



บริษัท ไทยชูการ์ เทอร์มินัล จำกัด(มหาชน)
THAI SUGAR TERMINAL PUBLIC COMPANY LIMITED

สำนักงานใหญ่ : 90 หมู่ 1 อ.ป่าสัก อ.เมือง จ.สุพรรณบุรี 18100 โทรศัพท์ 02-183-4567 โทรสาร 02-183-4561 ทะเบียนเลขที่ 0107537001692
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(Translation)

Annual General Meeting of Shareholders for the year 2019 No.1/2020

Dated Thursday, 30 April 2020

At Meeting Room 3th Floor, Soi Siamsilo, Poochaosamingprai Road., Samrongklang, Samutprakarn

Meeting started 01.30 p.m.

Mr. Pricha	Attavipach	President	Acting	The Chairman of the meeting
Mr. Nattawat	Atsawathanikkul	Secretary	Acting	The Secretary of the meeting

THAI SUGAR TERMINAL PUBLIC COMPANY LIMITED (The "Company" or "TSTE") through Mr. Nattawat Atsawathanikkul (acting as the "Meeting Facilitator") informed the Meeting of the current information regarding the registered capital and the shares of the Company as follows:

- Registered Capital THB 191,663,805.00
- Paid-up capital THB 191,663,590.50
- Ordinary Shares 383,327,181 Share
- Par Value THB 0.50 per share

The Company had scheduled the record date to determine the name of the shareholders entitled to attend the year 2019 No. 1/2020 Annual General Meeting of Shareholders on 27 March 2020 (Record Date)

There were shareholders attending the meeting as follows:

THAI SUGAR TERMINAL PUBLIC COMPANY LIMITED						
Annual General Meeting of Shareholders for the year 2019 No.1/2020						
Thursday, 30 April 2020						
No. of Shareholders attend						
Type	#Shareholder		#Share			
Shareholder	15 person	No. of Shares	122,645,135	Shares	Percent	31.99%
Proxies	39 person	No. of Shares	199,929,947	Shares	Percent	52.16%
Grand Total						
Amount	54 person	No. of Shares	322,575,082	Shares		
Percent	84.15%	of Ordinary shares	383,327,181	Shares		

The Secretary informed that the Meeting today is open for registration from 12.30. Until now, there are 15 shareholders attending the meeting in person, total of 122,645,135 shares and 39 proxies, total shares 199,929,947 shares, totaling 54 shareholders, in person and by proxies, totaling 322,575,082 shares, representing 84.15 percent of the total number of shares sold, 383,327,181 shares according to the regulations of Clause 30. There is a



requirement regarding the quorum that Must have at least 25 shareholders and proxies from the shareholders attending the meeting or not less than half of the total shareholders and must have at least one-third of the total issued shares of the company From the number of shareholders attending the meeting considered to be the body of the company,

The Meeting Facilitator informed that the company sent the Annual General Meeting invitation letter to shareholders in advance on 26 March 2020 on SET channel and our website for shareholders have time to decide adequate and behave on corporate good governance. For composure of the meeting explain to the Meeting the voting procedures, vote counting, and announcing of voting results, which could be summarized as follows:

