



Invitation to the Extraordinary General Meeting of the Shareholders No. 2/2018
of Thai Luxe Enterprises Public Company Limited

Wednesday, September 19th, 2018

at 13.30 hours

at the Office of Thai Luxe Enterprises Public Company Limited

No. 62-62/1 Moo 2, RorPorChor. U-Tapao Road, Nong Chumphon Sub-district,

Khao Yoi District, Phetchaburi Province

August 28th, 2018

Subject: Invitation to attend the Extraordinary General Meeting of the Shareholders No. 2/2018

Attention: Shareholders of Thai Luxe Enterprises Public Company Limited

Enclosures:

1. A copy of the Minutes of the Extraordinary General Meeting of the Shareholders No. 1/2018
2. Proxy forms A, B and C, Explanation on Proxy Appointment, Registration Procedures, Documents Required for Attending the Meeting, Voting and Vote Counting Procedure
3. Profiles of independent directors for proxy appointment and definition of independent director
4. Articles of Association in respect of the shareholders' meetings
5. Map of the meeting venue

By resolutions of the Board of Directors of Thai Luxe Enterprises Public Company Limited (the "Company") in its Meetings No. 12/2018, held on August 14th, 2018, the Extraordinary General Meeting of the Shareholders No. 2/2018 was therefor scheduled to be held on Wednesday, September 19th, 2018 at 13.30 hours at the Company's office No. 62-62/1, Moo 2, Rorporchor. U-Tapao Road, Nong Chumphon Sub-district, Khao Yoi District, Phetchaburi Province, to consider such matters in accordance with the following agenda:

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





Purpose and Reason: The Extraordinary General Meeting of Shareholders No. 1/2018 was held on July 16, 2018 and a copy of the Minutes was sent to the Stock Exchange of Thailand within the time required by law. It is requested the Extraordinary General Meeting of the Shareholders No. 2/2018 to certify the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2018, which the Company sent to the shareholders together with the invitation to this meeting. A copy of the Minutes of the Meeting exhibited in Enclosure 1.

Opinion of the Board: The Board of Directors approved the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2018, on July 16, 2018, and agreed that the Minutes of the Meeting had been properly recorded.

Resolution: This agenda must be approved by majority votes of the shareholders present in the meeting and cast their votes.

Agenda Item 2 To consider and approve the change of the Company's name, the change of Securities Symbol, the change of Company's Logo and the change of Company's Seal to be conform with the change of the Company's name

Purpose and Reason: To be consistent with the business restructuring plan, the Company will transfer some of its business to the new subsidiary. Therefore, it is necessary to change of the Company's name, the change of Securities Symbol, the change of Company's Logo and the change of Company's Seal to be conform with the change of the Company's name as follows:

	Former Name	Change (New)
Thai	บริษัท ไทยลักซ์ เอ็นเตอร์ไพรส์ จำกัด (มหาชน)	บริษัท พีพี ไพร์ม จำกัด (มหาชน)
English	Thai Luxe Enterprises Public Company Limited	PP PRIME Public Company Limited
Securities Symbol	"TLUXE"	"PPPM"
Company's Logo		
Company's Seal		

Opinion of the Board: The Board of Directors' Meeting considered it appropriate to propose to the Company's Shareholders' Meeting in order to approve the change of the Company's name, the change of Securities Symbol, the change of Company's Logo and the change of Company's Seal to be conform with the change of the Company's name

Resolution: This agenda must be approved by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote

Agenda Item 3 To consider and approve the amendment of Clause 1 of the Memorandum of Association of the Company to be conform with the change of the Company's name

Purpose and Reason: The Board of Directors' Meeting No. 12/2017 held on August 14, 2018 had passed the resolution to propose to the Company's Shareholders' Meeting in order to consider and approve the amendment of Clause 1 of the Memorandum of Association of the Company to be conform with the change of the Company's name with the following details:

Old

Clause 1 ชื่อบริษัท “บริษัท _____ ไทยลักซ์ เอ็นเตอร์ไพรส์ _____ จำกัด (มหาชน)

Add the English Name to _____ Thai Luxe Enterprises _____ Public Company Limited”

Change to

Clause 1 ชื่อบริษัท “บริษัท _____ พีพี ไพร์ม _____ จำกัด (มหาชน)



Add the English Name to _____ PP PRIME _____ Public Company Limited”

Opinion of the Board: The Board of Directors’ Meeting considered it appropriate to propose to the Company’s Shareholders’ Meeting in order to approve the amendment of Clause 1 of the Memorandum of Association of the Company to be conform with the change of the Company’s name.

