(Translation)

Minutes of the Annual General Meeting of Shareholders of the year 2019

Begistics Public Company Limited

Begistics Public Company Limited (the "Company") arranged the Annual General Meeting of Shareholders of the year 2019 on 29 April 2019 at 2.00 p.m. at the Chamai Maruchet meeting room, Royal Thai Army Club, 195 Vibhavadi-Rangsit Road, Samsen Nai, Phayathai, Bangkok 10400.

Directors presented at the meeting

1.	Gen. Jongsak Panichkul	Independent Director and Chairman of the Board
2.	Mr. Vuthichai Duangratana	Independent Director, Chairman of Audit Committee and
		Chairman of Nomination and Remuneration Committee
3.	Mr. Teeraboon Ariyasuthiwong	Independent Director, Audit Committee and Nomination
	and	
		Remuneration Committee
4.	Mr. Thitisak Skulkroo	Vice Chairman of the Board, Director, Nomination and
		Remuneration Committee and Chairman of Executive
		Committee
5.	Mr. Danai Piamthipmanust	Director and Executive Committee
6.	Mr. Pongsiri Sirithorn	Director, Executive Committee and Chief Executive Office
7.	Ms. Suttirat Leeswadtrakul	Director and Executive Committee
8.	Mr. Thanee Loketkravee	Director and Executive committee

Directors did not attend the meeting

1. Mr. Santi Pongjareanpit Independent Director and Audit Committee

The executives presented at the meeting

Mrs. Duangnapa Thongsri
 Ms. Korawan Sanchompoo
 Acting Chief Financial Officer and Vice President
 Company Secretary

Auditor from Karin Audit Company Limited at the meeting

1.	Ms. Kannika Wipanurat	Auditor
2.	Ms. Kittiya Trisuwan	Auditor Assistant

Independent Legal Counsel (M&T Law Office Company Limited)

Mr. Thammarat Sangjun

Thai Investors Association's Shareholders' Right Protection Volunteer

Ms. Kasina Srisaan

The meeting was called to order at 2.00 p.m.

Gen. Jongsak Panichkul, Chairman of the Board, gave an opening speech and appointed the Company's officer to inform the audience of registration status and voting procedure. The officer then inform the meeting that there was 22 shareholders attending the meeting in person holding 5,711,029 shares and 13 proxy holders holding 419,894,427 shares. The total number of shareholders attending the meeting in person and via proxy holders were 35 shareholders holding 425,605,456 shares or 48.8214 percent of paid-up shares of the Company, which constituted the quorum as prescribed in the article of association.

The officer then clarified voting procedure to the audience which can be summarized as follows;

Voting Rules of the Shareholders Meeting

• For each agenda, vote casting shall be performed using proxy votes submitted during the registration and/or voting ballots submitted by shareholders during the meeting; one share for one vote. Shareholders or proxy holders shall decide only one from each of the following options for their vote casting; "Approve", "Disapprove", or "Abstain". The votes of each participant cannot be separated, except for custodians holding proxies for foreign investors according to Proxy Form C.

· Shareholders who wish to vote to disapprove or abstain an agenda, please mark the voting

ballots provided during meeting registration. The Company shall later deduct total votes of the agenda with the disapproved or abstained votes. For general agendas, according to Public Company Act. B.E.2535, the agendas shall be approved by majority votes of shareholders presenting at the meeting and having voting right. (Voided voting ballots shall be excluded from total votes.) In case of a tie in vote casting, the Chairman of the Board would be granted with a casting vote to determine the matter.

Proxy voting

- Proxy holders must cast their votes in accordance to the proxy granter's intention specified in the proxies. Any proxy vote different from the vote casting specified in the proxies shall be deemed as incorrect and shall not be counted.
- In case that proxy granters did not specify their voting intention in the proxies, or in case of
 indistinct voting intention or a matter requiring further consideration or additional agendas
 apart from what specified in the proxy forms; including the case that there is a change in or
 additional fact, proxy holders may consider the matter and cast their votes as appropriate.

Vote Counting and Announcement of Voting Result

The Company shall inform of vote counting procedure to the meeting prior to each agenda. The Company's officers shall count the votes specified in proxy forms during registration and shall collect voting ballots during the meeting. The Company shall announce voting results of the current agenda after the vote casting process of the next agenda. Hence, for each agenda, the number of attendance may differ since some shareholders might just attend the meeting or leave. However, the Company has appointed an external legal counsel to monitor and check the voting procedure to ensure that the meeting is transparent, lawful and in accordance to the Company's article of association. For an inquiry, shareholders are encouraged to make an inquiry relating to the agenda. In consideration of other shareholders, for unrelated matters, shareholders please ask during an agenda considering of other matters. As for the inquiry, Chairman might assign directors or the Company's officers relevant to the issue to answer the question. Shareholders who wish to make an inquiry, please raise their hands up and receive a microphone from the officers. Shareholders please announce their names and inform whether they are shareholders or proxy holders, for the purpose of minute taking.

The Company shall disclose the minutes of meeting specifying the voting result of each agenda through the Company's website within 14 days after the meeting (within 13 May 2019).

In this meeting, Mr. Thammarat Sangjun, legal counsel from M&T Law Office Company Limited, lawyer acting as a witness in the vote counting, the Chairman allowed shareholders to inquire about the voting criteria.

The Chairman assigned Mr. Thitisak Skulkroo; Chairman of Executive Committee, to proceed the meeting and propose the meeting to consider the matters of agenda items,

From then, Mr. Thitisak Skulkroo, proposed to the meeting to consider various matters. According to the following agenda.

Agenda Item 1 To certify the Minutes of the Annual General Meeting of Shareholders for the year 2018 held on 27 February 2018.

Mr. Thitisak Skulkroo, Chairman of Executive Committee reported to the meeting that the Company has prepared the minutes of the Annual General Meeting of shareholders for the year 2018 held on 27 February 2018, which copies of the minutes has been delivered to shareholders.