1. The ballot cards had been distributed to shareholders and proxies at the registration desk.
2. The agenda would be proposed by the Chairman item by item as specified in the invitation letter. Before voting on each item, the shareholders or their proxies could ask questions or express opinions. by giving the name of the surname .This would prevent any misunderstands and enable the company to answer the questions correctly.
3. The method of voting
 - The method of voting was based on one voted per share. Shareholders who had a conflict of interest in any particular item would not be eligible to vote on that matter.
 - The meeting agreed that shareholders who wanted to disapproved of, or abstain from voting on, any item should mark either the disapproval or abstention box and sign the ballot paper before it was collected by the Company's officers.
 - The company would deduct the disapproval votes or abstentions from the total eligible votes in the meeting in order to determine the number of approval votes.
 - However, the proxies of shareholders who had already cast their votes for each item on their proxy from had not been given ballot papers upon registration as each resolution would include those votes.
4. Items on the meeting's agenda had to be approved as follows:
 - Items Nos. 2, 3, 4 &6 had to be approved by a majority vote of the shareholders who attended the meeting and cast their votes. Abstentions would not be counted.
 - Item No. 5 had to be approved by not less than two-thirds of the total number of votes of shareholders who attended the meeting. Abstentions would be counted.
 - Item No. 7 had to be approved by not less than third-fourth of the total number of votes of shareholders who attended the meeting. Abstentions would be counted.
5. Any shareholder who wished to vote had to clearly mark the ballot paper. His or her ballot would be deemed void in the following circumstances: 1) the ballot paper was unsigned; 2) the ballot paper was signed but no box had been marked; 3) a mark had been crossed out but there was no signature against that box to confirm the change; 4) the ballot paper had been marked in a manner that made the voter's decision unclear.
6. Shareholders or proxies who wish to return before the meeting ends and wishing to not vote in the remaining agenda Inform the officer and send the unused ballot
7. The resolution for each item on the agenda would be displayed on the large screen in the meeting room. However, it was recognized that the votes of shareholders and/or proxies present during each



item could vary since some of them might arrive after the meeting had begun or leave before it had finished.

8. In this voting, The company requests the volunteers, shareholders, or shareholders' representatives who attend the meeting to inspect the vote counting. There is one shareholder volunteer, namely Mr. Wirachai Phatho, who inspected the vote counting and Ms. Kornwipa Srisawat and Miss Sunisa Sopaflood, an auditor from AMC Office Co., Ltd. witness the vote counting
9. The voting results shall be announced at the meeting after the completion of the counting of votes for each agenda item. However, vote counting for some agenda items may take longer. In such cases, the Chairman may request the Meeting to proceed to the consideration of the next item on the agenda to avoid disrupting the meeting. The Meeting will be informed of the results as soon as the counting of votes is finished.
10. The Company had provided an opportunity for shareholders to propose items on the agenda for this meeting in advance and nominate qualified candidates to be considered for election as directors, from 1 October 2019 to 31 December 2019 added up 3 months, however, none of the shareholders had proposed an item or nominated a candidate.

Directors attending the meeting:

1	Mr.Pricha	Attavipach	Independent Director and Chairman
2	Mr.Prapas	Chutimavoraphand	Director and President of Board of Director
3	Mr.Chanachai	Chutimavoraphand	Director and Executive Director and Director of Risk Management committee
4	Mr.Suwat	Sammachievwitsawakul	Independent Committee / Chairman of Audit Committee / Chairman of the Nomination and Remuneration Committee and Chairman of the Risk Management Committee
5	Mr.Pong	Chinthammit	Director and Executive Director
6	Mr.Narong	Janelapwattanakul	Director and Executive Director
7	Mrs.Paungthip	Silapasart	Independent Committee /Audit Committee / Director Nomination and Remuneration Committee and Director of the Risk Management Committee
8	Mrs. Kornsiri	Pinrat	Independent Committee /Audit Committee and Director of the Risk Management Committee
9	Mr.Chalush	Chinthammit	Director
10	Miss Juthatip	Arunanonchai	Independent Committee / Director Nomination and Remuneration Committee
11	Mr.somchai	Chinthammit	Director
12	Mrs. Yaovanuth	Dejvitak	Director
13	Mr. Dhanadol	Sujiphinyo	Director



14	Mr.Win	Chinthammit	Director
15	Mr.Phallop	Haemataksin	Director / Executive Director / Director of Risk Management

The Board of Directors has a total of 15 people attended the meeting, 15 people in attendance, representing 100 per cent. Members of the Management attending the meeting: 5 Persons as follows:

1. Mr. Chanachai Chutimavoraphand Chief Executive Officer and Managing Director
2. Mr. Phallop Haemataksin Vice Chief Executive Officer
3. Mr. Thanakorn Charoenwongsa Vice Managing Director
4. Miss Amornrat Hattakam Assistance Managing Director in Accounting and Finance (CFO)
5. Mr. Nattawat Atsawathanikkul Company Secretary

External auditor

1. Miss Kornwipa Srisawat Auditor from Sam Nak Ngan_AMC Company Limited
2. Miss Sunisa Sopautok Auditor from Sam Nak Ngan_AMC Company Limited

Rights protection volunteer

Mr. Methee Unadirakkul

The company has prepared the minutes of the 01/2019 Annual General Meeting of Shareholders, conducted on May 8, 2019, completed within 14 days, with accurate records as true. And published on the company's website and already informed to the Stock Exchange of Thailand.

When shareholders acknowledge the voting method counting the votes and announcing the results as proposed above, the Chairman therefore conducted the meeting according to the agenda as follows.

Agenda 1. To acknowledge the overall operation of the Company during 2019.

The Chairman assigned the President & CEO to report the Company's performance and major change occurring during the year 2019 to the meeting and gave the shareholders and opportunity to make inquiries.

Chief Executive Officer reported that Thai Sugar Terminal Public Company Limited has invested in 5 subsidiaries, consisting of 4 companies and 1 public company, namely

1. TS Warehouse Company Limited (TSW), parent company holding 64.13%
 2. TS Transport and Logistics Company Limited (TSTL), parent company holding 85.90%
 3. TSG Assets Company Limited (TSA), parent company holding 79.78%
 4. TS Industries Co., Ltd. (TSO), parent company, holds 97.48% of shares
 5. TS Flour Mill Public Company Limited (TMILL), parent company holding 68.86%
- 1 associate company, Grandfather Container Container Co., Ltd. (PCCT), TSTL holds 20% of shares
Investment is divided into individual businesses including.



Bag & Bulk Port and warehouse business has 2 companies: 1. Unloading and warehousing of sugar, including TSTE and TSW.

The amount of sugar accumulated in the past year

Unit:Tons

<u>Years</u>	<u>BULK</u>	<u>BAG</u>	<u>Total</u>
2017/18	234,170	445,913	680,082
2018/19	385,429	463,153	848,582
%	65%	4%	25%

In year 2019, the company developed Bag & Bulk Port and warehouse as follow:

- 1. Development in the management system of port with IT
- 2. Quality Assurance System
- 3. Development and maintenance machines and equipment.
- 4. Development in the management system
- 5. Development in the safety system (3S: Safety)

Container Port We are rank 3 of river container port which have capacity as follow:

Land 17,000 SQM

Cap 1,090 TEUS

CFS 1,100 SQM

2 MFB

6 RSD

The food business has 2 companies, TMILL which listed in MAI and TSO produce and sale vegetable oil. In year 2019, TSO has production volume 49,744 Tons (49.74% of Total capacity 100,000 Tons). In year 2020, TSO set production volume around 81,000 Tons (81% of Total capacity 100,000 Tons) which has already OEM contact 30,000 Tons.

Packing and Other businesses we will start up the packing and repacking business such as repacking sugar 1 kg bag or OEM packing etc.

The conduct business with social responsibility by adhering to the business principles that are transparent, auditable, ethical, respecting human rights and the interests of stakeholders under the vision and mission as follows:

Visson : We are a group of Companies providing logistics services. And conducting business related to food at the international standard level Under efficient management services with good governance for sustainable development.

Mission

- 1) Improve the development of logistics service standards Continuously at the international level
- 2) Strengthen trade partners and create investment opportunities in the related logistics business
- 3) Effective management And effectiveness To increase competitiveness Through cost control and control product quality at the standard level



- 4) Continuously promoting new product development In order to increase value through the consumer market, niche market (Niche Market)
- 5) Create fair and mutual benefits between business partners for sustainable success.