Resolution: This agenda must be approved by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote

Agenda Item 4 To consider and approve the amendment of Clause 1 Clause 2 and Clause 47 of the Company’s Articles of Association to be conform with the change of the Company’s name

Purpose and Reason: The Board of Directors’ Meeting No. 12/2018 held on August 14, 2018 had passed the resolution to propose to the Company’s Shareholders’ Meeting in order to consider and approve the amendment of Clause 1 Clause 2 and Clause 47 of the Company’s Articles of Association to be conform with the change of the Company’s name with the following details:

Old	Change to
Clause 1. These Articles of Association shall be called the Articles of Association of Thai Luxe Enterprises Public Company Limited	Clause 1. These Articles of Association shall be called the Articles of Association of PP Prime Public Company Limited
Clause 2. The term “the Company” in these Articles of Association means Thai Luxe Enterprises Public Company Limited	Clause 2. The term “the Company” in these Articles of Association means PP Prime Public Company Limited
Clause 47. The Company’s seal is as affixed below 	Clause 47. The Company’s seal is as affixed below 

Opinion of the Board: The Board of Directors' Meeting considered it appropriate to propose to the Company's Shareholders' Meeting in order to approve of Clause 1 Clause 2 and Clause 47 of the Company's Articles of Association to be conform with the change of the Company's name.

Resolution: This agenda must be approved by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote

Agenda Item 5 To consider other matters (if any)

All shareholders are invited to attend the Meeting on the date and at the time and place indicated above, as per the details in **Enclosure 5**. Should any shareholder intend to attend this Meeting in person, please bring ID card, civil servant ID card, driving license or passport (in case of a foreigner) for the purpose of identification to attend the Meeting.

Should you be unable to attend the Meeting in person, please appoint a proxy to attend the Meeting on your behalf, using the Proxy Form, and please refer to the explanation on proxy appointment and documents required to attend the Meeting, as per the details in **Enclosure 2**.

Very truly yours,

Pittaporn Glinfuang

(Air Chief Marshal Pittaporn Glinfuang)

Board Chairman

Thai Luxe Enterprises Public Company Limited

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

Thai Luxe Enterprise PCL

Date, time and location of the meeting

The Minutes of Extraordinary General Meeting of the Shareholders No. 1/2018 of Thai Luxe Enterprise PCL ("Company") was held on Monday July 16, 2018 at 13.45 hours at the meeting room #62-62/1 Ror Por Chor U-Tapao Road, Nong Chumpol Sub-District, Khao Yoi District, Petchaburi Province.

Commencement of the meeting

Air Chief Marshal Pitapol Klinfueng, chairman of the board, acting as the meeting chairman ("Chairman") declared the meeting opened and welcomed the shareholders and their nominees. He assigned Ms. Nitchanun Aunthong, the meeting's master of ceremony ("Moderator"), to conduct the meeting. Before the meeting started, the moderator informed the meeting of the current Company's information as follows:

The Company has registered capital of 568,451,520 Baht, paid up capital of 563,050,687 Baht, divided into 563,050,687 ordinary shares with a par value of 1 Baht.

The Company has set a date for shareholders entitled to attend the meeting (Record Date) on June 14, 2018. In this meeting, there are those shareholders who represent themselves and the shareholder nominees which together totaled 36 individuals owning 250,267,624 shares or 44.45% of outstanding shares, meeting the minimum required for the quorum per related laws and the company's guidelines i.e. according to the guideline no. 34 i.e. in a shareholder meeting there must be shareholders and shareholder nominees of not less than the ratio of one out of three of the company's total outstanding shares. Therefore, the abovementioned number meet the quorum requirements.

The total number of participants was 7, out of 9, or 77.78%, which constitutes a quorum. The moderator introduced the Board of Directors. Management of the Company. The attendance of the meeting was as follows:

Directors and management members who were at the meeting

- | | | |
|----|---|--|
| 1. | ACM Pitapol Klinfueng | Chairman of the Board |
| 2. | General Chaowalit Prapajitr | Vice Chairman, Chairman of Executive Committee, Chairman of the Investment Committee and Chief Executive Officer (CEO) |
| 3. | Police Lieutenant Colonel Thienrat Vichiensan | Chairman of the Audit Committee and independent director |
| 4. | Mr. Suwit Wannasirisuk | Director, Executive Director, a member of Investment Committee and a Director of the Finance & Accounting Department |
| 5. | Mr. Teeravit Thanakijsoonthorn | A member of the Audit Committee and an independent director |
| 6. | Mrs. Kanokwan Wannabutr | Director, Executive Director and Director of the Office of Strategy and Policy |
| 7. | Ms. Patchalada Jutaprateep | Director, Executive Director and Director of the Company's Secretary |

