



No. ACC6103/020

March 30, 2018

Subject: Invitation to attend the Annual General Meeting of Shareholders for 2018  
To: Shareholders of Advanced Connection Corporation Public Company Limited  
Enclosure: 

1. Copy of the Extraordinary General Meeting of Shareholders No. 1/2018
2. Annual report of year 2017 ended December 31, 2017 (CD Format)
3. Information of the persons who are proposed to be replaced for directors who retired by rotation.
4. Method to giving a proxy, Registration and Voting in Shareholders Meeting
5. Brief profile of the Independent Directors whom shareholders can authorize as a Proxy and qualification of the Independent Director.
6. Proxy Form
7. Articles of Association only parts relate to shareholders meeting
8. Map of the Meeting's venue

Hereby, this Invitation letter to attend the meeting, Advanced Connection Corporation Public Company Limited, would like to inform the company shareholders that the company will arrange the Annual General Meeting of Shareholders for 2018 on Monday of April 30, 2018 at 9.00 a.m. at Suanluang 4 Meeting Room, Novotel Bangkok Bangna Hotel, 333 Srinakarin Road, Nongbon, Praves, Bangkok, with the following agendas:

**Agenda 1     The matters to be informed by the Chairman**

**Agenda 2     To consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2018**

Facts and Reasons: The Extraordinary General Meeting of Shareholders No. 1/2018 was held on 22 January 2018. The Company sent the minutes to the Stock Exchange of Thailand, Securities and Exchange Commission and Department of Business Development, and Ministry of Commerce by the time limit by the law. The Company has attached the copy of the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2018 together with the notice of this meeting. **(Details in Enclosure 1)**



Board's opinion: The Board of Directors consider and has an opinion on the minutes of The Extraordinary General Meeting of Shareholders No. 1/2018 is correctly recorded, therefore appropriate to propose to the shareholders' meeting to consider and approve.

Voting: This agenda must be approved with the majority votes of all votes from shareholders who attend and vote.

**Agenda 3 To consider and acknowledge the financial position and performance of the Company and Subsidiaries for the year ended December 31, 2017 and business plan for year 2018**

Facts and Reasons: The Company summarized the performance of the Company and Subsidiaries for the year ended December 31, 2017 and business plan for year 2018 in Annual Report. The Company has attached together with the Notice of this Meeting. **(Details in Enclosure 2)**

Board's opinion: The Board of directors considered and has an opinion to propose to the shareholders meeting to acknowledge the financial position and performance of the Company and Subsidiaries for the year ended December 31, 2017 and business plan for 2018 as stated. However, this agenda is for acknowledgment. Do not have a resolution.

**Agenda 4 To consider and approve the financial statement of the Company and Subsidiary including the auditor report for the year ended December 31, 2017**

Facts and Reasons: To comply with the Public Company Act B.E. 2535 and Articles of Association Articles 33 stated that the Board of Directors must provide balance sheet and profit and loss account as at the ended accounting period of the Company to propose to the Shareholders' Meeting for consideration and approval in the Annual General Meeting. In order to consider and approve this balance sheet and profit and loss account, the board must arrange for the auditor to complete the audit before presenting to the shareholders meeting.



Balance sheet and profit and loss account for the year ended December 31, 2017 which has been audited by auditors as shown in the Report of Certified Public Accountant and the financial statements attached here. **(Details in Enclosure 2)** Annual Report in Article “Auditor’s Report” and “Financial Statements” which summarized as follows;

		Unit : Thousand Baht	
		Financial Statements	
		Consolidated	Separated
Revenue from sales and services		298,016	43,864
Other revenue		16,414	41,820
Total revenue		314,430	85,684
Cost of sales and services		(224,014)	(54,161)
Gross profit		70,533	(10,297)
Selling and admin. expenses		(78,612)	(60,264)
Financial costs		(59,201)	(46,205)
Income from investment in associated co.		1,729	-
Income tax expenses		(3,137)	-
Net income (loss)		(48,805)	(74,946)
Total assets		1,633,961	1,305,004
Total liabilities		880,071	623,615
Total shareholders’ equities		753,890	681,389
Income (loss) per share		(0.0440)	(0.0625)
D/E Ratio	Time	1.1674	0.9152
ROE	%	(6.4738)	(10.9990)
ROA	%	(2.9869)	(5.7430)

Board’s opinion: The Board of directors considered and has an opinion to propose to the shareholders meeting to approve the Financial Statements of the Company and subsidiaries including the auditor reports for the year ended December 31, 2017 that already audited and certified by the Company’s auditors and reviewed by the Audit Committees, the Board of Directors.



Voting: This agenda must be approved with the majority votes of all votes from shareholders who attend and vote.

**Agenda 5 To consider and approve of no dividend payment and no legal reserve of the Company and Subsidiaries' operation for the year ended December 31, 2017**

Facts and Reasons: To comply with the Public Company Act B.E.2535 and Articles of Association Articles 37 stated that the Company must allocate the net profit annually as a reserve not less than 5% of net profit annually deducted with accumulated loss of carried forward amount (if any) until those reserve is not less than 10% of registered capital. And according to the Articles of Association Articles 36 stated that the Board of Directors must consider the appropriation of payment, or no payment of dividend from the operation by proposed to the Shareholders' Meeting for consideration and approval.

Performance of year 2017, the Company and subsidiaries has net loss of 48.80 million Baht and the separated Financial Statements has net loss of 74.95 million Baht.

Board's opinion: The Board of directors considered and has an opinion to propose to the shareholders meeting to approve of no dividend payment and no legal reserve for the Company's operation for the year ended December 31, 2017 due to net loss for the year ended December 31, 2017.

Voting: This agenda must be approved with the majority votes of all votes from shareholders who attend and vote.

**Agenda 6 To consider and approve to appoint of 4 directors who retired by rotation name as follows:**

- |                              |                         |
|------------------------------|-------------------------|
| (1) Mr. Yuttana Taepangthong | (2) Mr. Sarin Ruangsorn |
| (3) Dr. Charnsiri Suetrong   | (4) Mr. Pasu Sukhumvart |

Facts and Reasons: To comply with the Public Company Act B.E.2535 and Company's Articles of Association Clause 14 as stated that every Annual General Meeting for the



shareholders, one-third of directors must retire by rotation. If the number of directors is not able to divide exactly by a multiple of three, then the number of directors which are nearest to one-third must retire. Those directors who retire by rotation are eligible for re-election. This Annual General Meeting for the Shareholders for 2018 has the directors who retire by rotation of 4 persons as follows:

- |                              |   |
|------------------------------|---|
| (1) Mr. Yuttana Taepangthong | Director                                |
| (2) Mr. Sarin Ruangsorn      | Director                                |
| (3) Dr. Charnsiri Suetrong   | Audit Committee / Independence Director |
| (4) Mr. Pasu Sukhumvart      | Audit Committee / Independence Director |

**Board's opinion:** The Board of directors considered and has an opinion to propose to the shareholders meeting to appoint Mr. Yuttana Taepangthong, Mr. Sarin Ruangsorn, Dr. Charnsiri Suetrong and Mr. Pasu Sukhumvart who retired by rotation and re-election as the Company's directors for another term, due to their knowledge, ability, and experience as beneficial to the Company's operation and shall assist and support to the Company's business to succeed. The profile of those 4 directors as enclosed herewith. **(Details in Enclosure 3)** The nominees (3) and (4) are fully independent according to the definition of the independent directors of the Company which in line with the requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand.

**Voting:** This agenda must be approved with the majority votes of all votes from shareholders who attend and vote.

#### **Agenda 7 To consider and approve for determination of directors remuneration**

**Facts and Reasons:** To comply with the Public Company Act B.E.2535 and Articles of Association Articles 15 determination of directors and the Audit committee's remuneration must be approved by the shareholders meeting of the Company.

**Board's opinion:** The Board of directors considered and has an opinion to propose to the shareholders meeting to approve determination of the Board of Directors, Audit committees, Risk Management Committees and Nomination and Remuneration



Committees' remuneration of the Company for the year 2018 same as year 2017. The criteria for determination are based on the remuneration of directors and committee of similar businesses. Through the process of consideration by the Nomination and Remuneration Committee and the Board of Directors respectively. Details are as follows;

The proposed remuneration is monetary compensation. No compensation in any other form.

Monetary remuneration is in the form of meeting allowances and the directors' remuneration as follows;

<u>Year 2018</u>	Meeting allowances Unit : Baht/Person/Day attended			
	Position	Board of Directors	Audit Committee	Risk Management Committee
Chairman	20,000	18,000	5,000	5,000
Director	12,000	12,000	3,000	3,000

And director bonus totally not exceed 1,800,000 Baht per year.

<u>Year 2017</u>	Meeting allowances Unit : Baht/Person/Day attended			
	Position	Board of Directors	Audit Committee	Risk Management Committee
Chairman	20,000	18,000	5,000	5,000
Director	12,000	12,000	3,000	3,000

And director bonus totally not exceed 1,800,000 Baht per year.

Voting: This agenda must be approved with votes not less than 2 of 3 of all votes of shareholders who attend the meeting.

**Agenda 8** To consider and approve for appointment of the auditors and determination of audit fee of the year 2018.

Facts and Reasons: To comply with the Public Company Act B.E.2535 and Articles of Association Articles 30 stated that every Annual General Meeting for the shareholders must appoint auditor and determine audit fee of the Company. According to the resolution of the



Audit Committee's Meeting No. 1/2018 and the Board of Directors' Meeting No. 2/2018 arranged on February 27, 2018, approved to propose to the Annual General Meeting for the Shareholder for 2018 as follows:

Siam Truth Audit Co., Ltd. with the Certified Public Accountants as follows:

1. Mr. Bunjong Pichayaprasat Certified Public Accountant No. 7147 and /or
2. Mr. Kraisit Silapamongkonkul Certified Public Accountant No. 9429 and /or
3. Ms. Kemanant Jaichuen Certified Public Accountant No. 8260

One of above auditors has an authorized in auditing and express an opinion to the Company's financial statements. By the way, all of auditors propose above are accepted by The Securities and Exchange Commission. And has no relationship or has no significant interest with the Company or subsidiaries, management or major shareholder or person relevant in a way that may have an effect on perform duty independently. The auditor of the Company and the auditor of the subsidiaries are from the same audit firm.

And has an opinion to propose to the shareholders meeting to determine audit fee of the Company for the year 2018 total amount of 1,200,000 Baht same as year 2017. Details are as follows:

<u>Year 2018</u>					Unit : Baht
Company	Review Mar 31, 2018	Review Jun 30, 2018	Review Sep 30, 2018	Audit Dec 31, 2018	Total
Advanced Connection Corporation Public Company Limited	200,000	200,000	200,000	600,000	1,200,000

<u>Year 2017</u>					Unit : Baht
Company	Review Mar 31, 2017	Review Jun 30, 2017	Review Sep 30, 2017	Audit Dec 31, 2017	Total
Advanced Connection Corporation Public Company Limited	200,000	200,000	200,000	600,000	1,200,000



Board's opinion: Audit Committee and the Board of directors considered and has an opinion to propose to the shareholders meeting to approve for appointment of the auditors and determination of audit fee of the Company as stated above.

Voting: This agenda must be approved with the majority votes of all votes from shareholders who attend and vote.

#### **Agenda 9 Others Matters (if any)**

The Company Board of Directors consider that is appropriated to have this agenda in every shareholder's meeting. In order for the shareholders to ask questions and to make suggestions to the Board of Directors and / or the Company's employees.

The company determine the date to determine name of shareholder who has right to attend the meeting of the Annual General Meeting of Shareholders for 2018 (Record Date) on March 28, 2018. Therefore, shareholders are invited to attend the meeting on date, time and venue stated above. The shareholders have to show an evidence that indicate status as shareholders or shareholders' representative with right to attend the meeting (**Details in Enclosure 4**) to the chairman of the meeting before attend. The company will open the registration to attend the meeting since 8.00 a.m. on Monday of April 30, 2018 at Suanluang 4 Meeting Room, Novotel Bangkok Bangna Hotel, 333 Srinakarin Road, Nongbon, Pravet, Bangkok, Thailand.

If shareholder cannot attend the meeting by himself/herself, please give a proxy to person whom you consider appropriate or please giving a proxy to the Independent Directors whom the company propose to mandate proxy from shareholder (**Detail in Enclosure 5**) by using Proxy Form (**Details in Enclosure 6**). The Company also provides duty stamp for stick into proxy form to convenient you at the register point.

