

(Translation)
Minutes of the Extraordinary General Meeting of Shareholders No.1/2013
Of
Forth Corporation Public Company Limited

Date and Place

The meeting was held on Monday 30th September 2013 at 02.00 p.m. at the Victory room, 2nd Floor, at Vic3 Bangkok Hotel, 89 Phaholyothin Soi 3, Phaholyothin Road, Phayathai, Bangkok.

Call to order

The Company's officer welcomed all shareholders attended the meeting and introduced the Board of Directors, executives, auditors, and independent lawyer of the Company to the shareholders as follows:

Directors

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| 1. | Mr. Sanit Vorapunya | Chairman of the Board of Directors/ Chairman of Audit Committee/
Independent Director |
| 2. | Mr. Sutham Malila | Audit Committee/Independent Director |
| 3. | Ms. Nongram Laahaareedilok | Audit Committee/Independent Director |
| 4. | Mr. Pongchai Amatanont | Director/Chief Executive Officer |
| 5. | Mrs. Rangsee Lerttripinyo | Director/Senior Executive Vice President/ Corporate Secretary |
| 6. | Mr. Kaelic Amatanont | Director |
| 7. | Mrs. Matinee Wandeepirom | Director |
| 8. | Mr. Boonya Tantipanichapun | Director |
| 9. | Ms. Chonticha Siripongpreeda | Director |

Executives

- | | | |
|----|-------------------------------|--------------------------|
| 1. | Mr. Chatchavin Pipatchotitham | Executive Vice President |
| 2. | Mr. Arin Jamnaree | Financial Controller |

Auditors and Independent Lawyer

- | | | |
|----|---------------------------|---|
| 1. | Ms. Wichuda Thanaputtiorn | Independent Lawyer |
| 2. | Mr. Paiboon Arunprasobsuk | Financial Advisor of Asset Pro Management Company Limited |
| 3. | Mr. Passanan Suwannoni | Legal Advisor of Tilleke & Gibbins International Limited |

The Company's officer invited Mr. Sanit Vorapunya, Chairman of the Board of Directors/Chairman of Audit Committee/Independent Director, to be a chairman of the meeting. The chairman then greeted the shareholders attended the meeting and welcomed them to the Extraordinary General Meeting of Shareholders No.1/2013 of the Company and called to start the meeting. Later, the chairman assigned Mr. Arin Jamnaree, Financial Controller, to conduct the meeting for consideration of the whole agenda procedures of the meeting.

Before the consideration of each agenda, the Company's officer declared the quorum of the meeting that there were 97 shareholders who presented by themselves and proxy appointments with 662,964,534 shares or equivalent to 69.06% of the total issued and paid-up capital of the Company which constituted a quorum of the meeting pursuant to the law.

Subsequently, Mr. Arin explained the procedure for casting votes in respect of each agenda as follows:

- One share should be entitled to one vote.
- Each shareholder had the right to vote equivalent to a number of shares held by the shareholder including the shares held by proxy holding.
- In the voting cast of each agenda, the shareholders and proxies should mark '√' in the box "APPROVED" (if it was agreed) or mark '√' in the box "OPPOSED" (if disagreed with the agenda) or "ABSTAINED" (if it was neutral), then signed off at the end of ballot.
- In case of Power of Attorney had been assigned and vote had been done, ballots would not be given except if all votes had not been done. Then the authorized person could vote on behalf of the shareholders. The officer(s) of the Company would give the ballot for such particular agenda(s).
- Any shareholders who are stakeholders in any particular agenda, they should be abstained from vote or the Company should request the shareholders to leave the meeting temporarily.
- The Company would count the vote by the Barcode system.
- The Company would count the ballots for each agenda from the voting of the shareholders and proxy who attended and eligible to vote.
- The result of ballots count should be displayed on the projector screen for each agenda.
- The resolution of all meeting agenda would be approved by the majority vote of shareholders who attend the meeting and cast their votes.

Mr. Arin provided the shareholders an opportunity to propose questions on casting vote procedure but no any shareholder proposed. Then he announced to start the meeting considering each agenda as follows.

1st Agenda: To adopt the minutes of the 2013 Annual General Meeting of Shareholders.