Directors and management members who were not at the meeting

1. Dr. Denchai Akkradechdechachai Director and Executive Director
2. Mrs Natee Chuansanit A member of the Audit Committee and an independent director

Other participants in the meeting

1. Khun Narisara Sawaisanyakorn Legal Consultant from Sakol Teerakupt Law Office Co., Ltd.
2. Khun Salinthip Kongsettakul Legal Consultant from Sakol Teerakupt Law Office Co., Ltd.
3. Khun Kongkoch Yongsavasdikul Kudun & Partners Limited
4. Khun Poonsook Pornpathananangoon Kudun & Partners Limited

There are 12 agendas to be voted on in the Extraordinary General Meeting of the Shareholders No. 1/2018 per the details included in the invitation letter sent to the shareholders for advance information before the meeting. Before getting into the agenda, the Moderator explained the meeting guidelines, voting procedure per the following details.

The Company has disseminated invitation and details of Extraordinary General Meeting to shareholders by 3 channels as follows:

1. Invitation letter to all shareholders by mail;
2. Announcement in newspapers;
3. Meeting details were posted on the Company's website no less than 21 days prior to the meeting date.

Before entering the agenda, in order to allow the meeting to proceed successfully, the moderator clarified meeting rules, voting rules and details of each agenda to the meeting which can be summarized as follows:

- 1) On voting, each shareholder can cast 1 vote for 1 share owned.
- 2) After the Chairman or authorized person has clarified details of each agenda, if shareholders have questions or would like the directors or management to clarify any issues, they should raise their hand and wait for staff to bring them a microphone. In addition, they should give their name before asking any question to allow recorder to prepare minutes of meeting. If they have any inquiries which are not related to this agenda, they should make the inquiry in Agenda 12: Other.
- 3) Any shareholder who is a party involved in a conflict of interest transaction in any agenda has no right to vote in that agenda. The Company may temporarily invite such shareholders to leave the meeting on that agenda.
- 4) For any shareholder who disagrees or wishes to abstain from voting, he/she should vote via the voting card handed out during the registration and should raise hand so the company's officials can collect the card. For those who agree and not abstain, it shall be deemed that they have approved the agenda

as presented and there is no need to vote via the card. The company shall deduct the disagreed and abstained votes from the total votes cast in the meeting in order to arrive at the final result of each agenda.

5) For those shareholders who gave power of attorney (POA) to their nominees and already voted in each agenda in the POA, the nominees need not cast their vote in the card, the company shall count the vote via the POA.

6) The Moderator shall announce to the meeting on the outcome of voting for each agenda. Such outcome takes into account the votes from those shareholders who attend the meeting personally and the nominees attending on behalf of shareholders who cannot attend the meeting themselves. Each agenda will be based on the number of shares belonging to the shareholders presence during that agenda.

To comply with Article 35 of regulation, the voting for Agenda 1, Agenda 3, Agenda 5 and Agenda 11 shall be approved by a majority vote of the shareholders attending the meeting and are entitled to votes. Abstention and voided ballots for the agenda will not be counted as base votes.

The voting for the Agenda 2, Agenda 4, Agenda 6, Agenda 7, Agenda 8, Agenda 9 and Agenda 10, which will be passed by the majority of votes of not less than 3/4 of the total number of votes held by shareholders attending the meeting and are entitled to votes. The vote counting of the shareholders at the Agenda 2, Agenda 4, Agenda 6, Agenda 7, Agenda 8, Agenda 9 and Agenda 10 will include "agree", "disagree", "abstention" votes as well as voided ballots as base votes.

In this regard, the Agenda 5 would consider and approve issuance and allocation of the warrants to purchase new ordinary shares of the Company (TLUXE-W3) to the existing shareholders of the Company according to share proportion. In addition, Agenda 6 would consider and approve the issuance and offering of newly issued convertible debentures and right to convertible debentures into ordinary shares of the Company to the private placement, who is a major investment and/or institutional investors. If both agendas were not being approved at the Extraordinary General Meeting of Shareholders No. 1/2561, Agenda 7 to 11 shall not be considered as they are subsequent and related agenda which involved capital increase and allocation of shares to support approved security by Extraordinary General Meeting of shareholders No. 1/2561.

To show transparency and good corporate governance, the company invited representatives from Sakol Teerakupt Law Office Co., Ltd. i.e. Khun Narisara Sawaisanyakorn and Khun Salinthip Kongsettakul to act as witnesses in the vote collection and counting at the meeting.

The Moderator started the meeting per the prepared agenda with details as follows.