Sincerely yours,

(General Kasemsak Plooksawat)  
Chairman of the Board of Directors





(English Translation)

**Minutes of Extraordinary General Meeting for the Shareholders No. 1/2018**

**Advanced Connection Corporation Public Company Limited**

At Suanluang Meeting Room 1, 1<sup>st</sup> Floor, Novotel Bangkok Bangna Hotel

333 Srinakarin Road, Nongbon Sub-District, Praves District, Bangkok

Held on Monday of January 22, 2018 at 9.00 a.m.

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**Directors attend:**

- |                                |  |
|--------------------------------|--|
| 1. General Kasemsak Plooksawat | Chairman of the Board / Independent Director       |
| 2. Miss Sudthida Chirapatsakul | Vice Chairman of the Board / Director              |
| 3. Arichai Ractham, Ph.D.      | Chairman of Audit Committee / Independent Director |
| 4. Doctor Charnsiri Suetrong   | Audit Committee / Independent Director             |
| 5. Mr. Pasu Sukhumvart         | Audit Committee / Independent Director             |
| 6. Mr. Yuttana Taepangthong    | Director / Managing Director                       |
| 7. Mr. Sarin Ruangsorn         | Director / Deputy Managing Director                |
| 8. Mr. Pavint Ruangvoraboon    | Director / Deputy Managing Director                |
| 9. Mr. Ekawat Swetarat         | Director / Deputy Managing Director                |
| 10. Mr. Kan Kungpisdan         | Director   |

**Management:**

- |                               |  |
|-------------------------------|--|
| 1. Mr. Kitti Kanokudomsap     | Assistant Managing Director                  |
| 2. Ms. Natthakarn Santayanont | Company Secretary / Secretary of the meeting |

**Advisor**

- |                      |   |
|----------------------|---|
| 1. Legal Advisor     | From Dherakupt International Law Office Co., Ltd. |
| 2. Financial Advisor | From Absolute Advisory Co., Ltd.                  |

**Start the meeting**

Ms. Sairawee Wainipitphong who delegates from the Board of Directors to conduct the meeting (**The "Moderator"**), opened the meeting welcomed the shareholders and proxies to the Extraordinary General Meeting for the Shareholders No. 1/2018 of Advanced Connection Corporation Public Company Limited (**"the Company"**). At the start of the meeting, there were shareholders attending the meeting



both in person and by proxy 39 persons, total number of shares 438,442,967 shares (Four hundred thirty eight million four hundred forty two thousand nine hundred sixty seven shares), representing 36.54 percent of the total shares sold 1,200,000,000 shares (One thousand two hundred million shares), a quorum of shareholders in accordance with the law and the Articles of Association Article 28, which requires that.

"At the shareholders' meeting, must have shareholders and proxies from the shareholders (if any) attend not less than twenty-five persons or must have shareholders and proxies from the shareholders not less than half of all shareholders. And whether any one case, must have holding shares amounting to not less than one third of the total number of sold shares to constitute a quorum" then.

Prior to the meeting agenda, the Moderator informed the shareholders that the shareholders' meeting today consists of 7 agendas as detailed in the Invitation of Meeting sent to the shareholders prior to the meeting. The invitation to the meeting also describes how to vote in the meeting if there is any detail that conflicts with or contradicts the voting method specified in the notice of the meeting. The shareholders shall follow the voting procedures as follows:

1. The counting of votes shall be counted as 1 share 1 vote. In case of shareholders have a special interest in the matter, shareholders will not be entitled to vote on the matter. Unless the vote to appoint directors.
2. Shareholders who attending the meeting and proxy in accordance with the law shall vote by way of the following.

A resolution in this meeting is reveal vote, not a secret vote. In order to ensure transparency in the vote, before the vote on each agenda, shareholders please sign in the ballots. However, if the shareholders not less than five persons request and the meeting conclude to secret vote, then vote as secret vote. The method of secret vote, will be according to the president's schedule. The method of secret vote shall be in accordance with the chairman of the meeting.

In order to meet the Clause 29 of the Company's Articles of Association voting for Agenda 2 and Agenda 5 shall be approved by majority vote of shareholders who attend the meeting and vote. That is the vote counting of the shareholders on that agenda, the abstainers will not count as vote base.

The voting for Agenda 3, Agenda 4 and Agenda 6 Agenda 6 must be approved with the votes of not less than 3 of 4 of the total number of votes of the shareholders who attend the meeting and have



the right to vote. That is the vote counting of the shareholders on that agenda will be counted "Agree", "Disagree", "Abstain", include voided ballots as counting vote base.

Any shareholder who has a special interest in any agenda, forbidden to vote on that agenda.

In the voting on each agenda, the Moderator will ask whether there were any disagree or abstain votes or not. If a shareholder wishes to disagree or abstain, tick the box  disagree or  abstain on the ballot, and lift hand up to let the authorities to collect the ballot and count vote.

For shareholders wishing to vote agree. Check the box to  agree on the ballots. And return all ballots to the authorities after close of the meeting.

Following ballots will be considered as voided ballot

- 1) Ballot marked for more than one box or
- 2) Ballots with strikethrough and no signature

In case that the shareholders want to change the vote, please strikethrough the original vote and always signed beside. All ballots will be collected after the meeting for transparency and for use as evidence. But it does not affect the vote result that already announced.

For vote counting, the company will deduct disagree, voided ballot and/or abstain (depend on case) from the total votes. And the remainder will be considered as a vote of agree to the agenda. The ballots that came to officer after ballots collection close has been announced of each agenda will be considered as agree only.

For shareholders who give proxy to attend the meeting to other and a vote on the request of shareholders, the Company already recorded the shareholders votes of agree, disagree or abstain in the computer for vote count on each agenda. The shareholder who give proxy, but does not specify how to vote, the proxy shall vote according to the method stated above.



Shareholders who wish to leave or wish to be out of meeting room in any agenda. Shareholders can use their voting right by give ballots to the officers in advance at the vote count table on the right hand side of the meeting room.

When the voting count on each agenda is completed. The Moderator will announce the vote count and the results of vote resolution on the agenda to the meeting. The results of the votes include votes of the shareholders who attended the meeting by themselves and by proxy. Each agenda will use number of shares of the latest meeting attendance. However, while awaiting the vote count, in order for the meeting to be continued, the next agenda will be considered. Once the staff has completed the vote count, the results of each agenda will be announced to the meeting.

After the Chairman of the meeting or who has been assigned completely explained the details of each agenda. Shareholders who wishing to inquire further up detail of that agenda, please raise your hand up and wait for invitation to the microphone by the Chairman. When shareholder comes to the microphone, please give your name before asking questions for the purpose of preparing the minutes. If shareholders have any queries. Not related to the agenda of this meeting. Please inquire in Agenda 7 Other matters.

In order to transparence of vote count, the moderator also invite representatives of shareholders to be a witness in counting of the vote.

The Moderator invite General Kasemsak Plooksawat, Chairman of the Board of Director to be a Chairman of the Meeting ("**Chairman**").

The Chairman give an opening speech to commence an Extraordinary General Meeting for the Shareholders No. 1/2018 of the Company and assigned Mr. Yuttana Taepangthong, Director/Managing Director, as a Moderator of the meeting and explain detail in each agenda to the meeting. And assigned Ms. Natthakarn Santayanont, Company Secretary, as Secretary of the meeting.

Before enter into meeting agenda Mr. Yuttana Taepangthong inform number of shareholders attend the meeting as follows;



Type of shareholders registered	No. of shareholders	Total number of sharehold	Percentage of total shares sold
Attend by themselves	27	116,410,536	9.70
Give a proxy	29	440,624,497	36.71
<b>Total</b>	<b>56</b>	<b>557,035,033</b>	<b>46.41</b>

Then, Mr. Yuttana Taepangthong, propose the meeting to consider matters according to the agenda as follow;

**Agenda 1 The matters that the chairman informed.**

The Chairman does not have any notice to inform in this agenda.

**Agenda 2 To consider and certify the Minutes of the Annual General Meeting for the Shareholders for 2017.**

The Chairman assigned Mr. Yuttana Taepangthong explain details of certification of the Minutes of the Annual General Meeting of Shareholders for the year 2017 to acknowledged shareholders.

Mr. Yuttana Taepangthong propose the meeting to consider to certify the Minutes of the Annual General Meeting for the Shareholders for 2017 which were held on April 25, 2017, the Company already enclosed the Minutes of the Annual General Meeting for the Shareholders for 2017 along with the Meeting Invitation in order that the shareholders can consider the details of the minutes.

The Board of Directors has considered that the Minutes of the Annual General Meeting of Shareholders for the year 2017 was accurately recorded. Thus agreed to propose to the shareholders meeting to consider and certify that minutes.

Consideration of this agenda must be approved by majority votes of all votes of shareholders who attend the meeting and vote.

Mr. Yuttana Taepangthong ask if any shareholder would like to amend the Minutes of the Annual General Meeting of Shareholders for the year 2017 or not. However, there was no shareholder wishing to make any changes that minutes.



Due to there is no shareholder oppose or ask to amend the Minutes of the Annual General Meeting of Shareholders for the year 2017, Mr. Yuttana Taepangthong provides an opportunity for shareholders to ask questions.

There was no shareholder asking for any questions or comments. The Moderator of the meeting proposes the meeting to consider and vote.

**Resolution** The Meeting considered and approved the Minutes of the Annual General Meeting of Shareholders for the year 2017 which was held on April 25, 2017 with approved resolution by unanimous vote of the total number of votes of the shareholders attend the meeting and vote.

The voting results on this agenda are as follows;

Shareholders	Number (votes)	Percentage (of total shares of shareholders attend and vote)
Agree	557,035,139	100.0000%
Disagree	0	0.0000%
Abstain	0	_*
<b>Total</b>	<b>557,035,139</b>	<b>100.0000%</b>

\* The abstainers are not counted as the basis for vote counting.

Remark This agenda has 1 shareholder attend the meeting more than before this agenda start, number of shares is 106 shares.

**Agenda 3** To consider and approve the reduction of the registered capital of the Company by canceling the ordinary shares that registered but did not be sold. And also amendment of the Memorandum of Association of the Company No. 4 to be in line with the reduction of the registered capital of the Company.

The Chairman assigned Mr. Yuttana Taepangthong explain details of the reduction of the registered capital of the Company and amendment of the Memorandum of Association to acknowledged the shareholders.



Mr. Yuttana Taepangthong propose to the meeting that the company has plans to increase its registered capital according to detail in agenda 4 and Public Company Act BE 2535 (as amended) ("**Public Limited Companies Act**") section 136 stipulates that the Company can increase its registered capital when the Company's shares are fully issued and fully paid up. Except cases that the shares which are not fully paid up are shares issued to reserve for exercise of convertible debentures or warrants.

In this regard, the Company has 350 unissued ordinary shares with a par value of Baht 0.25 each which are shares remain from the issuance and offering of warrants to purchase the Company's ordinary shares No. 1 (ACC-W1). Thus, the Company has to reduce the Company share registered from the original registered capital of 375,000,000 Baht to 374,999,912.50 Baht by cancel ordinary shares which are registered but have not been sold of that 350 shares with a par value of Baht 0.25 each. And in order to let that capital reduction completed by law, the Clause 4 of the Memorandum of Association – Registered Capital is need to amend to be in line with the reduction of the registered capital of the Company by cancel the original text and use the following text instead.

“Clause 4	Registered capital	374,999,912.50 baht	(Three hundred seventy four million nine hundred ninety nine thousand nine hundred and twelve baht and fifty satang)
	Divide to	1,499,999,650 shares	(One thousand four hundred ninety nine million nine hundred ninety nine thousand six hundred and fifty shares)
	Value per share	0.25 baht	(Twenty five satang)
	Separated into		
	Ordinary share	1,499,999,650 share	(One thousand four hundred ninety nine million nine hundred ninety nine thousand six hundred and fifty shares)
	Preferred share	- share	(none share)”

In order to make the application for registration of capital reduction and amendment of the Memorandum of Association to the Department of Business Development, Ministry of Commerce, can be completely done the application and comply with order of the Registrar. The Company agrees to propose to the Meeting to consider for approval to delegate authorization for amend and/or add detail of wording or message of application for registration of capital reduction and amendment of the Memorandum of



Association or message in document and/or application as need and appropriate to authorized director and/or person who was assigned by authorized director in order to comply with order of the Registrar and can register capital reduction and amend the Memorandum of Association of the Company with the Department of Business Development, Ministry of Commerce.

The Board of Director considered and agreed to propose to the shareholder meeting to consider to approve to decrease registered capital of the Company from 375,000,000 baht to 374,999,912.50 baht by cancellation the shares that registered but have not been sold of 350 shares at par value 0.25 baht per share which are the ordinary shares remaining from the ordinary shares issue in order to reserve for the warrants to purchase the Company's ordinary shares No. 1 (ACC-W1). And also amend of the Memorandum of Association of the Company clause 4. Registered capital to comply with the registered capital reduction of the Company and give authorize of filing capital reduction register and amend the Memorandum of Association of the Company as proposed above.