Mr. Arin informed the meeting that the Company conducted the 2013 Annual General Meeting of Shareholders on 18 April 2013. The minutes of the meeting had been produced and submitted to the authorities within the specified period, including disclosure on the Company's website. The minutes had been sent to the shareholders as an attached document together with the invitation letter for the Extraordinary General Meeting of Shareholders No.1/2013 in order to adopt the minutes. Later, he provided the shareholders an opportunity to raise questions and propose opinions on the relevant matters. He requested the shareholders to present their names and surnames first.

Shareholder: Mr. Teerayut Puchtanyakit inquired from the invitation letter for the Extraordinary General Meeting of Shareholders No.1/2013. In the 5th page, the section of overall operating results of the Company since 2010 to 2012 within the minutes of the 2013 Annual General Meeting of Shareholders stated that the Company's revenue has been continuously declining. He would like to know the causes of the declining revenue and the way to resolve those problems in order to achieve higher growth in the future.

Mr. Chatchavin Pipatchotitham, Executive Vice President, informed that the business segments of the Group could be divided into 4 sub business segments as follows:

- 1) EMS business consists of production and assembly of circuit board and electronic devices as well as electronic components merchandising business.
- 2) Telecommunication business consists of integrated telecommunication business including production and distribution of telecommunication products as well as its own telecommunication products.
- 3) Related technology business consists of production and distribution of traffic lights and street lights, contract for CCTV installation, production and distribution of electronic sign board, production and distribution of electronic electric meter,

production and distribution of vehicle tracking system through satellite, earning from sign board advertisement and enterprise resource planning business (ERP).

4) Online top-up business consists of both domestic and international online top-up service.

In the past, the first business created the highest revenue with low profit margin; nevertheless, this business had the highest share to the Company's income. In the present, hard disk drive market has been changing due to growth of various new technologies such as increase of smart phone users. Together with changing needs of Western Digital (WD), our main customer, has modified and tightened the conditions and agreements. The gross profit margin of WD is approximately 3%. As a result, the Company has terminated production for WD since July 2013 and has currently seeking for new customers.

The second and third businesses generate moderate revenues overall but higher profit margin. The Company focuses on project bidding in government sector, despite the high profit, this business risks from possibility of losing in certain bid competitions.

The fourth business is relatively new which emerged around the past 5 years. It generates recurring revenue with the growing trend.

Shareholder: Mr. Teerayut Puchtanyakit, further inquired about the future plan of the business.

Mr. Chatchavin Pipatchotitham, Executive Vice President, responded that for the conciseness of the meeting, he will clarify and inform about the new established business during the 4th agenda of the meeting.

When there are no additional questions and views, Mr. Arin then proposed the meeting to consider adopting the minutes of the 2013 Annual General Meeting of Shareholders.

Resolution: Having considered the 1st agenda, the meeting adopted the minutes of the 2013 Annual General Meeting of Shareholders with the following votes.

Total Number Vote	571,496,923	Votes		
Approved	571,496,823	Votes, equivalent to		99.9999825%
Disapproved	100	Votes, equivalent to		0.0000175%
Abstained	-	Votes, equivalent to		-

2nd agenda: **To consider and approve the listing of Forth Smart Service Company Limited on the Market for Alternative Investment and approve in principle about restructure the capital structure of Forth Smart Service Company Limited in the spin-off plan such as increase the share capital, change in the par value of the shares and amendment the Memorandum of Association etc.**

Mr. Arin informed that the Company wishes to restructure the Group by listing Forth Smart Service Company Limited ("FSS"), a subsidiary of the Company (61% of the paid-up capital of the subsidiary), on the Market for Alternative Market (MAI) in order to streamline its business operations, separate from the Company's business, maximize growth of business, flexible access to source of fund and to be strong financial position to support the future growth. The details of the information were attached with the invitation letter for this meeting (Attachment 2). Details of spin-off plan were summarized below.

FSS's shareholder structure

The registered capital of FSS is Baht 300 million and its major shareholder is Forth Corporation Public Company Limited ("FORTH") which its percentage of shareholding is 61% and the remaining of 39% are held by others.

