



Invitation to the 2021 Annual General Meeting of Shareholders

Matching Maximize Solution Public Company Limited

Wednesday 28th April 2021 at 2.00 p.m.

Ratchadamnoen Room, Royal Princess Hotel Larn Luang, Bangkok,

269 Larn Luang Road, Pomprab, Bangkok 10100

Registration starts at 1.00 p.m.

Please bring the Notification of Meeting with barcode to the meeting

Neither lunchbox nor coffee or tea will be served as well as printed copies of 2020 Annual registration statement / Annual report (56-1 One Report) and Invitation Report will not be provided at the meeting in order to minimize personal direct contact in which may risk the infection of the disease.

(Translation)

Precautionary Measures and Guidelines for attending the 2021 AGM meeting of Shareholders, regarding the outbreak of Coronavirus 2019 (COVID-19)

Due to the ongoing situation of COVID-19 in Thailand, Matching Maximize Solution Public Company Limited (“Company”) is concerned over the risk of the infection at the shareholders’ meeting. Company, therefore, kindly asks shareholders to be informed and cooperate with the following measures:

1. Request for Shareholders’ cooperation to giving a proxy to Company’s Independent Director to attend the meeting on behalf of Shareholders

To prevent and reduce the risk of spreading possibility of COVID-19 virus from the crowding of shareholders on the meeting day, Company asks for Shareholders’ kind cooperation to grant a proxy to Company’s Independent Director to attend the meeting. By sending the proxy duly affix with the Baht 20 stamp duty and the supporting documents to the Legal and Company Secretary Department, Matching Maximize Solution Public Company Limited at 305/12 Soi Sukhothai 6, Sukhothai Road, Dusit Sub-district, Dusit District, Bangkok, 10300, telephone no. 0-2669-4200-9 and facsimile no.0-2243-1494. before 27th April 2021.

2. Shareholders are welcome to submit relevant questions regarding the meeting and agenda items prior to the meeting date through the following channels:

- 2.1 Sending with the proxy
- 2.2 Email : nanat@mmsbangkok.com

3. In the case that any shareholder or proxy-holder still wants to attend in person, Company would like to request attendees for cooperation to follow company’s measures as follows:

- 3.1 Company shall conduct health screening, in compliance with the guidelines of Department of Disease Control, at the meeting entrance. For those being identified with respiratory symptom, company reserves the right to deny entry into the meeting. In case that the aforementioned shareholder presents at the venue, such shareholder may grant a proxy to Company’s Independent Director to attend the meeting.

Each attendee will be required to stand at any line for health screening, documents check and registration, with 1.5 meters space from each other.

- 3.2 Attendees will be assigned to a seat with appropriate social distancing at the minimum of 1.5 meters from each other. This will significantly reduce the number of seats available in the meeting venue. Company reserves the right to arrange seating with first come first serve basis. After the Registration, each attendee will be assigned a seating number and required to sit as specified for the sake of the disease prevention or following up in case of any unforeseen circumstances. When the seats are fully occupied, no more participants will be allowed to enter the meeting venue. To protect shareholder voting right, Shareholders who attend the meeting in persons, are required to grant proxy to the Company’s Independent Directors to attend the Meeting instead of participating in persons.
- 3.3 The venue will be cleaned with alcohol prior to the meeting. **Company kindly requests everyone to prepare and wear a facemask at all times.**

- 3.4 **Neither lunchbox nor coffee or tea will be served at the meeting in order to minimize personal direct contact in which may risk the infection of the disease.**

Printed copies of 2020 Annual Report and Invitation Report will not be provided at the meeting.

- 3.5 If there are any changes in the situation or additional AGM-related measures from the Government Official, Company will inform Shareholders via the Company's website ([www. matchinggroup.com](http://www.matchinggroup.com)).

If there are many attendees or they arrive at the same time, there may be delay in screening and registration for the meeting. Company hereby apologizes for any such inconvenience that may arise.

Please be informed accordingly.

Yours Sincerely,

Matching Maximize Solution Public Company Limited

(Translation)

MMS-AC 64/005

25th March, 2021

Re: Invitation to the Annual General Meeting of Shareholders for the year 2021

To: Shareholders of Matching Maximize Solution Public Company Limited

- Enclosures:**
1. Copy of Minutes of the Annual General Meeting of Shareholders for the year 2020 held on 24 July 2020
 2. The 2020 Annual Registration Statement / Annual Report (56-1 One Report) comprising of copies the Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) for the year ended 31 December 2020 in the form of E-books via QR Code on the Notice of Meeting with barcode
 3. Names and profiles of directors who are nominated to be reappointed as the Company's directors for another term as well as definition of independent directors
 4. Guideline for the appointment of proxy, the registration, and evidence to be presented on the date of the Annual General Meeting of Shareholders for the year 2021
 5. The Company's Articles of Association which are relevant to the Shareholders' Meeting and voting exercise
 6. Names and profiles of independent directors who may be appointed by shareholders as their proxies to attend the Annual General Meeting of Shareholders for the year 2021
 7. Location map of the Meeting's venue of the Annual General Meeting of Shareholders for the year 2021
 8. Proxy form B

The Board of Directors' Meeting of Matching Maximize Solution Public Company Limited (the "**Company**") has passed the resolution to convene the Annual General Meeting of Shareholders for the year 2021 on 28 April 2021 at 2.00 p.m. at Ratchadamnoen Room, Royal Princess Hotel Larn Luang , Bangkok, 269 Larn Luang Road, Pomprab , Bangkok to consider the following agenda:

Agenda 1 To consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2020 held on 24 July 2020

Facts and rationale The Company has prepared the Minutes of the Annual General Meeting of Shareholders for the year 2020 held on 24 July 2020, the copy of which was submitted to the relevant authorities within the required period. Thus, the Shareholders' Meeting is requested to adopt the Minutes of the Annual General Meeting of Shareholders for the year 2020 held on 24 July 2020. The copy of the Minutes is attached as Enclosure 1.

Board's opinion The Board of Directors is of the opinion that the Minutes of the Annual General Meeting of Shareholders for the year 2020 held on 24 July 2020, was correctly recorded and should be proposed to the Annual General Meeting of Shareholders for adoption.

Remark This Agenda requires an affirmative resolution of a majority vote of the total number of votes of the shareholders present at the Meeting and casting their votes.

Agenda 2 To acknowledge the Company's operating results for the year 2020

Facts and rationale The Board of Directors has prepared the information relating to the Company's operating results for the past year 2020, which is shown in the 2020 Annual registration statement / Annual report (56-1 One Report) sent to shareholders as per Enclosure 2. It was sent for the shareholders acknowledgement of the overview of the Company's operating results.

Board's opinion The Board of Directors is of the opinion that the report on the Company's operating results for the year 2020 should be proposed to the Annual General Meeting of Shareholders for acknowledgement.

Remark This Agenda is for acknowledgement, no resolution is required.

Agenda 3 To consider and approve the Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) in respect of the fiscal year ended as at 31 December 2020 which have been audited by the certified auditor and acknowledge the Auditor's report

Facts and rationale To be in compliance with the Public Limited Companies Act B.E. 2535 (as amended) and the company's Articles of Association, the Board of Directors is required to prepare the Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) as of the last day of the Company's fiscal year which were audited by the certified auditor and propose to the Annual General Meeting of Shareholders for consideration and approval. Thus, the Shareholders' Meeting is requested to consider

and approve the Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) of the Company for the fiscal year ended as at 31 December 2020, which were appeared in the 2020 Annual Report sent to the shareholders as per Enclosure 2.

Board's opinion

The Board of Directors is of the opinion that the Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) of the Company for the fiscal year ended as at 31 December 2020 which were audited by the certified auditor and the Auditor's report should be proposed to the Annual General Meeting of Shareholders for approval and acknowledgement.

Remark

This Agenda requires an affirmative resolution of a majority vote of the total number of votes of the shareholders present at the Meeting and casting their votes.

Agenda 4

To consider and approve no appropriation of profit as the legal reserve and no distribution of dividend in respect of the operating results for the year 2020

Facts and rationale

According to the Public Limited Companies Act B.E. 2535 (as amended) and the company's Articles of Association, set out that the Company is required to appropriate part of the annual net profit as reserve fund in an amount not less than 5 percent of the annual net profit with deduction therefrom the amount representing the accumulated loss carried forward (if any) until the reserve fund amounts to not less than 10 percent of the registered capital.

Furthermore, the Company's dividend policy prescribes that the dividend payment shall be made approximately 40 percent of the net profit during the accounting period. However, the dividend payment shall be made subject to the absence of necessary reason to spend such funds. In addition, the payment of dividend shall not have a material effect to the Company's normal business operation.

According to Separate Financial Statements ended 31 December 2020 audited by the certified auditor, the Company has accumulated deficit, the Board of Directors therefore propose the Annual General Meeting of Shareholders as follows:

1. No appropriation of profit as the legal reserve; and
2. No dividend payment from the operating result of the year 2020.

Board's opinion

The Board of Directors is of the opinion that no appropriation of profit as legal reserve and no dividend payment as aforementioned should be proposed to the Annual General Meeting of Shareholders for approval.

Remark

This Agenda requires an affirmative resolution of a majority vote of the total number of votes of the shareholders present at the Meeting and casting their votes.

Agenda 5

To consider and approve the appointment of directors replacing those who retire by rotation

Facts and rationale

According to the Public Limited Companies Act B.E. 2535 (as amended) and the Company's Articles of Association, at least one-third of the total number of directors must retire by rotation at the Annual General Meeting of Shareholders in each year and if the number of directors cannot be divided by three, the number nearest to one-third shall retire and the retired directors are eligible for re-appointment. There are 3 directors who will be due to retire by rotation at the Annual General Meeting of Shareholders for the year 2021, namely:

1. Mr.Chatrapee Tantixalerm Independent Director and Chairman of Corporate Governance Committee
2. Mr.Komkrit Sirirat Director; and
3. Mr.Neil Wayne Thompson Director

In compliance with the Good Corporate Governance Principles, the Company has provided opportunities for the shareholders to propose the person(s) to be elected as directors in advance of the Meeting, through an announcement on the Company's website from 8 October 2020 – 31 December 2020 regarding the criteria of proposing nominees so that the Compensation and Nominating Committee could consider the matter. Nonetheless, no shareholder proposed any person to be elected as director to the Company at this Meeting.

The Nomination and Remuneration Committee has considered and is of the opinion that all 3 directors who are due to retire by rotation are knowledgeable persons, capable and have experience in the Company's business and have performed well as the directors of the Company in the past office period and also possess full qualification under the law and the director(s) nominated to be appointed as the independent director(s) is able to independently make an opinion pursuant to the relevant rules and regulations. Therefore, the Board of Directors (according to recommendation and approval of the Nomination and Remuneration Committee) deems it appropriate to nominate all 3 directors to be reappointed as the Company's directors for another term.

The name, profile and other positions of directors who are due to retire by rotation and the person who are nominated to be reappointed as the Company's directors for another term

including the definition of Independent Directors have been sent to the shareholders as per Enclosure 3.

Board's opinion

The Board of Directors is of the opinion that the reappointment of all 3 directors who are due to retire by rotation to be Directors of the Company for another term should be proposed to the Annual General Meeting of Shareholders for approval.

Remark

This Agenda requires an affirmative resolution of a majority vote of the total number of votes of the shareholders present at the Meeting and casting their votes.