(Social Responsibility)

- The Company to focus on employee health check to executives and employees.
- The company continues to operate for the benefit of society. Community and environment Annually By organizing activities to throw away give rice, dried food to communities nearby the factory. To build relationships with the villagers doing Big Cleanings Day, roads around the road around the factory
- CSR the CSR project for the 3rd years of sharing for children at Ban Pong Deep School Keng Krachan District Phet Buri Province.

(Anti-Corruption Policy)

The company has an ideology in conducting business with morality. By adhering to social responsibility and all stakeholders (employees, customers, shareholders, business partners, society and the environment) in accordance with the principles of good corporate governance and code of conduct as well as policies and guidelines for stakeholders Various crashes of the company. The company has a policy to define responsibility, guidelines and requirements. In the proper operation to prevent corruption with all activities of the company .To make business decisions and operations. That may have a risk of corruption has been considered and treated carefully.

The company has announced the anti-corruption policy. And will continue to be certified as a member of the Thai Private Sector Collective Action Coalition within the year 2022.

The Chairman then asked the meeting if there were any questions or suggestions, but none of the shareholders replied.

Resolution The Meeting acknowledged the Company's Annual Report for the year 2019.

Agenda 2. To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31th December 2019.

The Chairman assigned the management to summarize the statements of financial position and the income statement for the year ended 31 December 2019.

Ms. Amornrat Hattakam (Assistance Managing Director of Accounting and Finance) reported that in order to comply with the law, the Company must prepare statements of financial position and income statement for the year. Ended December 31, 2019, which has already been considered by the Audit Committee And the authorized auditor has signed an unconditional guarantee As shown in the Annual Report 2019, Part 2, Page 1 - 4, and details of the statements on pages 5 - 67, therefore can be summarized as follows.



Balance Sheet Statement and Profit and Loss Statement for Company and Subsidiary

(Unit: Baht)

Particular	Consolidated financial statements		Separate financial Statements	
	2019	2018	2019	2018
Total assets	5,108,683,877	5,460,225,523	3,255,443,466	3,230,990,705
Total liabilities	1,418,088,244	1,878,447,703	999,523,399	1,061,362,946
Total revenues from operation	2,591,158,469	2,021,746,277	317,247,894	301,301,300
Net Profit	165,425,980	164,643,496	148,400,306	47,527,197
Basic earnings per share	0.43	0.43	0.39	0.12

The Chairman then asked the meeting if there were any questions or suggestions,

Mr. Methee Unadirakkul (Rights protection volunteer) ask that the loss in 70 million baht in 2018 but in no more in 2019. Has TSO cut all the accumulated losses yet? And since we have started production. Won't happen again, right?

Ms. Amornrat Hattakam (Assistance Managing Director of Accounting and Finance) clarified that eliminate all accumulated losses.

Mr. Chanachai Chutimavoraphand (Chief Executive Officer and Managing Director) clarified that this accumulated loss occurred about 5 years ago when the TSO started operations. At that time, palm oil prices were very volatile, causing TSO to lose from the Realized Gain / Loss (Mark to Market). Therefore decided to cut the accumulated loss in this part.

Mr. Methee Unadirakkul (Rights protection volunteer) ask that Do we have our own Brand?

Ms. Amornrat Hattakam (Assistance Managing Director of Accounting and Finance) We have our own brand named Raja.