Mr. Thitisak Skulkroo asked whether shareholders would like to ask or express their opinion on the agenda.

As none of shareholders asked a question or commented, Mr. Thitisak Skulkroo proposed the meeting to consider certifying the Minutes of the Annual General Meeting of Shareholders for the year 2018 held on 27 February 2018.

Mr. Thitisak Skulkroo informed the meeting that this agenda item required majority votes of shareholders presenting in the meeting and having voting rights.

ResolutionThe meeting has considered and certified the Annual General Meeting of
Shareholders for the year 2018 held on 27 February 2018 with majority votes of
shareholders presenting in the meeting and having voting rights as follows;

Approved	454,486,689 votes	equal to	100.0000%
Disapproved	0 votes	equal to	0.0000%
Abstained	0 votes	equal to	0.0000%
Voided	0 votes	equal to	0.0000%

<u>Note</u> There were 2 shareholders holding 28,881,233 shares who attended the meeting during this agenda, which made total of 37 shareholders attending the meeting and holding 454,486,689 shares.

Agenda Item 2 To acknowledge the Board of Directors' Report regarding the performance for the year 2018.

Mr. Thitisak Skulkroo, Chairman of the Executive Committee Assigned Mr. Pongsiri Sirithorn, Chief Executive Officer to clarify the details of the company's operating results for the year 2018 to the meeting. Mr. Pongsiri Sirithorn reported the company's operating results for the year 2018 with details as shown in the 2018 annual report which was sent to shareholders together with this invitation letter to the meeting to acknowledge various matters can be summarized as follows

Year 1999 to 2018 (February) the Company operates the business under the name of Bangpakong Terminal Public Company Limited. Land transportation business in the past, there were only 7 trailers, including a repair and distribution center for TATA Motor.

Year 2018 (March) has changed the name of the new company under the name of Begistics Public Company Limited and is a time of change and development of business foundations. At present, the business group of the company has continuously developed and separated into 3 main business groups as follows:

Pier business mainly manage the port including containers and warehouses.

Transportation business, which focuses on land transport with more expansion at present, the company has 33 trailers and has sold 7 exhausted gas vehicles. The remaining 33 cars are all oil-based vehicles.

The new business is the logistics business. Just started in early 2018, divided into 3 subdivisions, namely.

1. Air and water transportation service, also known as Freight Management

2. Focus on project for customers to transport over-sized products called Project Cargo.

3. Providing logistics consulting services perform customs clearance and contact various government agencies for customers or called Trade Management or Trade Consulting.

Important events that have changed in 2018

January

Resolved to appoint the Chief Executive Officer (4 January 2018) with effect from 1 March

2018, expand the service Transport with the increasing number of cars Ready to open logistics services and focus on building a large cargo business.

February

Increase registered capital to amount by issuing new ordinary shares in the amount of 536,267,734 shares in total to be registered capital 957,033,230.80 baht.

March

Change the name and logo. The company is ready to expand the full range of services. And increase the potential of international transportation services and establish a service model into 5 sub-service groups.

April

Expand the business of providing air cargo services through the agency that has the right to sell the cargo area directly with the airline (GSA).

Signed the MOU with Bangkok Industrial Gas In studying the possibility of transporting LNG liquefied natural gas by targeting to start transportation services within 2 years.

May

To expand business, Transformation strategy and driving to the future with a strategic plan

B2D - Begistics to Digital and B2E - Begistics to Energy for a 5-year business plan.

June

In order to drive the B2D strategy - approved the investment in Soko Chan Company Limited worth 9 million baht. (Representing 10% of total shares) for creating business opportunities in eCommerce market.

July

Set up the Business Development & Business Management business expansion unit to focus on creating new customer base with integrated logistics services.

Drive the project to reduce the internal cost of operation with the Lean operation system in planning a new workflow with the internal audit team.

August

Approve the investment in Moon Venture Capital Company Limited in the amount of 30,000,000 baht to find investment opportunities and apply the technology derived from the investment in the business group in the future.

September

Cancel the contract for the distributor and repair center of TATA Motor

October

Has been selected to join the WCA international carrier network with a network of over 7,163

offices in 191 countries around the world.

December

Received a service contract and started to provide transportation services in the eCommerce market for the first time with Best customers, a subsidiary of the Alibaba Group. The world's largest online market leader.

Operating results for the year 2018 compare year 2016 - 2018

Comparative revenue for the year 2016, 2017 and 2018, the year 2018 has a growth rate of 352.8% from the year 2017 with revenue of 123.79 million baht, which the year 2018 aims at 500 million baht, but the annual closing income is 560.57 million baht. Caused by a new business, which is

a logistics with a revenue share of 54%, followed by a transportation business with a 38% revenue share. The core business is the port business with only revenue sharing 8%.

Gross profit will be noticed that at the beginning of the year, we have gross profit of 10.25%. Second quarter is slightly worse. Gross profit is only 3.63%. Better when forming a team to make lean operations & cost, continuously rising to 10.68 and improving in the 4th quarter to 21.43%, which is a gross profit compared to the Benchmark market.

The net profit in the first quarter was negative at 16.20 million baht or 13.11 percent. The second quarter was negative more than the 24.31 million baht or 20.67 percent. The obvious thing is that the third quarter will turn to negative. 9.66 million baht, equivalent to 6.34 percent and the last quarter is proof that we tried all year to see a negative result of only 0.5 million baht or 0.33 percent.

What happened in the business of BTC was that the port business was quite a lot of investment. Which has a fixed cost Land rental a lot of tools, what we can do is find new business to make more income than fixed costs.

The strategy of the year 2018 is GDP.