Agenda 6

To consider and approve the directors' remuneration for 2021

Facts and rationale

The Nomination and Remuneration Committee has determined the directors' remuneration for the year 2021 and proposed at the Board of Directors' Meeting to consider and approve to propose to the Shareholders' Meeting. For such determination, the Nomination and Remuneration Committee has considered the directors' remuneration from the expansion of business and growth of the Company, including the duties and responsibilities of the directors. Therefore, the Board of Directors (according to recommendation and approval of the Nomination and Remuneration Committee) deems it appropriate to determine the directors' remuneration for the year 2021 as follows:

Monthly remuneration (per person)

Board of Directors

Chairman of the Board	Baht 60,000
Director	Baht 30,000

Other Sub-Committees

Chairman	Baht 30,000
Committee	Baht 20,000

Nomination and Remuneration Committee and Corporate Governance Committee will not receive the monthly remuneration.

Meeting Allowance (per person per meeting)

Nomination and Remuneration Committee

Chairman of Nomination and Remuneration Committee	
Baht 30,000	
Nomination and Remuneration Committee	Baht 20,000

Corporate Governance Committee

Chairman of Corporate Governance Committee	Baht 30,000
Corporate Governance Committee	Baht 20,000

The Board of Directors and other Sub-Committees will not receive the meeting allowance.

The Company currently has a sub-committee consisting of the Executive Committee, the Audit Committee, the Nomination and Remuneration Committee, and the Corporate Governance Committee. The other sub-committee being in the position of the Director of the Company will also be paid the remuneration as being the Director.

The Company has no policy to offer the other benefits other than money to the Directors (except for the welfare to general staffs).

Comparison Table of Directors' Remuneration

Monthly remuneration (per person)

Position	Thai Baht	
	Year 2021 (Proposed Year)	Year 2020
<u>Board of Directors</u>		
Chairman of the Board	60,000	60,000
Director	30,000	30,000
<u>Other Sub-Committee</u>		
Audit Committee		
Chairman	30,000	30,000
Committee	20,000	20,000
Executive Committee		
Chairman	30,000	30,000
Committee	20,000	20,000

Meeting Allowance (per person per meeting)

Position	Thai Baht	
	Year 2021 (Proposed Year)	Year 2020
<u>Other Sub-Committee</u>		
Nomination and Remuneration Committee		
Chairman	30,000	30,000
Committee	20,000	20,000
Corporate Governance Committee		
Chairman of Corporate Governance Committee	30,000	30,000
Corporate Governance Committee	20,000	20,000

Board's opinion

The Board of Directors is of the opinion that the directors' monthly remuneration for the year 2021 should be proposed

to the Annual General Meeting of Shareholders for approval as the details mentioned above.

Remark

This Agenda requires an affirmative resolution of not less than two-thirds of the votes of the shareholders present at the Meeting.

Agenda 7

To consider and approve the appointment of the Company's auditors and their remuneration for 2021

Facts and rationale

Section 120 of the Public Limited Companies Act B.E. 2535 (as amended) sets out that at the Annual General Meeting of each year, there shall be the appointment of an auditor and the determination of their remuneration, in this regard, the existing auditors may be reappointed.

The Board of Directors (according to the consideration and recommendation of the Audit Committee) has selected the Company's auditors and proposed the Shareholders' Meeting to appoint the following persons:

1. Mr. Sa-nga Chokenitisawat , Certified Public Accountant no. 11251; and/or
2. Mr. Krit Chatchavalwong, Certified Public Accountant No.5016; and/or
3. Mrs. Anuthai Poomsurakul, Certified Public Accountant No.3873

from PricewaterhouseCoopers ABAS Ltd., or other auditor(s) certified by the Office of Securities and Exchange Commission entrusted by PricewaterhouseCoopers ABAS Ltd. to be the Company's auditor(s) for the fiscal year ended 31 December 2021. Any of these auditors may audit or review the Company's Financial Statements. Such auditors will be the auditor for the Company for the fiscal year ended as at 31 December 2021.

None of the proposed auditors has any relationship with or interest in the Company, its subsidiaries, management, majority shareholders or the related persons of such persons. Therefore, the said auditors are independent to audit and comment on the Company's Financial Statements. In addition, none of the proposed auditors has audited or reviewed and given opinion of the Company's Financial Statements for seven fiscal years. Mr.Sa-nga Chokenitisawat was an auditor of the Company for the fiscal year 2017-2020. Mr.Krit Chatchavalwong and Mrs.Anuthai Poomsurakul have never performed any services as an auditor of the Company.

Moreover, the Board of Directors (according to the consideration and recommendation of the Audit Committee) proposes that the Shareholders' Meeting determines the Company's auditor remuneration for the fiscal year ended as

at 31 December 2021. The auditors' remuneration for auditing the Financial Statements of the Company are fixed at the rate of Baht 850,000. (The auditors as aforementioned shall also be appointed as the auditors of the subsidiaries of the Company with the fee for auditing the financial statements of the subsidiaries at Baht 1,310,000; therefore, the total auditors' fee is Baht 2,160,000). In this regard, PricewaterhouseCoopers ABAS Ltd. has duly performed its duties of reviewing and auditing the Financial Statements of the Company and its subsidiaries since the fiscal year 2012. Moreover, PricewaterhouseCoopers ABAS Ltd. is the international standards auditing firm, it is therefore reliable for preparing the Financial Statements of the Company and its subsidiaries in due time as required by law.

The details of the audit remuneration compared between the fiscal year ended as at 31 December 2020 and the fiscal year ended as at 31 December 2021 are as follows:

Comparison Table of Auditor's Remuneration

Name of the companies	The fiscal year ended at 31 December 2021 (Baht)		The fiscal year ended at 31 December 2020 (Baht)	
	Auditing Fee	Other Fees	Auditing Fee	Other Fees
Matching Maximize Solution Public Company Limited	850,000	-	850,000	-
Subsidiaries (for information only)	1,310,000		1,460,000	
Total	2,160,000	-	2,310,000	-

Audit Committee's opinion

The Audit Committee has considered and opined that PricewaterhouseCoopers ABAS Ltd. is a global standard company; all their auditors are also qualified and independent. It is deemed appropriate to propose the Board of Directors to propose to the Shareholders to approve the appointment of Mr.Sa-nga Chokenitisawat , certified public accountant no. 11251, and/or Mr.Krit Chatchawalwong, Certified Public Accountant No.5016; and/or Mrs.Anuthai Poomsurakul, Certified Public Accountant No.3873, of PricewaterhouseCoopers ABAS Ltd. or any other auditor(s) certified by the Office of Securities and Exchange Commission entrusted by PricewaterhouseCoopers ABAS Ltd. as the Company's auditors for the fiscal year

ended 31 December 2021, with the auditors' remuneration for auditing the Financial Statements of the Company at the rate of Baht 850,000.

Board's opinion

The Board of Directors is of the opinion that the appointment of Mr.Sa-nga Chokenitisawat , certified public accountant no. 11251, and/or Mr.Krit Chatchavalwong, Certified Public Accountant No.5016; and/or Mrs.Anuthai Poomsurakul, Certified Public Accountant No.3873, of PricewaterhouseCoopers ABAS Ltd. and entrusted by the PricewaterhouseCoopers ABAS Ltd. as the Company's auditors for the fiscal year ended 31 December 2021,with the auditors' remuneration for auditing the Financial Statements of the Company at the rate of Baht 850,000, should be proposed to the Annual General Meeting of Shareholders for approval.

Remark

This Agenda requires an affirmative resolution of a majority vote of the total number of votes of the shareholders present at the Meeting and casting their votes.

Agenda 8 Other Business (if any)

According to the Public Limited Companies Act B.E. 2535 (as amended), a request for the Meeting of Shareholders to consider matters other than those indicated in the invitation to shareholders can occur if shareholders holding not less than one-third of the total numbers of the Company's issued shares request it.

The shareholders are invited to attend the Meeting on the date, and at the time and place as described above and are requested to prepare all evidence that will be used for the Meeting as detailed in the guideline for the appointment of proxy to attend the Meeting, the registration, and evidence to be presented on the Meeting date of the Annual General Meeting of Shareholders for the year 2021 as appeared in Enclosure 4. The Company will conduct the Meeting in accordance with the Company's Articles of Association as appeared in Enclosure 5. To reserve the rights and interests of shareholders, in the event that any shareholder is unable to attend the Meeting and would like to appoint the Company's independent directors as proxy to attend the Meeting and cast the votes on his/her behalf, the shareholders can select one of the independent directors of the Company whose names and profiles are as appeared in Enclosure 6 as their proxies. The shareholders must fill in and sign the proxy form attached herewith, duly affix with the Baht 20 stamp duty and deliver such proxy form with the supporting documents to the Company at Matching Maximize Solution Public Company Limited at 305/12 Soi Sukhothai 6, Sukhothai Road, Dusit Sub-district, Dusit District, Bangkok, 10300, telephone no. 0-2243-6543-6, 0-2669-4200-9 and facsimile no. 0-2243-1494, 0-2243-4124 before 27th April, 2021.

For the custodians that represent overseas shareholders, the Type-C Proxy Form may be used for the appointment of the proxy. This Type-C Proxy Form is available for download from the Company's website at www.matchinggroup.com

Following the discussion among the Securities and Exchange Commission, the Stock Exchange of Thailand and other relevant authorities, the Company would like to kindly request for the shareholders' cooperation to appoint the independent director as the proxy to attend the meeting on the shareholders' behalf in order to protect and mitigate the situation of the Coronavirus 2019

(COVID-19) outbreak and for the benefit of the shareholders' health and wellbeing. In addition, the shareholders are welcomed to send the question(s) or suggestion(s) to the Company in advance to the address as aforementioned before 27th April, 2021.

The Board of the Directors of the Company determined the Record Date on which the shareholders have the rights to attend the Annual General Meeting of Shareholders for the year 2021 on 9 March 2021.

Please be informed that the shareholders and proxies can register for the Meeting attendance starting from 13.00 hrs. on the Meeting date at Ratchadamnoen Room, Royal Princess Hotel Larn Luang, Bangkok, 269 Larn Luang Road, Pomprab, Bangkok 10110.



Sincerely Yours,
Matching Maximize Solution Public Company Limited

(Mr. Chayanont Ulit)
Chief Executive Officer

(Translation)

**Minutes of the 2020 Annual General Meeting of Shareholders of
Matching Maximize Solution Public Company Limited (the “Company”)**

Date, Time and Place

The Meeting was held on 24 July 2020 at 10.00 a.m. at Ratchadamnoen Room, Royal Princess Hotel Larn Luang, Bangkok, 269 Larn Luang Road, Pomprab, Bangkok 10100.

