

Minutes of the Extraordinary Shareholders' Meeting No.1/2018

of

Simat Technologies Public Co., Ltd.

Friday August 3rd, 2018

At the main conference room of Simat Technologies Public Company Limited, 123 Soi Chalongsong 31,
Ladkrabang industrial estate, Lamplatew sub-district, Ladkrabang district, Bangkok

The Meeting started at 10.00 O'clock.

Mr. Roengsak Sae-Eung, Company Secretary Assistant, clarified to the meeting that according to the Company's regulation no. 41 stated that the Chairman of the board of directors acts as the chairman of the AGM. In case that the Chairman is absent or not able to perform duty, the deputy chairman shall be assigned to perform as the Chairman of AGM. Mr. Thongkam Manasilapapan, Chairman, is absent and the Deputy Chairman has not been appointed yet therefore the meeting proposed Mr. Thammanoon Korkiatwanich, the director and shareholder, to perform as the Chairman of this EGM.

Mr. Thammanoon accepted to perform as the Chairman and had the welcome speech to the meeting attendants and introduced the Board of Director members, Executive Management Committee and the Company's auditor to the meeting as follows:

There are 7 directors attended the meeting as follows:

- | | |
|------------------------------------|----------------------|
| 1. Mr. Pakin Pinto | <u>Director</u> |
| 2. Mr. Teeranut Thangsathapornpong | Director |
| 3. Phd. Ranchana Rajatanavin | Independent Director |
| 4. Mr. Narongrit Rerkpattanapipat | Independent Director |
| 5. Ms. Kanwara Aurlpokaiyakul | Independent Director |
| 6. Mr. Vorachai Charoonprasitporn | Independent Director |
| 7. Mr. Thammanoon Korkiatwanich | Director |

There are 4 Executive Management Committee members attended the meeting as follows:

- | | |
|---------------------------------|--|
| 1. Mr. Narat Saraman | Chief Executive Officer |
| 2. Mr. Thammanoon Korkiatwanich | Executive Accounting & Finance Director |
| 3. Mr. Pakin Pinto | Executive Director of Broadband Business |
| 4. Mr. Siraphop Lamchan | Executive Director of Label Business |

The Chairman informed the meeting that the total number of shareholders of the Company is 2,246 persons or counted as 524,309,103 shares (according to the list of shareholders who may exercise their rights and participate in the meeting on July 16, 2018). For this meeting, the number of shareholders who attend the meeting by themselves is 11 persons and the number of shareholders who appoint a proxy to attend the meeting is 40 persons so the total number of shareholders who attended the meeting is 51 persons or counted as 211,508,389 shares or computed as 40.34% of the total paid-up share capital of 524,309,103 shares constituting a quorum according to the Company's Articles of Association then the meeting started.

The Chairman assigned Mr. Roengsak Sae-Eung, Company Secretary Assistant, to clarify the meeting regarding to the voting and counting vote method.

Mr. Roengsak clarified the meeting about the voting method and the counting vote method in each agenda in order to make clear to the shareholders as follows:

1. Shareholders are entitled to voting rights according to the number of shares they have, one share per one vote. In case there is an equality vote, the Chairman shall have the right to vote an additional vote as the final judge.
2. The resolution of the shareholders' meeting shall require majority of votes of shareholders who attends the meeting and has the right to vote except any other matter specified by law.
3. The counting of vote at any resolution in the meeting

For shareholders who attend the meeting by themselves, to use the voting card to make a tick mark on "Approved", "Disapproved" or "Abstained" and send the card to the officer for counting of votes.

For shareholders who appoint a proxy to attend the meeting and make the vote in advance, the Company will collect those votes for each approved votes, disapproved votes or abstained votes together with the votes from shareholders who attend the meeting by themselves.

4. To run the meeting conveniently and quickly, the Chairman proposed the shareholders who want to vote for "Disagree" or "Abstain" to raise their hand then the officer will collect their voting card and for those who want to vote for "Agree" then no need to raise their hand and submit the voting card.
5. In order to run the meeting transparently and comply with the good practice of shareholder meeting by Securities and Exchange Commission, the Company assigned the lawyer firm, "Law TST Company Limited" with 3 lawyers, to be in charge of proceeding the AGM transparently and to comply with law and the Company's Articles of Association.