Consideration of this agenda must be approved by votes more than 3 of 4 of all votes of shareholders who attend the meeting and have voting right.

Mr. Yuttana Taepangthong give an opportunity for shareholders to ask questions.

There was no shareholder asking for any questions or comments. Therefore, Mr. Yuttana Taepangthong propose the meeting to consider and conclude.

**Resolution** The Meeting considered and approved to reduce capital registered of the Company from 375,000,000 baht to 374,999,912.50 baht by cancellation ordinary shares that registered but have not been sold of 350 shares at par value 0.25 baht per share which are the ordinary shares remaining from the ordinary shares issue in order to reserve for the warrants to purchase the Company's ordinary shares No. 1 (ACC-W1). And also amend of the Memorandum of Association of the Company clause 4. Registered capital to comply with the registered capital reduction of the Company and give authorize of filing capital reduction register and amend the Memorandum of Association of the Company as proposed. The resolution was passed by the unanimous vote of the total votes of shareholders who attend the meeting and have voting right.

The voting results on this agenda are as follows;





Shareholders	Number (votes)	Percentage (of total shares of shareholders attend and have voting right)
Agree	557,035,139	100.0000%
Disagree	0	0.0000%
Abstain	0	0.0000%
<b>Total</b>	<b>557,035,139</b>	<b>100.0000%</b>

**Agenda 4 To consider and approve the increment of the registered capital of the Company. And also amendment of the Memorandum of Association of the Company No. 4 to be in line with the increment of the registered capital of the Company.**

The Chairman assigned Mr. Yuttana Taepangthong explain details of the increment of the registered capital of the Company and amendment of the Memorandum of Association to acknowledged the shareholders.

Mr. Yuttana Taepangthong explain to the meeting that because the Company need funds to repay loan of the Company and its subsidiary and for using as working capital of the Company. Therefore, the Company need to increase registered capital by increase the Company's registered capital of 150,000,000.00 baht from 374,999,912.50 baht to 524,999,912.50 baht by issuing new ordinary share 600,000,000 shares at par value 0.25 baht offer to existing shareholders of the Company by proportion of shareholding (Right Offering). And in order to let that capital increment completed by law, the Clause 4 of the Memorandum of Association – Registered Capital is need to amend to be in line with the increment of the registered capital of the Company by cancel original text and use the following text instead.

“Clause 4	Registered capital	524,999,912.50 baht	(Five hundred twenty four million nine hundred ninety nine thousand nine hundred and twelve baht fifty satang)
	Divide to	2,099,999,650 share	(Two thousand ninety nine million nine hundred ninety nine thousand six hundred and fifty share)
	Value per share	0.25 baht	(Twenty five satang)
	Separated into		



Ordinary share	2,099,999,650 share	(Two thousand ninety nine million nine hundred ninety nine thousand six hundred and fifty share)
Preferred share	- share	(None share)”

- Remark
- (1) 299,999,650 registered ordinary shares are reserved for exercise of Warrants to purchase ordinary shares of the Company No. 1 (ACC-W1)
  - (2) 600,000,000 new ordinary shares are reserved for allotment and offering to existing shareholders by proportion of shareholding (Right Offering)

In case the directors of the Company do not act with honesty and care to protect the interests of the Company regard to capital increase. If ignoring of duty causes damage to the Company, shareholders can sue to claim damages from such director on behalf of the Company according to Section 85 of the Public Limited Companies Act BE 2535 (and the amendment). And if ignoring of duty causes directors or the persons involved have been improperly benefited. The shareholders can use their right to sue to claim the benefit from that director on behalf of the Company under Section 89/18 of the Securities and Exchange Act BE 2535 (as amended).

In order to make the application for registration of capital increment and amendment of the Memorandum of Association to the Department of Business Development, Ministry of Commerce, can be completely done the application and comply with order of the Registrar. The Company agrees to propose to the Meeting to consider for approval to delegate authorization for amend and/or add detail of wording or message of application for registration of capital increment and amendment of the Memorandum of Association or message in document and/or application as need and appropriate to authorized director and/or person who was assigned by authorized director in order to comply with order of the Registrar and can register capital increment and amend the Memorandum of Association of the Company with the Department of Business Development, Ministry of Commerce.

The Board of Director considered and agreed to propose to the shareholder meeting to consider to approve to increase 150,000,000.00 baht registered capital of the Company from 374,999,912.50 baht to 524,999,912.50 baht by issue newly ordinary shares 600,000,000 shares at par value 0.25 baht and offer to existing shareholders by proportion of share hold (Right Offering). And also amend of the Memorandum of Association of the Company clause 4. Registered capital to comply with the registered capital increment of the Company and give authorize of filing capital increment register and amend the Memorandum of Association of the Company as proposed above.



Consideration of this agenda must be approved by votes more than 3 of 4 of all votes of shareholders who attend the meeting and have voting right.

Mr. Yuttana Taepangthong give an opportunity for shareholders to ask questions.

There was no shareholder asking for any questions or comments. Therefore, Mr. Yuttana Taepangthong propose the meeting to consider and conclude.

**Resolution** The Meeting considered and approved to increase capital registered of the Company 150,000,000.00 baht from 374,999,912.50 baht to 524,999,912.50 baht by issue newly ordinary shares 600,000,000 shares at par value 0.25 baht and offer to existing shareholders by proportion of share hold (Right Offering). And also amend of the Memorandum of Association of the Company clause 4. Registered capital and give authorize of filing capital increment register and amend the Memorandum of Association of the Company as proposed. The resolution was passed by the unanimous vote of the total votes of shareholders who attend the meeting and have voting right.

The voting results on this agenda are as follows;

Shareholders	Number (votes)	Percentage (of total shares of shareholders attend and have voting right)
Agree	557,035,139	100.0000 %
Disagree	0	0.0000 %
Abstain	0	0.0000 %
<b>Total</b>	<b>557,035,139</b>	<b>100.0000 %</b>

**Agenda 5** **To consider and approve the allotment and offering of newly issue ordinary shares of the Company to existing shareholders by proportion of share hold (Right Offering)**

The Chairman assigned Mr. Yuttana Taepangthong explain details of the allotment and offering of newly issue ordinary shares of the Company to existing shareholders by proportion of share hold (Right Offering) to acknowledged the shareholders.

Mr. Yuttana Taepangthong propose to the meeting that since in Agenda 4, the shareholders' meeting approved increment register capital 150,000,000.00 baht from 374,999,912.50 baht to



524,999,912.50 baht by issue newly ordinary shares 600,000,000 shares at par value 0.25 baht and the Company will offer newly issue ordinary shares to existing shareholders by proportion of share hold (Right Offering) detail as follows;

- (1) Allot to shareholder with subscription ratio of 2 existing shares for 1 newly ordinary share. (In case of share fraction from calculation, round it down). The offering price is 0.60 baht per share.
- (2) Existing shareholders have the right to subscribe for newly issued ordinary shares more than their rights per subscription ratio. But existing shareholders who subscribe for newly issued ordinary shares more than their rights will be allot of shares when there are remaining share after allotment to existing shareholders who subscribe within their right only. If remaining newly issue ordinary shares are less than number of shares that existing shareholder subscribe more than their right, the Company will allot the remaining to each shareholders who subscribe more than their right by their existing share hold proportion among shareholders who subscribe more than their right. The allotment of such shares shall be made until there are no remaining shares from allotment. And the shareholders have to make a subscription and payment of the excess right subscription together with per right subscription.
- (3) The shares allotment in any case of more than right subscription above, shall not cause any shareholders who subscribe more than right hold shares of the Company in such a way that increase until reach or pass through the point to make a tender offer (Tender Offer). As prescribed in the Notification of the Capital Market Supervisory Board No. ThorJor.12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers ("Notification ThorJor.12/2554") or in a manner that violates the restrictions on the holding of shares of aliens as specified in the Articles of Association of the Company.
- (4) In case there are remaining shares from existing shareholders subscription both per share hold proportion and subscribe more than their right, the Company will propose to approve the reduction of the Company registered capital to cancel the remaining shares from this allotment further.



- (5) The Company determine February 6, 2018 to be date to determine name list of shareholders that have right to be allotted and offered newly issue ordinary shares of the Company by proportion of share hold (Record Date).
- (6) The Company determine period of February 22-28, 2018 (5 business days) is a subscription period of newly issued ordinary shares of the Company by existing shareholders by proportion of share hold. The Company will inform to the Stock Exchange of Thailand and investors to acknowledge before the subscription period.

Furthermore, the Company propose shareholder to consider and approve delegate authority to the Executive Committee, Managing Director or Authorized Directors and/or person who is delegated by the Executive Committee, Managing Director or Authorized Directors to have an authorize to determine, amend and/or change condition and details relate to newly issued ordinary shares allotment and offering such as subscription period, method or condition to pay share value, condition and other detail relate to newly issued ordinary share etc. Also have authorize to sign in relate document and have authorize to act need and reasonable relate to issuance and offering and allotment of newly issued ordinary share in all respects. Including, but not limited to, contacting, providing information, filing any evidence to the Securities and Exchange Commission, the Stock Exchange of Thailand, Thailand Securities Depository Co., Ltd., Ministry of Commerce and other related agencies. And also, bring the Company's newly issued ordinary share to be listed in the Stock Exchange of Thailand.

Moreover, the offering of newly issued ordinary share as above, may cause the Company have to adjust price and exercise ratio of warrant to purchase the Company ordinary share No. 1 (ACC-W1) in case that net price per share of newly issued ordinary shares from calculation is less than 90% of “market price per share of the Company ordinary share” calculate from market price per share during 15 official days (Trading days of the SET) continually before the first day of XR (date of calculation) according to conditions of right adjustment determine in the Terms and Conditions of the warrants ACC-W1. However, due to next exercise period of warrants ACC-W1 is the last official day of June 2018. If there are right adjustment to purchase ordinary shares under the warrant ACC-W1, the Company will inform right adjustment detail and the Company will propose to consider and approve the right adjustment in the Annual General Meeting of Shareholders for the year 2018 further.

So, the Board of Director of the Company consider and agree to propose to the shareholders meeting to consider and approve the allotment and offering the newly issued ordinary shares of the



Company not more than 600,000,000 shares at par value 0.25 baht per share to existing shareholders of the Company by proportion of share hold (“Right Offering”). And delegate authorize to the Executive Committee, Managing Director or Authorized Directors and/or person who were delegated by the Executive Committee, Managing Director or Authorized Directors to have authorize in needed and reasonable act relate to issuance, offering and allot of newly issued ordinary share as detail described in all respects.

Consideration of this agenda must be approved by majority votes of all votes of shareholders who attend the meeting and vote.

Mr. Yuttana Taepangthong give an opportunity for shareholders to ask questions.

There was no shareholder asking for any questions or comments. Therefore, Mr. Yuttana Taepangthong propose the meeting to consider and conclude.

**Resolution** The Meeting considered and approved the allotment and offering of newly issued ordinary shares of the Company not more than 600,000,000 shares at par value of 0.25 baht to existing shareholders of the Company by proportion of share hold (“Right Offering”). And delegate authorize to the Executive Committee, Managing Director or Authorized Directors and/or person who were delegated by the Executive Committee, Managing Director or Authorized Directors to have authorize to act in needed and reasonable relate to issuance, offering and allot of newly issued ordinary share as detail described in all respects. The resolution was passed by the unanimous vote of the total votes of shareholders who attend the meeting and vote.

The voting results on this agenda are as follows;

Shareholders	Number (votes)	Percentage (of total shares of shareholders attend and vote)
Agree	557,035,139	100.0000 %
Disagree	0	0.0000 %
Abstain	-	- *
<b>Total</b>	<b>557,035,139</b>	<b>100.0000 %</b>

\* The abstainers are not counted as the basis for vote counting.



**Agenda 6**      **To consider and approve amendment of Articles of Association article 4, article 5, article 6, article 10/1 (addition), article 13, article 21, article 22, article 25, article 30 and article 40**

The Chairman assigned Mr. Yuttana Taepangthong explain details of amendment of Articles of Association to acknowledged the shareholders.