Directors/Executives present at the Meeting

- | | | |
|----|------------------------------|---|
| 1. | Mr. Sansrit Yenbamrung | Chairman of the Board of Director |
| 2. | Mr. Wiroj Bunsirirungruang | Chief Executive Officer, Director and Chief Financial Officer |
| 3. | Yaowalak Poolthong, Ph.D. | Director |
| 4. | Mr. Somkiat Charoenpinyoying | Director |
| 5. | Mr. Poomchai Wacharapong | Director |
| 6. | Mrs. Natnapang Jongsomjit | Director |
| 7. | Mr. Akarat Na Ranong | Independent Director and Chairman of Audit Committee |
| 8. | Mr. Chatrapee Tantixalerm | Independent Director and Audit Committee |
| 9. | Mr. Kamol Ratanachai | Independent Director and Audit Committee |

At present, the Company has a total of 9 directors. All the 9 directors, which is equivalent to 100 percent of the total number of directors, have attended the 2020 Annual General Meeting of Shareholders

Auditor and Legal Counsel in attendance

- | | | |
|----|----------------------------------|--|
| 1. | Mr. Sa-nga Chokenitisawat | Auditor from PricewaterhouseCoopers ABAS Limited |
| 2. | Miss Duangpanomporn Chupikulchai | Legal Advisor from Siam Premier International Law Office Limited |

Preliminary Proceedings

Mr. Sansrit Yenbamrung, the Chairman of the Board, was the Chairman of the Meeting (the “**Chairman**”). The Chairman entrusted Mr. Nanat Sonsa-ad, the Company Secretary (“**Secretary**”), to announce the number of shareholders and the voting process and entrusted Mr. Wiroj Bunsirirungruang, the Chief Executive Officer (“**Mr. Wiroj**”), to conduct the Meeting.

The Secretary announced to the Meeting that there were 15 shareholders present in person, representing 6,513,400 shares, and 16 shareholders present by proxy, representing 684,773,987 shares, totaling 31 shareholders present at the Meeting, representing 691,287,387 shares, being 88.4419 percent of the total paid-up shares of the Company (total paid-up shares of the Company being 781,628,733 shares). After convening the Meeting, additional shareholders arrived at the Meeting in person and by proxy, and thus there were a total of 32 shareholders attending the Meeting, representing 691,292,387 shares, being 88.4426 percent of the total paid-up shares of the Company. The quorum was thus constituted.

The Secretary then provided explanation in relation to measures and procedure for Meeting attendants in light of the spread of Corona Virus 2019 (“**Covid-19**”) which can be summarized as follows: (1) establishment of screening checkpoint, (2) compliance with the social distancing measures by ensuring that seats are arranged about 1.5 meters apart and

requesting cooperation for Meeting attendants to wear hygienic masks at all times during the Meeting, (3) provision of alcohol gel, and (4) non-provision of food, tea, coffee and snacks and non-provision of written annual report, which could instead be downloaded from the Company's website, in order to reduce contact and spread of Covid-19.

In addition, for the shareholders who did not wish to use the microphone, the Company has provided paper and pencils for the shareholders to write down questions to be submitted to the Company's personnel. In order to prevent the spread of Covid-19 in this Meeting, the Company shall ensure that the Meeting be completed within 2 hours, which is a standard duration suggested by the public sector.

The Secretary has introduced the voting procedure in each agenda, namely, Agenda 1, 3, 4, 5 and 7, to be approved by a simple majority of the total number of votes of the shareholders attending and casting their votes at the Meeting, Agenda 6 to be approved by not less than two-thirds of the total number of votes of the shareholders attending the Meeting, and Agenda 2 as a matter for acknowledgement for which no voting is required. In this regard, the Company invited Miss Panjaree Chumuang, an Independent Legal Counsel, to verify the voting procedure together with OJ International Company Limited.

Mr. Wiroj then proposed the Meeting to consider the following agenda:

Agenda 1 **To consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2019 held on 26 April 2019**

Mr. Wiroj proposed the Meeting to consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2019 held on 26 April 2019, the copy of which was sent to the shareholders together with the notice of this Meeting (Enclosure 1).

Resolution: The Meeting resolved by unanimous vote that the Minutes of the Annual General Meeting of Shareholders for the year 2019, held on 26 April 2019 be adopted as proposed in all respects with the votes of 691,292,387 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 votes disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 votes abstaining and 0 votes voided ballot(s).

Agenda 2 **To acknowledge the Company's operating results for the year 2019**

Mr. Wiroj explained the Company's operating results for the year 2019 to the Meeting which can be summarized as follows:

At present the Company is operating a total of 4 main businesses i.e. 1. equipment service and rental business operated by Gear Head Company Limited (the Company's subsidiary) ("**Gear Head**"), 2. movie production site service and rental business operated by The Studio Park Thailand Company Limited (the Company's subsidiary), 3. television show production business with the show named "Plod Nee" operated by Matching Maximize Solution Public Company Limited and 4. co-production business operated by TSP Production Services Co., Ltd. (Company's subsidiary). The important operating results for the year 2019 can be summarized as follows:

1. Equipment service and rental business From the comparison statistics of oversea production team in January to April 2020 to that in 2019, in 2020 123 movies were produced with the value of approximately Baht 589 million, and in 2019 296 movies were produced with the value of approximately Baht 1,637 million, constituting a decrease of approximately 58 percent or the monetary amount of 64 percent.

Enclosure 1

Nonetheless, after the spread of Covid-19, the production crew has cancelled the production of 8 movies, postponed the production of 16 movies and suspended the production of 3 movies, totaling Baht 384 million. The Company viewed that there remained an opportunity to resume the production. To summarize, as for the equipment service and rental business in 2019, the Company has invested in new equipment with the value of approximately Baht 4.8 million. On this basis, the Company considered and opined that continuous investment in new equipment would allow the Company to take a leading role in this business and would give it advantage in terms of competition.

2. Movie production site service and rental business This business of the Company is considered to be the Company's largest studio in this country and region. In 2019, the Company has invested continuously in order to enhance the capability of the project, which could be summarized as follows: (1) investment in the construction of 2 pools both inside and outside The Scene Building for movie production with the value of approximately Baht 16.92 million, (2) investment in addition to the production office with the value of approximately Baht 15 million for oversea production crew to use as office space and to contact and coordinate with the country of origin, (3) construction of sky train together with platform which may be adjusted for use both above ground and underground for use in movie production with the value of approximately Baht 3 million, and (4) investment in the development of land (land filling) located at the back with the area of approximately 10 Rai and the value of approximately Baht 8.6 million for the purpose of scene-setting, exhibition of goods or organization of banquets which may generate income for the Company.
3. Television show production business At present, there is a show named "Plod Nee Plik Chivit" show, in which the Company experienced an increase in income.

In 2019 the amount of loss is still comparable to that in 2018 because the Company was required to make additional reservation for certain items pursuant to the Labour Protection Act No. 7. Moreover, in 2019 the Company has cancelled businesses which did not generate income with the value of approximately Baht 9 million. After this, the Company anticipated that the Company would experience better operating results from the previous year.

In this regard, the Company expected that 2020 would be a good year, but there was a problem caused by Covid-19, which is an uncontrollable factor and affected the overall operation of the Company i.e. the spread of disease since the end of March 2020 caused the public sector to order the production crew business to cease operation. Nonetheless, at present several measures have been respectively relaxed thereby allowing the business to resume operation as normal. However, 25-30 percent of the customers of the Company remain oversea and are still subject to the measures of public sector. In this respect, the Company therefore expected that the public sector would implement supporting measures so that oversea production crew may enter Thailand.

Furthermore, the Company has implemented measures to control the spread of Covid-19 both internal and external whereby measures were put in place for the personnel including the screening process conducted since the entrance to the office of Gear Head and The Studio Park Project, and regular cleaning to create confidence for customers.

Enclosure 1

Mr. Wiroj clarified in addition that in case of oversea customers who are unable to enter the country, the Company has adopted guideline for accepting oversea works through the e-cloud streaming system by imitating the actual production at the production site. Currently, contacts were made from certain countries.

Mr. Kamol Ratanachai, the Independent Director and Audit Committee, then informed the Meeting about the Company's policy on anti-corruption during the previous year. In this regard, the Company is still adopting the framework of good corporate governance policy (CG growth) and in 2019 the Board of Directors deemed it appropriate to appoint the Corporate Governance Committee effective from 25 September 2019. This committee shall have the duty to determine good corporate governance and practice for the organization. Moreover, the Company has prepared measures for the notification of clue as mechanism for interested persons to inform any clue in case of any suspicion of corruption. Furthermore, the Company is in the process of reviewing the self-evaluation for the Thailand's Private Sector Collective Action Coalition Against Corruption (CAC) Project which was conducted continuously into 2020.

Mr. Wiroj express his thanks to all the shareholders for the support and confidence in the Company and promised that the Board of Directors, executives and all the staff will work hard to perform their duties amidst the spread of Covid-19 this year for the success of the organization in return for the confidence from all the shareholders.

Mr. Wiroj then proposed the Meeting to acknowledge the Company's operating results for the year 2019 which the details were set out in the 2019 annual report of the Company that was sent to the shareholders together with the notice of this Meeting (Enclosure 2).

Resolution: The Meeting acknowledged the Company's operating results for the year 2019 as proposed in all respects.

Agenda 3 **To consider and approve the Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) in respect of the fiscal year ended 31 December 2019 as audited by the certified auditor and to acknowledge the Auditor's report**

Mr. Wiroj informed the details of the Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) in respect of the fiscal year ended 31 December 2019 which have been audited by the certified auditor and to acknowledge the Auditor's report, the details of which were set out in the Company's financial statements which formed part of the 2019 annual report sent to the shareholders together with the notice of this Meeting (Enclosure 2) and can be summarized as follows:

Financial Statements ended 31 December (Consolidated)

Account Record	2019 Baht Million	2018 Baht Million	Increase (Decrease)	
			Amount Baht Million	%
Total Assets	1,753.77	1,737.41	16.36	0.94
Total Liabilities	247.56	190.90	56.66	29.68
Total Shareholders' Equity	1,506.21	1,546.51	(40.29)	(2.61)

Enclosure 1Statement of Comprehensive Income (Loss) ended 31 December
(Consolidated)

Account Record	2019 Baht Million	2018 Baht Million	Increase (Decrease)	
			Amount Baht Million	%
Revenue	479.24	467.44	11.80	2.52
Cost	(338.06)	(341.31)	(3.25)	(0.95)
Gross Profit	141.18	126.13	15.05	11.93
Other Revenue (Expense)	(1.71)	22.55	(24.26)	(107.60)
Selling, General & Administrative Expense, Financial Cost, Share of Loss from Investment in Associates and Joint Ventures	(177.15)	(181.86)	(4.71)	(2.59)
Profit (Loss) before Income Tax Expense	(37.68)	(33.18)	4.50	13.55
Income Tax Expense Profit (Loss)	7.98	(4.13)	12.11	293.30
Loss from Cancelled Works	(9.02)	(1.47)	7.55	514.90
Annual Profit (Loss)	(38.72)	(38.78)	(0.06)	(0.16)

After that, Mr. Wiroj proposed the Meeting to consider and approve the Company's Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) in respect of the fiscal year ended 31 December 2019 which have been audited by the certified auditor and to acknowledge the Auditor's report.

Resolution: The Meeting resolved by unanimous vote that the Company's Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) in respect of the fiscal year ended 31 December 2019 which have been audited by the certified auditor be approved and the Auditor's report be acknowledged in all respects with the votes of 691,292,387 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 votes disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 votes abstaining and 0 votes voided ballot(s).