General information of FSS

- Establishment date : 3 December 2008
- Registered and paid-up capital : Baht 300 million with a par value of Baht 100
- Principal activity: Engage in the provision of prepaid mobile top-up service and online payment service via automatic teller machine named "Boonterm".
- Number of kiosks: There was 27,889 kiosks as at 30 June 2013 and they were dispersed across the country and also provided various services in all 24 hours.

Purpose of the listing of security on the Market for Alternative Investment

- To enlarge mobile top up business "Boonterm" continuously, streamline its business operations, separate from the Company's business, maximize growth of business, flexible access to source of fund and to be strong financial position to support the future growth.

Plan for fund received from initial public offering (IPO)

- To use for expanding the number of "Boonterm" kiosks nationwide.
- To use for FSS's working capital.

Spin-off process

1. To decrease the dependency on FORTH before listing security in the Market for Alternative Investment.
2. To reduce the par value of FSS's share capital from Baht 100 to Baht 0.5.
3. To increase registered capital from Baht 300 million (divided into 3 million of ordinary shares with par value of Baht 100 per share which later adjusted to Baht 0.50 per share and therefore equivalent to 600 million shares) to Baht 400 million. There were 200 million of additional shares with par value of Baht 0.50 per share in which 104 million shares are offered for sale to public and 96 million shares are proportionally offered for sale to the existing shareholders (Pre-emptive Right). The offering shares to the public and the Company's existing shareholders will affect the Company's stake in FSS by decreasing from 61% to 45.75% of FSS's share capital (calculated from the number of the IPO shares of FSS).

Capital structure of FSS

- The offering shares to the public (IPO) has a total amount of 200 million shares which are equivalent to 25% of the shares after capital increase. 96 million shares are offered for sale to existing shareholders (48% of the IPO of the shares), which are equivalent to 12% of the shares after capital increase. In addition, 104 million shares are offered for sale to the public (52% of the IPO of the shares), which are equivalent to 13% of the shares after capital increase.
- Dilution Effect (EPS Dilution & Control Dilution) of the Company's stake in Forth Smart Service Company Limited is 15.25%.
- Offering price of additional shares for existing shareholders would be identical to the price offered to public.
- FSS is qualified for the regulation of the Stock Exchange of Thailand regarding receiving listed security according to the Market for Alternative Investment which stated as follows: 1) criterion for share offering to the public (not less than 15% of paid-up capital): proportion of number of FSS's shares that offers to public is equal to 25% 2) criterion for minor shareholding dispersed (not less than 20% of paid up capital): proportion of minor shareholding dispersed is equal to 35.19%.

Expected benefits or impact from the transaction

Beneficial to the shareholders of FORTH

- FORTH's enterprise value is likely higher.
- The right of pre-emptive right
- Increase the alternative to invest in FORTH or FSS in according to the shareholder's investment policy.

Beneficial to FORTH

- Reduce the burden of financial support because after listing security on the Market for Alternative Investment, FSS will be able to raise capital from the IPO and funding by itself with other financial instruments.
- FORTH's share price will reflect the value more real. Because of FSS's share price has the reference price.
- The investment in FSS will reflect the market value, which is likely to increase the value higher than book value.

Beneficial to FSS

- Increase the alternative to funding.
- FSS has sufficient funding in order to expand the business and be the working capital. This will increase its ability to compete in the future.
- Increase the value and liquidity of FSS's common stock.
- FSS's image will be well known.

For the purpose of offering shares to the public, FSS will issue 200 million of ordinary shares, which are equal to 25% of registered capital after capital increase, in order to offer for sale to public and existing shareholders of the Company. This transaction is considered as a disposal of assets by a listed company in accordance with the Notification of the Capital Market Supervisory Board No. Thor Chor 20/2551 Re: Rules for entering into a substantial transaction classified as an acquisition or disposal of assets, dated August 31, 2008, as amended, and the Notification of the Stock Exchange of Thailand Board Re: Disclosure of information and required practice for listed companies relating to the acquisition or disposal of assets, dated October 22, 1999 (collectively called the Notifications on the Acquisition or Disposal of Assets). The value of this transaction is 4.19%. (calculated by using the net profit method). The details of information were disclosed to the shareholders on 2 September 2013.