- G = Growth in revenue and profit
- D = Diversify business risk
- P = Productive and unity

What we see is adding new business. Can't come in continuously, must maintain momentum. At the same time, diversifying business, diversifying risks and finding new business opportunities continuous the important part is personnel. When it was BTC, there would be a culture. After the change, Khun Pongsiri came to manage a lot of traffic the organization is BTC. There are no more than 60-70 employees and had a maximum of 170 employees. At present, the company has adopted an outsource system to help the number of employees to be approximately 100 people. Today the company is trying to squeeze costs and expenses. And allowing employees in the organization to become productive and unity in unity.

The strategy for the year 2019 also focuses on the core product, which is to provide logistics services. At the same time, focus on creating a network to find partners, finding a partner for the corporation in the logistics business group. And continuously expanding another part is diversify investment, finding opportunities to expand investment business to be more diverse. And focus on sustainable profitable businesses the last is to increase the target customers. New customer base in the past, there were only industrial customers, but in the past year, it was clear that the company had expanded the business group. By finding new groups of customers, including Service Sector, Retails & Consumer Sector, Automotive Sector, Technology Sector, which this year will focus on Automotive & Technology and the last group is Energy & Chemical. Come to see the internal changes, strategies and external customers. So I just ended the report.

Mr. Thitisak Skulkroo, Chairman of the Executive Committee Thank you to the Chief Executive Officer. And additional reports as you know the past work has changed at the same time, the company has adjusted various guidelines. In the year 2018, with the capital increase by Millcon Steel Public Company Limited ("Millcon"), now still accepting Millcon's work as usual. In the management team's policy, trying to find more customers outside of the mill group, as of today, has increased by about 20%. The target for the year 2019 and the following years only for the Millcon and Non Millcon transport businesses is 50:50 or Non Millcon groups. Will need more, but will not include other income another matter to be reported is the revenue of the port business being higher. All ships enter the

port. There are more customers coming to use the service. And has tried to expand the port to get more boats, which is expected to receive about 80%.

In this regard, Mr. Thitisak Skulkroo, informed the meeting that this agenda was reported to be known and therefore did not require voting.

<u>Resolution</u> Upon due consideration, the meeting resolved to acknowledge the report regarding the operating result for the year 2018.

Agenda Item 3 To consider and approve the financial statements for the financial year ended 31 December 2018.

Mr. Thitisak Skulkroo, Chairman of the Executive Committee assigned Mrs. Duangnapa Thongsri, Acting Chief Financial Officer To clarify the details of the statements of financial position in which the equity method is applied and the separate financial statements and the income statement showing the investment under the equity method and the separate financial statements of the company For the fiscal year ended December 31, 2018, following the meeting,

Mrs. Duangnapa Thongsri reported the statement of financial position showing the investment under the equity method and the separate financial statements and the income statement showing the investment under the equity method. And the separate financial statements of the company for the fiscal year ending December 31, 2018, details are shown in the Annual Report 2018, page 94, which has been sent to the shareholders together with this invitation letter. To the meeting to consider which can be summarized as follows:

The Audit Committee Meeting No. 1/2019 on February 25, 2019 has reviewed the statement of financial position in which the equity method is applied and the separate financial statements and the income statement showing investment by the equity method and Separate financial statements of the company for the fiscal year ending December 31, 2018 as proposed by the Company's auditor and have the opinion that it is accurate, complete and reliable Including having sufficient information disclosure which can be summarized as follows:

In 2018, the company invested in a company 26% investment proportion is considered an associated company. Resulting in the financial statements of 2018 will present the financial statements in which the equity method is applied and the separate financial statements and the income statement showing the investment under the equity method and the separate financial statements of the company which both numbers are different, where the share of profit from the associated company is as follows:

STATEMENTS OF FINANCIAL POSITION

In Thousand Baht

STATEMENTS OF FINANCIAL POSITION	Financial statement in which the equity method is applied	Separate financial statement		Separate financial statement increase (decrease)		
	December 31, 2018	December 31, 2018	December 31, 2017	Thousand Baht	%	
CURRENT ASSETS						
Cash and cash equivalents	323,599	323,599	22,949	300,650	1,310.08	

STATEMENTS OF FINANCIAL POSITION	Financial statement in which the equity method is applied	Separate financial statement		Separate statement (decre	increase ase)
	December 31, 2018	December 31, 2018	December 31, 2017	Thousand Baht	%
Trade and other current receivables	120,170	120,170	13,283	106,887	804.69
Short-term loans - net	-	-	-	-	-
Current tax assets	8,085	8,085	2,369	5,716	241.28
Other current assets	11,649	11,649	8,077	3,572	44.22
Total current assets	463,503	463,503	46,678	416,825	892.98
NON-CURRENT ASSETS					
Securities available for sale	177	177	18,410	(18,233)	(99.04)
Investment in associate - net Long - term investments	6,370 16,500	4,680 16,500	-	4,680 16,500	100.00 100.00
Investment property	58,365	58,365	225,762	(167,397)	(74.15)
Property, plant and					
equipment - net	182,094	182,094	182,546	(452) 333	(0.25) 100.00
Intangible Asset - net	333	333	-	555	100.00
Leasehold rights - net	27,592	27,592	30,349	(2,757)	(9.08)
Other non-current assets	46,427	46,427	8,840	37,587	425.19
Total non-current assets	337,858	336,168	465,907	(129,739)	(27.85)
TOTAL ASSETS	801,361	799,671	512,585	287,086	56.01
CURRENT LIABILITIES					
Trade and other current payables	91,227	91,227	16,057	75,170	468.14
Current portion of long- term liabilities	16,599	16,599	11,151	5,448	48.86
Accrued rental expenses	24,686	24,686	24,686	-	-
Other current liabilities	532	532	-	532	100.00
Total current liabilities	133,044	133,044	51,894	81,150	156.38
NON-CURRENT LIABILITIES					
Long - term liabilities - net	50,498	50,498	43,360	7,138	16.46
Accrued rental expenses	57,470	57,470	65,685		