Agenda 4 **To consider and approve non-appropriation of profit as the legal reserve and non-distribution of dividend in respect of the operating results for the year 2019**

Mr. Wiroj informed the Meeting that according to Section 116 of the Public Companies Act B.E. 2535 (as amended), the Company is required to allocate part of the annual net profit as a reserve fund in an amount not less than 5 percent of the annual net profit and subtracted with the sum of accumulated loss brought forward (if any) until the reserve fund amounts to not less than 10 percent of the registered capital. Furthermore, the Company's dividend policy prescribes that the dividend shall be paid in the amount of approximately 40 percent of the net profit during the accounting period. However, the dividend payment shall be made subject to the condition that the Company is not required to use such funds and the dividend payment shall not have material effect on the Company's normal business operation. The Company's operating results for the fiscal year ended 31 December 2019 (according to Separate Financial Statements ended 31 December 2019 audited by the certified auditors) shows a loss and the Company has future projects which require a

large amount of working capital. Thus the Board of Directors considered and deemed it appropriate to propose to the Meeting as follows:

1. No appropriation of profit as the legal reserve; and
2. No dividend payment from the operating results of the year 2019.

After that, Mr. Wiroj proposed the Meeting to consider and approve non-appropriation of profit as the legal reserve and non-distribution of dividend in respect of the operating results for the year 2019.

Resolution: The Meeting resolved by unanimous vote that non-appropriation of profit as the legal reserve and non-distribution of dividend in respect of the operating results for the year 2019 be approved as proposed in all respects with the votes of 691,292,387 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 votes disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 votes abstaining and 0 votes voided ballot(s).

Agenda 5 **To consider and approve the appointment of directors replacing those who retire by rotation**

Mr. Wiroj informed the Meeting that according to the law and the Company's Articles of Association, at every annual general meeting of shareholders, at least one-third of the directors must retire from office. If the number of directors is not a multiple of three, then the number nearest to one-third shall retire from the office and the retired directors are eligible for re-appointment. There are 3 directors who shall retire by rotation at the Annual General Meeting of Shareholders for the year 2020, namely:

1. Mr. Sansrit Yenbamrung Chairman of the Board of Director
2. Mr. Akarat Na Ranong Independent Director and Audit Committee; and
3. Mr. Wiroj Bunsirungruang Director

To comply with the Good Corporate Governance Principles, Mr. Wiroj and the 2 directors who must retire by rotation in this Meeting have temporarily left the Meeting room. Mr. Wiroj has assigned the Secretary to conduct the Meeting in this agenda.

Mr. Wiroj informed the Meeting that, in compliance with the Good Corporate Governance Principles, the Company had provided opportunities through an announcement on the Company's website from 2 October 2019 to 31 December 2019 through the determination of criteria so that shareholders may nominate persons to be selected as the Company's directors in advance so that the Nomination and Remuneration Committee may consider the appropriateness. In this Meeting, no shareholder proposed any person to be elected as director to the Company.

The Board of Directors (upon the approval of the Nomination and Remuneration Committee) considered and deemed it appropriate that the 3 directors who must retire by rotation; namely (1) Mr. Sansrit Yenbamrung; (2) Mr. Akarat Na Ranong; and (3) Mr. Wiroj Bunsirungruang are qualified persons with the knowledge, expertise and experience in the Company's business and possess full qualifications under the law. Therefore, it is deemed appropriate to nominate the 3 directors aforementioned to be re-appointed as the Company's directors for another term.

The names and profiles of 3 directors who shall retire by rotation as well as the definition of independent director was sent to the shareholders as Enclosure 3.

After that, the Secretary proposed the Meeting to consider and approve the re-appointment of each of the 3 directors who are due to retire by rotation, namely, (1) Mr. Sansrit Yenbamrung; (2) Mr. Akarat Na Ranong; and (3) Mr. Wiroj Bunsirungruang for another term.

Resolution: The Meeting resolved by unanimous vote that the 3 directors who shall retire by rotation be approved for re-appointment as directors of the Company for another term as follows:

1. Mr. Sansrit Yenbamrung Chairman of the Board of Director

with the votes of 685,292,231 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), with 0 votes disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 6,000,156 votes abstaining and 0 votes voided ballot(s);

2. Mr. Akarat Na Ranong Independent Director and Audit Committee

with the votes of 685,291,709 votes approving (99.9999 percent of the total votes of the shareholders attending and casting their votes at the meeting), with 618 votes disapproving (0.0001 percent of the total votes of the shareholders attending and casting their votes at the meeting), 6,000,060 votes abstaining and 0 votes voided ballot(s); and

3. Mr. Wiroj Bunsirungruang Director

with the votes of 685,292,231 votes approving (100 percent of the total votes of the shareholders attending and casting their votes at the meeting), with 0 votes disapproving (0 percent of the total votes of the shareholders attending and casting their votes at the meeting), 6,000,156 votes abstaining and 0 votes voided ballot(s).

Agenda 6 To consider and approve the directors' remuneration for 2020

Mr. Wiroj informed the Meeting that the Nomination and Remuneration Committee considered the directors' remuneration for the year 2020 according to the expansion of business, the growth of the Company as well as the duties and responsibilities of each director. Therefore, the Board of Directors (upon the suggestion and approval of the Nomination and Remuneration Committee) deemed it appropriate to propose the Meeting to determine the directors' remuneration for the year 2020 as follows:

Monthly remuneration (per person)

Board of Directors

Chairman	Baht 60,000
Director	Baht 30,000

Other Sub-Committees

Chairman	Baht 30,000
Director	Baht 20,000

The Nomination and Remuneration Committee and the Corporate Governance Committee will not receive the monthly remuneration.

Meeting allowance (per person per meeting)

Nomination and Remuneration Committee

Chairman of Nomination and Remuneration Committee	Baht 30,000
Nomination and Remuneration Committee	Baht 20,000

Corporate Governance Committee

Chairman of Corporate Governance Committee	Baht 30,000
Corporate Governance Committee	Baht 20,000

The Board of Directors and other Sub-Committees will not receive the meeting allowance.

The Company's current sub-committees consist of the Executive Committee, the Audit Committee, the Nomination and Remuneration Committee and the Corporate Governance Committee. This year, the new Corporate Governance Committee has been formed. The other sub-committees being in the position of the directors of the Company will also receive the remuneration in the capacity of directors.

Moreover, the Company has no policy to offer benefits other than in monetary benefits to the directors (except for welfare to general staff).

After that, Mr. Wiroj proposed the Meeting to consider and approve the directors' remuneration for the year 2020 as aforementioned which will be effective until the Shareholders' Meeting resolves otherwise.

Resolution: The Meeting resolved by more than two-thirds of the shareholders who are attending the Meeting that the directors' remuneration for 2020 be approved to be effective until the Shareholders' Meeting resolves otherwise as proposed in all respects, with the votes of 691,183,187 votes approving (99.9842 percent of the total votes of the shareholders attending the meeting), with 0 votes disapproving (0 percent of the total votes of the shareholders attending the meeting), 109,200 votes abstaining (0.0158 percent of the total votes of the shareholders attending the meeting) and 0 votes voided ballot(s).

Agenda 7 **To consider and approve the appointment of the Company's auditors and their remuneration for 2020**

Mr. Wiroj informed the Meeting that Section 120 of the Public Companies Act B.E. 2535 (as amended) requires that the annual general meeting of shareholders for each year appoints the Company's auditors and determines their remuneration. Existing auditors can be re-appointed.

The Board of Directors (according to the consideration and recommendation of the Audit Committee) has selected the Company's auditors and proposed the Meeting to appoint the following persons:

1. Mr. Sa-nga Chokenitisawat, Certified Public Accountant No. 11251; and/or
2. Mr. Wichien Kingmontree, Certified Public Accountant No. 3977; and/or
3. Mr. Krit Chatchawalwong, Certified Public Accountant No. 5016.

from PricewaterhouseCoopers ABAS Ltd., or other auditor(s) certified by the Office of Securities and Exchange Commission entrusted by

Enclosure 1

PricewaterhouseCoopers ABAS Ltd. to be the Company's auditor(s) for the fiscal year ended 31 December 2020. Any of these auditors may audit or certify the Company's Financial Statements. Such auditors will be the auditors for the Company for the fiscal year ended 31 December 2020.

None of the proposed auditors has any relationship with or interest in the Company, its subsidiaries, management, majority shareholders or the related persons of such persons. Therefore, the said auditors are independent to audit and comment on the Company's Financial Statements. In addition, none of the proposed auditors has audited or reviewed and given opinion on the Company's Financial Statements for five consecutive fiscal years. Mr. Sa-nga Chokenitisawat was an auditor of the Company for the fiscal year 2017-2019. Mr. Wichien Kingmontree and Mr. Krit Chatchawalwong have never performed any services as auditors of the Company.

The Board of Directors (according to the consideration and recommendation of the Audit Committee) then proposed the Meeting to consider and appoint the Company's auditors for the fiscal year ended 31 December 2020 as aforementioned and determined their remuneration in the amount of Baht 850,000 (the auditors as aforementioned shall also be appointed as the auditors of the subsidiaries of the Company with the fee for auditing the financial statements of the subsidiaries being Baht 1,460,000, and therefore the total auditors' fee is Baht 2,310,000).

In this regard, PricewaterhouseCoopers ABAS Ltd. has reviewed and audited the Financial Statements of the Company and its subsidiaries since the fiscal year 2012 and duly performed their duties all along. Moreover, PricewaterhouseCoopers ABAS Ltd. is an auditing firm of international standard as certified by the Office of Securities and Exchange Commission. It is therefore able to prepare the Financial Statements of the Company and its subsidiaries within the period as required by law.

After that, Mr. Wiroj proposed the Meeting to consider and approve the appointment of the Company's auditors and their remuneration for 2020.

Resolution: The Meeting resolved by majority votes of the total votes of the shareholders attending and casting votes at the Meeting that the appointment of the Company's auditors and their remuneration for year 2020 be approved as proposed in all respects with the votes of 691,112,387 votes approving (99.9740 percent of the total votes of the shareholders attending and casting their votes at the meeting), with 180,000 votes disapproving (0.0260 percent of the total votes of the shareholders attending and casting their votes at the meeting), 0 votes abstaining and 0 votes voided ballot(s).

Agenda 8 Other Business (if any)

Miss Sudarat Dilokkomol, a shareholder, submitted a question about the reason BBTV Productions Co., Ltd. has made a tender offer for the purchase of all the securities of the Company.

Yaowalak Poolthong, Ph.D., a director, clarified that BBTV Productions Co., Ltd., a major shareholder of the Company, has made a tender offer for the purchase of all the securities of the Company due to the spread of Covid-19, which affected all businesses, whereby the price of the Company's shares have decreased up to 70 Satang. Therefore, the majority shareholder viewed that in order to provide alternatives to minority shareholders and to provide financial support to the Company during this situation, it is suitable to purchase additional shares to support the Company's business operation.

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Other details are as per the documents that the Company has submitted to the Stock Exchange of Thailand and provided to the shareholders.

Mr. Supakorn Hanhaboon, a proxy, inquired about (1) engagement of overseas company as consultant and responses to the engagement, (2) rate of studio reservation after the end of measures pertaining to Covid-19, and (3) expenses in the amount of Baht 16 million for the construction of pools and depreciation.

Mr. Wiroj informed the Meeting as follows: (1) the engagement of overseas company is for the purpose of expanding overseas markets and constitutes an attempt to seek income for the Company whereby the Company will receive the know-how from specialized overseas company so that services can be offered at an international level; (2) in an event measures in relation to Covid-19 become relaxed, the Company expects that it would receive decent return because recently several overseas companies have requested to carry out the production at the Company's studio, but due to the spread of Covid-19 such plan was aborted, and the Company further believes that after the situation becomes better overseas customers would resume the use of the Company's services; and (3) in order to equip the Company with the readiness and to allow it to take a leading role in relation to complete facility, the construction of the pools is an element of the production, in which the Company sees the opportunity to generate income in the future. In this regard, the Company has accepted works from overseas movie production crew for underwater production, which aptly demonstrates the potential of the project.