Mr. Yuttana Taepangthong propose to the meeting that due to the Board of Directors consider agreed to amend Articles of Association by amend the Articles of Association article 4, article 5, article 6, article 10/1 (addition), article 13, article 21, article 22, article 25, article 30 and article 40 in order to make it up to date and complete, comply with the provisions of the law include the current practice of regulators and in line with the standards of the listed companies in the Stock Exchange of Thailand. And in order to comply with the Notification of the National Council for Peace and Order No. 74/2557 Subject: Meeting via electronic media and explanation of the Department of Business Development Subject: Meeting via electronic media date on September 23, 2016 and the Public Limited Companies Act, B.E.2535 as amended by order of Head of National Council for Peace and Order No. 21/2560 Subject: Amendment of the law to facilitate in doing business. Detail as follows;

Current Articles of Association	Amended Articles of Association
<p>Article 4. Share of the Company is ordinary share, specified name of shareholder and must be paid up full at once.</p> <p>Share subscriber or share buyer cannot offset any liabilities with the Company.</p> <p>Share of the Company cannot be divided. If share is held or subscribed by 2 persons or more, one person from them must be appointed to a person who will use shareholder right or subscriber right case by case.</p> <p>The Company may issue bond or convertible bond or preferred share also other securities according to law regarding to securities and Securities and Exchange Act offer to public. And conversion of convertible debentures or</p>	<p>Article 4. Share of the Company is ordinary share, specified name of shareholder and must be paid up full at once and/or is a share which is paid by assets other than money and/or use of copyright in literary, artistic or scientific. Patent, trademark, form or model, chart, formula or any secret process or provide information about industrial, commercial or scientific experience.</p> <p>Share subscriber or share buyer cannot offset any liabilities with the Company.</p> <p>Share of the Company cannot be divided. If share is held or subscribed by 2 persons or more, one person from them must be appointed to a person who will use shareholder right or subscriber right case by case.</p>



Current Articles of Association	Amended Articles of Association
<p>preferred share into ordinary share can be made under the provisions of the law.</p>	<p>The Company may issue bond or convertible bond or preferred share also other securities according to law regarding to securities and Securities and Exchange Act offer to public. And conversion of convertible debentures or preferred share into ordinary share can be made under the provisions of the law.</p>
<p>Article 5. Every Company's share certificate must have at least one director signature sign or print on. However, director can assign share registrar, according to law regarding to securities and Securities and Exchange Act, to sign instead. Signing or printing the signature should be comply with law of Securities and Exchange Act.</p> <p>If the Company assigns the Stock Exchange of Thailand to be a registrar of the Company's shares. The procedures of the Company's registration shall be in accordance with the registrar's regulations.</p>	<p>Article 5. Every Company's share certificate must have at least one director signature sign or print on. However, director can assign share registrar, according to law regarding to securities and Securities and Exchange Act, to sign instead. Signing or printing the signature should be comply with law of Securities and Exchange Act.</p> <p>If the Company assigns Thailand Securities Depository Co., Ltd. to be a registrar of the Company's shares. The procedures of the Company's registration shall be in accordance with the registrar's regulations.</p>
<p>Article 6. The Company's shares can be transferred without restriction unless the transfer of shares causes shares hold by Thai nationality shareholder less than 51% of the total number of shares sold. And the restrictions are all to maintain the rights and benefits that the Company should have under the law.</p>	<p>Article 6. The Company's shares can be transferred without restriction unless the transfer of shares causes shares hold by Thai nationality shareholder less than 51% of the total number of shares sold.</p>
<p>(Not in current regulations)</p>	<p>Article 10/1 In shareholders' meeting, person who has right to vote should be shareholder who has name in shareholders register as at date the Board of Directors determined. And number of share that each shareholder will has voting right will be as shown in shareholders register at the same day. So the right of</p>





Current Articles of Association	Amended Articles of Association
	<p>that person will not be effected although data in shareholders register are changed.</p> <p>Date determined by the Board of Director in paragraph one must be no more than two (2) months prior to the date of the shareholders' meeting and must not be date before the Board of Directors approve to hold shareholders' meeting. The Company will inform shareholder in advance not less than 14 days or other period that according to rules of the Stock Exchange of Thailand. And after the Board of Director determines date to determine which shareholders who have right to attend the meeting, it cannot be changed.</p>
<p>Article 13. The meeting of shareholders shall appoint the directors by use majority vote with following rules and methods;</p> <p>(1) A shareholder has one vote per one share</p> <p>(2) A shareholder can use all of his/her vote as stated in (1) to elect a person or persons to be director. But cannot be a vote for one director more or less than another director. Without regard to any other terms. Other provisions under this regulation cannot be interpreted to mean that the shareholders are entitled to vote on the election of directors by way of cumulative voting.</p> <p>(3) The person(s) who receive the highest number of votes, respectively will be appointed as director(s) equal to the number of director(s) to be elected at that time. In cases where the persons elected in the descending</p>	<p>Article 13. The meeting of shareholders shall appoint the directors by use majority vote with following rules and methods;</p> <p>(1) A shareholder has one vote per one share</p> <p>(2) A shareholder can use all of his/her vote as stated in (1) to elect a person or persons to be director. But cannot be divided vote for one director more or less than another director. Without regard to any other terms. Other provisions under this regulation cannot be interpreted to mean that the shareholders are entitled to vote on the election of directors by way of cumulative voting.</p> <p>(3) The person(s) who receive the highest number of votes, respectively will be appointed as director(s) equal to the number of director(s) to be elected at that time. In cases where the persons elected in the descending order have equal votes more than the number will be elected at that time, the chairman shall be the decisive vote.</p>



Current Articles of Association	Amended Articles of Association
<p>order have equal votes more than the number will be elected at that time, the chairman shall be the decisive vote.</p>	
<p>Article 21. For the Board of director meeting, must have director attend not less than half of total number director to be a quorum</p> <p>If the Chairman of the Board cannot attend the meeting or cannot perform duty, the Vice Chairman should perform role of chairman of the meeting instead. If neither the Chairman nor the Vice Chairman, or is unable to perform his or her duties, the directors present at the meeting shall elect one director to preside over the meeting.</p> <p>Decisions of the Board of Directors should be based on the majority vote of number of directors attend the meeting.</p> <p>For voting in the Board of Director meeting. One director will have one vote. Except for a director who has an interest in a particular matter, the director will not have the right to vote on that matter. If the votes are equal, the Chairman of the meeting shall have an additional vote as a decisive vote.</p>	<p>Article 21. For the Board of director meeting, must have director attend not less than half of total number director to be a quorum</p> <p>If the Chairman of the Board cannot attend the meeting or cannot perform duty, the Vice Chairman should perform role of chairman of the meeting instead. If neither the Chairman nor the Vice Chairman, or is unable to perform his or her duties, the directors present at the meeting shall elect one director to preside over the meeting.</p> <p>In the case that the Board of Director meeting is hold via electronic media, the operation shall be in accordance with the rules and standards for maintaining the security of meeting via electronic media that determined by the Ministry of Information and Communication Technology or by the relevant government agencies announce to determined.</p> <p>Director of the Company who attend the Board of director meeting via electronic media with method and comply with condition as stated is considered as attending in the meeting and can be counted as a quorum. And considered that the Board of director meeting via electronic media has the same effect as the meeting in the manner prescribed in this law and regulation.</p> <p>Decisions of the Board of Directors should be based on the majority vote of number of directors attend the meeting.</p> <p>For voting in the Board of Director meeting. One director will have one vote. Except for a director who</p>



Current Articles of Association	Amended Articles of Association
	<p>has an interest in a particular matter, the director will not have the right to vote on that matter. If the votes are equal, the Chairman of the meeting shall have an additional vote as a decisive vote.</p>
<p>Article 22. The Board of Directors must hold a meeting of the Board of Directors at least once every 3 months.</p> <p>In order to call directors to the Board of directors meeting, the Chairman of the Board or person who is assigned by the Chairman send the call notice to meeting to directors not less than 7 days before meeting date except in case of necessity, to maintain the right or benefits of the company, can call to meeting by other methods and set date of meeting faster than that.</p> <p>However, 2 or more directors may request the Chairman to call a meeting of the Board of Directors. If 2 or more directors request the Chairman or director assigned by the chairman, the meeting date shall be determined within 14 days from the date receipt the request.</p> <p>The Board of Directors can hold meeting anywhere both inside and outside the kingdom.</p>	<p>Article 22. The Board of Directors must hold a meeting of the Board of Directors at least once every 3 months.</p> <p>In order to call directors to the Board of directors meeting, the Chairman of the Board or person who is assigned by the Chairman send the call notice to meeting to directors not less than 7 days before meeting date except in case of necessity, to maintain the right or benefits of the company, can call to meeting by other methods and set date of meeting faster than that.</p> <p>Invitation letter to the Board of Directors Meeting including supporting documents. The Company may send meeting invitation and supporting documents via electronic mail instead.</p> <p>However, 2 or more directors may request the Chairman to call a meeting of the Board of Directors. If 2 or more directors request the Chairman or director assigned by the chairman, the meeting date shall be determined within 14 days from the date receipt the request.</p> <p>The Board of Directors can hold meeting anywhere both inside and outside the kingdom.as determine by the Chairman or the person assigned by the Chairman.</p> <p>Beside that if the Chairman or the person assigned by the Chairman considered appropriate, the directors of the Company can attend the meeting and perform any action through electronic media.</p>



Current Articles of Association	Amended Articles of Association
<p>Article 25. The Board of Directors must convene shareholders meeting of the Annual General Meeting of shareholders within 4 months from accounting year end date of the Company.</p> <p>Any other meeting of shareholders other than the first paragraph shall be called an extraordinary general meeting. The Board of Directors can call an extraordinary shareholders' meeting whenever considered appropriate, or shareholders holding share not less than one-fifth of the total number of shares sold, or shareholders not less than 25 persons, who have total shares not less than one-tenth of the total number of shares sold, compile name and submit notice request the Board of Directors to call for an Extraordinary General Meeting at any time. But have to specify the reason to request a meeting clearly in the letter. In this case, the Board of Directors shall hold a shareholders' meeting within 1 month from the date receive the letter from the shareholders.</p>	<p>Article 25. The Board of Directors must convene shareholders meeting of the Annual General Meeting of shareholders within 4 months from accounting year end date of the Company.</p> <p>Any other meeting of shareholders other than the first paragraph shall be called an extraordinary general meeting.</p> <p>The Board of Directors can call an extraordinary shareholders' meeting whenever considered appropriate or one shareholder or more, who have total shares not less than 10% of total shares sold, compile name and submit notice request the Board of Directors to call for an Extraordinary General Meeting at any time. But have to specify the reason to request a meeting clearly in the letter. In this case, the Board of Directors shall hold a shareholders' meeting within 45 days from the date receive the letter from the shareholders.</p> <p>In case the Board does not arrange a meeting within the period specified in the second paragraph. Any shareholders who compiled name or other shareholders total share hold as required can call for meeting by the shareholders within forty five (45) days since end of the period in the second paragraph. In such cases, shall be considered as the shareholders meeting that called by the Board of Directors. The Company have to responsible for the expenses incurred due to the provision of meetings and appropriate facilities.</p> <p>In case that the meeting of shareholders is called for the meeting by shareholder as stated in paragraph three, the number of shareholders attending the meeting did not meet the required to</p>



Current Articles of Association	Amended Articles of Association
	be quorum, the shareholders in paragraph three have to responsible to pay for any expenses incurred from such meetings to the Company.
<p>Article 30. Affairs that should be done in the Annual General Meeting are as follows;</p> <p>(1) Consider the report of the board of directors proposed to the meeting to present the Company's performance in the past year.</p> <p>(2) To approve the balance sheet and the profit and loss account at the end of the accounting period.</p> <p>(3) Consider the allocation of profits.</p> <p>(4) To elect directors in place of those retired by rotation.</p> <p>(5) To determine the remuneration of the Company's directors.</p> <p>(6) Appointment of auditors</p> <p>(7) Other affair</p>	<p>Article 30. Affairs that should be done in the Annual General Meeting are as follows;</p> <p>(1) Consider the report of the board of directors proposed to the meeting to present the Company's performance in the past year.</p> <p>(2) To approve the balance sheet and the profit and loss account at the end of the accounting period.</p> <p>(3) Consider the allocation of profits, dividend payment and allocation of funds to reserves.</p> <p>(4) To elect directors in place of those retired by rotation.</p> <p>(5) To determine the remuneration of the Company's directors.</p> <p>(6) Appointment of auditors and audit fee.</p> <p>(7) Other affair</p>
<p>Article 40. In case that the Company or Subsidiary agrees to enter into any related transaction or transaction relating to the acquisition or disposal of assets of the Company or Subsidiary, definition according to the Notification of the Stock Exchange of Thailand that comply with the related transactions of listed companies or the acquisition or disposition of assets case by case. The company should follow rules and procedures as stated in the announcement of this matter.</p>	<p>Article 40. In case that the Company or Subsidiary agrees to enter into any related transaction or transaction relating to the acquisition or disposal of assets of the Company or Subsidiary, definition according to the Notification of the Stock Exchange of Thailand or the regulations of the Securities and Exchange Commission that comply with the related transactions of listed companies or the acquisition or disposition of assets case by case. The company should follow rules and procedures as stated in the announcement of this matter.</p>

In order to submit for amendment of the Articles of Association to the Department of Business Development, Ministry of Commerce, can be done successfully and according to the order of the registrar.