Calculation Bases

1. Net Tangible Assets (NTA)	=	3.15%
2. Net profit	=	4.19%
3. Total value of consideration	=	2.17%
4. Value of securities	=	None

Later, Mr. Arin provided the shareholders an opportunity to raise questions and propose opinions on the relevant matters. He requested the shareholders to present their names and surnames first.

Shareholder: Mr. Hungchai Ackwatsakul (one of the founder of Thai Investors Association) complimented, expressed opinions and gave suggestions as follows:

- The Company has recorded details of questions and answers of the participants, the Board of Directors and the management attended the meeting in the minutes of meeting which has been attached with the notice of the Extraordinary General Meeting of Shareholders. In order to acknowledge circumstances and issues rise in the meeting to the rest 90% of shareholders, who fail to attend the meeting. Although Public Limited Company Act has not stated, the officer of the Stock Exchange of Thailand attended this meeting should be contemplated of this crucial concept and help encourage other listed companies to follow such ideal practice.

- To bring the subsidiary into capital market as to raise fund from the public in order to thrive and provide capability to compete with international capital market, nonetheless, investors invested in the Stock Exchange of Thailand expect return on investment i.e. capital gains and dividends.
- Abbreviation of Forth Smart Service Company Limited (“FSS”) duplicates with the one of Finansia Syrus Securities Public Company Limited. Therefore, this might cause the confusion to the investors once the security of Forth Smart Service Company Limited is listed on the Stock Exchange of Thailand. Hence, the issue is committed to the officer of the Stock Exchange of Thailand attended in this meeting.
- Recent regulation for listing company permits any company to list its security on the Stock Exchange of Thailand not need to generate net profit continuously for 3 quarters. By the time the securities listed on the Stock Exchange of Thailand, the share prices would usually be lower initial public offering price. As a result, many individual investors have complained to Thai Investor Association about certain issue. Therefore, the issue is committed to the officer of the Stock Exchange of Thailand attended in this meeting.
- What is the expected IPO price?
- Whether the number of additional shares of the subsidiary allocated to existing shareholders of the Company could be changed or not.
- What is the record date for the right to subscribe additional shares of the subsidiary?

Mr. Arin Jamnaree, Financial Controller, clarified that abbreviation as “FSS” of Forth Smart Service Company Limited is set for internal use within the Group. After Forth Smart Service Company Limited has listed into the Stock Exchange of Thailand; the abbreviation would have to be reset.

Mr. Pongchai Amatanont, Chief Executive Officer, explained that the allotment of additional shares of subsidiary could not be changed since the Company’s Board of Directors has already determined such allotment. Furthermore, offering price of ordinary share would be decided considering on the subsidiary’s operating results and the record date for the right to subscribe additional shares of the subsidiary would be specified after the Securities Exchange Commission has approved the securities issuance for sale to the public.

Shareholder: Khun Wipa Suvanit, the proxy from Thai Investor Association, further inquired that Forth Smart Service Company Limited was controlled by the Company; thereby the benefit of existing shareholders of the Company would be disrupted once the subsidiary spin-off. Moreover, there are such factors as economic fluctuations and uncertainty of dividend received from Forth Smart Service Company Limited. Have the Board of Directors and management of the Company been considering about such matters?

Mr. Chatchavin Pipatchotitham, Executive Vice President, explained that although share of profit and loss from the operating results of Forth Smart Service Company Limited would reduce from 61% to 45% but shareholders would obtain benefit from share price of the Company that will be reflected the share price of the subsidiary. In the past, share price of the subsidiary does not exist but once the shares of the subsidiary are listed in the Stock Exchange of Thailand, shareholders or investors would realize the share price of the subsidiary. Operating results of the subsidiary would indicate share price and recognise in the consolidated financial statements proportionally to the shareholding of the Company.

Shareholder: Khun Wipa Suvanit, the proxy from Thai Investor Association, further asked about dividend that used to be paid to the shareholders twice a year whether it still be at the rate of Baht 0.12 per share or not.

Mr. Pongchai Amatanont, Chief Executive Officer, who is also one of the shareholders, clarified from perspective of the management that dependency of Forth Smart Service Company Limited would restrict the flexibility whereas spinning-off would highly benefit to both Forth Smart Service Company Limited and the Company. Consequently, Forth Smart Service Company Limited can raise capital by itself. Hence, the Company would not need to response in financial support. Finally, dividend, which

is paid by the Company to the shareholders at the rate of Baht 0.12 per share, derived from the operating results of the Company, so far the Company has not received any dividend from Forth Smart Service Company Limited.

