trying to get old customers to have more orders. Last year was the Develop Sample period from new brands, which is expected to receive larger orders later this year. Another problem found is that the exchange rate has a moderate impact on the operations. For this year, the finished leather business There is still a risk, as the company expects that the Japanese Olympics will be the driving force behind the increasing trend of shoe and leather usage. For tanning work, The past year has been the work of the company itself. Customers cannot enter at all. Because it is a job that must come to work closely. It is a pleasure to inform the shareholders that last year the company received the results of the factory inspection at the gold medal level in all three factories, which is an international factory audit standard (Leather Working Group), equivalent to the tanning factory. Lead the world. It is the standard of Green Industry and Sustainability which is an essential requirement of international shoe brands. For the company's long-term development plan from working with international chemical companies, Tanning has begun to develop in the Chrome Free - Wet White system, reducing the use of hazardous chemicals in production, which was in the process of starting from 2 years ago, the sales were still small but had good growth The company aims that in the long run, it will make its products It is different from other companies for 3-5 years, which will increase the production capacity to 1/3 of the production capacity.

For safety equipment, sales were down 10 percent, with the safety equipment business based on GDP flows last year, factories cut workers, sloping workdays and shut down. As a result, the demand for safety devices is reduced and trying to find new products by using the existing customer base. In the past 2 years, it has increased 3 times, and has gained a non-industrial customer base from online systems.

For this year's challenges, The important thing is that the COVID-19 situation is still a big problem. Hazardous equipment will have an impact within the country. For finished leather, The world's covid-19 is still a big problem. It is not possible to predict whether it will take 2-3 years or not. However, the company has prepared for various situations that will arise. The important thing for the finished leather business is that raw material prices

have risen by about 50 percent, and the management has been monitoring and planning the procurement of raw materials following the orders that will come this year.

The Chairman assigned Mr. Niteepong Techamontrikul, Deputy Chief Financial Officer, to report the operating results for the year 2020 as follows:

Mr. Niteepong Deputy Chief Financial Officer report for the year 2020 with the following reporting topics: Statement of Financial Position, Statement of Comprehensive Income, and Auditor's Opinion as follows:

1. Statement of Financial Position Assets at the end of the year 2020 amounted to 2,132 million baht, a decrease of 99 million baht from the previous year, a significant reduction in the inventory decreased by 112 million baht. Manage leather material in the warehouse Deferred income tax decreased by 8 million baht, and trade receivable decreased by 6 million baht. Caused by the declining revenue from sales More items are Cash and cash equivalents increased by 27 million baht and the accounting standard No. 16 on lease agreements came into effect last year. Causing the company to categorize assets.

Liabilities at the end of the period 1,197 million baht, a decrease of 119 million baht. The significant reduction in items consisted of loans from financial institutions 138 million baht, loans from related parties 60 million baht, trade payables 47 million baht. The items on the rise are Long-term loans from financial institutions 91 because last year, from the COVID-19 situation, The company has restructured liabilities with financial institutions to maintain liquidity and finance lease liabilities of 33 million baht, in addition to the accounting standard as initially reported.

2. Overall income statement for the year 2020 must accept that it's been a tough year for every business to manage. Due to the world economy, the status of the epidemic at home and abroad, and the exchange rate has strengthened over the past year. However, the company was able to perform satisfactorily compared to the previous year. Namely, the company had revenue last year 1,594 million baht, down 836 million baht or 34% decrease, gross profit increased 104 million baht from 246 million baht to 350 million baht or 12 percent due to the management of production costs and various expenses, compared with the previous year, the loss was 164 million baht.

The primary income in 2020 comes from 3 businesses: 1. Finished leather business 935 million baht, a decrease of 687 million baht 59% due to lower sales volume, but the company can reduce various expenses more than income. The decline is 755 million baht. 2. Tanning services have a residual income of only 45 million baht, down 82 million baht due to the problem of major clients from China suffering from COVID-19. At present, the company has modified the operation method to produce for use in the company and try to find new customers to replace.

3. The safety equipment business earned 681 million baht, a decrease of 68 million baht or 38%, mainly due to lower market demand and cost control of each business. In terms of expenses, there has been a positive change in the direction that the company was able to reduce sales expenses of 47 million baht and administrative costs

decreased by 78 million baht. The company had a net profit of 19 million baht in 2020, an increase from the previous year by 183 million baht from that of 2019, with a loss of 164 million baht.