The Company consider to propose to consider and approve to delegate to authorized director and/or person who was assigned by authorized director to have authorize to amend and/or add detail message or text of the Articles of Association or text in documents and/or applications as needed and appropriated in order to the order of the registrar and can be registered the amendment the Articles of Association to the Department of Business Development, Ministry of Commerce successfully by does not affect the substance of the amendment of the Articles of Association proposed above.

The Board of Directors consider and agree to propose to shareholders meeting to consider and approve to amend the Articles of Association article 4, article 5, article 6, article 10/1 (additional), article 13, article 21, article 22, article 25, article 30 and article 40 and delegation authorize regard to submitting to registered the amend of the Articles of Association as propose above.

Consideration of this agenda must be approved by votes not less than 3 of 4 of all votes of shareholders who attend the meeting and have voting right.

Mr. Yuttana Taepangthong give an opportunity for shareholders to ask questions.

There was no shareholder asking for any questions or comments. Therefore, Mr. Yuttana Taepangthong propose the meeting to consider and conclude.

**Resolution** The Meeting considered and approved to amend the Articles of Association article 4, article 5, article 6, article 10/1 (additional), article 13, article 21, article 22, article 25, article 30 and article 40 and delegation authorize regard to submitting to registered the amend of the Articles of Association as propose. The resolution was passed by the unanimous vote of the total votes of shareholders who attend the meeting and have voting right.

The voting results on this agenda are as follows;

Shareholders	Number (votes)	Percentage (of total shares of shareholders attend and have voting right)
Agree	557,035,139	100.0000 %
Disagree	0	0.0000 %
Abstain	0	0.0000 %
<b>Total</b>	<b>557,035,139</b>	<b>100.0000 %</b>



**Agenda 7**      **To consider other matter (if any)**

Mr. Yuttana Taepangthong inform to the meeting that shareholder who has questions or comments and suggestions to the Company can question or comment on this agenda. The shareholders inquire and comment to the Company as follows;

1. Miss Janenate Methaveevinij, shareholder, has inquiries as follows;

1.1 **Question:** How the proceeds from the capital increase will be used to expand the business or solve any problem?

**Answer:** Mr. Yuttana Taepangthong, Director/Managing Director reply that in case the shareholders exercise their right to subscribe the newly issued ordinary shares as allot by the Company, the Company will receive proceeds approximately 360 million baht from the capital increase. The Company will divide proceeds for the following purposes:

(1) The Company will use approximately 250-300 million baht to repay the Company and its subsidiaries' loan.

(2) The Company will use the remaining of 60-110 million baht to invest in other businesses that can generate good return to the Company. If the details of the investment in other businesses are clearly and confirmed the Company will inform to the shareholders further.

1.2 **Question:** After the completion of the capital increase, how business plan of year 2018 the Company has in order to make growth and profitability more than the past year?

**Answer:** Mr. Yuttana Taepangthong, Director/Managing Director explain that core business now are (1) Trading business which is main business (2) Properties Development in Sattahip district, Chonburi province (3) Entertainment business at Center of Cultural, Food, Restaurant and Lanna Show (Khum Khan Toke) in Chiangmai Province and (4) Renewable Energy business, generate electricity from solar energy on ground type (Solar Farm) and generate electricity from solar energy on rooftop type (Solar Rooftop). The 4 core businesses are still operating according to the plan. Investment in new business is still in the process of studying the right business model.



1.3 **Question:** How many types of renewable energy of the Company are available and how many megawatts of capacity?

**Answer:** Mr. Yuttana Taepangthong, Director/Managing Director explain that now renewable energy business of subsidiary are the solar farm business in Saraburi province with total capacity of 5.5 megawatts. Commercial Operation Date (COD) started in 2012. The adder price is 8 baht per unit for a period of 10 years, which will end in 2022. And solar power businesses which are installed on the roof total capacity is about 2 megawatts.

1.4 **Question:** How about the operating results of Real estate business?

**Answer:** Mr. Yuttana Taepangthong, Director/Managing Director explain that the first project is a townhome located in Sattahip district, Chonburi province. There are 32 units in total. In 2017, the company sold 13 units, available 19 units. The company expects to sell 13 - 15 units this year.

1.5 **Question:** How about the operating results of Food and Lanna Culture Show Business in Chiang Mai?

**Answer:** Mr. Yuttana Taepangthong, Director/Managing Director explain that the Company invest in Khum Khan Toke Project and start operating since April 2017 which is high season, thus the return is quite good.

2. Mr. Suwan Decharin, shareholder, has inquiry as follows;

2.1 **Question:** Does the company plan to provide shareholders visit the plant of solar power generation plant (Solar Farm) business at Saraburi Province?

**Answer:** Mr. Yuttana Taepangthong, Director/Managing Director explain that any shareholder who is interested in visiting the Solar Farm can give his/her name, surname and phone number to Miss Nattakarn Santayanont, Company Secretary, the Company will inform the shareholders of the details of the program further.

Mr. Yuttana Taepangthong asked if any shareholder would ask more questions. There were no further inquiries from shareholders.





The Chairman said thank you to the shareholders and proxies. And said to closed the meeting at 10.40 a.m.

A handwritten signature in blue ink, appearing to read 'Wor. Kas', is positioned above the printed name of the Chairman.

(General Kasemsak Plooksawat)  
Chairman of the Board

A handwritten signature in blue ink, appearing to read 'Natthakarn', is positioned above the printed name of the Company Secretary.

(Miss Natthakarn Santayanont)  
Company Secretary / Secretary of the meeting



Information of the persons who are proposed  
to be replaced for directors who retired by rotation



Name : Mr. Yuttana Taepangthong  
 Current position : Director  
 Risk Management Director  
 Executive Director  
 Managing Director  
 Director Type : Director  
 to be appointed  
 Age : 44 years  
 Nationality : Thai

**Education :**

Level	Field	Institution
Bachelor's Degree	Accounting	Bangkok University

**Training course with Thai Institute of Directors (IOD) :**

Course	Class
Risk Management Program for Corporate Leaders (RCL)	9/2017
Directors Certification Program (DCP)	233/2017
Directors Accreditation Program (DAP)	120/2015

**Training course with Federation of Accounting Professions (FAP) :**

Course	Class
Chief Financial Officer (CFO)	16

**Current Positions as Director/ Executive in other Company :**

- **Other Listed Company**

2014 - Present : Director

Sanko Diecasting Plc. (SANKO)



- **Other than Listed Company**

2016 - Present : Director

Saraburi Solar Co., Ltd.

2015 - Present : Director

ACC Electric Co., Ltd.

ACC Landmark Co., Ltd.

ACC Green Energy Co., Ltd.

W.Solar Co., Ltd.

Bangpakong Solar Power Co., Ltd.

2014 - Present : Director

C.E.I. (Chiangmai) Co., Ltd.

- **Other business that may conflict of interest with the Company**

- None -

**Working Experience in last 5 years :**

2012 – 2015 : Advisor to Chief Executive Officer

Jubilee Enterprise Plc. (JUBILE)

2013 – 2014 : Audit Committee

Electronics Industry Plc. (EIC)

1994 – 2014 : Director of Accounting and Finance Department

Jubilee Enterprise Plc. (JUBILE)

**Family Relation with Management :** - None -

**Term in position of Director :** 2 years

**Number of Meeting Attend :** During 2017 number of the Board of Directors and Committee meeting attend are as follows;

(1) Board of Directors meeting 9 times from total 9 times

(2) Risk Management Committee meeting 1 time from total 1 time



Interested with company/subsidiary/associates/or juristic person that may conflict in present or during last 2 years by:

<b>Shareholding in the Company</b> - No. of shares - Proportion of total shares with voting right	- None - - None -
<b>Close relative with executives/major shareholder of company/subsidiary</b>	- None -
<b>Relationship in followings kinds with company/subsidiary/associates/or juristic person that may conflict in present or during last 2 years:</b> 1. Being director involved in management, staff, employee or consultant with regular salary 2. Being professional executives such as auditor or legal consultant. 3. Business relationship (e.g. trading of material/product/service/borrowing /lending) please specify size of transaction.	- None - - None - - None -



Information of the persons who are proposed  
to be replaced for directors who retired by rotation



Name : Mr. Sarin Ruangsorn  
 Current position : Director  
 Executive Director  
 Deputy Managing Director  
 Director Type to be appointed : Director  
 Age : 37 years  
 Nationality : Thai

**Education :**

Level	Field	Institution
Master's Degree	Business Administration	Sasin Graduate Institute of Business Administration of Chulalongkorn University
Bachelor's Degree	Business Administration & Information Technology	London Metropolitan University, UK

**Training course with Thai Institute of Directors (IOD) :**

Course	Class
Directors Certification Program (DCP)	234/2017
Directors Accreditation Program (DAP)	120/2015

**Current Positions as Director/ Executive in other Company :**

- Other Listed Company

- None -

- Other than Listed Company

2017 - Present : Director

Saraburi Solar Co., Ltd.



2015 - Present : Director

ACC Electric Co., Ltd.

ACC Green Energy Co., Ltd.

C.E.I. (Chiangmai) Co., Ltd.

● **Other business that may conflict of interest with the Company**

- None -

**Working Experience in last 5 years :**

2010 – 2015 : Director

Prime Mansion Co., Ltd.

2010 – 2015 : Executive Advisor

Jintana Intertrade Co., Ltd.

2010 – 2015 : Executive Advisor

Inner Wear Center Co., Ltd.

**Family Relation with Management :** - None -

**Term in position of Director :** 2 years

**Number of Meeting Attend :** During 2017 number of the Board of Directors and sub-committee meeting attend are as follows;

(1) Board of Directors meeting 9 times from total 9 times



Interested with company/subsidiary/associates/or juristic person that may conflict in present or during last 2 years by:

<b>Shareholding in the Company</b> - No. of shares - Proportion of total shares with voting right	- None - - None -
<b>Close relative with executives/major shareholder of company/subsidiary</b>	- None -
<b>Relationship in followings kinds with company/subsidiary/associates/or juristic person that may conflict in present or during last 2 years:</b> 1. Being director involved in management, staff, employee or consultant with regular salary 2. Being professional executives such as auditor or legal consultant. 3. Business relationship (e.g. trading of material/product/service/borrowing /lending) please specify size of transaction.	- None - - None - - None -



Information of the persons who are proposed  
to be replaced for directors who retired by rotation



Name : Dr. Charnsiri Suetrong  
 Current Position : Independent Director  
 Audit Committee  
 Risk Management Director  
 Director Type : Director  
 to be appointed  
 Age : 57 years  
 Nationality : Thai

**Education :**

Level	Field	Institution
Doctor of Medicine's Degree, Medicine Graduate		CEBU Institute of Medicine, Philippines
Bachelor's Degree	Science (Biology)	University of San Carlos, Philippines

**Training course with Thai Institute of Directors (IOD) :**

Course	Class
Directors Accreditation Program (DAP)	120/2015

**Current Positions as Director/ Executive in other Company :**

- **Other Listed Company**
  - None -
- **Other than Listed Company**
  - 2008 - Present : Assistant Honorary Consul  
 Consulate General of the Korea, Chiang Mai Province
- **Other business that may conflict of interest with the Company**
  - None -

**Working Experience in last 5 years :**

- None -





**Family Relation with Management :** - None -

**Term in position of Director :** 2 years 4 months

**Number of Meeting Attend :** During 2017 number of the Board of Directors and Committee meeting attend are as follows;

- (1) Board of Directors meeting 9 times from total 9 times
- (2) Audit Committee meeting 4 times from total 4 times
- (3) Risk Management Committee meeting 1 time from total 1 time

**Interested with company/subsidiary/associates/or juristic person that may conflict in present or during last 2 years by:**

<b>Shareholding in the Company</b>	
- No. of shares	- None -
- Proportion of total shares with voting right	- None -
<b>Close relative with executives/major shareholder of company/subsidiary</b>	- None -
<b>Relationship in followings kinds with company/subsidiary/associates/or juristic person that may conflict in present or during last 2 years:</b>	
1. Being director involved in management, staff, employee or consultant with regular salary	- None -
2. Being professional executives such as auditor or legal consultant.	- None -
3. Business relationship (e.g. trading of material/product/service/borrowing /lending) please specify size of transaction.	- None -