When there are no additional questions and views, Mr. Arin then asked the meeting to vote for the 2nd agenda.

Resolution: Having considered the 2nd agenda, the meeting approved the listing of Forth Smart Service Company Limited on the Market for Alternative Investment and also approved in principle about restructure the capital structure of Forth Smart Service Company Limited in the spin-off plan with the following votes.

Total Number Vote	571,497,122	Votes		
Approved	571,496,822	Votes,	equivalent to	99.9999475%
Disapproved	300	Votes,	equivalent to	0.0000525%
Abstained	-	Votes,	equivalent to	-

3rd agenda: **To consider and approve the allocation of new ordinary shares to be issued by Forth Smart Service Company Limited to the Company's shareholders based on their pre-emptive rights.**

Mr. Arin reported that as Forth Smart Service Company Limited intends to increase its capital by issuing 200,000,000 new shares to the public and the shareholders of the Company. As a result of such capital increase, profit sharing and voting rights of the Company in Forth Smart Service Company Limited will be decreased from 61.00% to 45.75% of the share capital of Forth Smart Service Company Limited. To minimize the dilution effect on the shareholders of the Company, the Company's Board of Directors found it appropriate for the shareholders' meeting to approve the allocation of 96,000,000 shares with a par value of Baht 0.50 each, representing 48% of the total number of the new shares of Forth Smart Service Company Limited, to the Company's shareholders based on their pre-emptive rights and empower the Company's Board of Directors to take any actions to ensure the completion of the allocation of new shares to be issued by Forth Smart Service Company Limited to the Company's shareholders. Later, he gave opportunity for shareholders to ask and pass on their opinions on relevant topics. Besides, name and surname of the speakers should be stated.

Shareholder (Unknown) asked holding 100 of the Company's shares are equivalent to how many right to buy new share of Forth Smart Service Company Limited?

Mr. Arin Jamnaree, Financial Controller, informed that existing shareholders, who hold 10 shares would have right to buy 1 new share of Forth Smart Service Company Limited or similar to ratio 10 to 1.

Shareholder: Khun Wipa Suvanit, the proxy from Thai Investor Association, inquired the criteria that used to decide the number of shares, 104 million shares to serve public and 96 million shares to rescue for existing shareholders.

Mr. Paiboon Arunprasobsuk, Financial Advisor of Asset Pro Management Company Limited, informed that Forth Corporation Public Company Limited has registered capital of Baht 480 million, which comprised of 960 million shares at par value of Baht 0.50. Forth Smart Service Company Limited has registered capital of Baht 300 million, which comprised of 600 million shares at par value of Baht 0.50 (After the reduction of the par value of the subsidiary's share to be equivalent to the par value of the Company's share). The subsidiary would offer Baht 100 million of IPO shares or 200 million shares. Therefore, the total number of the Company's share and the subsidiary's share are calculated as ratio 5 to 1. The financial advisor together with the Company's Board of Directors and management have suggested that the appropriate ratio is 10 to 1 as to lessen the fractions of the number of share. The consideration of criterion for share offering to the public, criterion for minor shareholding dispersed, the appropriation and necessity of capital are included.

Shareholder: Khun Wipa Suvanit, the proxy from Thai Investor Association, inquired that in the case where some of existing shareholder does not willing to exercise their rights to buy the subsidiary's share and those reserves are left over, how

would the Company deal with those remaining reserved shares?

Mr. Paiboon Arunprasobsuk, Financial Advisor of Asset Pro Management Company Limited, explained that Forth Smart Service Company Limited has total of 200 million shares, which 96 million shares (48% of IPO shares) are offered to existing shareholders and remaining 104 million shares (52% of IPO shares) are offered to public. Hence, if existing shareholders were not willing to exercise the right to buy from those reserved then the remaining shares would be sold to public instead.

Shareholder: Mr. Yongyut Wongprapathiwat inquired whether existing shareholders allow exceeding the limit of reserved share that is given.