STATEMENTS OF FINANCIAL POSITION	method is applied			Separate statement (decre	increase
	December 31, 2018	December 31, 2018	December 31, 2017	Thousand Baht	%
				(8,215)	(12.51)
Non - current provisions for employee benefit	191	191	420	(229)	(54.52)
Other non - current liabilities	-	-	200	(200)	(100.00)
Total non-current liabilities	108,159	108,159	109,665	(1,506)	(1.37)
Total liabilities	241,203	241,203	161,559	79,644	49.30
SHAREHOLDERS' EQUI	ТҮ				
Share capital					
Authorized share capital	883,349	883,349	592,371	290,978	49.12
Issued and paid share capital	592,797	592,797	397,564	195,233	49.11
Share premium (discount) on ordinary shares - net	63,163	63,163		63,163	100.00
Retained earnings	05,105	05,105	-	03,103	100.00
Legal reserve	-	_	_	-	-
Deficit	(95,810)	(97,500)	(47,181)	50,319	106.65
Other components of shareholders' equity	8	8	643	(635)	(98.76)
Total Shareholders' equity	560,158	558,468	351,026	207,442	59.10
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	801,361	799,671	512,585	287,086	56.01

STATEMENTS OF COMPREHENSIVE INCOME

In Million Baht

STATEMENTS OF COMPREHENSIVE INCOME	Financial statement in which the equity method is applied	Separate financial statement		Separate statement (decre	increase
	December 31, 2018	December 31, 2018	December 31, 2017	Million Baht	%
REVENUES					
Revenue from rendering of services	560.57	560.57	123.79	436.78	352.84

STATEMENTS OF COMPREHENSIVE INCOME	Financial statement in which the equity method is applied	Separate financial statement		Separate financial statement increase (decrease)	
	December 31, 2018	December 31, 2018	December 31, 2017	Million Baht	%
Other income	10.27	10.27	1.84	8.43	458.15
Total revenues	570.84	570.84	125.63	445.21	354.38
EXPENSES					
Costs of rendering of services	548.56	548.56	130.50	418.06	320.35
Administrative expenses	69.05	69.05	49.78	19.27	38.71
Provision for doubtful accounts	3.93	3.93	1.49	2.44	163.76
Total expenses	621.54	621.54	181.77	439.77	241.94
Share of profit of associates	1.69	-	-	-	-
Loss for the year	(49.01)	(50.70)	(56.13)	(5.43)	(9.67)
Loss per share (Baht)					
Basic and Diluted	(0.059)	(0.061)	(0.012)	0.049	408.33

The Board of Directors Meeting No. 4/2019 on February 25, 2019 has considered the statements of financial position showing the investment under the equity method and the separate financial statements and the income statement showing the investment under the equity method and the financial statements. Separate company there are no different opinions from the Audit Committee. Therefore, it is deemed appropriate to propose to the Annual General Meeting of Shareholders for the year 2019 to consider and approve the statements of financial position in which the equity method is applied and the separate financial statements and the income statement showing the equity method and the separate financial statements. The company for the fiscal year ending December 31, 2018, the auditors of the company have audited and certified and reviewed by the Audit Committee.

After that, Mrs. Duangnapa Thongsri asked the meeting whether any shareholders had any questions. Or have an opinion on this agenda?

Mr. Narongchai Simaroj, Shareholder Inquired about the increase in revenue of 560 million baht compared to the previous year of 123 million baht, but still has the same loss as last year therefore would like to know.

Mr. Thitisak Skulkroo, Chairman of the Executive Committee, clarified that during the year 2018, it was a change period. The company is trying to accelerate revenue. Came in and consisted of still not familiar with how to manage a lot of work which the company has changed according to the report of the Chief Executive Officer, the 1st and 2nd quarter still has a huge loss in the third quarter, it started to lose less. And in the last quarter of 2018, the loss is much less and in the year 2019, the trend of income has improved a lot and the loss will be less. In the highly competitive logistics business sometimes we have to fight about price and service. Which we will focus on service rather than to get

more difference in the past, we worked very hard. In particular, the transportation work works up to 10 p.m. almost every day. Because of the amount of work that comes in having negotiated with customers, adjusting the time from the original, we had to send the car from 8 a.m. in the morning, so we would like to adjust it in the afternoon to increase the number of trips. During the first phase of the transition, fuel control is not as good as it should be. But not in corruption is the control of driver behavior at present, we can control higher than the logistics industry standard at 3.80 kilometers per liter. The company can do it at 3.20 kilometers per liter and the campaign to encourage drivers to save more fuel which the management team has constantly updated and the port section is much better more customers and the company does not spend the money carefully which can be seen from the cash that the company has over 300 million baht in our work method, not solving the problem with money, but to solve it with a better way of working.

Mr. Narongchai Simaroj, Shareholder Ask more about the bonded warehouse. Is the company still working?

Mr. Thitisak Skulkroo, Chairman of the Executive Committee Clarified that the company still operates and have more customers there is more rental at present, the warehouse has 5 warehouses in every warehouse and the future has a project to be made into a special warehouse or warehouse which will make the income stable. And calculating investment returns more clearly.

When no shareholders asked any questions or more comments, Mr. Thitisak Skulkroo, Therefore requested the meeting to approve the financial statements the Company for the year ended 31 December 2018.

In this regard, Mr. Thitisak Skulkroo informed the meeting that this agenda must be approved with a majority vote of the shareholders attending the meeting and having the right to vote.

<u>Resolution</u> The meeting has considered, the meeting unanimously resolved to approve the financial statements for the year ended 31 December 2018 with the voting rights as follows;

Approved	454,573,356 votes	equal to	100.0000%
Disapproved	0 votes	equal to	0.0000%
Abstained	0 votes	equal to	0.0000%
Voided	0 votes	equal to	0.0000%

<u>Note</u> There were 3 shareholders holding 86,667 shares who attended the meeting during this agenda, which made total of 40 shareholders attending the meeting and holding 454,573,356 shares.