Information of the persons who are proposed  
to be replaced for directors who retired by rotation



Name : Mr. Pasu Sukhumvart  
 Current position : Director  
 Independent Director  
 Audit Committee  
 Nomination and Remuneration Committee  
 Director Type : Director  
 to be appointed  
 Age : 53 years  
 Nationality : Thai

**Education :**

Level	Field	Institution
Bachelor's Degree	Political Science (Governance Major), Humanities and Social Sciences	Prince of Songkla University

**Training course with Thai Institute of Directors (IOD) :**

Course	Class
Directors Certification Program (DCP)	239/2017
Directors Accreditation Program (DAP)	120/2015

**Current Positions as Director/ Executive in other Company :**

- **Other Listed Company**
  - None -
- **Other than Listed Company**
  - 2016 - Present : Qualified Person from Private Sector in subcommittee  
Farmer Rehabilitation and Development Fund, Pathum Thani Province
  - 2013 - Present : Development Cooperation Committee  
Right Livelihood Foundation



2009 - Present : Director

Ingnatee Resort Co., Ltd., Pathumthani

● **Other business that may conflict of interest with the Company**

- None -

**Working Experience in last 5 years :**

2010 – 2017 : Advisor

Sub district Administration Organization Association of Thailand

2009 – 2017 : Special Project Manager

Suk Charoen Kij Limited Partnership

**Family Relation with Management :** - None -

**Term in position of Director :** 2 years 4 months

**Number of Meeting Attend :** During 2017 number of the Board of Directors and Committee meeting attend are as follows;

- (1) Board of Directors meeting 8 times from total 9 times
- (2) Audit Committee meeting 4 times from total 4 times
- (3) Nomination and Remuneration Committee meeting 1 time from total 1 time



Interested with company/subsidiary/associates/or juristic person that may conflict in present or during last 2 years by:

<b>Shareholding in the Company</b> - No. of shares - Proportion of total shares with voting right	- None - - None -
<b>Close relative with executives/major shareholder of company/subsidiary</b>	- None -
<b>Relationship in followings kinds with company/subsidiary/associates/or juristic person that may conflict in present or during last 2 years:</b> 1. Being director involved in management, staff, employee or consultant with regular salary 2. Being professional executives such as auditor or legal consultant. 3. Business relationship (e.g. trading of material/product/service/borrowing /lending) please specify size of transaction.	- None - - None - - None -



## **Method to giving a proxy, Registration and Voting in Shareholders Meeting**

Advanced Connection Corporation Public Company Limited

Registration of attendant in the Annual General Meeting of Shareholders for 2018 of Advanced Connection Corporation Public Company Limited. The Company will start registration on 8.00 a.m. at venue specified in the invitation letter. The registration will be run by checking name with name list register. Therefore, **to convenient the registration, shareholders and proxy who will attend the meeting, please bring the invitation letter, registration form and proxy form with you.**

### **1. Documents the attendant must be present before attend the meeting**

#### **Natural person**

##### **1. In case that shareholder attends the meeting by his/herself**

Please present all valid documents which issued from official department such as identification card, official card, driving license or passport. If there is changing name or surname, an evidence document also needs to present.

##### **2. In case of giving a proxy to attend the meeting**

2.1 A proxy form enclosed with the invitation letter (choose one form) which is filled completely and signed a signature of shareholder and the proxy.

2.2 Copy of documents issued by the official department, as mention in 1, and the shareholder had signed a signature to certify true copies.

2.3 To present the documents that issued by the official department of the proxy as same as mention in 1.

#### **Juristic person**

##### **1. In case of shareholder's representative (director) attend the meeting by him/herself**

1.1 To present the documents that issued by the official department of the representative of juristic person as same as natural person as mention in 1.

1.2 Copy of Certificate of registration as juristic person of shareholders with certified true copy by the representative of the juristic person (director) with statement said the juristic person's representative who attend the meeting has authorized from the juristic person which is shareholders.

##### **2. In case of shareholder appointed a proxy and allow the proxy to attend the meeting**



- 2.1 A proxy form as enclosed with the invitation letter (choose one form) which had been completely filled and signed by juristic person's representative (director) who is the appointer and the proxy.
- 2.2 Copy of Certificate of registration as juristic person of shareholders with certified true copy by the representative of the juristic person (director) with statement said the juristic person's representative who attend the meeting has authorized from the juristic person which is shareholders.
- 2.3 Copy of documents of the juristic person's representative (director) issued by the official department, who is an appointer and sign to certify true copy.
- 2.4 To present documents of the proxy, issued by the official department, as same as natural person as mention in 1.

**3. In case of foreign shareholder and appoint custodian in Thailand as securities depository**

- 3.1 Prepare and present documents same as juristic person case in 1 or 2.
- 3.2 In case of foreign shareholder appointed the custodian to sign in the proxy form instead, have to send other evidence as follows:
  - 1) Power of attorney from foreign shareholder to appoint custodian to sign in the proxy instead.
  - 2) Letter of confirmation that signer in the proxy form is certified to do custodian business. In order that document which is not origin in English must enclose its translation also with shareholders or shareholders' representative certified true of the translation.

**2. Method to giving a proxy**

The company send 3 forms of proxy that is form A, form B and form C of each shareholder according to the Department of Business Development, Ministry of Commerce specified of 3 forms as in Notification of Department of Business Development Re: Specify Proxy Form (No. 5) B.E. 2550 as follows:

- ❖ Form A. General form which is simply and not complicate
- ❖ Form B. Specific detail proxy form
- ❖ Form C. For foreign shareholders and appoint custodian in Thailand as securities depository.

**The shareholder who cannot attend the shareholders' meeting of the company by himself or herself will be able to appoint a proxy by proceeding as the following processes.**

1. To choose a proxy form as the above mentioned only one type as below.



- 1.1 General shareholder will be able to choose a proxy form only form A or B (one type only).
- 1.2 Foreign shareholder who has a name in register book and appointed custodian in Thailand to be a securities depository able to use one of 3 proxy forms (Form A, Form B, or Form C).
2. To appoint one person as a proxy upon to shareholder's intention or give a proxy to one of the Company's independent director as shown detail in Attachment 6 by choose only one by specify name and details of person whom the shareholder intent to appoint and accuracy and clearly fill in the Proxy form. And the proxy holder and the proxy must sign in Proxy form.
3. Stick on 20 Baht duty stamp and cross out with date of giving proxy in order to be completed and legally. In order that, the company provide convenience in sticking duty stamp to proxy who registering to attend.
4. Send back the proxy form with envelope provided to the Company secretary office within January 19, 2018 or before meeting start not less than half an hour to sufficient time for company officer to check documents and be prompt on start time (the officers who have names appeared on a table of content).

The shareholder cannot separate number of shares by giving a proxy to many proxies in order to separate of voting and the shareholder must giving proxy equal to the number of shares that he/she hold and cannot provide proxy only parts or less than the number of shares hold **except** of custodian whom foreign shareholder has appointed as securities depository according to proxy form C.

### 3. Registration to attend the meeting

The company starts to register of attendant of the meeting before meeting start not less than 1 hour or since 8.00 a.m. on April 30, 2018 at Suanluang 4 Meeting Room, Novotel Bangkok Bangna Hotel, 333 Srinakarin Road, Nongbon, Praves, Bangkok. Please find map in Enclosure 8. After registration sign to attend the meeting, shareholder or proxy will receive ballot of each agenda 1 set per person for vote as follows

- (1) Shareholder who attend by themselves will receive ballot 1 set
- (2) Proxy
  - (2.1) In case shareholder already specify the voting intention in proxy form, proxy will not receive ballot. The officer will bring the vote specified in proxy form of all agenda to record in advance and will bring to gather processing with other shareholder vote and announce in the meeting at end of each agenda.
  - (2.2) In case shareholder not specify the voting intention in proxy form, proxy will receive ballot 1 set for consider and vote.



#### 4. Voting in the shareholders' meeting

##### Principles of voting

###### **General agenda**

1. Voting in each agenda will be expose done by raising hand counting one vote for one share. Shareholder or proxy has to vote in only one of approved, disapproved or abstain, cannot divide vote into parts (except for vote of custodian).
2. In case of giving a proxy
  - 2.1 Proxy must vote following to vote specified by appointer only. Any vote of proxy that is not follow to vote specified in the proxy form, then assumed that vote is incorrect and not assumed to be shareholders' vote.
  - 2.2 If appointer does not specify intention of vote of any agenda in the proxy form or specified but unclear or there is agenda to consider or approve in the meeting in additional than specify in proxy form include case of changing or adding facts, proxy has right to consider and vote on behalf of appointer within appropriate.

##### Practices for voting in each agenda

Chairman of the meeting will explain detail of voting to the Meeting with guideline as follow

1. Before voting in each agenda, chairman of the meeting will permit the attendee to ask questions relevant to the agenda as appropriate. By asking attendee who want to ask question or express an opinion please inform his/her name and surname to the meeting before asking or express an opinion in every time.
2. For voting in each agenda, chairman of the meeting will ask that are there any one else who disagree or abstain, please put a tick mark in the box  disagree or  abstain in the ballot and let the shareholder (or proxy) raise his/her hand up to let the officer to collect the ballot to check and count. In vote counting, the Company will deduct vote of disagree, abstain and voided ballot from total votes. And the remaining will be considered as agree vote. Who vote agree, please put a tick mark in the box  agree in ballot and send back to the officer at the end of the meeting. The Company will collect ballot of all shareholders after finish the meeting to use as evidence. Ballot that return to the vote count officer after announce to close vote count of that agenda will be considered as agree ballot only. After finish vote count processing, chairman of the meeting or moderator will announce the result to the meeting.

Shareholder who want to quit before the meeting end or not in the meeting room in any agenda, shareholder can use his/her right by send his/her ballot to the Company's officer in advance.





**Resolution of shareholders' meeting must compose with votes as follows**

- ❖ In ordinary case, assuming majority vote of shareholders attend and have right to vote as a meeting resolution.
- ❖ In other case which has law or Articles of Association specify different from ordinary case. The resolution of the meeting acknowledge before vote in each agenda.
  1. If there are equally vote, chairman of the meeting will vote for another vote in order to judge.
  2. Shareholder or proxy who has special interested in whatever matter, is prohibited to vote in such matter and chairman of the meeting may invite shareholder or proxy out of the meeting for temporary except for voting for director election.
  3. Secret vote may be done when there are not less than 5 shareholders in the meeting request for and the meeting has resolution to do secret vote. Chairman of the meeting will specify method to do secret vote and inform the meeting to acknowledge before vote in agenda that has a resolution to vote as secret.

**Vote counting and informing the vote count**

Chairman of the meeting will explain method in counting the vote to the meeting before start the agenda. The company will count votes of each agenda from voting that shareholders or proxy attend and have right to vote. And will inform the result of votes counting to the meeting to acknowledge in every agenda before finished the meeting.

If any shareholder want to ask question or express an opinion, he/she can ask or express an opinion relevant to each agenda directly. And if any shareholder want to recommend any other opinion that is not include in any agenda, he/she can express his/her opinion in agenda of others matters. In order that, before asking or expressing an opinion please specify your name and surname in order to record in minutes of meeting accuracy and complete.



**Brief profile and qualification of the Independent Directors  
whom shareholders can authorize as a Proxy**

In case that shareholder willing to vote but inconvenient to attend in the meeting, can give a proxy to 1 of 3 of the Independent Directors who mandated as a proxy from shareholder in the Annual General Meeting of Shareholders for 2018. Directors' name and summary background are as follows:

(1) Mr. Arichai Ractham Ph.D. Independent Director and Chairman of Audit Committee

Age: 49 years

Address: 82/85 Moo 10 Talingchan sub district, Talingchan district, Bangkok 10170

Education: Doctorate in Financial Economics, Claremont Graduate School, USA  
Master Degree in Finance, Claremont Graduate School, USA  
Bachelor's Degree in Economics and Business Administration, Eastern Washington University, USA

Company's shareholding proportion: -None-

Current position: 2007 - Present: Audit Committee, Syntec Construction Plc. (SYNTEC)

2009 - Present: Lecturer, the Thai Institute of Directors Association

1998 - Present: General Manager, Chulalongkorn University

General Manager, Kasetsart University

General Manager, Mahidol University

(2) Doctor Chansiri Suetrong Independent Director and Audit Committee

Age: 57 years

Address: 10 Charoen Prates Road Soi 1, ChangKlan Sub district, Muang District, Chiangmai Province 50100

Education: Doctor of Medicine's Degree, Medicine Graduate, CEBU Institute of Medicine, Philippines

Bachelor's Degree, Science (Biology), University of San Carlos, Philippines

Company's shareholding proportion: -None-

Current position: 2008 - Present : Assistant Honorary Consul, Consulate General of the Korea, Chiang Mai Province



- (3) Mr. Pasu Sukhumvart Independent Director and Audit Committee
- Age: 53 years
- Address: 34/72 Moo 1 Khlongkluea sub district, Pak Kret district, Nonthaburi 11120
- Education: Bachelor's Degree Faculty of Humanities and Social Sciences, Prince of Songkla University
- Company's shareholding proportion: -None-
- Current position: 2016 – Present: Qualified Person from Private Sector in subcommittee, Farmer Rehabilitation and Development Fund, Pathum Thani Province
- 2013 - Present: Development Cooperation Committee, Right Livelihood Foundation
- 2009 - Present: Director of Ingnaatee Resort Co., Ltd., Pathumthani

Giving a proxy to Independent Director mentioned above or give a proxy to other person to attend the Meeting instead, please fill in the Proxy Form enclosed with this invitation letter and send back with copy of your identification card to the Company within April 26, 2018 in order to register in advance.