The figures reported on the financial statements have been audited by a certified public accountant with an unconditional opinion, with the focus being on the following matters:

**Inventory** Considering the allowance for diminution in inventory value this is because considerable management's judgment is required in determining the appropriate amount of devaluation allowances for obsolete and outstanding inventories.

**Income from sales** Since revenue from sales is an accounting item that has significant value to the financial statements and is a transaction that directly affects the Company's operating results.

The Company has announced its intention to join Thailand Private Sector Collective Action Against Corruption or CAC, On January 26, 2021, the Company established an anti-corruption policy. So that the directors, executives, and employees of the Company has strictly adhered to The Company has published a policy against corruption and corruption. On the Company's website, under the topic of Investor Relations So that relevant people can access the information.

The Company continuously provides training and anti-corruption practices to directors, executives, and employees, with high-level executives as observers and advising on questions regarding the matter. Of anti-corruption and corruption, which has 18 months to operate, The Company will try to accomplish the tasks in a specified period.

In 2020, the Company received a 4-star or "Very Good" rating for corporate governance from the Thai Institute Of Directors or IOD.

The moderator informed that there were two questions sent in advance by email from shareholder Ms. Tuangporn Supavanich.

1. Nowadays, the world is changing rapidly, many different factors are coming into Disrupt. I would like to know how the company has a plan to support this change. This question invites Mr. Puvasith, Chief Executive Officer, to answer.

Chief Executive Officer responded to Disrupt with the company's business is the finished leather business. As stated earlier, the transformation to the Eco - Industry will continue to change, and Chrome Free tanning work will be a new product that is different from others. As well as on Solution Business, the sales team tries to meet more customers as a Machine Safety Smart Factory by offering products that can increase the factory standard from 2.0 to 4.0, which must provide knowledge and understanding of the necessity of Use the company's products because customers are concerned about the expenses they will have to pay. For the new products that were added to be introduced, the leather that the company produced for the shoe factory There were remaining in stock to make the



finished product, Street Sneaker, by a joint venture with two other investors, one of which was Mr. Golf FK Hero, PLY brand, and the production of GALAVELA leather products is still in the market trial period.

Moderator: For question 2, what is the forecast for this year's earnings? Because COVID-19 is still with us. For this question, I would like to invite Mr. Niteepong to answer.

Mr. Niteepong: It may not be able to give a clear answer since it is preparing the first-quarter financial statements. It also has an impact on the operations of the company. Must operate the business with caution. And manage the work for maximum efficiency and control expenses. Try to keep the gross profit margin at a reasonable level last year. The management expects to continue the same procedure as in the past year.

There were no shareholder has any additional questions or concerns, or suggestions, the moderator of the meeting informed the meeting that this agenda does not have a resolution because it is an agenda for acknowledgment.

**Resolution:** Acknowledged the committee's report for the year 2020 as proposed.

**Agenda 3: To consider and approve Annual financial statements for the year ended December 31, 2020.**

The Chairman assigned the meeting moderator to declare to the meeting that The Company has prepared the financial statements for the period ended December 31, 2020, which have been audited and certified by The auditors of CWWP Company Limited gave an unqualified opinion. And passed the consideration of the Audit Committee And passed the approval of the Board of Directors already. The summary of the financial statements is as follows: Total assets 2,132.42 million baht, Total liabilities 1,196.58 million baht, Shareholders' equity 956.82 million baht, Revenue from sales and services 1,593.54 million baht, Net profit 18.87 million baht, Net profit per share 0.04 baht. The Board of Directors agreed to propose to the meeting. To approve Annual financial statements for the year ended December 31, 2020, that the auditor has audited.

Moderator of the meeting Inquired whether any shareholders have any questions or concerns or have additional suggestions or not.

There were no shareholder has any further questions or concerns, or advice, The moderator of the meeting requested the meeting to consider and approve the financial statements for the year ended December 31, 2020, audited by the auditor.

**Resolution:** The meeting passed a resolution with a majority vote of the shareholders who attended the meeting and had the right to vote to approve the financial statements for the year ended December 31, 2020, audited by the auditor as proposed with the following votes.