Mr. Paiboon Arunprasobsuk, Financial Advisor of Asset Pro Management Company Limited, informed that existing shareholders are not allowed to reserve more than the limit. However, to exceed the reserved right, shareholders would have to contact the securities companies that are authorized to be underwriter for Forth Smart Service Company Limited. For filing submission and prospectus drafting are estimated to be process within the 4th quarter of this year. After approval by the Securities Exchange Commission, the Board of Directors would assign the record date and inform shareholders and investors.

When there are no additional questions and views, Mr. Arin then asked the meeting to vote for the 3rd agenda.

Resolution: The meeting resolved to approve the allocation of new ordinary shares to be issued by Forth Smart Service Company Limited to the Company's shareholders based on their pre-emptive rights with the following votes.

Total Number Vote	571,496,919	Votes		
Approved	571,496,919	Votes,	equivalent to	100.0000000%
Disapproved	-	Votes,	equivalent to	-
Abstained	-	Votes,	equivalent to	-

After considering the 3rd agenda, Mr. Arin asked if any shareholder propose agenda, ask questions and comments.

Shareholder: Khun Wipa Suvanit, the proxy from Thai Investor Association, inquired recently developed business strategies compensate with income reduction after Forth Smart Service Company Limited has spin-off.

Mr. Chatchavin Pipatchotitham, Executive Vice President, replied that Mr. Pongchai would present the new business toward the end of this meeting.

Shareholder: Mr. Yongyut Wongprapathiwat asked about the progress of the 8th agenda of the 2013 Annual General Meeting of Shareholders.

Mr. Chatchavin Pipatchotitham, Executive Vice President, replied that the Company would report at the end of this meeting.

Shareholder: Mr. Chainan Kittisararak, asked if the Company has a plan to invest in electricity generation through Solar PV Rooftop project in which the electricity is purchased by Metropolitan Electricity Authority and the Provincial Electricity Authority.

Mr. Chatchavin Pipatchotitham, Executive Vice President, informed that the Company is aware of the notification of the Solar PV Rooftop project from the Energy Regulatory Commission on 6 September 2013. The Company has been interested on that project; however, certain notification has specified the participants' qualification to have company's objectives processing the production and distribution of electricity. The proposal form must be handed in during 23 September 2013 to 11 October 2013 which this period is fairly short. Currently, total of 50 objectives have not covered all aspect of the business operations. Therefore, the Board of Directors of the Company would like to propose an amendment of an objective that is about production and distribution of electricity. Furthermore, Clause 3 of the Memorandum of Association would have to be

in accordance with the additional objective. Hence, additional agenda for this meeting are as follows:

4th Agenda: To consider and approve the amendment of the Company's objectives by adding 1 objective; the production and distribution of electricity.

5th Agenda: To consider and approve the amendment of Clause 3 of the Memorandum of Association as to be in accordance with the amendment of the Company's Objectives.

Shareholder: Khun Wipa Suvanit, the proxy from Thai Investor Association, inquired if the Company would be able to register the amendment of the Company's objectives with the Ministry of Commerce in time.

Mr. Chatchavin Pipatchotitham, Executive Vice President, stated that preparing document related the amendment of the Company's Memorandum of Association would not take longer than one week.

Shareholder (Unknown) inquired whether the Company can independently produce Solar PV Rooftop device.

Mr. Pongchai Amatanont, Chief Executive Officer, explained that the Company used to produce Battery Charger Controller Inverter: Inverter/Charger, which was designed to work together with Photovoltaic Module, not only to transfer the electric current from solar cells into battery but also distribute the electricity from those batteries. The devices were sold to Provincial Electricity Authority as "Solar Home System Project" for more than 239,000 valleyed villages and islands. Despite, the Company still has to purchase solar cells board from distributors. In case the Company involves in the project, solar cell panel would be installed on rooftop of the Company's factory.

Shareholder (Unknown) further asked if the Company would only install solar cell panel on the factory's roof but not produce for trading.

Mr. Pongchai Amatanont, Chief Executive Officer, replied that the factory would sell electricity to the Provincial Electricity Authority.

Shareholder (Unknown) further asked if the Company would produce solar cell panel and sell to public.