Miss Sudarat Dilokkomol, a shareholder, submitted a question about (1) the policy for the improvement and development of the Company in the future, (2) the probability that the Company will be delisted from the Stock Exchange of Thailand, and (3) the short-term, medium-term and long-term business plans of the Company.

Mr. Wiroj informed the Meeting as follows: (1) the Company is undertaking continuous study, development and improvement, whether in relation to its readiness on equipment to be rented, development of personnel, management of expenses and management cost, and has cancelled businesses which were experiencing loss. Even though in January to March the Company's operating results were decent, the spread of Covid-19 required adjustment to the process and personnel so as to reflect the situation; (2) the Board of Directors will manage the Company to the best of its ability to prevent loss and within 12 months from the end of the tender offer, there would be no opportunity for the Company to be delisted from the Stock Exchange of Thailand; and (3) the Company has increased business channels in light of the spread of Covid-19 with the adjustment of strategy for obtaining domestic customers.

Miss Sudarat Dilokkomol, a shareholder, additionally inquired about the marketing strategy of the Company and suggested that the Company should procure for itself creativity personnel instead of constructing facility to prepare itself for the customers.

Mr. Wiroj clarified to the Meeting that the Company already has creativity personnel ready to perform the work. However, in case of additional engagement, the Company is also required to consider the value of such investment.

Miss Sudarat Dilokkomol, a shareholder, additionally suggested that the Company should procure for itself new generation creativity personnel in light

Enclosure 1

of the current “New Normal” trend to work together with the already experienced creativity personnel of the Company so that benefit could be gained within a short period of time while striving for maximum efficiency.

The Chairman expressed his thank and accepted the suggestions for consideration.


No other business was proposed to the Meeting.

The Meeting closed at 11.34 hours.

(Signed by) Sansrit Yenbamrung Chairman of the Meeting
(Mr. Sansrit Yenbamrung)

(Signed by) Nanat Sonsa-ad Company's Secretary
(Mr. Nanat Sonsa-ad)

Names and profiles of directors and the person who are nominated to be reappointed as the Company's directors for another term

Name	: Mr.Chatrapee Tantixalerm	
Position	: Independent Director : Audit Committee : Nomination and Remuneration Committee : Chairman of Corporate Governance Committee	
Age	: 58 years	
Type of Director Proposed for Appointment	: Independent Director and Audit Committee	
Nomination Criteria and Procedure	: The Nomination and Remuneration Committee and the Board of Directors of the Company have carefully and diligently scrutinized and examined the qualifications of the persons nominated to be directors (former directors of the Company) and were of the opinion that they possess knowledge and good understanding of the business, which would greatly benefit the Company. In addition, they are fully and sufficiently qualified in accordance with the criteria and are able to make independent decisions and opinions in accordance with the relevant criteria. The Nomination and Remuneration Committee and the Board of Directors of the Company thus considered it appropriate to appoint such persons as independent directors of the Company.	
Period of Directorship	: 3 years 8 months	
Education	: MBA Finance, Sasin Graduate Institute of Business Administration of Chulalongkorn University	
Training	: Certificate, Corporate Governance for Capital Market Intermediaries (2/2015) : IOD : Certificate, Director Accreditation Program (48/2005) : IOD	
Shareholding in the company	: -None-	
Work Experience		
<u>1. Listed Companies</u>		
Sep 2017-Present	: Independent Director : Audit Committee : Nomination and Remuneration Committee : Chairman of Corporate Governance Committee Matching Maximize Solution PCL.	
Dec 2015-Present	: Independent Director : Chairman of Audit Committee SISB PCL.	
Sep 2009-Present	: Independent Director : Chairman of Audit Committee TSFC Securities PCL.	

2. Other Companies /Organizations

June 2020– Present	: Director Association of Investment Management Companies
Jan 2020- Present	: Appeal Committee The Stock Exchange of Thailand
Aug 2018- Present	: Independent Director : Audit Committee Beryl 8 plus Co., Ltd.
Jul 2015- Present	: Chairman of the Board : Independent Director Univentures Reit Management Co., Ltd.
Aug 2015- Present	: Director : Chief Executive Director Talis Asset Management Co., Ltd.

Number of meeting attended in 2020	: Board of Director Meeting 17/17 times : Board of Audit Committee Meeting 6/6 times : Board of Nomination and Remuneration Committee Meeting 4/4 times : Board of Corporate Governance Committee Meeting 5/5 times
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Litigation : None

Interest in any Agenda Item Proposed in the AGM : Agenda 5 To consider and approve the appointment to director replacing those who retire by rotation
Agenda 6 To consider and approve the directors' remuneration for 2021

Director position in other company (Excluding Matching Maximize Solution PCL.)

Other Listed Companies		Other/ Non-Listed Companies	Other rival incorporation /any related business with the Company
Number	Position	Number	Number
2	: Independent Director : Chairman of Audit Committee SISB PCL. : Independent Director : Chairman of Audit Committee TSFC Securities PCL.	5	-

Names and profiles of directors and the person who are nominated to be reappointed as the Company's directors for another term

Name	: Mr.Komkrit Sirirat
Positon	: Director : Executive Director
Age	: 59 years
Type of Director Proposed for Appointment	: Director



Nomination Criteria and Procedure

: The Nomination and Remuneration Committee and the Board of Directors of the Company have carefully and diligently scrutinized and examined the qualifications of the persons nominated to be directors (former directors of the Company) and were of the opinion that they possess knowledge and good understanding of the business, which would greatly benefit the Company. In addition, they are fully and sufficiently qualified in accordance with the criteria and possess no prohibited characteristics prescribed by the Public Limited Company Act and Securities and Exchange Act. The Nomination and Remuneration Committee and the Board of Directors of the Company thus considered it appropriate to appoint such persons as directors of the Company.

Period of Directorship	: 5 months
Education	: Master of Computer Engineering Florida Institute of Technology, Florida USA : Bachelor of Electrical Engineering Florida Institute of Technology, Florida USA
Training	: Completed the Thammasat University Leadership Program, Class 16th : Certificate, Director Accreditation Program (2021) : IOD
Shareholding in the company	: -None-
Work Experience	
<u>1. Listed Companies</u>	
Dec 2020- Present	: Director : Executive Director Matching Maximize Solution PCL.
<u>2. Other Companies /Organizations</u>	
Jan 2013- Present	: Director Committee at Major Care Foundation
Jan 2007- Present	: Deputy Managing Director Thai Ticket Major Co., Ltd.
Jan 2007- Present	: Deputy Managing Director Tero Entertainment PLC.

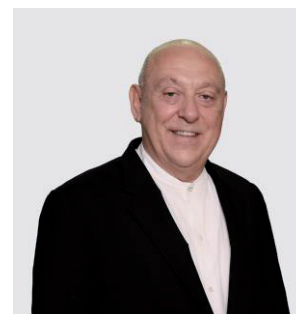
Number of meeting attended in 2020	: Board of Director Meeting : 0/0 times : Board of Executive Committee Meeting 0/0 times
Litigation	: None
Interest in any Agenda Item Proposed in the AGM	: <u>Agenda 5</u> To consider and approve the appointment to director replacing those who retire by rotation <u>Agenda 6</u> To consider and approve the directors' remuneration for 2021

Director position in other company (Excluding Matching Maximize Solution PCL.)

Other Listed Companies		Other/ Non-Listed Companies	Other rival incorporation /any related business with the Company
Number	Position	Number	Number
-	-	3	-

Names and profiles of directors and the person who are nominated to be reappointed as the Company's directors for another term

Name	: Mr. Neil Wayne Thompson
Position	: Director : Executive Director
Age	: 63 years
Type of Director Proposed for Appointment	: Director



Nomination Criteria and Procedure : The Nomination and Remuneration Committee and the Board of Directors of the Company have carefully and diligently scrutinized and examined the qualifications of the persons nominated to be directors (former directors of the Company) and were of the opinion that they possess knowledge and good understanding of the business, which would greatly benefit the Company. In addition, they are fully and sufficiently qualified in accordance with the criteria and possess no prohibited characteristics prescribed by the Public Limited Company Act and Securities and Exchange Act. The Nomination and Remuneration Committee and the Board of Directors of the Company thus considered it appropriate to appoint such persons as directors of the Company.

Period of Directorship	: 5 months
Education	: Certificate, Technician Telecom Central New Zealand
Training	: Certificate, Director Accreditation Program (2021) : IOD
Shareholding in the company	: -None-

Work Experience

1. Listed Companies

Dec 2020- Present : Director
: Executive Director
: Deputy Chief Executive Officer
Matching Maximize Solution PCL.

2. Other Companies /Organizations

Dec 2014- Present : Chairman of Executive Director
: Director
Live Nation Tero Entertainment Co., Ltd.

Jul 2002- Present : Managing Director
: Director
Tero Radio Co., Ltd.

Mar 1998- Present : Deputy Managing Director
Tero Entertainment PCL.

Number of meeting attended in 2020	: Board of Director Meeting : 0/0 times : Board of Executive Committee Meeting 0/0 times
Litigation	: None
Interest in any Agenda Item Proposed in the AGM	: <u>Agenda 5</u> To consider and approve the appointment to director replacing those who retire by rotation <u>Agenda 6</u> To consider and approve the directors' remuneration for 2021

Director position in other company (Excluding Matching Maximize Solution PCL.)

Other Listed Companies		Other/ Non-Listed Companies	Other rival incorporation /any related business with the Company
Number	Position	Number	Number
-	-	3	-

(Translation)

Definition of Independent Director

Qualifications of each independent director shall comply with the following criteria:

(a) holding shares not exceeding one per cent of the total number of voting rights of the company, its parent company, subsidiary, affiliate or juristic person which may have conflicts of interest, including the shares held by related persons of the independent director;

(b) neither being nor having been an executive director, employee, staff, or advisor who receives salary, or a controlling person of the company, its parent company, subsidiary, affiliate, same-level subsidiary or juristic person who may have conflicts of interest unless the foregoing status has ended not less than two years prior to the date of application filing with the Office;

(c) not being a person related by blood or registration under laws, such as father, mother, spouse, sibling, and child, including spouse of the children of other directors, executives, major shareholders, controlling persons, or persons to be nominated as director, executive or controlling persons of the company or its subsidiary;

(d) not having a business relationship with the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest, in the manner which may interfere with his independent judgment, and neither being nor having been a major shareholder, non-independent director or executive of any person having business relationship with the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest unless the foregoing relationship has ended not less than two years prior to the date of application filing with the Office.