Agenda 1 To consider and certify the Minutes of Annual Ordinary General Meeting of the Shareholders 2018

The Moderator explained to the meeting that the company held the 2018 annual common shareholder meeting on 24 April 2018 and mailed a copy of the minutes to the Stock Exchange of Thailand and the Ministry of Commerce within the stipulated timeframe. The shareholders are requested to accept the minutes of the 2018 annual common shareholder meeting (Attachment 1) which the company sent to the shareholders along with the invitation letter for this meeting.

The Board has considered and deemed that the above minutes was complete and correct and recommended the shareholders to accept accordingly.

The resolution for this agenda requires the majority of the voters who attend the meeting in order to pass.

The Moderator asked if any shareholder has a question or wishes to make a comment. When no one wishes to ask question or make a comment, the Moderator then asked the meeting if any one disagrees or wishes to abstain from voting. If yes, they are to raise their hands so the officials can collect their cards for vote counting.

When no one disagrees or wishes to abstain, the Moderator proposed that the audience cast their votes.

Resolution The Meeting approved the Minutes of Annual Ordinary General Meeting of the Shareholders 2018. The Meeting unanimously resolved to approve this agenda by majority votes of the shareholders present in the meeting and cast their votes as follows:

	votes	Percentage of total number of votes of shareholders attending the meeting and having the right to vote.
Approved	250,267,624	100.00
Disapproved	-	-
Abstained	-	-
Invalid	-	-
	250,267,624	100.00

Agenda 2 To consider and approve the Company's business restructuring plan by way of partial business transfer to its subsidiary

The Moderator explained to the meeting that the business restructuring will be proposed to the shareholders meeting for this agenda. The objective is to meet the strategic goals of the Company. To build a sustainable business and grow continuously. And to be clear and streamlined business. The opportunity to find a partner with specialized expertise. To increase efficiency in operations. And the management of the Group.

In order to reach the Company's strategic plan as to establish business sustainability in long term growth and to create well-defined scope and flexibility for business operation as well as to create more opportunities to find partners or alliances who interest or expertise in each particular businesses, and also to enhance the effectiveness of the Company's operation and management of the group, the Company intends to restructuring plan by ways of Partial Business Transfer (PBT). Under the PBT, the Company will transfer partial of its business i.e. manufacturing of aquatic animal feed (shrimp feed and fish feed) and pet feed ("**Business**"), including all assets and liabilities in connection with and used for such Business's operation, contracts, li-

censes, promotional certificates No.2091(2)/2554 No.1856(2)/2554 and No.1131(2)/2558 including all personnel related thereto, to the newly incorporated subsidiary for the purpose of business restructuring (the “Subsidiary”), whereby the Company will hold approximately 100% of the registered capital in the Subsidiary.

The Partial Business Transfer shall be done in compliance with the Royal Decree No. 516, B.E. 2554 concerning tax exemption and Notification of the Director-General of Revenue Department re: Rules, Procedures and Conditions for the Partial Business Transfer of Public Limited Company or Limited Company for the purpose of tax exemption (PBT) and other relevant notifications, in order for the Company to be exempt from the value added tax, specific business tax and stamp duty from the transfer of the Business.

The value of such partial business transfer will equal to book value or adjusted book value or fair value, depending on types of assets and liabilities of transferred business as at the Transfer date. The value of the transferred business will depend on the timing of the occurrence of business transfer. After the Business Restructuring, the Company shall maintain the status as listed company in the Stock Exchange of Thailand (SET).

In addition, the Partial Business Transfer to the Subsidiary is planned to start and finish within the fiscal year of 2018 (B.E. 2561). Details of the business reorganization plan as per the Enclosure 2.

This Partial Business Transfer is the Company’s group businesses restructuring, therefore it has no significant impact to total assets of the Company. This transaction does not consider as an asset acquisition transaction of listed company under the Notification of the Capital Market Supervisory Board No. Tor Jor. 20/2551 regarding Rules for Entering into Substantial Transactions within the Definition of an Acquisition or Disposal of Assets dated 31 August B.E. 2551 (and its amendments) and the Notification of the Board of Governors of the Stock Exchange of Thailand regarding Disclosure and Compliance by Listed Companies relating to Acquisition or Disposal of Assets B.E. 2547 dates 29 October B.E. 2547 (and its amendments). However, this Partial Business Transfer is considered as a transferring significant part of the business that falls under Clause 107 (2) (a) of the Public Company Act B.E. 2535 (and its amendments) which requires the shareholders’ approval with at least three-fourth of total votes of shareholders attending the meeting and entitled to vote.