Mr. Pongchai Amatanont, Chief Executive Officer, informed that the Company only produces Battery Charger Controller Inverter: Inverter/Charger, but not the solar cell panel.

Shareholder (Unknown) inquired the reasons to amend the Company's Memorandum of Association.

Mr. Chatchavin Pipatchotitham, Executive Vice President, explained that Clause 3 of the Company's Memorandum of Association stated that the Company has total of 50 objectives. While the Company decided to add one more objective, it is necessary to amend the Company's Memorandum of Association in accordance with the changing objective.

When there are no additional questions and views, Mr. Chatchavin then asked the meeting to consider the amendment of the Company's objectives and the amendment of Clause 3 of the Memorandum of Association as to be in accordance with the amendment of the Company's objectives.

Resolution: Having considered the 4th agenda, the meeting approved the amendment of the Company's objectives by adding 1 objective; electricity production and distribution, with the following votes.

Total Number Vote	571,486,819	Votes		
Approved	571,486,819	Votes,	equivalent to	100.0000000%
Disapproved	-	Votes,	equivalent to	-
Abstained	-	Votes,	equivalent to	-

Resolution: Having considered the 5th agenda, the meeting approved the amendment of Clause 3 of the Memorandum of Association as to be in accordance with the amendment of the Company's objectives, with the following votes.

Total Number Vote	571,486,819	Votes		
Approved	571,486,819	Votes,	equivalent to	100.0000000%
Disapproved	-	Votes,	equivalent to	-
Abstained	-	Votes,	equivalent to	-

6th Agenda: To consider other matters.

When there are no additional inquiries to be approved in this meeting, Mr. Arin gave this opportunity for shareholders to inquire company related information.

Shareholder: Mr. Kraiwal Katawanitch gave compliments and thoughts as follows:

- The Company has good standard of ethical practice. Since there is still faulty in products, the Company does not deposit a check issued by myself to the bank intact.
- Once I left my laptop and walked out the conference room, the Company's staff thought that I forgot my laptop and brought laptop to return. This good manner should be appreciated.
- In the previous shareholders' meeting, I gave comment about collection record defective from the Company's staffs. The Company has improved by using bill payment system that could reduce such defect. Given that the payment can only be paid at the bank but not online service, hence, the system has not been fully developed. Therefore, I would like to ask the Company to follow up and improve on the system further in order to reduce cost and enhance profit for the Company.

Mr. Chatchavin Pipatchotitham, Executive Vice President, further explained on Boonterm top-up machine business as follows:

- The Company engaged in the payment service via online top-up machine named "Boonterm".
- "Boonterm" is managed through franchise where the Company holds the copyright for the "Boonterm" machine and its system. Franchisers act as service representative who is responsible for ensuring that the machine is in ready stage. Furthermore, they should also collect the money and send back to the Company, from that they receive the commission fee.
- At present, approximately 25,000 machines have been installed throughout Thailand; 4,000 machines in Bangkok, 25% in Northeast Thailand, 16% in Eastern Thailand, 10% in Northern Thailand and 12% in Southern Thailand.
- In August 2013, top-up amount was approximately Baht 658 million with more than 790,000 transactions per day. By the end of this year, the Company expected total top-up amount of Baht 7,500 million and net profit of Baht 100 million to Baht 120 million. Next year plan is to expand 10,000 additional machines with the fund received from the capital increase.
- "Boonterm" top-up machines have been developed to also serve other functions as public telephone, bills paying machine, water filter dispenser machine and notes and coins exchange machine.

Mr. Pongchai Amatanont, Chief Executive Officer, added that back office system of "Boonterm" machine can be comparable to "core banking" system of many banks. In the present, approximately 700,000 to 800,000 customers use the online top-up service per day which equivalent to 24 million transactions per month. Average top-up amount is approximately Baht 20. He continued with LED business such as LED light bulb and LED street light by describe the market value of lighting business in 2013 together with the market trend of LED light bulb and LED street light.

Mr. Chatchavin Pipatchotitham, Executive Vice President, further explained about market opportunity and competitors within LED lighting sector in Thailand.