The term 'business relationship' aforementioned under paragraph one includes any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, including any other similar actions, which result in the company or his counterparty being subject to indebtedness payable to the other party in the amount of three percent or more of the net tangible assets of the company or twenty million Baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for value of connected transactions under the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Act of Listed Companies Concerning the Connected Transactions mutatis mutandis. The combination of such indebtedness shall

include indebtedness taking place during the course of one year prior to the date on which the business relationship with the person commences;

(e) neither being nor having been an auditor of the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest, and not being a major shareholder, non-independent director, executive or partner of an audit firm which employs auditors of the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest unless the foregoing relationship has ended not less than two years from the date of application filing with the Office;

(f) neither being nor having been any professional advisor including legal advisor or financial advisor who receives an annual service fee exceeding two million Baht from the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest, and neither being nor having been a major shareholder, non-independent director, executive or partner of the professional advisor unless the foregoing relationship has ended not less than two years from the date of application filing with the Office;

(g) not being a director who has been appointed as a representative of the company's director, major shareholder or shareholders who are related to the company's major shareholder;

(h) not undertaking any business in the same nature and in competition to the business of the company or its subsidiary or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding one per cent of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of the company or its subsidiary.

(i) not having any characteristics which make him incapable of expressing independent opinions with regard to the company's business affairs.

The Definition of Independent Director as aforementioned is equal to the minimum requirements of the Capital Market Supervisory Board.

(Translation)

Guideline for the appointment of proxy to attend the Shareholders' Meeting, the registration, and evidence to be presented on the date of the Annual General Meeting of the Shareholders for the year 2021

All shareholders and proxies are requested to bring their invitation letter, proxy form (if any) and other required documents to register their attendance of the Annual General Meeting of Shareholders for the year 2021 on 28 April 2021 of Matching Maximize Solution Public Company Limited (the "**Company**").

1. Documents Required Prior to Attending the Meeting

For Individuals

1. Self-Attending

Valid identification issued by governmental authorities e.g. identification card, governmental identification card, driver's license or passport, including evidence of change of name or last name (if any).

2. Proxy

- 2.1 One Proxy Form in the form as attached to the invitation letter to the shareholders' meeting completely filled out and signed by the Shareholder and the Proxy, affixed with the stamp duty.
- 2.2 Certified true copy of valid identification of the Shareholder as specified in Item 1 for individuals.
- 2.3 Valid identification of the Proxy as specified in Item 1 for individuals together with its certified true copy.

For Juristic Person

1. Representative of Shareholder (Authorized Director) Attending the Meeting

- 1.1 Valid identification of the authorized director(s) as specified in Item 1 for individuals.
- 1.2 Certified true copy of shareholder's Certificate of Registration issued by the Department of Business Development, Ministry of Commerce for a period no longer than 6 months before the meeting date by the authorized director(s). The certificate must show a statement that the authorized director(s) has the authority to act on behalf of the Juristic Person that is the Shareholder.

2. Proxy

- 2.1 One Proxy Form in the form as attached to the invitation letter to the shareholders' meeting completely filled out and signed by the authorized director(s) of the Shareholder and the Proxy, affixed with the stamp duty.
- 2.2 Certified true copy of Shareholder's Certificate of Registration issued by the Department of Business Development, Ministry of Commerce for a period no

- longer than 6 months before the meeting date by the authorized director(s). The certificate must show a statement that the authorized director(s) has the authority to act on behalf of the Juristic Person that is the Shareholder.
- 2.3 Certified true copy of valid identification of the authorized director(s) signing the Proxy Form as specified in Item 1 for individuals.
 - 2.4 Valid identification of the Proxy as specified in Item 1 for individuals together with its certified true copy.
3. Proxy for Shareholder who is a Foreign Investor Assigning Custodian in Thailand as his/her Proxy
- 3.1 Document from Custodian
 - a. Proxy Form (Form C.) (available to be downloaded from the Company's website www.matchinggroup.com) completely filled out and signed by the authorized person(s) of the Custodian and the Proxy, affixed with the stamp duty (In case the shareholder appoints a proxy using Proxy Form (Form C.)).
 - b. Certified true copy of a document confirming that the Custodian has the permission to conduct the Custodian business by the Custodian's authorized person(s).
 - c. Certified true copy of Custodian's Certificate of Registration issued by the Department of Business Development, Ministry of Commerce for a period no longer than 6 months before the meeting date by the authorized person(s). The certificate must show a statement that the authorized person(s) has the authority to act on behalf of the Custodian.
 - d. Certified true copy of valid evidence of the authorized person(s) signing the Proxy Form as specified in Item 1 for individuals.
 - 3.2 Document from the Shareholder
 - a. Power of Attorney from the Shareholder assigning the Custodian to execute the proxy on his/her behalf.
 - b. Certified true copy of Shareholder's Certificate of Registration issued no longer than 6 months by the authorized director(s). The certificate must show a statement that the authorized director(s) has the authority to act on behalf of the Juristic Person which is the Shareholder.
 - c. Certified true copy of valid evidence of the authorized director(s) signing the Power of Attorney as specified in Item 1 for individuals.
 - 3.3 Valid evidence of the Proxy as specified in Item 1 for individuals.

In case that the original documents are not in English, the English translation that is certified true and correct translation by the Shareholder (in case of individuals) or the authorized director(s) of the Shareholder (in case of juristic persons) shall be required.

4. For Non-Thai Nationality or Foreign Company (Other than Those Assigning Custodian as his/her Proxy in No.3)

Please provide the documents in accordance with the above items no. 1 or 2, as the case may be. In case that the original documents are not in English, the English translation that is certified true and correct translation by the Shareholder (in case of

individuals) or the authorized director(s) of the Shareholder (in case of juristic persons) shall be required.

2. Proxy Form

The Company attached Proxy Form (Form B) by Department of Business Development, Ministry of Commerce to the invitation letter to shareholders' meeting and uploaded Proxy Form (Form A and Form C) on the Company's website (www.matchinggroup.com). The type of each Proxy form is as follows:

- Form A : General Proxy Form (Simple Form)
- Form B : Specific Proxy Form
- Form C : Custodian Proxy Form

The shareholder who is not able to attend the meeting may appoint a person by Proxy, as follows:

- (1) Shareholders other than foreign shareholders appointing a Custodian in Thailand as their proxy shall complete either Proxy Form A or Form B. Foreign shareholders appointing a Custodian in Thailand as their proxy may choose to use either Proxy Form A, Form B, or Form C. In any case, each Shareholder shall complete **only one** of the above Proxy Forms;
- (2) Authorizing a person to attend and vote at the Meeting on behalf of the shareholder not able to attend by specifying the name with details of the person or an Independent Director of the Company (as attached) to be the shareholder's proxy and sign the form as the Grantor;
- (3) Affixing Baht 20 stamp duty and specify the date of Proxy Form across such stamp duty to validate the legality; and
- (4) Submitting the completed Proxy Form to the Legal Department of the Company by 27 April 2021 or half an hour before the Meeting starts for document verification.

In this regard, the Shareholder shall authorize only one Proxy to cast votes equal to the shares held by him/her and cannot allocate his/her shares for divided votes, with the exception of foreign shareholders appointing custodian in Thailand as their proxy where the shares can be divided for allocation of the votes.

3. Meeting Registration

The commencement for registration to attend the Meeting will be not less than 1 hour before the Meeting, or from 13.00 hours on 28 April 2021 at Ratchadamnoen Room, Royal Princess Hotel Larn Luang , Bangkok, 269 Larn Luang Road, Pomprab , Bangkok. Please refer to the map attached.

4. Voting

1. Voting Regulation

- (1) Voting for each agenda item will use the voting ballot system where one share will count as one vote. Shareholders or proxies shall vote for only one choice, either agree, disagree or abstain and cannot divide his/her vote, with the exception of foreign shareholders appointing Custodian in Thailand using Proxy Form C.

- (2) In case of the use of Proxy Forms, if the grantor did not specify the authorization or the authorization is unclear, the Proxy shall be authorized to consider and vote on such matter on behalf of the Shareholder as deemed appropriate.

2. Voting Procedures

The Chairman shall inform the Meeting of the voting procedures as follows:

- (1) The Chairman will propose the Meeting to cast the vote for each agenda by asking each time whether any shareholders agree, disagree or abstain.
- (2) Shareholders and proxies of Proxy Form A shall vote in the voting ballot provided during registration, by marking in only one of the boxes agree disagree or abstain.
- (3) For proxy of Proxy Form B and Form C, the Company shall count the votes as specified by the Shareholder.

3. Resolution of the Meeting

- General case: Majority vote of the Meeting
- Other case which the laws or the Company's Articles of Association provide otherwise: The resolution shall be in accordance with the laws or the Company's Articles of Association.
 - (1) In case of a tie vote, the Chairman of the Meeting shall have an additional vote as the deciding vote.
 - (2) Any Shareholder or Proxy having any special interest in a matter shall not be permitted to vote on such matter except for voting on election of the Directors, and may be invited by the Chairman of the Meeting to temporarily leave from the Meeting.

4. Counting and Announcement of the Vote

The vote count shall be done immediately and after completion of vote count, the Chairman shall announce the results of the vote count in every agenda.

* Please return all voting ballots for all agendas to the Company's officers when the meeting is completed.

(Translation)

The Company's Articles of Association which are relevant to the shareholders' meeting and voting exercise

Article 15. All directors must be elected and appointed by simple majority votes of a shareholder meeting pursuant to the following rules and procedures:

- (1) each of the shareholders shall have 1 vote per 1 share;
- (2) in the election of directors, any shareholders may vote either for each director individually or for several directors as a group or may vote by other means as they deem appropriate, provided always that each of the shareholders must exercise his/her/its voting right pursuant to the number of the total votes he/she/it has under (1) above whereby the number of such votes may not be split for more than one director or group of directors; and
- (3) the persons and the number of persons who shall be elected and appointed as directors shall be based on the order of maximum number of votes each of such persons may obtain and the total number of directors the Company may have or, as the case may be, the number of directors for such time of appointment. In the event that there are persons obtaining equal number of votes at the next order of maximum number of votes and the number of such persons with equal votes is more than the number of directors to be appointed at such time, the Chairman shall also have a casting vote there for.

Article 16. At every annual general meeting, one third of the directors shall retire. If the number of directors to be retired cannot be divided as such one-third, the number of directors closest to one-third shall retire.

In the first and second year after the registration of conversion to a public company is made, the directors retiring from office shall be selected by drawing lots. In subsequent years, the director who has held office longest shall retire. In this connection, should there be several directors, holding the office longest, with equal term and the number of such directors be more than the number of directors needed to be retired, such directors shall retire by drawing lots. A director retiring from office as such may be re-elected.

Article 29. The board of directors shall organize an annual general meeting within 4 months from the last day of the fiscal year of the Company.

A general meeting other than as mentioned in paragraph one is called extraordinary general meeting. The board of directors may summon an extraordinary general meeting at any time as deemed appropriate. Or a shareholders or shareholders whose shares combined make up at least 10 percent of all the paid up shares may sign a letter requesting the board of directors to call an extraordinary general meeting at any time and outlining matters and reason for the request for the summoning of such meeting in a clear manner in the letter. In such an event, the board of directors shall call a general meeting to be held within 45 days from the date of receipt of the letter from the shareholders.

In case the board of directors fails to convene the meeting within the period in paragraph two, the shareholders who signed the letter or other shareholders whose shares combined make up the amount as prescribed may summon the meeting on its own accord within 45 days from the date of the end of the period in paragraph two. In this case, the

general meeting shall be deemed a meeting called by the board of directors, and the company shall be responsible for expenses incurred from holding such meeting and any assistance as may be appropriate.

In case the general meeting called by shareholders under paragraph three fails to constitute a quorum as stipulated in this Articles of Association, the shareholders under paragraph three shall be jointly liable for any expenses incurred from holding such meeting to the company.