Agree	347,291,546	votes	100.00%
Disagree	-	votes	-
Abstain	-	votes	-
Invalid	-	votes	-



**Agenda 4: To consider and approve the omission of profits allocation and the legal reserve for the year 2020.**

The Chairman assigned the meeting moderator to report to the meeting that according to Section 116, the Public Limited Act B.E. 2535, stating that “The Company must allocate part of the annual net profit as a reserve fund of not less than five percent of the net profit. It was yearly deducted by the accumulated loss brought forward (if any) until this reserve is not less than ten percent of the registered capital. Except for the company, there will be regulations or other laws requiring more reserves than that. ”In 2020, the company had a net profit of 18.87 million baht. The Board considered and agreed to propose to the 2020 Annual General Meeting of Shareholders to approve the dividend payment for the year 2020 at the rate of 0.02 baht per share (before income tax), totaling 8,796,885.68 baht or 46.62%. In this regard, a dividend of 0.02 baht per share will pay the net profit of the business subject to corporate income tax at a rate of 20%. Individual shareholders are able to apply for a tax credit from the annual dividend payment at the rate of 20/80 of the dividends received, and the record date for determining the list of shareholders for receiving dividends (Record Date) is on March 10, 2021. The company determines the annual dividend payment on May 10, 2021, and allocates part of the net profit as the legal reserve of 943,481.11 baht.

The moderator inquired whether any shareholders had any questions or concerns or had additional advice.

There were no questions or opinions from shareholders, the meeting moderator asked the meeting to approve the dividend payment for the year 2020 at the rate of 0.02 baht per share (before income tax), totaling 8,796,885.68 baht and allocating part of the net profit as the legal reserve of 943,481.11 baht.

**Resolution:** The meeting passed a resolution with a majority vote of the shareholders who attended the meeting and had the right to vote to approve the dividend payment for the year 2020 at the rate of 0.02 baht per share, totaling 8,796,885.68 baht or 46.62% of net profit and allocate a portion of the net profit as the legal reserve of 943,481.11 baht, the deadline for submitting the list of eligible shareholders to receive dividends on March 10, 2021, and the dividend payment date on May 10, 2021, with the following votes:

Agree	337,890,182	votes	97.2929%
Disagree	-	votes	-
Abstain	9,401,364	votes	2.7071 %
Invalid	-	votes	-

**Agenda 5: To consider the appointment of directors in place of those retiring by rotation.**

The Chairman assigned the moderator declared to the meeting that according to the Public Limited Companies Act B.E. 2535 and the Company's Articles of Association No. 13 stipulate that at every annual general meeting If the number of directors cannot be divided into three parts, then the number nearest to 1 in 3 must resign in the first and second year after the registration of the company. To draw lots, whoever will leave, for the following

years, the longest - serving directors may be re-elected. Those who have completed their terms may be re-elected. Therefore, in 2021 there are 3 directors who must retire by rotation, consisting of

List of Directors	Position
1. Mr. Suwatchai Wongcharoensin	Director
2. Mr. Puvasith Wongcharoensin	Director
3. Dr. Mongkol Laowarapong	Member of the Audit Committee, Independent Director

As already informed that the company announced on the company website and announced on the website of the Stock Exchange of Thailand invitation to shareholders to nominate persons qualified person Public Act 1992, nominated persons to be elected as company directors between November 15, 2020 and January 15, 2021 it appears that no shareholder nominated any person to the company. For this agenda, The nominated directors, Mr. Suwatchai Wongcharoensin and Mr. Puvasith Wongcharoensin returned to be the Company's directors, expressed the intention of voting on this agenda item, and requested the meeting to consider the election of individual directors.

The moderator inquired whether any shareholders had any questions or concerns or had additional advice.

There were no questions or opinions from shareholders, the meeting's moderator asked the panel to consider and approve the election of directors in place of the directors who retired by rotation individually. Therefore, all shareholders were requested to vote in case of agreeing, disagreeing, or abstaining votes through the E system. - Meeting, the system will open for voting for 2 minutes.

**Resolution:** The meeting appointment of directors to replace those retiring by rotation, 3 persons as follows:

5.1 Mr. Suwatchai Wongcharoensin was elected to return to be a director with unanimous votes.

Agree	334,954,405	votes	97.2929%
Disagree	-	votes	-
Abstain	23,868,852	votes	2.7071%
Invalid	-	votes	-

(Mr. Suwatchai Wongcharoensin not counted as the base for counting votes amount 14,467,488 vote)

5.2 Mr. Puvasith Wongcharoensin was elected to be return to be a director with unanimous votes.

Agree	334,954,405	votes	100.00%
Disagree	-	votes	-
Abstain	12,337,141	votes (not counted as the base for counting votes)	
Invalid	-	votes	-

Mr. Puvasith Wongcharoensin vote not counted as the base for counting votes)

5.3 Dr. Mongkol Laowarapong was elected to be return a director with unanimous votes.

Agree	347,285,391	votes	99.9982%
Disagree	6,155	votes	0.0018%
Abstain	-	votes	-
Invalid	-	votes	-