The Chairman then asked the meeting if there were any questions or suggestions, but none of the shareholders replied

Resolution The Meeting, by a simple majority of total number of votes of the shareholders present at the meeting and eligible to vote, approved the financial statements for the year ended December 31, 2019 as follows:

Approved	322,575,082 votes,	equivalent to 100 %
Disapproved	- vote	equivalent to -
Abstained	- vote	equivalent to -
Void	- vote	equivalent to -

Agenda 3 - To consider and approve the allocation of profit for dividend payment and legal reserve

The Chairman assigned the management to clarify various details. Related to the dividend payment for the year 2019 and legal reserve to the meeting

Ms. Amornrat Hattakam (Assistance Managing Director of Accounting and Finance) clarified that the company has a policy to pay dividends at a rate of not less than 50 percent of the net profit of the company financial



statements after corporate income tax and legal reserves. If there is no other necessity and the dividend payment does not affect the operations of the company and its subsidiaries In addition, the payment of dividends shall be based on various factors. For consideration such as operating results, financial position, liquidity, expansion plans etc.

In the year 2019, the Company had a net profit from the separate financial statements of THB 148,400,306. The Board of Directors therefore agreed to propose to the shareholders' meeting to approve the annual dividend payment for 2019 at the rate of THB 0.20 per share, 383,327,181 shares, totaling THB 76,665,436.20, Accounting for 51.66 percent of the net profit of the separate financial statements, which is in accordance with the company's dividend policy.

The Company has already paid an interim dividend at the rate of THB 0.10 per share on 28 November 2019 and will pay the final dividend at the rate of THB 0.10 per share, totaling 383,327,181 shares in the amount of THB 38,332,718.10 from the retained earnings.

In addition, the payment of such dividend shall be paid to shareholders who are only entitled to receive dividends. As shown in the list of names on the date of listing Eligible to receive dividends on Wednesday, March 27, 2020 (Record Date). The dividend will be paid on Thursday, May 28, 2020. The company has allocated legal reserves to the minimum amount required by law. As detailed in the notice of the shareholders' meeting, page 2-3

The Chairman then asked the meeting if there were any questions or suggestions, but none of the shareholders replied

Resolution The Meeting approved the allocation of profits for the year 2019 for the dividend distribution to the shareholders as proposed by the Board by a simple majority of total number of votes of the shareholders present at the meeting and eligible to vote as follows:

Approved	322,575,082 votes,	equivalent to 100 %
Disapproved	- vote	equivalent to -
Abstained	- vote	equivalent to -
Void	- vote	equivalent to -

Agenda 4 - To consider and approve the appointment of Directors for replacement of those who retired

The Chairman assigned the management to clarify the details and proceed with the election of directors to replace those who are due to retire by rotation.

The Secretary informed that in accordance with Article 14 of the Company's Articles of Association, "every annual general meeting if the number of directors is not a multiple of three, the number of directors closest to one-third shall be retired. With one third Directors who will retire in the first and second years after the registration of the company to draw the lottery to determine who will leave, and in the subsequent years, the director who is in the longest position will leave the position. "

In 2020, there are 5 of 15 directors who are due to retire as follows:

1. Mr.Pricha	Attavipach	Independent Director
2. Miss Juthatip	Arunanonchai	Independent Director
3. Mr.somchai	Chinthammit	Director
4. Mr. Dhanadol	Sujiphinyo	Director
5. Mr.Win	Chinthammit	Director



In order to support promoting good governance in the subject of shareholder's right and equal treat, before the Annual General Shareholder's Meeting No. 1/2020 started the Company has offered an opportunity in advance for shareholders to nominate the qualified candidates through company website www.tstegroup.com and electronic advice of the Stock Exchange during 1 October 2019 – 31 December 2019 for 3 months, but no one has been nominated by shareholders.

The Nomination and Remuneration Committee (excluding the committees who have conflict of interest in this matter and due for retirement in this agenda) in the meeting no.1/2020 dated 30th January 2020, have brought the consideration by rule and recruitment the qualified person as per good governance guideline Stock Market such as qualification, experience, professional expertise, leadership, vision as well as qualify by Laws and regulation of the company. Moreover, the Nomination and Remuneration Committee has also considered the diversity and element of maintaining or lacking of specific expertise. In order to relate with strategy of company, therefore, the above directors have been nominated to back to the position for another period. Meanwhile, the list of directors has been proposed to Shareholders' Meeting for consideration and approve.