However, shareholder or proxy can register and submit document or evidence to verify at the Meeting venue before meeting start since 8.00 a.m. of April 30, 2018.



**Qualification of Independent Director specified by the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET)**

**Independent Director of the Company must be independent from major shareholder, management and other related person and also has qualification as follows:**

1. Holding the company's share not more than 1% of total share with the right to vote of the company, parent company, subsidiary company, associated company or juristic person that might has conflict. This also included shares held by spouse and children below legal age.
2. No participate in management and also not be an employee, officer, advisor with monthly salary, person who has power of control or person provide professional service for example auditor, lawyer of the company, parent company, subsidiary company, associated company or juristic person that might has conflict and has no interest as mentioned not less than 18 months before.
3. No business relationship with the company, parent company, subsidiary company, associated company or juristic person that might has conflict that may hinder his/her own independent judgment such as follows:
  - 3.1 No direct and indirect benefit gain from merchandises trading or services providing with the company, parent company, subsidiary company, associated company that valued more than 1% of total revenue for the year of the company or more than 10% of total revenue for the year of company that his/her has power of control within the accounting period.
  - 3.2 No direct and indirect benefit gain from money borrowing from the company, parent company, subsidiary company, associated company that valued more than 1% of total assets of the company.
4. No relation in form of family, marriage or legally register with person who might has conflict in level of father, mother, spouse, children or close relative (close relative mean person who has family relation or by legally register as follows father, mother, spouse, sibling and children include children's spouse).
5. Able to take care of every shareholders' benefit equally.
6. Able to take care and prevent conflict of interest.
7. Able to attend to the Board of Directors' Meeting to make a decision independently.
8. Not in unappropriated to be executive name list in opinion of the Stock Exchange of Thailand according to regulation of the Stock Exchange of Thailand.
9. Never be sentenced under law of Securities and Stock Exchange, law of doing financial business, securities business, credit foncier business, law of commercial banking, law of life insurance, law of insurance against loss, law of anti-money laundering or law relates to monetary business in similarly both Thai or foreign law by authorized unit under that law, only guilt relates to unfair action relates to securities trading or managing with cheat, defraud or corruption.
10. No other trait that cause unable to giving an opinion independently on the company's operation.

**Proxy Form A. (General form which is simply and not complicate)**

End of Notification of Department of Business Development Re: Specify Proxy Form (No. 5) B.E. 2550

Written at.....

Date..... Month..... Year.....

(1) I/We.....nationality.....address.....Road..... Sub district.....District.....Province.....Zip code.....

(2) Being a shareholder of Advanced Connection Corporation Public Company Limited holding the total amount of shares Total.....shares and have the rights to vote equal to.....votes as follows:  
 ordinary share.....shares and have the rights to vote equal to.....votes  
 preferred share.....shares and have the rights to vote equal to.....votes

(3) Hereby appoint

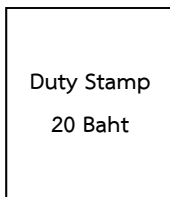
1) .....Age.....years  
 residing at.....Road.....Sub district.....  
 District.....Province.....Zip code.....

2) .....Age.....years  
 residing at.....Road.....Sub district.....  
 District.....Province.....Zip code.....

3) .....Age.....years  
 residing at.....Road.....Sub district.....  
 District.....Province.....Zip code.....

Only one of above to be my/our representative to attend the meeting and vote on my/our behalf in the Annual General Meeting of Shareholders for 2018 on Monday of April 30, 2018 at 9.00 a.m. at Suan Luang 4 Room, Novotel Bangna Hotel, Srinakarin Road, Nongbon, Pravet, Bangkok, Thailand or on other date, time and place as may be postponed or changed.

(4) Any business carried on by the proxy holder in the said meeting shall be deemed as having been carried out by myself/ourselves in all respects.



Signed.....Appointer  
 (.....)

Signed.....Proxy  
 (.....)

Signed.....Proxy  
 (.....)

Signed.....Proxy  
 (.....)

Remark: - The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.  
 - Please attached duty stamp 20 Baht.  
 - Please enclosed copy of identification card (with sign to certified true copy) of proxy holder along with this Attachment Proxy Form A.

**Proxy Form B. (Specific detail proxy form)**

End of Notification of Department of Business Development Re: Specify Proxy Form (No. 5) B.E. 2550

Written at.....

Date..... Month..... Year.....

(1) I/We.....nationality.....address.....Road..... Sub district.....District.....Province.....Zip code.....

(2) Being a shareholder of Advanced Connection Corporation Public Company Limited holding the total amount of shares Total.....shares and have the rights to vote equal to.....votes as follows:  
 ordinary share.....shares and have the rights to vote equal to.....votes  
 preferred share.....shares and have the rights to vote equal to.....votes

(3) Hereby appoint

- 1) .....Age.....years  
 residing at.....Road.....Sub district.....  
 District.....Province.....Zip code.....
- 2) .....Age.....years  
 residing at.....Road.....Sub district.....  
 District.....Province.....Zip code.....
- 3) .....Age.....years  
 residing at.....Road.....Sub district.....  
 District.....Province.....Zip code.....

Only one of above to be my/our representative to attend the meeting and vote on my/our behalf in the Annual General Meeting of Shareholders for 2018 on Monday of April 30, 2018 at 9.00 a.m. at Suan Luang 4 Room, Novotel Bangna Hotel, Srinakarin Road, Nongbon, Pravet, Bangkok, Thailand or on other date, time and place as may be postponed or changed.

(4) In this meeting, I/we intend to vote as follows:

Agenda 1 The matters to be informed by the Chairman of the meeting for acknowledgement

Agenda 2 To consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2018

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Approve.....  Disapprove.....  Abstain.....

Agenda 3 To consider and acknowledge the financial position and performance of the Company and Subsidiaries for the year ended December 31, 2017 and business plan for year 2018

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Approve.....  Disapprove.....  Abstain.....

Agenda 4 To consider and approve the financial statement of the Company and Subsidiary including the auditor report for the year ended December 31, 2017

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Approve.....  Disapprove.....  Abstain.....

Agenda 5 To consider and approve of no dividend payment and no legal reserve of the Company and Subsidiaries' operation for the year ended December 31, 2017

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Approve.....  Disapprove.....  Abstain.....

Agenda 6 To consider and approve to appoint of 4 directors who retired by rotation name as follows:

(1) Mr. Yuttana Taepangthong (2) Mr. Sarin Ruangsorn (3) Dr. Charnsiri Suetrong (4) Mr. Pasu Sukhumvart

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Appointment for all Nominated Directors  
 Approve.....  Disapprove.....  Abstain.....
- Appointment as individual
  - a) Director name: Mr. Yuttana Taepangthong  
 Approve.....  Disapprove.....  Abstain.....
  - b) Director name: Mr. Sarin Ruangsorn  
 Approve.....  Disapprove.....  Abstain.....
  - c) Director name: Dr. Charnsiri Suetrong  
 Approve.....  Disapprove.....  Abstain.....
  - d) Director name: Mr. Pasu Sukhumvart  
 Approve.....  Disapprove.....  Abstain.....

Agenda 7 To consider and approve for determination of directors remuneration

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Approve.....  Disapprove.....  Abstain.....

Agenda 8 To consider and approve for appointment of the auditors and determination of audit fee of the year 2018.

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Approve.....  Disapprove.....  Abstain.....

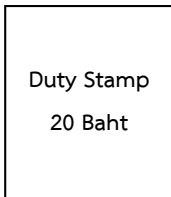
Agenda 9 Others Matters (if any)

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Approve.....  Disapprove.....  Abstain.....

(5) Voting of proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and shall not constitute my/our voting as a shareholder.

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

Any business carried on by the proxy holder in the said meeting, except where the proxy holder does not vote as I/we specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.



Signed.....Appointer  
(.....)

Signed.....Proxy  
(.....)

Signed.....Proxy  
(.....)

Signed.....Proxy  
(.....)

Remark:

1. The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.
2. Agenda of Directors election shall be elect for the whole or individual.
3. In case where the statement exceeds those specified above, additional details may be specified in the Attachment to this Proxy Form B. provided.



**Attachment to Proxy Form B.**

A proxy is granted by a shareholder of Advanced Connection Corporation Public Company Limited For the Annual General Meeting of Shareholders for 2018 on Monday of April 30, 2018 at 9.00 a.m. at at Suan Luang 4 Room, Novotel Bangna Hotel, Srinakarin Road, Nongbon, Pravet, Bangkok, Thailand or on other date, time and place as may be postponed or changed.

-----  
 Agenda Item No..... Re: .....

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (b) the proxy holder shall vote in accordance with my intention as follows:
  - Approve.....  Disapprove.....  Abstain.....

Agenda Item No..... Re: .....

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (b) the proxy holder shall vote in accordance with my intention as follows:
  - Approve.....  Disapprove.....  Abstain.....

Agenda Item No..... Re: .....

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (b) the proxy holder shall vote in accordance with my intention as follows:
  - Approve.....  Disapprove.....  Abstain.....

Agenda Item No..... Re: .....

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (b) the proxy holder shall vote in accordance with my intention as follows:
  - Approve.....  Disapprove.....  Abstain.....

Agenda Item No..... Re: .....

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (b) the proxy holder shall vote in accordance with my intention as follows:
  - Approve.....  Disapprove.....  Abstain.....

Remark: 1. Please attached duty stamp 20 Baht  
 2. Please enclosed copy of identification card (with sign to certified true copy) of proxy holder along with this Attachment Proxy Form B

**Proxy Form C. (Specific detail proxy form)**

End of Notification of Department of Business Development Re: Specify Proxy Form (No. 5) B.E. 2550

Written at.....

Date..... Month..... Year.....

(1) I/We.....nationality.....address.....Road..... Sub district.....District.....Province.....Zip code.....

(2) Being a shareholder of Advanced Connection Corporation Public Company Limited holding the total amount of shares Total.....shares and have the rights to vote equal to.....votes as follows:  
 ordinary share.....shares and have the rights to vote equal to.....votes  
 preferred share.....shares and have the rights to vote equal to.....votes

(3) Hereby appoint

- 1) .....Age.....years  
 residing at.....Road.....Sub district.....  
 District.....Province.....Zip code.....
- 2) .....Age.....years  
 residing at.....Road.....Sub district.....  
 District.....Province.....Zip code.....
- 3) .....Age.....years  
 residing at.....Road.....Sub district.....  
 District.....Province.....Zip code.....

Only one of above to be my/our representative to attend the meeting and vote on my/our behalf in the Annual General Meeting of Shareholders for 2018 on Monday of April 30, 2018 at 9.00 a.m. at Suan Luang 4 Room, Novotel Bangna Hotel, Srinakarin Road, Nongbon, Pravet, Bangkok, Thailand or on other date, time and place as may be postponed or changed.

(4) I/We authorize the proxy holder to attend the meeting and vote in this meeting as follows:

Authorize the proxy holder all of my/our shares held and have right to vote for

Authorize the proxy holder partially as follows:

- ordinary share.....shares and have the rights to vote equal to.....votes
- preferred share.....shares and have the rights to vote equal to.....votes
- Total rights to vote.....votes

(5) In this meeting, I/we intend to vote as follows:

Agenda 1 The matters to be informed by the Chairman of the meeting for acknowledgement

Agenda 2 To consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2018

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Approve.....  Disapprove.....  Abstain.....