Agenda Item 4 To consider and approve the suspension of the allocation of net profit as legal reserve and no dividend payment for the year 2018.

Mr. Thitisak Skulkroo, Chairman of the Executive Committee Concluded about the allocation of net profit as legal reserve and no dividend payment for the year 2018 as follows: The Company has a policy to pay dividends to shareholders at approximately 30 percent of net profit. In addition, the Public Limited Companies Act BE 2535, Section 115 and Section 116 and in accordance with the Articles of Association, Article 48 and 51 (as amended) prohibits the company from declaring dividends in addition to the resolution of the shareholders' meeting and the Company must allocate part of its annual net profit as a reserve fund of not less than 5 percent of the annual net profit. Less with the

accumulated loss brought forward (if any) until the company has a reserve fund of not less than 10 percent of the registered capital. However, since the company has operating losses and requires working capital for use in the business The Board of Directors Meeting No. 4/2019 on February 25, 2019 therefore deems appropriate to omit dividend payment for the year 2018 performance and to not allocate legal reserves.

Mr. Thitisak Skulkroo asked the meeting whether any shareholder had any questions or have comments about this agenda.

No queries were made.

In this regard, Mr. Thitisak Skulkroo informed the meeting that this agenda must be approved with a majority vote of the shareholders attending the meeting and having the right to vote.

<u>Resolution</u> The meeting has considered, the meeting unanimously resolved to approve the suspension of the allocation of net profit as legal reserve and no dividend payment for the year 2018 with the voting rights as follows;

Approved	454,573,356 votes	equal to	100.0000%
Disapproved	0 votes	equal to	0.0000%
Abstained	0 votes	equal to	0.0000%
Voided	0 votes	equal to	0.0000%

Agenda Item 5 To consider and approve the appointment of directors in replace of the directors who retire by rotation and acknowledge the appointment of new directors.

The Board of Directors agreed with the opinion of the Nomination and Remuneration Committee resolved to appoint a new director as follows:

1. Mr.Teeraboon Ariyasuthiwong appointed as an Independent Director, Audit Committee and the Nomination and Remuneration Committee.

By holding the position of director according to the remaining term of the replacement director.

Mr. Thitisak Skulkroo, Chairman of the Executive Committee, informed the meeting that In order to comply with good governance and to allow shareholders to vote independently Therefore, invited the directors who had completed their term, leaving the meeting room and explained that The directors who completed the term of office for the year 2019 are as follows.

- 1. Mr. Danai Piamthipmanust Director and the Executive Committee
- 2. Mr. Santi Pongjareanpit Independent Director and Audit Committee
- Mr. Vuthichai Duangratana Independent Director, Chairman of the Audit Committee and Chairman of the Nomination and Remuneration Committee (Appointed by the Board of Directors' Meeting No. 5/2018 on October 22, 2018.)

The Nomination and Remuneration Committee Meeting No. 1/2019 on February 22, 2019, excluding directors who have interests in this agenda has considered the suitability of the person who deserves to be elected as a director of the company by considering knowledge and ability experience

and qualifications according to the Public Company Act BE 2535 of the directors who must retire by rotation Therefore, the Board of Directors resolved to propose to the Annual General Meeting of Shareholders for the year 2019 to consider and approve the re-election of directors who are due to retire by rotation. Including to hold other positions continue as follows:

- 1. Mr. Danai Piamthipmanust
- 2. Mr. Santi Pongjareanpit
- 3. Mr. Vuthichai Duangratana

In addition, the Board of Directors Meeting No. 4/2019 on February 25, 2019, considered that these three directors are fully qualified according to the Company's regulations. Public Limited Companies Act BE 2535 and the Securities and Exchange Act As well as being knowledgeable, competent, expert and experience able to devote time and ability for the best benefit of the company, shareholders and all stakeholders therefore, it is appropriate to hold the position of director of the Company. Therefore, it is deemed appropriate to re-elect the directors who are due to retire by rotation for another term. Including to hold other positions as before.

Then, Mr. Thitisak Skulkroo asked the meeting whether any shareholder had any questions or have comments about this agenda.

No queries were made.

When no shareholder asked any questions or comment, Mr. Thitisak Skulkroo asked the meeting to consider and approve the election of directors who retired by rotation in 2018 by requesting the resolution to elect directors individually.

In this regard, Mr. Thitisak Skulkroo informed the meeting that this agenda must be approved with a majority vote of the shareholders attending the meeting and having the right to vote.

<u>Resolution</u> The meeting has considered, the meeting unanimously resolved to approve the reappointment of three directors for another term with the voting rights as follows:

1. Mr. Danai Piamthipmanust

Approved	454,573,356 votes	equal to	100.0000%
Disapproved	0 votes	equal to	0.0000%
Abstained	0 votes	equal to	0.0000%
Voided	0 votes	equal to	0.0000%
2. Mr. Santi Pongjar	eanpit		
Approved	454,573,356 votes	equal to	100.0000%
Disapproved	0 votes	equal to	0.0000%
Abstained	0 votes	equal to	0.0000%
Voided	0 votes	equal to	0.0000%
3. Mr. Vuthichai Du	angratana		
Approved	454,573,356 votes	equal to	100.0000%

Disapproved	0 votes	equal to	0.0000%
Abstained	0 votes	equal to	0.0000%
Voided	0 votes	equal to	0.0000%

Then the Company staff invited all three directors back to the meeting room.

Agenda Item 6 To consider and approve the remuneration of directors for the year 2019.