Mr. Pongchai Amatanont, Chief Executive Officer, picked up again on LED street light that the Company has started production and distribution in residential village. Moreover, the Company started to involve in some project auction with the Provincial Electricity Authority. The particular LED street light would help save energy around 5 times more than normal light. The expected payback period is around 3 years. Besides, the Company's LED street light has been approved by Thai Industrial Standards Institute. Later, he provided shareholders an opportunity to ask questions.

Shareholder: Khun Wipa Suvanit, the proxy from Thai Investor Association, asked how much is the market share of LED light bulb and LED street light of the Company and how much is the target sale from those products?

Mr. Pongchai Amatanont, Chief Executive Officer, replied that the Company has just started in this business and currently on market and distribution planning stage. Preliminary, the Company looked ahead to produce and distribute the product domestically with market positioning in between Chinese brand and international brand. The selling price would be cheaper than international brand but still given as long as 3 years quality warranty. In addition, the product is mainly aimed to market in government auctions.

Shareholder (Unknown) asked if the Company has to purchase new machinery to support the production and what is the target sale from those products?

Mr. Pongchai Amatanont, Chief Executive Officer, explained that the existing machinery can be used to produce electronic circuit board for LED street light. The target sale of the product depends on whether how many LED street light project auction, the Company can win.

Shareholder (Unknown) continued asking how much the capacity ratio is for the LED street light relative to the total capacity of the factory and how long would it take to shift the production line.

Mr. Pongchai Amatanont, Chief Executive Officer, responded that currently the Company could not identify but the progress would be more visible after the first quarter of next year. Since the Company focuses heavily on government project auction, the job may be subjected to government budget allocation for LED street light to replace the existing street light. The Company can start production line immediately after receive order from customers.

Shareholder: Khun Wipa Suvanit, the proxy from Thai Investor Association, suggested that the Company should also present scenario analysis such as best case scenario or worse case scenario for the next shareholders' meeting. She further asked whether the Company is able to reveal the expected income from project auction mentioned by Mr. Pongchai.

Mr. Sanit Vorapunya, the Chairman of the Board of Directors, stated that the certain products are in the process of marketing plan which suppose to be clear in the first quarter of next year.

Shareholder: Khun Wipa Suvanit, the proxy from Thai Investor Association, asked whether the Company have managed to take action on the comment about adding in minerals to the water that Company filtered with Reverse Osmosis system from the previous shareholders' meeting.

Mr. Pongchai Amatanont, Chief Executive Officer, replied that the product is still under system testing and marketing trail period and has not yet been distributed or adding minerals to the water. In case of drinking water bottle, the Company would have to get approval from the food and drug administration first.

Shareholder (Unknown) asked whether the vehicle tracking system business would confront any problem due to revolutionary of the communication technology in 3G system and whether flooding occurrence would have any impact on the Company.

Mr. Pongchai Amatanont, Chief Executive Officer, informed that currently information exchange of the Company operates through GPRS system that belongs to Advance Info Service Public Company Limited ("AIS"). AIS has got the 25 years concession contract from TOT Public Company Limited ("TOT") for mobile phone service that has frequency of 900 Megahertz (ending in September 2015). When the contract ends, AIS would have to hand over the equipments and all the systems as stated in the contract. Therefore, if TOT decides to stop giving the permission for AIS to use 900 Megahertz, then the Company would have to move to 3G system instead. In that case, the Company would have to modify SIM card so that the GPS equipment can be supported by 3G system. This business has proved to be constantly profitable and paid dividend to the Company in every year. At the present, around 15,000 vehicles have installed our GPS equipment. Unlike in the 2011, this year there is still no critical report regarding the flood.

When there are no additional questions, the Company's officer then called the chairman for closing speech of the meeting.

Mr. Sanit Vorapunya, the Chairman of the Board of Directors, thanked all the shareholders attending the meeting. He also expressed his believes that the Company is very passionate in continues improving their products with the research and development teams, in order to go beyond the competitive competency, generate high growth and strengthen the business core along with entering Asian Economic Community (AEC). Furthermore, the chairman trusted that the top-up machine business would lead to growth in the future. Finally, he declared to finish the meeting.

The meeting adjourned at 04.00 p.m.

Signature  Chairman of the Meeting
(Mr. Sanit Vorapunya)

Signature  Minute Taker
(Miss Arisa Kongsirichaweng)