The directors recommended the meeting to consider approving the re-structuring plan as per the said objects and reasons by the transfer of partial business of the Company (PBT), i.e. manufacturing of aquatic animal feed (shrimp feed and fish feed) and pet feed to the Subsidiary in accordance with the Royal Decree No. 516, B.E. 2554 concerning tax exemption and Notification of the Director-General of Revenue Department re: Rules, Procedures and Conditions for the Partial Business Transfer of Public Limited Company or Limited Company for the purpose of tax exemption (PBT). In addition, for a convenient of the business restructuring, the Board of Director’s Meeting resolved to propose to the Extraordinary General Meeting to consider and approve the authorization of the Executive Committee of the Company and/or any person authorized by the Executive Committee to perform as follows:

- 1) To perform any acts which relate to or are necessary for the business restructuring through partial business transfer to the Subsidiary, including (but not limited to) determination or changing of the transfer date, determination or changing of sale price of partial business transfer as well as the amount of the Subsidiary's registered capital in order to be consistent with the value of the transferred business to be in accordance with the rules, procedures and conditions for the partial business transfer of public limited company or limited company for the purpose of tax exemption (PBT) and other relevant notifications of the Director-General of Revenue Department;
- 2) To consider, amend and/or revise the plan and/or procedures of the business restructuring as necessary and appropriate in order to fit the situation of the Company and to avoid any effects on or disruption in the business restructuring transaction, or to provide flexibility to the business restructuring implementation;
- 3) To prepare, negotiate and/or execute the partial business transfer agreement and/or any agreements that related thereto, as well as to prepare and sign of any applications and/or other related documents to the business restructuring by partial business transfer, including to contact, prepare and/or submit any applications and/or documents to the relevant authorities; and
- 4) To perform any other actions which necessary or relevant to the completion of the business restructuring processes.

This agenda must be approved by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote

The Moderator invited the shareholders to ask question on this agenda, when no one wishes to ask question or make a comment, the Moderator then asked the meeting to acknowledge the agenda.

Resolution The Meeting approved the Company's business restructuring plan by way of partial business transfer to its subsidiary. The Meeting unanimously resolved to approve this agenda by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote as follows:

	votes	Percentage of total number of votes of shareholders attending the meeting and having the right to vote.
Approved	250,267,624	100.00
Disapproved	-	-
Abstained	-	-
Invalid	-	-
	250,267,624	100.00

Agenda 3 To consider and approve the appointment of the Company's auditor to certify the status of affiliation between the Company and the Subsidiary to be established for acceptance of partial business transfer

The Moderator explained to the meeting that, in order to comply with Article 7 of the Notification of the Director-General of Revenue Department re: Rules, Procedures and Conditions for the Partial Business Transfer of Public Limited Company or Limited Company for the purpose of tax exemption (PBT) dated 27 September B.E. 2554 which specifies that the auditors of the company transferring business and of the company accepting transfer of business must possess the qualifications under Section 3 septies of the Revenue Code, and must be the person who certify the results of business operation and the relationship as affiliate companies.

The directors recommended the meeting to consider approving the authorization of the auditors of the Company i.e.

- 1) Mr. Jadesada Hungsapruet, a certified public auditor with registration no. 3759 and/or
- 2) Mr. Jirote Sirirrote, a certified public auditor with registration no. 5113 and/or
- 3) Miss Kannika Wipanurat, a certified public auditor with registration no. 7305

of Karin audit Company Limited, to certify accounting in the period of business transfer and to certify the results of operations and the status of affiliation between the Company and the Subsidiary to be established for partial business transfer, in order to comply with Notification of the Director-General of Revenue Department re: Rules, Procedures and Conditions for the Partial Business Transfer of Public Limited Company or Limited Company for the purpose of tax exemption (PBT) dated 27 September B.E. 2554.

This agenda must be approved by majority votes of the shareholders present in the meeting and cast their votes.

The Moderator asked if any shareholder wishes to ask questions or make comments for this agenda.

The Moderator asked the shareholder if anyone disagrees or wishes to abstain from voting. If yes, then mark in the voting card accordingly and raise hand so officials can collect the cards for counting. No one had disagreed or abstained. The Moderator then proposed to the meeting to consider approving the agenda.