Article 30. To call a general meeting, the board of directors shall draft a notice of the summoning of a general meeting and specify the place, the day and the hour of the meeting and the agenda and topics to be presented to the meeting along with reasonable details by being specific as to whether the topics will be presented for information, approval or consideration as well as the board's opinion on the topics. The notice of summoning of a general meeting shall be sent to the shareholders not later than seven days before the date of the meeting and published in a local newspaper for three days consecutively and three days before the date fixed for the meeting.

The board of directors or person designated by the board of directors shall fix the date, time and place of the meeting. The place shall be in the locality in which the head office or branch of the company is located or other provinces nationwide as the board of directors deem appropriated.

Article 31. At the general meeting, a shareholder may authorize another person to attend and vote in the meeting as a proxy. A written authorization or proxy must be dated and signed by the authorizing shareholder and conform to the format prescribed by the Share registrar.

The written authorization shall be submitted to the chairman of the board of directors or a person to be named at the meeting before the proxy attends the meeting.

Article 32. In order to constitute a quorum of a shareholder meeting, there shall be shareholders and proxies (if any) attending amounting to not less than 25 persons or not less than one half of the total number of shareholders and in either case, such shareholders shall hold shares amounting to not less than 1/3 of the total number of shares sold by the Company.

At any shareholder meeting, if 1 hour has passed since the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a quorum, and if such shareholder meeting was called as a result of a request by the shareholders, such meeting shall be cancelled. If such meeting was not called as a result of a request by the shareholders, the meeting shall be called once again and the notice for calling such meeting shall be delivered to shareholders not less than 7 days prior to the date of the meeting. In this subsequent meeting, a quorum is not required.

Article 33. The Chairman of the Board of Directors shall be the chairman of the shareholder meetings. If the Chairman of the Board is not present at a meeting or cannot perform his or her duty, and if there is a Vice-Chairman of the Board, the Vice-Chairman present at the meeting shall be the chairman of the meeting. If there is no Vice-Chairman or there is a Vice-Chairman who is not present at the meeting or cannot perform his duty, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting.

Article 34. The chairman of the shareholder meeting has the duty to conduct the meeting in compliance with the law and the Articles of Association of the Company relating to meeting and to follow the sequence of the agenda specified in the notice for calling the

meeting, provided that the meeting may pass a resolution allowing a change in the sequence of the agenda with a vote of not less than 2/3 of the number of the shareholders present at the meeting.

Article 35. In voting in a shareholder meeting, one share is entitled to one vote. Any shareholder having special interest in any matter shall not be entitled to vote on such matter, except for voting on the election of directors.

Voting shall be made openly unless at least 5 shareholders request a secret vote and the meeting resolved accordingly. The method for the secret vote shall be as specified by the chairman of the meeting.

Article 36. A resolution of the shareholder meeting shall require:

- (1) in an ordinary event, the majority vote of the shareholders who have the right to vote and attend the meeting. In case of a tie vote, the chairman of the meeting shall have a casting vote.
- (2) in the following events, a vote of not less than 3/4 of the total number of votes of shareholders who attend the meeting and have the right to vote:
 - (a) the sale or transfer of the whole or material parts of the business of the Company to other person(s);
 - (b) the purchase or acceptance of transfer of the business of other companies or private companies by the Company;
 - (c) the making, amending or terminating of contracts with respect to the granting of a lease of the whole or material parts of the business of the Company, the assignment of the management of the business of the Company to any other persons or the amalgamation of the business with other persons with the purpose of profit and loss sharing;
 - (d) the amending to the Memorandum or Articles of Association of the Company;
 - (e) the increase or reduction of the capital of the Company;
 - (f) the issuance of the Company's debentures;
 - (g) the amalgamation of the Company; or
 - (h) the dissolution of the Company.

Article 37. The businesses to be considered and transacted in the annual ordinary general meeting are as follows:

- (1) to consider the report of the Board of Directors presented to the meeting in respect of operational result of the Company in the last year;
- (2) to consider and approve the balance sheet and profit and loss statements;

- (3) to consider and approve the allocation of profits and dividend distribution;
- (4) to consider and elect the directors in replacement of those retired by rotation;
- (5) to appoint the auditor and determine the auditing fee; and
- (6) other business.

Article 43. The Company may not announce for any payment of dividends unless a resolution as to such payment of dividends was passed by the shareholder meeting or the Board of Directors meeting. In case of interim payment of dividends, dividends shall be paid only from out of profits.

Payment of dividends shall be made within 1 month of the date of the resolution of the shareholder meeting or of the meeting of the Board of Directors, as the case may be. The shareholders shall be notified in writing of such payment of dividends, and the notice shall also be published in a newspaper for not less than 3 consecutive days.

Article 47. The Company shall allocate not less than 5 percent of its annual net profit less the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount not less than 10 percent of the registered capital.

In addition to the aforementioned reserve fund, the Board of Directors may also propose to the shareholder meeting for passing resolution, allocating other reserve fund if the Board deems that it will be an interest of the Company.

Article 51. The Board of Directors shall prepare and present to the annual general meeting of the shareholder for approval a balance-sheet and profit and loss statements as of the ending date of the Company's fiscal year. In this connection, the Board shall also have such balance sheet and profit and loss statements audited by auditor(s) prior to submitting to the shareholder meeting.

Article 54. The annual general meeting shall appoint an auditor and determine the auditing fee of the Company every year. In appointing the auditor, the former auditor may be re-appointed.

Article 55. The auditor may be a shareholder of the Company, but shall not be a director, officer, employee or person holding any position or having any duty in the Company.

(Translation)

Names and profiles of independent directors who may be appointed by shareholders as their proxies to attend the Annual General Meeting of Shareholders for the year 2021

Name	:	Mr. Akarat Na Ranong
Position	:	Independent Director and Chairman of the Audit Committee
Age	:	67 years
Address	:	256 Soi Sukhumvit 55(Thonglor) Khlong Tan Nuea, Wattana , Bangkok 10110
Family relationship with executives of the Company	:	None
Educational background	:	- Master's Degree ,Business Administration (Management) , Marshall University, USA.
Training relating to role and duties of director	:	- Ethical Leadership Program (ELP 17/2019) (2562) :IOD - Role of the Chairman Program (2560) : IOD - Director Certification Program (2556) :IOD - Role of the Compensation Committee (2550) : IOD - Director Accreditation Program (2550) : IOD - Audit Committee Program (2547) :IOD - Certificate, Leader Program, Capital Market Academy (Class 6) (2008)
Shareholding in the company	:	None
Direct or indirect interest in the agenda proposed to the Annual General Meeting of the Shareholders for the year 2021 for consideration	:	Agenda 6: To consider and approve the directors' remuneration for 2021.

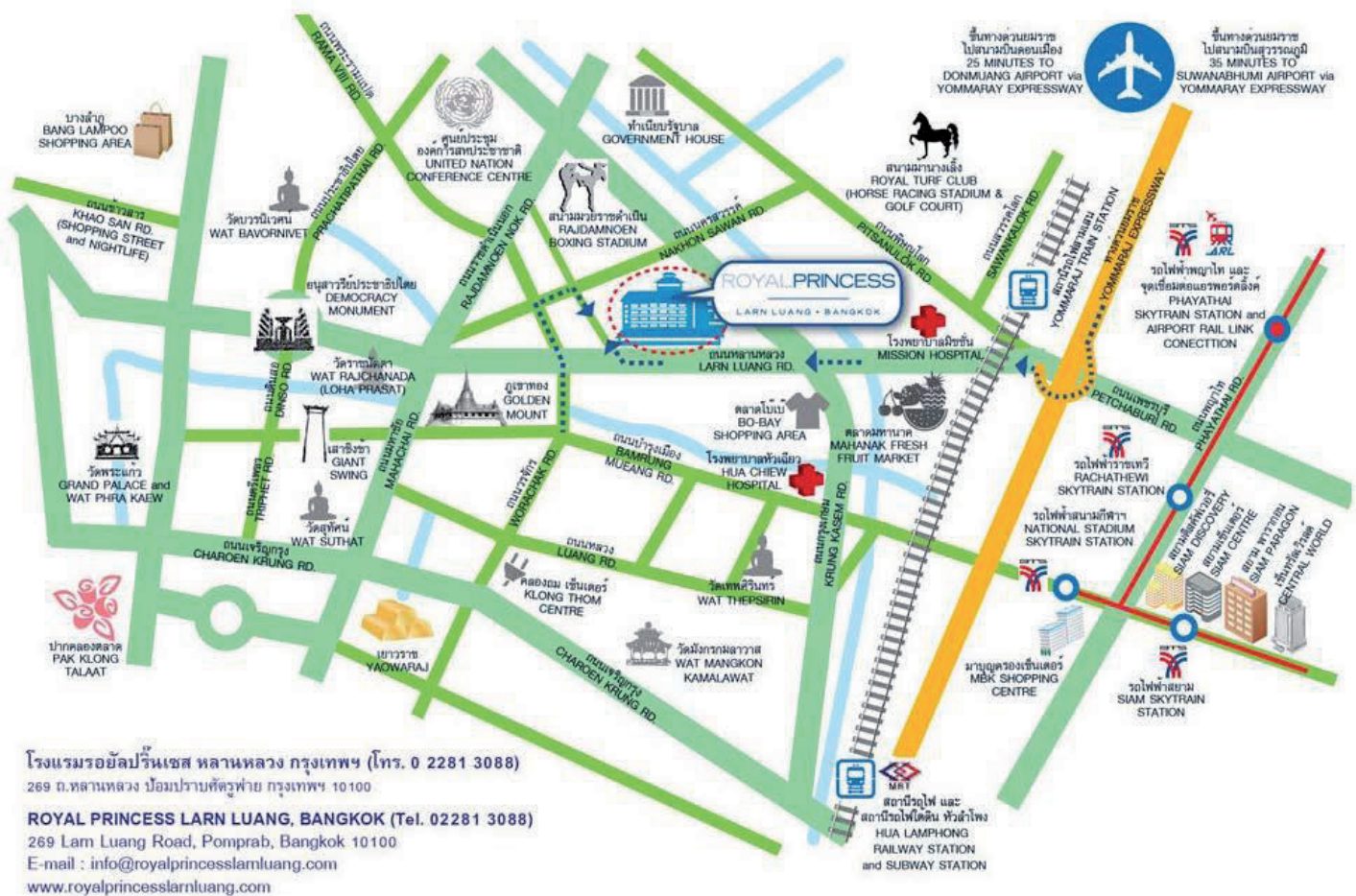
(Translation)

Names and profiles of independent directors who may be appointed by shareholders as their proxies to attend the Annual General Meeting of Shareholders for the year 2021

Name	:	Mr. Kamol Ratanachai
Position	:	Independent Director and Audit Committee
Age	:	55 years
Address	:	54 Soi Ramkhamhaeng 58/3 separation 4 Hua Mak, Bangkapi , Bangkok 10240
Family relationship with executives of the Company	:	None
Educational background	:	- Master of Business Administration (MBA), Bangkok University - Certified Internal Auditor (CIA), The Institute of Internal Auditor U.S.A.
Training relating to role and duties of director	:	- CAC SME IA Certification: Thailand's Private Sector - Collective Action Coalition Against Corruption (CAC) - Ethical Leadership Program (ELP) (2562) : IOD - Corporate Governance for Executives (CGE) (2562): IOD - How to Develop a Risk Management Plan (HRP) (2561) : IOD - Risk Management Program for Corporate Leaders (2560) : IOD - Director Certification Program (2559) : IOD - Anti-Corruption : The Practical Guide (2558) : IOD - How to Measure the Success of Corporate Strategy(2556) :IOD - Successful Formulation & Execution of Strategy (2555) : IOD - Audit Committee Program (2552) : IOD - Director Accreditation Program (2551) : IOD
Shareholding in the company	:	None
Direct or indirect interest in the agenda proposed to the Annual General Meeting of the Shareholders for the year 2021 for consideration	:	Agenda 6: To consider and approve the directors' remuneration for 2021.