In 2020, there are 2 independent directors whose term is until the end of this term. They are less than 3 terms and have 2 independent director who is in this position for more than 9 consecutive years. The independent committee Mr. Mr.Pricha Attavipach and Miss Juthatip Arunanonchai have taken the position for 9 years and they have been nominated for this position for another term. Their qualification is qualified and more intense than regulation of Capital Market. The Company need the independent committee who are visional, qualified, devoted time and well understanding business and also independently officiated, commented. Therefore, the board has agreed to extend the aforesaid committee for another period.

For history and information Related details of the nominated persons as appeared in the invitation letter to the Annual General Meeting of Shareholders Attachment 2. Attachment 9 - 18 this agenda is considered individually by the majority votes of the shareholders attending the meeting and having the right to vote.

The Chairman requested the meeting, shareholders approved the election of such nominees were individually below.

1. The reappointment of Mr.Pricha Attavipach as a director for another term of office.

Resolution The meeting to approve the reappointment of Mr.Pricha Attavipach as a director for another term of office, by a majority vote of the shareholders who attended the meeting and cast their votes. The total votes were cast as follows:

Approved	322,574,792 votes,	equivalent to 100 %
Disapproved	290 vote	equivalent to -
Abstained	- vote	equivalent to -
Void	- vote	equivalent to -

2. The reappointment of Miss Juthatip Arunanonchai as a director for another term of office.

Resolution The meeting to approve the reappointment of Miss Juthatip Arunanonchai as a director for another term of office, by a majority vote of the shareholders who attended the meeting and cast their votes. The total votes were cast as follows:

Approved	322,574,792 votes,	equivalent to 100 %
Disapproved	290 vote	equivalent to -
Abstained	- vote	equivalent to -
Void	- vote	equivalent to -



3. The reappointment of Mr. Somchai Chinthammit as a director for another term of office.

Resolution The meeting to approve the reappointment of Mr. Somchai Chinthammit as a director for another term of office, by a majority vote of the shareholders who attended the meeting and cast their votes. The total votes were cast as follows:

Approved	322,575,082 votes,	equivalent to 100 %
Disapproved	- vote	equivalent to -
Abstained	- vote	equivalent to -
Void	- vote	equivalent to -

4. The reappointment of Mr. Dhanadol Sujiphinyo as a director for another term of office.

Resolution The meeting to approve the reappointment of Mr. Dhanadol Sujiphinyo as a director for another term of office, by a majority vote of the shareholders who attended the meeting and cast their votes. The total votes were cast as follows:

Approved	322,575,082 votes,	equivalent to 100 %
Disapproved	- vote	equivalent to -
Abstained	- vote	equivalent to -
Void	- vote	equivalent to -

5. The reappointment of Mr. Win Chinthammit as a director for another term of office.

Resolution The meeting to approve the reappointment of Mr. Win Chinthammit as a director for another term of office, by a majority vote of the shareholders who attended the meeting and cast their votes. The total votes were cast as follows:

Approved	322,575,082 votes,	equivalent to 100 %
Disapproved	- vote	equivalent to -
Abstained	- vote	equivalent to -
Void	- vote	equivalent to -

Agenda 5. To consider and approve the Directors' remuneration

The Chairman assigned The Chairman of the Nomination and Remuneration Committee to clarify to the shareholders' meeting about the approval. Re: Remuneration for Directors and Sub-Committees member as follows:

Mr. Suwat Sammachiewwitsawakul (The Chairman of the Nomination and Remuneration Committee) reported that the Nomination and Remuneration Committee has surveyed the rate of remuneration comparing with the same industry registered with The Stock Exchange of Thailand surveyed by IOD as surveyor and data collector. The consideration of remuneration for sub-committees has been taken into account the responsibilities and the performance of the board.