Then the Chairman started the meeting following the agendas as specified in the invitation letter to EGM No.1/2018 as follows:

Agenda 1: To consider and adopt the Minutes of the Annual General Shareholders' Meeting 2018

The Chairman proposed the Meeting to consider and adopt the Annual General Shareholders' Meeting 2018 on April 30, 2018. The minutes of such meeting is appended as Attachment 1 and sent to the Stock Exchange of

Thailand and the Ministry of Commerce within the period of time set by law and also available on the Company's web site as per details in Attachment 1.

The Board of Director agreed that the minute was recorded accurately.

The Chairman asked the shareholder for those who want to vote for "Disagree" or "Abstain" to raise their hands then the officer collected their voting card to count their votes and deduct from the total votes of the total shareholders.

The voting result for this agenda is as below:

Approved	211,508,389	votes, or	100%
Disapproved	0	votes, or	0%
Abstained	0	votes, or	0%

Resolution: The meeting unanimously resolved that the minutes of the Annual General Shareholders' Meeting 2017 be approved as proposed.

Agenda 2: To consider and approve the appointment of new director and deputy chairman

The Chairman informed the meeting that as the Company has appointed the new Chief Executive Officer (CEO) to replace Mr. Thongkam Manasilapapan who resigned, to enhance the efficiency of the management to comply with the Board of Director's policy, the nomination committee agreed to propose Mr. Narat Saraman as the new director and the deputy chairman.

The Chairman asked the shareholder for those who want to vote for "Disagree" or "Abstain" to raise their hands then the officer collected their voting card to count their votes and deduct from the total votes of the total shareholders.

The voting result for this agenda is as below:

Approved	211,508,389	votes, or	100%
Disapproved	0	votes, or	0%
Abstained	0	votes, or	0%

Resolution: The meeting unanimously resolved to appoint Mr. Narat Saraman as the new director and Deputy Chairman as proposed.

Therefore, the Board of Directors will be composed of 10 members as below

- 1) Mr. Thongkam Manasilapapan (Director/Chairman)
- 2) Mr. Narat Saraman (Deputy Chairman)
- 3) Mr. Pakin Pinto (Director)
- 4) Mr. Thanayous Kositsakul (Director)

- 5) Mr. Theeranut Tangsathapornpong (Director)
- 6) Dr. Ranchana Rachatanavin (Independent Director)
- 7) Mr. Narongrit Rerkpattanapipat (Independent Director)
- 8) Ms. Kanwara Aурpokaiyakul (Independent Director)
- 9) Mr. Vorachai Charoonprasitporn (Independent Director)
- 10) Mr. Thammanoon Korkiatwanich (Director)

Agenda 3: To consider and approve the amendment of Directors' Remuneration for new board structure

The Chairman explained the meeting that according to Section 90 of the Public Limited Company Act indicated that "the remuneration payment for directors requires approval from the shareholders and the resolution shall be supported by a vote of not less than two-third of the total number of shareholders present at the meeting and entitled to vote"

The Board of Directors reviewed the remuneration for the Company's Directors in 2018, took into account the remuneration's appropriateness which is compatible with roles and responsibilities and compared with other operators in both the similar industry and size as stated in Survey on Remuneration of the Listed Companies' Directors by Thai Institute of Directors Association and business expansion. The Board of Directors thus agreed to propose to the shareholders to amend the Directors' Remuneration for new board structure as follows:

For 2 Directors who does not act as independent director will receive monthly remuneration as follows:

- Mr. Thanayous Kositsakul 20,000 Baht/month (year 2017: None)
- Mr. Theeranut Tangsathapornpong 20,000 Baht/month (year 2017: None)

There is no meeting allowance and bonus for these Directors.

For Independent Director/Audit committee member will receive the meeting allowance and bonus as follows:

- | | |
|---|--------------------------------------|
| Chairman of the Audit committee | 10,000 Baht/time (year 2017: 10,000) |
| Independent Director/Audit committee member | 7,000 Baht/time (year 2017: 7,000) |

Bonus of Independent Director/Audit committee member shall not exceed 100,000 Baht each per year and there is no monthly remuneration for these Directors.

For Nomination Committee member will receive the meeting allowance for 7,000 Baht/time.