Resolution: The Meeting approved the appointment of the Company's auditor to certify the status of affiliation between the Company and the Subsidiary to be established for acceptance of partial business transfer. The Meeting unanimously resolved to approve this agenda by majority votes of the shareholders present in the meeting and cast their votes as follows:

	votes	Percentage of total number of votes of shareholders attending the meeting and having the right to vote.
Approved	250,267,624	100.00
Disapproved	-	-
Abstained	-	-
Invalid	-	-
	250,267,624	100.00

* Excluding the abstained votes and invalid votes from the calculation base

Agenda 4 To consider the amendment of the Company's business objectives and approve the amendment of Clause 3 Business objectives of the Memorandum of Association to be in line with the amendment of the Company's business objectives

The Moderator explained to the meeting that the Board of Directors' Meeting No. 9/2018, held on May 30, 2018, resolved to propose the Shareholders' Meeting to consider and approve the amendment of company objectives and No.3 Memorandum of Association in congruent with the addition of Company's objectives from 60 objectives to 61 objectives by adding following details:

- (61) To engage in the sale of real estate, property development, renting and subletting of real estate, or space renting for trading or manufacturing purposes, or to be used as commercial building to carry on shopping mall, shopping centre, services center, theater, hotel, restaurant, research center, educational center, convention hall, conference room, office, clinic, bank, parking lot, or other public building, as well as the provision of services related and necessary for the aforementioned businesses, e.g. electricity system, water supply system, telecommunication system, and other relevant public utilities.

Amendment of Memorandum of Association in Clause 3 to be in line with the addition of the Company's objectives as follows:

Current: "Clause 3 the Company has 60 objectives. The detail is according to form BMJ. 002 as attached."

New: "Clause 3 the Company has 61 objectives. The detail is according to form BMJ. 002 as attached."

The directors recommended the meeting to consider approving the amendment of Clause 3 Business objectives of the Memorandum of Association to be in line with the amendment of the Company's business objectives.

This agenda must be approved by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote

The Moderator asked if any shareholder wishes to ask question or make a comment on this agenda. There was no question or comment from the shareholders.

The Moderator asked if any shareholder disagrees or wishes to abstain and, if any, they should accordingly vote and raise hand so the company's officials can collect the vote for counting. The Moderator then asked the meeting to cast their vote.

Resolution The Meeting approved the amendment of the Company's business objectives and approve the amendment of Clause 3 Business objectives of the Memorandum of Association to be in line with the amendment of the Company's business objectives. The Meeting unanimously resolved to approve this agenda by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote as follows:

	votes	Percentage of total number of votes of shareholders attending the meeting and having the right to vote.
Approved	250,267,624	100.00
Disapproved	-	-
Abstained	-	-
Invalid	-	-
	250,267,624	100.00

Agenda 5 To consider and approve the issuance and allocation of warrants to purchase newly issued ordinary shares of the Company No. 3 (TLUXE-W3) to the Company's existing shareholders, in accordance with shareholding percentage (Right Offering)

The Moderator explained to the meeting that resolved to propose the Shareholders' Meeting to consider and approve the issuance and allocation of the warrants to purchase ordinary shares for capital increase of the Company No. 3 (TLUXE-W3) to the Company's existing shareholders according to their shareholding percentage (Right Offering) (the "**Warrants**") in the amount of not exceeding 140,762,672 units, free of charge, at the ratio of 4 existing ordinary shares to 1 unit of the Warrants (any fraction thereof shall be discarded), for a term of not exceeding 3 years from the issuance date of the Warrants, at the exercise ratio of 1 unit to 1 ordinary share for capital increase, and at the exercise price of Baht 2 per share. In this regard, the Company shall consider allocating not exceeding 140,762,672 ordinary shares for capital increase of the Company at the par value of Baht 1 per share to accommodate the exercise of the Warrants.

The details of the Warrants are described in the Key Summary of the Warrants to Purchase Ordinary Shares for Capital Increase of Thai Luxe Enterprises Public Company Limited No. 3 (TLUXE-W3) (Enclosure 3).

In this connection, in order to ensure that the terms and conditions for the Warrants shall be appropriate to the circumstances of the capital and financial markets, taking into account the benefits of the Company and the shareholders, the Shareholders' Meeting is requested to consider and approve the authorization of the Chairman of the Executive Committee or the Chief Executive Officer or the person entrusted by the

Chairman of the Executive Committee or the Chief Executive Officer to take any actions necessary for and in connection with the issuance and allocation of the Warrants in compliance with the law, including but not limited to the power to (1) set out and amend any rules, terms, conditions and other details relating to the issuance and allocation of the Warrants, including the record date to determine the list of shareholders entitled to the allocation of the Warrants; (2) negotiate, agree, enter into, amend, add, sign agreements, applications for permission, waiver, evidence, disclosure, report on the offering for sale, and various documents necessary for and in connection with the issuance and allocation of the Warrants, as well as contact, filing, amendment, addition and signing of the applications for permission, waiver, evidence, disclosure, report on the offering for sale, and various documents with the Office of the Securities and Exchange Commission (the “SEC”), SET, governmental agencies or relevant authorities in relation to the issuance and allocation of the Warrants and the listing of the Warrants and the ordinary shares for capital increase from the exercise of the Warrants as listed securities on SET; and (3) take any other arrangements as necessary and appropriate in connection with the issuance and allocation of the Warrants in order to ensure the successful completion of the foregoing arrangements and the issuance and allocation of the Warrants on this occasion.