Mr. Thitisak Skulkroo, Chairman of the Executive Committee clarify details about the determination of directors' remuneration for the year 2019 by reporting that The Nomination and Remuneration Committee Meeting No. 1/2019 on February 22, 2019 and the Board of Directors Meeting No. 4/2019 on February 25, 2019, has considered the remuneration of the directors. By taking into account the appropriateness of duties and responsibilities of the directors and linking compensation to the overall performance of the company Including comparing with other companies that are in the same business and have a similar size Therefore, it is deemed appropriate to set the directors' remuneration for the year 2019 in the total amount not exceeding 2,500,000 baht (two million five hundred thousand baht only), which is equal to the year 2017 because the directors have reached the number of seats of the company. (Including the Board of Directors Audit Committee Nomination and Remuneration Committee and the Executive Committee) and allow the Board of Directors to allocate themselves within the said limit the details are as follows:

Year of approval	Compensation type	Approval limit	Actual amount paid
2018	Meeting allowance	Not more than	319,000 baht
	Monthly	2,500,000 baht	1,300,000 baht
	compensation		
2019	Meeting allowance	Not more than	Year of approval
	Monthly	2,500,000 baht	
	compensation		

Remark: Directors who are executives / employees of the company of subsidiaries or of the major shareholder not entitled to receive remuneration as a director or sub-committee.

Then, Mr. Thitisak Skulkroo asked the meeting whether any shareholder had any questions or have comments about this agenda.

No queries were made.

When no shareholder asked any questions or comment, Mr. Thitisak Skulkroo informed the meeting that this agenda must be approved by a vote of not less than two-thirds of the total votes of the shareholders attending the meeting.

<u>Resolution</u> The meeting has considered, the meeting unanimously resolved to approve the remuneration of directors for the year 2019 with the voting rights as follows:

Approved	454,573,356 votes	equal to	100.0000%
Disapproved	0 votes	equal to	0.0000%
Abstained	0 votes	equal to	0.0000%
Voided	0 votes	equal to	0.0000%

Agenda Item 7 To consider and approve the appointment of the auditor and the determination of compensation of the auditor for the year 2019.

Mr. Thitisak Skulkroo, Chairman of the Executive Committee Clarified the details of the appointment of auditors and the auditor's remuneration for the year 2019 by the Audit Committee Meeting No. 1/2019 on February 25, 2019 and the Board of Directors Meeting No. 4/2019 on February 25, 2019, the Company audited the Company's auditors. By considering the performance Independence of the auditor and audit fees including giving opinions and proposing to the Board of Directors to propose to appoint one of the auditors as listed below from Karin Audit Company Limited as the Company's auditor for the year 2019

- 1. Mr. Jadesada Hungsapruek CPA Registration No.3759 (has been an auditor of the Company for 3 years since 2016)
- 2. Ms. Kannika Wipanurat CPA Registration No.7305 (has been an auditor of the Company for 3 years since 2016)
- 3. Mr. Jirote Sirirorote CPA Registration No.5113 (has been an auditor of the Company for 3 years since 2016)

In this regard, any one of the above auditors shall inspect and comment on the Company's financial statements. And in the case that the above auditors are unable to perform their duties, Karin Audit Company Limited procures other authorized auditors to act on their behalf. And to determine the annual audit fee and the quarterly review fee of the company in the amount of 1,800,000 baht (one million eight hundred thousand baht only) which does not include other expenses which is actually related to the audit of the financial statements directly to be collected separately not more than 96,000 baht (ninety six thousand baht only).

Then, Mr. Thitisak Skulkroo asked the meeting whether any shareholder had any questions or have comments about this agenda.

No queries were made.

When no shareholder asked any questions or comment, Mr. Thitisak Skulkroo asked the meeting to consider and approve the appointment of the auditors and determine the auditor's remuneration for the year 2019 and informed the meeting that this agenda must be approved with a majority vote of the shareholders attending the meeting and having the right to vote.

<u>Resolution</u> The meeting has considered, the meeting unanimously resolved to approve the appointment of the auditors and determine the auditor's remuneration for the year 2019 with the voting rights as follows:

Approved	454,573,356 votes	equal to	100.0000%
Disapproved	0 votes	equal to	0.0000%
Abstained	0 votes	equal to	0.0000%
Voided	0 votes	equal to	0.0000%

Agenda Item 8 To Consider and approve the establishment of a subsidiary with a 100% shareholding. The objective is to bring the liquidity of the existing company to the

benefit by managing to benefit the other income. Without affecting the normal operation results.

Mr. Thitisak Skulkroo, the teacher informed the meeting that with care of the Board of Directors and is a business other than normal business and Section 107 of the Public Limited Companies Act. More than 50 percent of shares in a company that is not a listed company must be approved by shareholders. The details are as follows:

Subsidiary name: Beyond Capital Company Limited

Registered capital: 10,000,000 baht

Shareholding: 100%

Directors: The Company determines at least 3 persons as follows:

1. Mr. Thitisak Skulkroo

2. Mr. Thirapong Khumruangrit

3. Miss Suttirat Leeswadtrakul

Profile of the directors as detailed in Enclosure 4

<u>Objective the Company</u> provides all types of credit. Except those that have access to request permission and report with. Bank of Thailand, including personal loans, etc.

<u>Nature of business</u> is a business that provides short-term revolving loan services by purchasing trade debt in the form of billing slip, bill receipt or invoice by accepting transfer of rights from suppliers to collect money from debtors. (The group of companies) to provide a loan with collateral as land and buildings by providing good collateral and suitable as collateral.

Credit policy

- Credit approval is subject to credit approval regulations with emphasis on the ability to repay customers' debt from the main business of customers by analyzing various aspects as follows: Customer business, such as strengths, weaknesses, SWOT analysis, considering the ability of experienced managers to consider trade receivables that customers sell products and the ability to pay off debt of trade accounts by looking at the quality of Financial debtors will evaluate the cash flow of the business. And checking accounts receivable.
- 2. Must have collateral as land, building And ordinary shares registered in the stock market which the securities must be evaluated price according to the rules and is evaluated according to the list approved by the SEC.
 - 2.1 Short-term loans Credit limit is not more than 50% of the appraisal value of the collateral.
 - 2.2 Factoring credit line is not over 80% of the value of the bill receipt.
 - 2.3 Interest rates and fees total not more than 15%, which is the highest as required by law.