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

The Chairman assigned the moderator declared to the meeting that according to Article 14 of the Company's Articles of Association, the directors are entitled to receive remuneration from the Company in the form of rewards, meeting allowances, gratuities, bonuses or other benefits. According to regulations or as the shareholders' meeting will consider which may be defined as a certain amount or placed as a basis and will be scheduled from time to time or will be effective forever until there is a change and in addition to receiving allowances and benefits according to various company regulations by comparing references to listed companies in the stock exchange and considering the performance along with business investment policy to increase the ability of the company to compete more and more and the number of meetings already increased agreed to propose to the shareholders 'meeting to consider and approve the payment of directors' remuneration for the year 2021 as follows:

Description	Board of Director	Sub Committee
Monthly Meeting allowance	THB 20,000.00.-	
Chairman	THB 15,000.00.-	THB 15,000.00.-
Member	THB 10,000.00.-	THB 10,000.00.-
Total Remuneration	Not exceed MB 6	

The moderator asked whether any shareholders had any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The moderator requested the meeting to approve the remuneration of the directors for the year 2021 with an affirmative resolution of not less than two-third of total number of votes of the shareholder present at the meeting and eligible to vote.

**Resolution:** The Meeting resolved to approve the remuneration for directors for the year 2021.

Agree	347,291,546	votes	100.00%
Disagree	-	votes	-
Abstain	-	votes	-
Invalid	-	votes	-

**Agenda 7 : To consider the appointment of the auditor and the audit fee for year 2021.**

The Chairman assigned the moderator declared to the meeting that to comply with Section 120 of the Public Limited Companies ACT B.E. 2535 prescribed that the auditors and their fee shall be appointed or re-appointed and determined annually by the Annual General Meeting of Shareholders.

The Audit Committee considers the qualification and performance of the auditor by the Audit Committee and including the appropriateness of the audit fee in 2021. The Audit Committee agreed that the auditors expertise and experience as well as working standards are beneficial to the company. The Audit Committee found it appropriate to propose auditors. The nominated auditors from CWWP Co., Ltd. has no relationship with , or any interest in the company, the executive, major shareholders or any related persons, therefore, they are able to audit and comment on the financial statement of the Company independently.

The Board agreed with the Audit Committee and recommends the Annual General Meeting of Shareholder 2021 approve the appointment of the auditor and audit fees as follows:

Ms. Wanraya Puttasatien Certified Public Accountant No. 4387 and/or Ms. Waraporn Intaraprasit Certified Public Accountant No. 7881 and/or Ms. Choticha Lertwilai Certified Public Accountant No.12258 The nominated auditor have not review, audited and expressed opinions on the Company's Financial Statements for seven consecutive or non-consecutive years, and fixing amount of THB 1,640,000.

The moderator asked whether any shareholders had any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The moderator requested the meeting to appoint auditors and fix the auditing fee for the year 2021. The agenda was adopted with the majority of the total number of votes of the shareholders present at the meeting and eligible to vote.

**Resolution:** The meeting resolved to appoint auditors and fix the auditing fee for the year 2021

.	Agree	347,291,546	votes	100.00%
	Disagree	-	votes	-
	Abstain	-	votes	-
	Invalid	-	votes	-

**Agenda 8: To consider other matters.**

This agenda is set for the meeting to ask questions or, For the Board of Directors to clarify, ask for permission to read queries and suggestions from shareholders. Therefore, no other matters will be presented to the meeting for approval, and there will be no voting on this agenda.

In addition, the Company provides shareholders with an opportunity to express their opinions and ask questions about the Company. There were no shareholders or proxies to propose other matters for consideration the moderator invited the chairman to close the meeting.

**Chairman:** On behalf of the Board of Directors and the management, We would like to assure our shareholders in the Company's business, the safety equipment business, and ready-made leather sold in Thailand and abroad. The Company also faced a problem resulting in a decrease in sales in both firms from the past year. Management must manage the work to be efficient and control the cost as much as possible. For this year, the international market has started to have orders back in. For the domestic market has expanded the market into business solutions and finished products business. Leather goods to reassure shareholders, the company will be able to pay dividends to shareholders every year.

The Chairman then thank to all shareholders for taking the time to attend the meeting and expressing their opinion on various matters and declared the meeting adjourned. The meeting was adjourned at 15.14 hrs.

-Signed-

Mr.Suwatchai Wongcharoensin

Chairman