The directors recommended the meeting to consider approving the issuance and allocation of the Warrants to purchase ordinary shares for capital increase of the Company No. 3 (TLUXE-W3) to the Company's existing shareholders according to their shareholding percentage (Right Offering) as per the proposed details in all respects. In this respect, please refer to further details of the Board of Directors' opinion on the issuance and allocation of the Warrants in Information Memorandum on Issuance, Offering and Allocation of Ordinary Shares for Capital Increase, Warrants to Purchase Ordinary Shares for Capital Increase, and Convertible Debentures of Thai Luxe Enterprises Public Company Limited (**Enclosure 5**).

This agenda item requires the majority of votes of the shareholders present and casting their votes at the Meeting.

The Moderator invited the shareholders to ask any question on this agenda.

No one asks any question and none disagrees or wishes to abstain. The Moderator then asked the meeting to cast their vote separately for each individual as follows.

Resolution The Meeting approved the issuance and allocation of warrants to purchase newly issued ordinary shares of the Company No. 3 (TLUXE-W3) to the Company's existing shareholders, in accordance with shareholding percentage (Right Offering) in an amount of not exceeding 140,762,672 units. The Meeting unanimously resolved to approve this agenda by majority votes of the shareholders present in the meeting and cast their votes as follows:

	votes	Percentage of total number of votes of shareholders attending the meeting and having the right to vote.
Approved	250,267,624	100.00
Disapproved	-	-
Abstained	-	-
Invalid	-	-
	250,267,624	100.00

* Excluding the abstained votes and invalid votes from the calculation base

Agenda 6 To consider and approve the issuance, offering and allocation of newly issued convertible debentures with the right of conversion into the Company's ordinary shares by way of private placement (which is high net worth investors and/or institutional investors)

The Moderator explained to the meeting that The Board of Directors' Meeting No. 9/2018, held on May 30, 2018, resolved to propose the Shareholders' Meeting to consider and approve the issuance, offering and allocation of the newly issued convertible debentures with the right of conversion into ordinary shares of the Company (the "**Convertible Debentures**") in the amount of not exceeding 980,000 units, at the offering price of Baht 1,000 per unit, representing the total offering value of not exceeding Baht 980,000,000 by way of private placement to high net-worth investors and/or institutional investors, which are not the Company's connected persons and have no relationship with the Company, nor do they operate the same business as the Company, for a term of not exceeding 3 years from the issuance date of the Convertible Debentures, at the conversion ratio of 1 unit to 142 ordinary shares for capital increase (any fraction thereof shall be discarded), and at the conversion price of Baht 7 per share. In this regard, the Company shall consider allocating not exceeding 140,000,000 ordinary shares for capital increase of the Company at the par value of Baht 1 per share to accommodate the exercise of the right of conversion of the Convertible Debentures.

The details of the Convertible Debentures are described in the Key Summary of the Private Placement to high net-worth investors and/or institutional investors of Newly Issued Convertible Debentures with the Right of Conversion into Ordinary Shares of Thai Luxe Enterprises Public Company Limited (**Enclosure 4**).

In this connection, in order to ensure that the terms and conditions for the Convertible Debentures shall be appropriate to the circumstances of the capital and financial markets, taking into account the benefits of the Company and the shareholders, the Shareholders' Meeting is requested to consider and approve the authorization of the Chairman of the Executive Committee or the Chief Executive Officer or the person entrusted by the Chairman of the Executive Committee or the Chief Executive Officer to take any actions necessary for and in connection with the issuance, offering and allocation of the Convertible Debentures in compliance with the law, including but not limited to the power to (1) set out and amend any rules, terms, conditions and other details relating to the issuance, offering and allocation of the Convertible Debentures as appropriate, including the terms and conditions of the Convertible Debentures, the issuance date of the Convertible De-