The Board of Directors' Meeting No. 4/2019 on February 25, 2019 has considered and agreed to propose to the Annual General Meeting of Shareholders for the year 2019 to approve the establishment of a subsidiary with a 100% shareholding. Liquidity of existing companies to find

benefits by managing to achieve benefits in other income. Without affecting the normal operation results.

Then, Mr. Thitisak Skulkroo asked the meeting whether any shareholder had any questions or have comments about this agenda.

No queries were made.

When no shareholder asked any questions or comment Mr. Thitisak Skulkroo, therefore, requested the meeting to approve the establishment of a subsidiary with a 100% shareholding. The objective is to bring the liquidity of the existing company to the benefit by managing to benefit the revenue. Another without affecting the normal operation results.

In this regard, Mr. Thitisak Skulkroo informed the meeting that this agenda must be approved with a majority vote of the shareholders attending the meeting and having the right to vote.

<u>Resolution</u> The meeting has considered, the meeting unanimously resolved to approve the establishment of a subsidiary with a 100% shareholding, the objective is to bring the liquidity of the existing company to the benefit by managing to benefit the other income, without affecting the normal operation results. With the voting rights as follows:

Approved	454,573,356 votes	equal to	100.0000%
Disapproved	0 votes	equal to	0.0000%
Abstained	0 votes	equal to	0.0000%
Voided	0 votes	equal to	0.0000%

Agenda Item 9To consider and approve the reducing the company's registered capital from the registered capital amount 883,349,453.52 baht is registered capital 883,340,850.84 baht by cutting the remaining registered ordinary shares from the allotment of shares to support the warrants to purchase the newly issued ordinary shares (B-W4) of 12,651 shares with a par value of 0.68 baht per share.

Mr. Thitisak Skulkroo, Chairman of the Executive Committee, asked Mrs. Duangnapa Thongsri, Acting Chief Financial Officer. As the clarification to the meeting, Mrs. Duangnapa Thongsri informed that under the Public Limited Companies Act BE 2535 (including the amendments), the company would increase the capital from the number registered. By issuing new shares more when all shares have been issued and have been paid in full, or in case the shares are not fully sold the remaining shares must be shares issued to support the convertible debentures or warrants to purchase shares. Therefore, the company will have to reduce the registered capital of the company in the amount of 8,602.68 baht by cutting off the unissued ordinary shares in the amount of 12,651 shares. The remaining shares from the allocation of rights to subscribe for the newly issued ordinary shares which the Company has issued and offered for sale of warrants (B-W4) The General Meeting of Shareholders for the fiscal year 2018 on April 27, 2018, which will decrease the share capital of the Company. From the original registered capital 883,349,453.52 baht to 883,340,850.84 baht.

Then, Mr. Thitisak Skulkroo asked the meeting whether any shareholder had any questions or have comments about this agenda.

No queries were made.

When no shareholder asked any questions or comment, Mr. Thitisak Skulkroo asked the meeting to consider and approve the reducing the company's registered capital from the registered capital amount 883,349,453.52 baht is registered capital 883,340,850.84 baht by cutting the remaining registered ordinary shares from the allotment of shares to support the warrants to purchase the newly issued ordinary shares (B-W4) of 12,651 shares with a par value of 0.68 baht per share.

In this regard, Mr. Thitisak Skulkroo informed the meeting that this agenda must be approved by a vote of not less than three-fourths (3/4) of the shareholders attending the meeting and having the right to vote.

<u>Resolution</u> The meeting has considered, the meeting unanimously resolved to approve the reducing the company's registered capital from the registered capital amount 883,349,453.52 baht is registered capital 883,340,850.84 baht by cutting the remaining registered ordinary shares from the allotment of shares to support the warrants to purchase the newly issued ordinary shares (B-W4) of 12,651 shares with a par value of 0.68 baht per share with the voting rights as follows:

Approved	454,573,356 votes	equal to	100.0000%
Disapproved	0 votes	equal to	0.0000%
Abstained	0 votes	equal to	0.0000%
Voided	0 votes	equal to	0.0000%

Agenda Item 10 To consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the decrease in the Company's registered capital.

Mr. Thitisak Skulkroo, Chairman of the Executive Committee notify the meeting that In order to be consistent with the reduction of the registered capital of the company as shown in Agenda 9, the Company has to amend the Memorandum of Association of the Company No. 4 by using the following statement instead.

"Clause 4	Registered Capital	883,340,850.84 Baht	(eight hundred Eighty three
			million, Three hundred forty thousand, eight hundred fifty Baht and eighty-four Satang)
	Divided into and	1,299,030,663 Shares	(One billion, two hundred
			Ninety-nine million, Thirty thousand, Six hundred and sixty-three shares)
	Par Value	0.68 Baht	(Sixty-eight Satang)

Separated By

Ordinary Shares 1,299,030,663 Shares (One billion, two hundred and

Ninety-nine million, Thirty thousand, Six hundred and sixty-three shares)

Preferred Shares - Shares (-)"

Then, Mr. Thitisak Skulkroo asked the meeting whether any shareholder had any questions or have comments about this agenda.

No queries were made.

When no shareholder asked any questions or comment, Mr. Thitisak Skulkroo asked the meeting to consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the decrease in the Company's registered capital.

In this regard, Mr. Thitisak Skulkroo informed the meeting that this agenda must be approved by a vote of not less than three-fourths (3/4) of the shareholders attending the meeting and having the right to vote.