**Location map of the meeting's venue of
The Annual General Meeting of Shareholders 2021
At Rachadamnoen Hall, Royal Princess Larn Luang Hotel, Bangkok
269 Larn Luang Road, Pomprab , Bangkok.**

แผนที่ โรงแรมรอยัล ปริ๊นเซส หลานหลวง กรุงเทพฯ



โรงแรมรอยัลปริ๊นเซส หลานหลวง กรุงเทพฯ (โทร. 0 2281 3088)
 269 ด.หลานหลวง ป้อมปราบศัตรูพ่าย กรุงเทพฯ 10100
ROYAL PRINCESS LARN LUANG, BANGKOK (Tel. 02281 3088)
 269 Lam Luang Road, Pomprab, Bangkok 10100
 E-mail : info@royalprincesslarnluang.com
www.royalprincesslarnluang.com

(ปิดอากรแสตมป์ 20 บาท)

Duty Stamp 20 Baht

แบบหนังสือมอบฉันทะ แบบ ข.

Proxy (Form B.)

(แบบที่กำหนดรายการต่าง ๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

(Proxy Form containing specific details)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

(Ref : Notification of Business Develop Department of Re : Proxy Form (No.5) B.E.2550)

เขียนที่

Written at

วันที่ เดือน พ.ศ.

Date Month Year

(1) ข้าพเจ้า สัญชาติ

I/We nationality

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Address Road Sub-District

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

District Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท แม็ทซิ่ง แม็กซิไมซ์ โซลูชั่น จำกัด (มหาชน) (“บริษัท”)

being a shareholder of Matching Maximize Solution Public Company Limited (“The Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้
holding the total amount of shares and having the right to vote equal to votes as follows

หุ้นสามัญ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง
ordinary share shares and having the right to vote equal to votes

หุ้นบุริมสิทธิ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง
preference share shares and having the right to vote equal to votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทก็ได้ โปรดใช้ข้อมูลตามหมายเหตุข้อ 4)
Hereby appoint (The shareholder may appoint the independent director of the company to be the proxy, please use details in Remark No.4

(1) อายุ ปี
age years,

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

residing at Road Sub-District

อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ

District Province Postal Code or

(2) อายุ ปี
age years,

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

residing at Road Sub-District

อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ

District Province Postal Code or

(3) อายุ ปี
age years,

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

residing at Road Sub-District

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

District Province Postal Code



คนหนึ่งคนเดียวเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2564
 Anyone of the above as my/our proxy holder to attend and vote at the Annual General Meeting of Shareholders for the year 2021

ในวันที่ 28 เมษายน 2564 เวลา 14.00 น. ณ ห้องราชดำเนิน โรงแรมรอยัลปริ๊นเซส หลานหลวง เลขที่ 269 ถนน
 หลานหลวง เขตป้อมปราบ กรุงเทพมหานคร 10100
 to be held on 28 April 2021 time 2.00 p.m. at Ratchadamnoen Room, Royal Princess Hotel Larn Luang ,
 Bangkok, 269 Larn Luang Road, Pomprab , Bangkok

หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย
 or any adjournment at any date, time and place thereof.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
 In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

(1) วาระที่ 1 เรื่อง พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2563 เมื่อวันที่ 24 กรกฎาคม 2563

Agenda Item 1 Subject To consider and adopt the Minutes of the Annual General Shareholder' Meeting for the year 2020 held on 24 July 2020

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย
 Approve

ไม่เห็นด้วย
 Disapprove

งดออกเสียง
 Abstain

วาระที่ 2 เรื่อง พิจารณารับทราบรายงานผลการดำเนินงานของบริษัทในรอบปี 2563

Agenda Item 2 Subject To acknowledge the Company's operating results for the year 2020

หมายเหตุ วาระนี้เป็นเรื่องที่รายงานเพื่อทราบ จึงไม่ต้องมีการลงมติ

Remark This matter is for acknowledgement. The resolution is not required.

วาระที่ 3 เรื่อง พิจารณาและอนุมัติงบแสดงฐานะการเงิน และงบกำไรขาดทุนเบ็ดเสร็จ (งบดุลและงบกำไรขาดทุน) ของบริษัท สำหรับปีบัญชี สิ้นสุด ณ วันที่ 31 ธันวาคม 2563 ซึ่งผ่านการตรวจสอบของผู้สอบบัญชีรับอนุญาตแล้ว และรับทราบรายงานของผู้สอบบัญชี

Agenda Item 3 Subject To consider and approve the Financial Statements and the Statement of Comprehensive Income (balance sheet and profit and loss statements) in respect of the fiscal year ended as at 31 December 2020 which have been audited by the certified auditor and acknowledge the Auditor's report

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย
 Approve

ไม่เห็นด้วย
 Disapprove

งดออกเสียง
 Abstain

วาระที่ 4 เรื่อง พิจารณาและอนุมัติงดการจัดสรรเงินกำไรเพื่อเป็นทุนสำรองตามกฎหมาย และงดการจ่ายเงินปันผลสำหรับผลการดำเนินงานของบริษัทประจำปี 2563

Agenda Item 4 Subject To consider and approve no appropriation of profit as the legal reserve and no dividend payment from the operating results of the year 2020

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย
 Approve

ไม่เห็นด้วย
 Disapprove

งดออกเสียง
 Abstain

- วาระที่ 5 เรื่อง พิจารณาและอนุมัติการแต่งตั้งกรรมการแทนกรรมการที่ออกตามวาระ
 Agenda Item 5 Subject To consider and approve the appointment of directors replacing those who retire by rotation

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (b) To grant my/our proxy to vote at my/our desire as follows:

การแต่งตั้งกรรมการทั้งชุด

Vote for all the nominated candidates as a whole.

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

การแต่งตั้งกรรมการเป็นรายบุคคล

Vote for an individual nominee.

1. ชื่อกรรมการ นายฉัตรพี ดันติเฉลิม
 The director's name Mr.Chatrapee Tantixalerm
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain
2. ชื่อกรรมการ นายคมกริช ศิริรัตน์
 The director's name Mr.Komkrit Sirirat
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain
3. ชื่อกรรมการ นายเนล เวนน์ ทอมป์สัน
 The director's name Mr.Neil Wayne Thompson
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

- วาระที่ 6 เรื่อง พิจารณาและอนุมัติการกำหนดค่าตอบแทนของกรรมการสำหรับปี 2564
 Agenda Item 6 Subject To consider and approve the directors' remuneration for the year 2021

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (b) To grant my/our proxy to vote at my/our desire as follows:

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

- วาระที่ 7 เรื่อง พิจารณาและอนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนของผู้สอบบัญชีสำหรับปี 2564
 Agenda Item 7 Subject To consider and approve the appointment of the Company's auditors and their remuneration for the year 2021

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (b) To grant my/our proxy to vote at my/our desire as follows:

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

- วาระที่ 8 เรื่อง พิจารณาเรื่อง อื่น ๆ (ถ้ามี)
 Agenda Item 8 Subject To consider other matters (if any).

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้



(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of proxy holder in any agenda that is not as specified in this proxy shall be considered as invalid and not my voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุม มีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริง ประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any act performed by the proxy at said meeting except in case that the proxy does not vote as I specifies in the proxy form shall be deemed as having been performed by myself/ourselves in all respects.

ลงชื่อ/Signedผู้มอบฉันทะ/Grantor
 (.....)

ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy
 (.....)

ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy
 (.....)

ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy
 (.....)

หมายเหตุ :

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
2. วาระเลือกตั้งกรรมการ สามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
3. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ
4. ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระคนใดคนหนึ่งของบริษัท ดังนี้เป็นผู้รับมอบฉันทะแทนผู้ถือหุ้น
 - (1) นายอัครรัตน์ ณะหนอง หรือ
 - (2) นายกมล รัตน์ไชย(รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วยลำดับที่ 6)

Remarks :

1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.
2. For Agenda appointing directors, the whole nominated candidates or an individual nominee can be appointed.
3. In case there is any further agenda apart from specified above brought into consideration in the Meeting, the proxy holder may use the Allonge of Proxy Form B. as attached.
4. The shareholder may appoint anyone of the following independent directors to be the proxy as follow;
 - (1) Mr.Akarat Na Ranong or
 - (2) Mr. Kamol Ratanachai(Information of independent directors were shown in the Enclosure 6)



ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Allonge of Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ **บริษัท แมทซิ่ง แมกซ์โซลูชัน จำกัด (มหาชน) (“บริษัท”)**
 The appointment of proxy by the shareholder of **Matching Maximize Solution Public Company Limited (“The Company”)**
 ในการประชุมสามัญผู้ถือหุ้นประจำปี 2564
 At the Annual General Meeting of Shareholders for the year 2021

ในวันที่ 28 เมษายน 2564 เวลา 14.00 น. ณ ห้องราชดำเนิน โรงแรมรอยัลปริ๊นเซส หลานหลวง เลขที่ 269 ถนน
 หลานหลวง เขตป้อมปราบ กรุงเทพมหานคร 10100
 to be held on 28 April 2021 time 2.00 p.m. at Ratchadamnoen Room, Royal Princess Hotel Larn Luang ,
 Bangkok, 269 Larn Luang Road, Pomprab , Bangkok

หรือที่จะพึงเลื่อนไปในวันเวลาและสถานที่อื่น
 or any adjournment at any date, time and place thereof.

-
- (1) วาระที่ เรื่อง
- Agenda Item Subject
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain
- วาระที่ เรื่อง
- Agenda Item Subject
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain
- วาระที่ เรื่อง
- Agenda Item Subject
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
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 Approve Disapprove Abstain
- วาระที่ เรื่อง
- Agenda Item Subject
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
 Approve Disapprove Abstain

(2) <input type="checkbox"/> วาระที่	เรื่อง	เลือกตั้งกรรมการ (ต่อ)	
Agenda Item	Subject	To approve the appointment of new directors (Continued)	
	ชื่อกรรมการ	
	Director's name		
	<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
	Approve	Disapprove	Abstain
	ชื่อกรรมการ	
	Director's name		
	<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
	Approve	Disapprove	Abstain
	ชื่อกรรมการ	
	Director's name		
	<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
	Approve	Disapprove	Abstain
	ชื่อกรรมการ	
	Director's name		
	<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
	Approve	Disapprove	Abstain
	ชื่อกรรมการ	
	Director's name		
	<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
	Approve	Disapprove	Abstain
	ชื่อกรรมการ	
	Director's name		
	<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
	Approve	Disapprove	Abstain
	ชื่อกรรมการ	
	Director's name		
	<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
	Approve	Disapprove	Abstain