The Chairman asked the shareholder for those who want to vote for "Disagree" or "Abstain" to raise their hands then the officer collected their voting card to count their votes and deduct from the total votes of the total shareholders.

The voting result for this agenda is as below:

Approved	211,508,389	votes, or	100%
Disapproved	0	votes, or	0%
Abstained	0	votes, or	0%

Resolution: The meeting, by more than Two-third of the voting rights, resolved to approve the amendment of Directors' Remuneration for new board structure for 2018 as proposed.

Agenda 4: To consider and approve the appointment of more auditors

The Chairman explained that in section 120 of the Public Limited Company Act indicated that "In every Annual General Meeting, the shareholders have to appoint and determinate the remuneration for auditor and auditor of preceding year can be re-elected".

Since Mr. Sathien Vongsanan, CPA license no. 3495 and Mr. Atipong Atipongsakul, CPA license no. 3500 has signed on the Company's financial statements for year totally 5 years consecutively, the Board of Director approve to propose the Shareholders to appoint more auditors for the year 2018 as below:

Mr. Atipong Atipongsakul, CPA license no. 3500 or Mr. Sathien Vongsanan, CPA license no. 3495 or Mr. Vichai Ruchitanont, CPA license no. 4054 or Ms. Kulthida Pasurakul, CPA license no. 5946 or Ms. Patcharee Siriwongsil, CPA license no. 9037 from ANS Audit Co., Ltd. or any other auditors within the same audit firm approved by SEC as the auditor of the Company who signed on the audit and review report of the Company.

Based on the Audit Committee' opinion, the Board of Directors agreed to propose the shareholders to approve the appointment of more auditors as proposed.

The Chairman asked the shareholder for those who want to vote for "Disagree" or "Abstain" to raise their hands then the officer collected their voting card to count their votes and deduct from the total votes of the total shareholders.

The voting result for this agenda is as below:

Approved	211,508,389	votes, or	100%
Disapproved	0	votes, or	0%
Abstained	0	votes, or	0%

Resolution: The meeting unanimously resolved to appoint Mr. Atipong Atipongsakul, CPA license no. 3500 or Mr. Sathien Vongsanan, CPA license no. 3495 or Mr. Vichai Ruchitanont, CPA license no. 4054 or Ms. Kulthida Pasurakul, CPA license no. 5946 or Ms. Patcharee Siriwongsil, CPA license no. 9037 from ANS Audit Co., Ltd. or

any other auditors within the same audit firm approved by SEC as the auditor of the Company who signed on the audit and review report of the Company as proposed.

Agenda 5: To consider and approve the amendment of the authorized director's signature

The Chairman explained that according to the Company's Articles of Association No. 37 specified that the number and name of the authorized directors who can sign on behalf of the Company to be determined by the Shareholder's Meeting.

As there are only 2 directors who can sign on behalf of the Company so this may cause inconvenience in perform any action, the Board of Directors agreed to proposed to the shareholders to approve the amendment of the authorized director's signature from "Mr. Thongkam Manasilapapan and Mr. Thammanoon Korkiatwanich can both sign with company stamp on behalf of the Company" and to amend as below.

"Mr. Thongkam Manasilapapan, Mr. Thammanoon Korkiatwanich, Mr. Narat Saraman and Mr. Theeranut Tangsathapornpong, two of the four directors can both sign with company stamp on behalf of the Company"

The Board of Directors agreed to propose the shareholders to approve the amendment of the authorized director's signature as proposed.

The Chairman asked the shareholder for those who want to vote for "Disagree" or "Abstain" to raise their hands then the officer collected their voting card to count their votes and deduct from the total votes of the total shareholders.

The voting result for this agenda is as below:

Approved	211,508,389	votes, or	100%
Disapproved	0	votes, or	0%
Abstained	0	votes, or	0%

Resolution: The meeting unanimously resolved to approve the amendment of the authorized director's signature as proposed.

Agenda 6: Other business (if any)

No any agenda was proposed.

The Chairman closed the meeting and gave the thank speech to all attendants for joining this meeting and provided some beneficial comment to the Company.

The meeting closed at 11.45 O'clock.

Signed _____

(Mr. Thammanoon Korkiatwanich)

Chairman of the meeting

Signed _____

(Mr. Roengsak Sae-Eung)

Company Secretary Assistant / Minute Taker