Resolution	The meeting has considered, the meeting unanimously resolved to approve the
	amendment of Clause 4 of the Company's Memorandum of Association to be in
	line with the decrease in the Company's registered capital with the voting rights as
	follows:

Approved	454,573,356 votes	equal to	100.0000%
Disapproved	0 votes	equal to	0.0000%
Abstained	0 votes	equal to	0.0000%
Voided	0 votes	equal to	0.0000%

Agenda Item 11 To consider and approve the amendment of Article 36 of the Company's Articles of Association to align it with the Public Limited Companies Act B.E. 2535 (1992), section 100 (amendment) by Order No.21/2017 of the Head of the National Council for Peace.

Mr. Thitisak Skulkroo, the Chairman of the Executive Committee, asked Mrs. Duangnapa Thongsri, Acting Chief Financial Officer, to inform the Meeting. NCPO No. 21/2017, Section 100, therefore, the Company has to amend the Articles of Association of Article 36 regarding the meeting of shareholders. By using the following text instead

Existing wording:

36. To hold a shareholders' meeting at least once a year such meetings are called the general meeting shall be held within four (4) months after the end of the accounting period of the company. Other shareholders' meetings are called "extraordinary meetings".

The Board of Directors may call an extraordinary meeting at any time as deemed appropriate. Or when the shareholders who have shares in the amount of not less than one fifth (1/5) of the total number of shares sold Or the number of shareholders of not less than twenty-five (25) persons who have shares in total of not less than one-tenth (1/10) of the total number of shares sold. The Board of Directors may call a shareholders' meeting. In that request must specify clearly what to call for the meeting, the board of directors must arrange a meeting within one (1) month from the date of receipt of the letter from the shareholder

Amended wording:

36. To hold a shareholders' meeting at least once a year such meetings are called the general meeting shall be held within four (4) months after the end of the accounting period of the company.

Other shareholders' meetings are called "extraordinary meetings".

The Board of Directors may call an extraordinary meeting of shareholders at any time. But will see or when one <u>or more shareholders holding a total of not less than 10 percent of the total number</u> <u>of shares sold have been named to make a letter requesting that the Board of Directors call an</u> <u>extraordinary meeting of shareholders at any time but must clearly specify the subject and reason for requesting the meeting to be called in the said book in this case The board of directors must arrange for a meeting of shareholders within 45 days from the date of receiving the letter from the shareholders.</u>

In the event that the Board of Directors fails to arrange a meeting within the period specified in paragraph two All shareholders who are named or other shareholders combined the number of shares as required can call for meeting within forty-five days from the expiration of the period under paragraph two In this case shall be considered as a meeting of shareholders which the Board of Directors convenes the company is responsible for the necessary expenses incurred from arranging meetings and facilitating as appropriate.

In the event that the meeting of shareholders is called for a meeting because the shareholders under paragraph three of any time the number of shareholders who attended the meeting was not complete as a quorum as specified in Article 38 of the Company's Articles of Association. Shareholders under paragraph three must be jointly responsible.

Then, Mr. Thitisak Skulkroo asked the meeting whether any shareholder had any questions or have comments about this agenda.

No queries were made.

When no shareholder asked any questions or comment, Mr. Thitisak Skulkroo asked the meeting to consider and approve the amendment of Article 36 of the Company's Articles of Association to align it with the Public Limited Companies Act B.E. 2535 (1992), section 100 (amendment) by Order No.21/2017 of the Head of the National Council for Peace.

In this regard, Mr. Thitisak Skulkroo informed the meeting that this agenda must be approved by a vote of not less than three-fourths (3/4) of the shareholders attending the meeting and having the right to vote.

<u>Resolution</u> The meeting has considered, the meeting unanimously resolved to approve the amendment of Article 36 of the Company's Articles of Association to align it with the Public Limited Companies Act B.E. 2535 (1992), section 100 (amendment) by Order No.21/2017 of the Head of the National Council for Peace with the voting rights as follows:

Approved	454,573,356 votes	equal to	100.0000%
Disapproved	0 votes	equal to	0.0000%
Abstained	0 votes	equal to	0.0000%

Voided	0 votes	equal to	0.0000%
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Agenda Item 12 Other matters (if any)

Mr. Thitisak Skulkroo, Chairman of the Executive Committee asked the shareholders if there was any question or opinion.

Ms. Kasina Srisaan, shareholder rights protection volunteer and representatives of the Thai Investors Association asked about the SEC and IOD's emphasis on anti-corruption policy. And the company has announced its intention to join the coalition with the private sector according to the resolution of the Board of Directors on 30 June 2017, therefore would like to know that the company has continuously implemented and has access to information with the SEC or not.

Mr. Thitisak Skulkroo, informed that the company was still working and asked Mrs. Duangnapa Thongsri to clarify further to the meeting. Together with various changes therefore made a letter requesting to postpone the submission of the information documents and have prepared various documents Related to the delivery in the year 2019 and participating in various activities of the project.

Mr. Thitisak Skulkroo, further informed that this project is under the responsibility of the internal audit department of the company and has accelerated this process in order to keep the delivery data up to the year 2019 and therefore confirm that the project is still being implemented.

Mr. Pongsiri Sirithorn, Chief Executive Officer Clarified more about this project the management has been doing concurrently. By transferring this policy to the subcontract of the company and invited the subcontract to listen and sign to acknowledge this policy already in 2018.

When there were no further questions or comments from the shareholders, Gen. Jongsak Panichkul, Chairman of the Board, therefore thanked and declared the meeting adjourned.

The meeting was adjourned at 3.30 p.m.

Best regards,

ริษัท บี จิสติกส์ จำกัด (มหาชน)

SECTION SECTIO

mo. Saul

(Gen. Jongsak Panichkul) Chairman of the Board

(Ms. Korawan Sanchompoo) Minute Taker