In 2020 the Nomination and Remuneration Committee has proposed to adjust remuneration as follows:



Remuneration and Attendance fee for Committees

		2019		2020 (Proposed year)		Increased (Decreased)
		Remuneration Baht/Month/ Person	Attendance fee Baht/time Not more than Once a month	Remuneration Baht/Month/ Person	Attendance fee Baht/time Not more than Once a month	
Board of Directors	Chairman	80,000.00	18,000.00	80,000.00	18,000.00	-
	Director	20,000.00	12,000.00	20,000.00	12,000.00	-
Audit Committees	Chairman	12,000.00	none	12,000.00	none	-
	Director	6,000.00	none	6,000.00	none	-
All Sub-Committees						
Board of Directors (The committees who have no position for management)	Chairman	none	12,000.00	none	12,000.00	-
	Director	none	6,000.00	none	6,000.00	-
Nomination and Remuneration Committees	Chairman	none	12,000.00	none	12,000.00	-
	Director	none	6,000.00	none	6,000.00	-
Risk Management Committees	Chairman	none	12,000.00	none	12,000.00	-
	Director	none	6,000.00	none	6,000.00	-

The Nomination and Remuneration Committee has agreed to specific 2020 remuneration amount not exceeding THB. 9,444,000.00

The Chairman asked the meeting if there were any questions but none of the shareholders replied.

Resolution The meeting resolved to approve the remuneration for the Company's Board of Directors in 2020 As proposed, by not less than two-thirds of the total number of votes of shareholders who attended the meeting. The total votes were cast as follows:

Approved	322,575,082 votes,	equivalent to 100 %
Disapproved	- vote	equivalent to -
Abstained	- vote	equivalent to -
Void	- vote	equivalent to -

Agenda 6. To consider and approve the appointment of Auditors and Auditing Fee fixing for the year 2020

The Chairman assigned the management to clarify the details and proceed with the appointment of the auditor and determine the audit fee for the year 2020.

Mr.Suwat Sammachiewwitsawakul (The Chairman of the Audit Committee)informed the meeting that the Board of Directors Agreed with the proposal of the Audit Committee to select the AMC Office Company Limited as the company's audit office and resolved to propose to the Annual General Meeting of Shareholders for the year 2020 to consider and approve the appointment of persons as auditors and approve audit fees as detailed in the invitation to the Annual General Meeting of Shareholders page 5-6 as follows:

1) To approve the appointment of auditors for the year 2019 as follows:

1. Mr. Aumpol Jumngwat CPA no.4663 or
(who has never been endorsed company financial statement)
2. Miss Prapasri Leelasupa CPA no.4664 or
(who has been endorsed company financial statement 2017 – 2019 for 3 years)



3. Mr. Narit Saowaluksakul CPA no.5369
(who has endorsed financial statement 2015 – 2016 for 2 years)

Sam Nak Ngan AMC Company Limited and certified auditors listed above have been appointed to be auditor of the Company, they have no relationship or any conflict of interest with Company / subsidiary/Management/ Majority Shareholders or their related person. Therefore, they have independently audit and comment on company Financial Statement.

Incidentally, in 2020 Sam Nak Ngan AMC Company Limited has been appointed to be auditor of subsidiary such as TS Flour Mill (Public) Company Limited, TS Warehouse Company Limited, TSG Trading Company Limited, TS Palm Oil Industry Company Limited and TS Transport and Logistic Company Limited.

For the history and information of the proposed auditor appearing in Attachment No. 8 in the invitation to the Annual General Meeting of Shareholders page 36

2) To approve the annual audit fee Review of financial statements (Including the English translation) year 2020 for the amount of 645,000 baht (Six hundred forty five thousand only), increased from the previous year 15,000 baht, other service fees do not have other expenses actual disbursement.

The Chairman asked the meeting if there were any questions but none of the shareholders replied. This agenda has to be approved by majority vote from the shareholders attending the meeting and voting.