Agenda 3 To consider and acknowledge the financial position and performance of the Company and Subsidiaries for the year ended December 31, 2017 and business plan for year 2018

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Approve.....  Disapprove.....  Abstain.....

Agenda 4 To consider and approve the financial statement of the Company and Subsidiary including the auditor report for the year ended December 31, 2017

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Approve.....  Disapprove.....  Abstain.....

Agenda 5 To consider and approve of no dividend payment and no legal reserve of the Company and Subsidiaries' operation for the year ended December 31, 2017

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Approve.....  Disapprove.....  Abstain.....

Agenda 6 To consider and approve to appoint of 4 directors who retired by rotation name as follows:

(1) Mr. Yuttana Taepangthong (2) Mr. Sarin Ruangsorn (3) Dr. Charnsiri Suetrong (4) Mr. Pasu Sukhumvart

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Appointment for all Nominated Directors  
 Approve.....  Disapprove.....  Abstain.....
- Appointment as individual
  - a) Director name: Mr. Yuttana Taepangthong  
 Approve.....  Disapprove.....  Abstain.....
  - b) Director name: Mr. Sarin Ruangsorn  
 Approve.....  Disapprove.....  Abstain.....
  - c) Director name: Dr. Charnsiri Suetrong  
 Approve.....  Disapprove.....  Abstain.....
  - d) Director name: Mr. Pasu Sukhumvart  
 Approve.....  Disapprove.....  Abstain.....

Agenda 7 To consider and approve for determination of directors remuneration

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Approve.....  Disapprove.....  Abstain.....

Agenda 8 To consider and approve for appointment of the auditors and determination of audit fee of the year 2018.

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Approve.....  Disapprove.....  Abstain.....

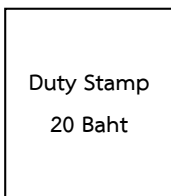
Agenda 9 Others Matters (if any)

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (b) the proxy holder shall vote in accordance with my intention as follows:  
 Approve.....  Disapprove.....  Abstain.....

(6) Voting of proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and shall not constitute my/our voting as a shareholder.

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

Any business carried on by the proxy holder in the said meeting, except where the proxy holder does not vote as I/we specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.



Signed.....Appointer  
(.....)

Signed.....Proxy  
(.....)

Signed.....Proxy  
(.....)

Signed.....Proxy  
(.....)

Remark:

1. This Proxy Form C. is only used for the shareholder who is specified in the register as a foreign investor and has appointed a custodian in Thailand to be a share depository and keeper.
2. The documents needed to be attached to this Proxy form C. are:
  - 2.1 Power of attorney from the shareholder empowering the custodian to sign this Proxy form C. on his/her behalf.
  - 2.2 Document confirming that the person who signed this Proxy Form C. is permitted to operate the custodian business.
3. The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.
4. Agenda of Directors election shall be elect for the whole or individual.
5. In case where the statement exceeds those specified above, additional details may be specified in the Attachment to this Proxy Form C. provided.

**Attachment to Proxy Form C.**

A proxy is granted by a shareholder of Advanced Connection Corporation Public Company Limited for the Annual General Meeting of Shareholders for 2018 on Monday of April 30, 2018 at 9.00 a.m. at at Suan Luang 4 Room, Novotel Bangna Hotel, Srinakarin Road, Nongbon, Pravet, Bangkok, Thailand or on other date, time and place as may be postponed or changed.

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 Agenda Item No..... Re: .....

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (b) the proxy holder shall vote in accordance with my intention as follows:
  - Approve.....  Disapprove.....  Abstain.....

Agenda Item No..... Re: .....

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (b) the proxy holder shall vote in accordance with my intention as follows:
  - Approve.....  Disapprove.....  Abstain.....

Agenda Item No..... Re: .....

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (b) the proxy holder shall vote in accordance with my intention as follows:
  - Approve.....  Disapprove.....  Abstain.....

Agenda Item No..... Re: .....

- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (b) the proxy holder shall vote in accordance with my intention as follows:
  - Approve.....  Disapprove.....  Abstain.....

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- (a) the proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (b) the proxy holder shall vote in accordance with my intention as follows:
  - Approve.....  Disapprove.....  Abstain.....

Remark: 1. Please attached duty stamp 20 Baht  
 2. Please enclosed copy of identification card (with sign to certified true copy) of proxy holder along this Attachment Proxy Form C.



## Articles of Association only parts related to shareholders meeting

Advanced Connection Corporation Public Company Limited

### Shareholders' meeting

Article 25. The board of directors shall hold a shareholders meeting as an annual ordinary meeting within 4 months since the end of the company's accounting period.

Any other meeting of shareholders other than the first paragraph shall be called an extraordinary general meeting. The Board of Directors can call an extraordinary shareholders' meeting whenever considered appropriate or one shareholder or more, who have total shares not less than 10% of total shares sold, compile name and submit notice request the Board of Directors to call for an Extraordinary General Meeting at any time. But have to specify the reason to request a meeting clearly in the letter. In this case, the Board of Directors shall hold a shareholders' meeting within 45 days from the date receive the letter from the shareholders.

In case the Board does not arrange a meeting within the period specified in the second paragraph. Any shareholders who compiled name or other shareholders total share hold as required can call for meeting by the shareholders within forty five (45) days since end of the period in the second paragraph. In such cases, shall be considered as the shareholders meeting that called by the Board of Directors. The Company have to responsible for the expenses incurred due to the provision of meetings and appropriate facilities.

In case that the meeting of shareholders is called for the meeting by shareholder as stated in paragraph three, the number of shareholders attending the meeting did not meet the required to be quorum, the shareholders in paragraph three have to responsible to pay for any expenses incurred from such meetings to the Company.

Article 26. Summoning shareholders' meeting, the board of directors have to make an invitation letter to attend the meeting specify venue, date, time, agenda and matters to propose to the meeting including with detail in brief. Also specify that such matters are proposed for acknowledge, for approve or for consider include the board of directors' opinion on that matters. The board of directors have to send the invitation letter to attend the meeting to shareholders and the registrar not less than 7 days before meeting date and advertise invitation letter to attend the meeting in newspaper not less than 3 days before meeting date for 3 days consecutive.

Shareholders' meeting shall be held in area of the company head office or other province around the Kingdom of Thailand.

Article 27. In shareholders' meeting, shareholders may give a proxy to other person to attend the meeting and vote instead of the shareholders in the meeting. The proxy form must be dated and signed by shareholders who give a proxy and must be complied with form that specified by the registrar.

This Proxy Form must be delivered to Chairman of the board of directors or whom specify by the chairman at the meeting before the proxy attend the meeting.



Article 28. In shareholders' meeting, there must be shareholders and proxies from shareholders (if any) attend to the meeting not less than twenty five persons or shareholders and proxies from shareholders attend not less than half of total number of shareholders. And either case, there must be number of shares in the amount not less than one third of total number of shares sold in order to constitute a quorum.

At any shareholders' meeting, if one hour has passed since the time specified for the meeting and the number of shareholders attending the meeting is still inadequate to constitute a quorum, and if such shareholder meeting was summoned as a result of shareholders request, such meeting shall be cancelled. If such meeting was not summoned as a result of shareholders request, please summon again and must deliver invitation letter to attend to meeting to shareholders not less than seven days before meeting date. In subsequent meeting, a quorum is not required.

At the shareholders' meeting, the chairman of the board of directors shall be the chairman of shareholders' meeting. If the chairman of the board of directors is not at the meeting or is unable to perform his or her duty, and if there is a vice chairman, the vice chairman shall be the chairman of the meeting. If there is no vice chairman or there is a vice chairman or is unable to perform his or her duty, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting.

Article 29. Voting in shareholders' meeting, one share has one right to vote.

Voting must be done in expose except shareholders not less than five persons request and the meeting has a resolution to vote as a secret vote, then voting as secret vote. Method of secret vote shall be specified by chairman of the meeting.

Resolution of the meeting shall be composed with vote such as follows:

- (1) In regular case, shall be majority vote of shareholders that attend and vote. If there are equally, the chairman of the meeting must vote for another one vote to judge.
- (2) In such case mention below, shall be vote not less than three fourth of total number of vote of shareholders attend and have right to vote.
  - (a) Selling or transferring the whole business of the company or significant part to others.
  - (b) Buying or being transferred business of other company or private company to be the company's.
  - (c) Signing, amending or cancelling an agreement relevant to rental whole business of the company or significant part. Assignment other person to manage business of the company or merging business with person or other juristic person with objective to share their profit and loss.
  - (d) Amendment of Memorandum of association or Article of Association.
  - (e) Increase or decrease in capital of the company or issuance of debenture.
  - (f) Merging or terminating the company.



Article 30. Affairs that should be done in the Annual General Meeting are as follows;

- (1) Consider the report of the board of directors proposed to the meeting to present the Company's performance in the past year.
- (2) To approve the balance sheet and the profit and loss account at the end of the accounting period.
- (3) Consider the allocation of profits, dividend payment and allocation of funds to reserves.
- (4) To elect directors in place of those retired by rotation.
- (5) To determine the remuneration of the Company's directors.
- (6) Appointment of auditors and audit fee.
- (7) Other affair





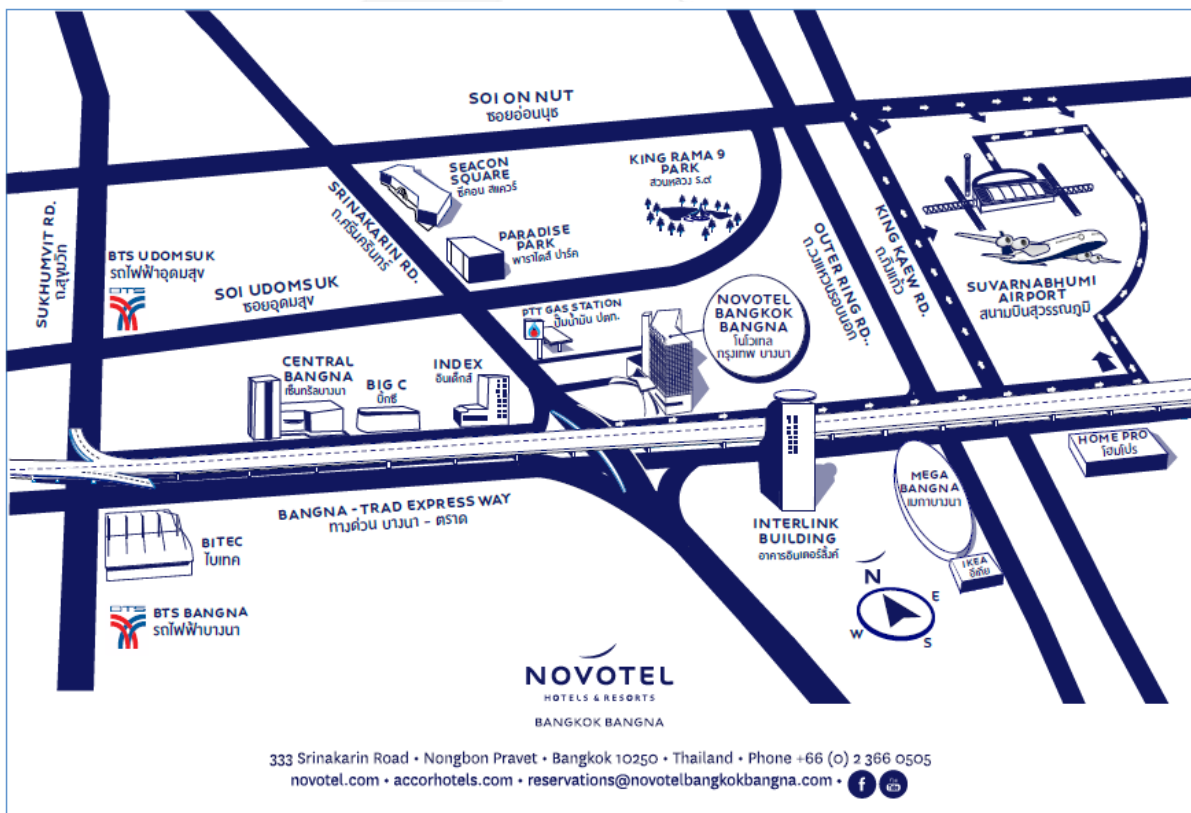
Map of venue of the Annual General Meeting of Shareholders for 2018

Advanced Connection Corporation Public Company Limited

Monday of April 30, 2018 at 9.00 a.m.

At Suanluang 4 Meeting Room, Novotel Bangkok Bangna Hotel

Located at 333 Srinakarin Road, Nongbon, Pravet, Bangkok, Thailand



Remark : Registration starts on 8.00 a.m.