Resolution The meeting was considered resolved to approve the appointment of the Company's auditors for the year 2020 and determine the audit fee as proposed with a majority vote of the shareholders attending the meeting and voting as follows:

Approved	322,575,082 votes,	equivalent to 100 %
Disapproved	- vote	equivalent to -
Abstained	- vote	equivalent to -
Void	- vote	equivalent to -

Agenda 7 – To consider and approve the amendment of the memorandum of association by canceling the objectives related to newspapers and publications as well as production and distribution of movies and advertisements, rock blasting and mining, including any bar and massage parlor.

The Chairman assigned Mr. Phallop Haemataksin (Vice Chief Executive Officer) to clarify to the shareholders' meeting about the approval.

Mr. Phallop Haemataksin (Vice Chief Executive Officer) informed that The memorandum of association specifies the objective, Article 19 22 24 25 32 34 40, relating to newspapers and publications, production and distribution of movies and advertisements, rock blasting, and mining, Including bars and massage parlors. However, the company does not operate in any of the above objectives. And the above purposes may cause problems for shareholders of the company wishing to hold a political position because the Constitution of the Kingdom of Thailand B.E. 2560 states that the candidate for election as a member of the House of Representatives or a senator or a minister must not be the owner or shareholder in any newspaper or mass media business (Article 98 (3), Article 108b. (1), Section 160). Therefore it is appropriate to amend the memorandum of association by amendment or canceling all of the above objectives.



Article 19:

Before:

Business printing Book printing Printed books for sale And release newspapers

After:

Cancel all article 19.

Article 22:

Before:

Business rock blasting and stone subsidiary

After:

Cancel all article 22.

Article 24:

Before:

Mining operations Mineral smelting plant, mineral separation, mineral transformation, mineral melting, mineral dressing, mineral exploration, mineral analysis and inspection, mineral grinding, mineral transport

After:

Cancel all article 24.

Article 25:

Before:

Business hotels, restaurants, bars, nightclubs, bowling, massage parlors, movie theater and other theaters
Vacation home, stadium, swimming pool

After:

Business hotels, restaurants, movie theater and other theaters Vacation home, stadium, swimming pool

Article 32:

Before:

Business creating and distributing movies

After:

Cancel all article 32.

Article 34:

Before:

Business legal services, accounting, engineering, architecture including advertising business

After:

Business legal services, accounting, engineering, architecture.



Article 40:

Before:

Business auction to sell products and make your According to all the objectives of the people, faculties, legal entities and government organizations

After:

Business auction to sell products and make your According to all the objectives of the people, faculties, legal entities.

However, the amendment of objectives and details depends on the approval of the Ministry of Commerce.

Agenda 8 – Other (If any)

After completing the consideration of agenda 1 - 7, the Chairman of the meeting Opportunity for shareholders to ask questions more about the business of the company and subsidiary.

Mr.Prapas Chutimavoraphand (Director and President of Board of Director) informed that we care the neighbor villagers our factory which may be impacted from economic, so we will set budget 125,000 Baht to give the neighbor villagers 500 baht/family which add with TMILL, then we will support the neighbor villagers around 500 families.

The Chairman of the meeting Opportunity for shareholders to ask questions more about the business of the company and subsidiary. When no shareholder asked any information.

The chairman informed the meeting that the company would publish the minutes of this meeting in both Thai and English on the Company's website, and through the Stock Exchange of Thailand's information technology system within 14 days after the Annual General Meeting of Shareholder 1/2020. Should any shareholders have any questions or comments, they were requested to inform the Company Secretary within 1 month from this date. The chairman thanked all the shareholders and proxies for attending this meeting, and for their questions and suggestions that would help develop the organization accordingly, then declared the meeting adjourned.

The meeting was adjourned at 3.00 p.m.

Pricha Attavipach

(Mr.Pricha Attavipach)

The Chairman of the meeting

Nattawat Atsawathanikkul

(Mr. Nattawat Atsawathanikkul)

The Company Secretary