bentures, the number of ordinary shares to accommodate the conversion of the Convertible Debentures, the par value, the calculation and method of payment of interest, conversion period, redemption of the Convertible Debentures or the events where the Company shall be required to issue new shares to accommodate the conversion, and the conditions of adjustment of the right of conversion; (2) appoint advisors and various persons (e.g., financial advisor, underwriter of the Convertible Debentures) in connection with the application for permission, contact and provision of information as well as filing of documents and evidence with the relevant authorities or any other events in connection with the issuance and offering of the Convertible Debentures as appropriate; (3) negotiate, agree, enter into, amend, add, sign agreements, applications for permission, waiver, evidence, disclosure, report on the offering for sale, and various documents necessary for and in connection with the issuance, offering and allocation of the Convertible Debentures, as well as contact, filing, amendment, addition and signing of the applications for permission, waiver, evidence, disclosure, report on the offering for sale, and various documents, with the SEC, SET, governmental agencies or relevant authorities in relation to the issuance, offering and allocation of the Convertible Debentures and the listing of the Convertible Debentures and the ordinary shares for capital increase from the conversion of the Convertible Debentures as listed securities on SET; and (4) take any other arrangements as necessary and appropriate in connection with the issuance, offering and allocation of the Convertible Debentures in order to ensure the successful completion of the foregoing arrangements and the issuance, offering and allocation of the Convertible Debentures on this occasion.

The directors recommended the meeting to consider approving the issuance, offering and allocation of the Company's Convertible Debentures by way of private placement to high net-worth investors and/or institutional investors as per the proposed details in all respects. In this respect, please refer to further details of the Board of Directors' opinion on the issuance, offering and allocation of the Convertible Debentures in Information Memorandum on Issuance, Offering and Allocation of Ordinary Shares for Capital Increase, Warrants to Purchase Ordinary Shares for Capital Increase, and Convertible Debentures of Thai Luxe Enterprises Public Company Limited (**Enclosure 5**).

This agenda item requires not less than three-fourths of all votes of the shareholders present and entitled to vote at the Meeting.

The Moderator asked if any shareholder wishes to ask question or make a comment on this agenda. There was no question or comment from the shareholders.

The Moderator asked if any shareholder disagrees or wishes to abstain and, if any, they should accordingly vote and raise hand so the company's officials can collect the vote for counting. The Moderator then asked the meeting to cast their vote.

Resolution The Meeting approved the issuance, offering and allocation of newly issued convertible debentures with the right of conversion into the Company's ordinary shares by way of private placement (which is high net worth investors and/or institutional investors) in an amount of not exceeding 980,000 units at the offering price of Baht 1,000 per unit, representing the to-

tal offering value of not exceeding Baht 980,000,000 by way of private placement to high net-worth investors and/or institutional investors. The Meeting unanimously resolved to approve this agenda by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote as follows:

	votes	Percentage of total number of votes of shareholders attending the meeting and having the right to vote.
Approved	250,267,624	100.00
Disapproved	-	-
Abstained	-	-
Invalid	-	-
	250,267,624	100.00

Agenda 7 To consider and approve the Company's registered capital decrease

The Moderator explained to the meeting that The Board of Directors' Meeting No. 9/2018, held on May 30, 2018, resolved to propose the Shareholders' Meeting to consider approving the Company's registered capital decrease by Baht 5,400,833, from the current registered capital of Baht 568,451,520 to be Baht 563,050,687, by way of cancellation of 5,400,833 ordinary shares at the par value of Baht 1 per share, which were not issued to accommodate the warrants to purchase ordinary shares for capital increase of Thai Luxe Enterprises Public Company Limited No. 2 (TLUXE-W2) and the warrants to purchase ordinary shares for capital increase offered to the Company's directors and employees No. 2 (ESOP-W2), after expiration of their respective last exercise periods.

The directors recommended the meeting to consider approving the Company's registered capital decrease as per the proposed details in all respects.

This agenda item requires not less than three-fourths of all votes of the shareholders present and entitled to vote at the Meeting.

The Moderator asked if any shareholder has any question or wishes to make a comment on this agenda.

When no shareholder asks further question, the Moderator asks if any shareholder disagrees or wishes to abstain, if so, they should accordingly vote and raise hand so the company's officials can collect the vote for counting. When no one asks any question, disagrees or wishes to abstain, the Moderator proposed the meeting to cast their votes.

Resolution The Meeting approved the Company's registered capital decrease by Baht 5,400,833, from the current registered capital of Baht 568,451,520 to be Baht 563,050,687, by way of cancellation of 5,400,833 ordinary shares at the par value of Baht 1 per share, which were not issued to accommodate the warrants to purchase ordinary shares for capital increase of Thai Luxe Enterprises Public Company Limited No. 2 (TLUXE-W2) and the warrants to purchase ordinary shares for capital increase offered to the Company's directors and employees No. 2

(ESOP-W2) , after expiration of their respective last exercise periods. The Meeting unanimously resolved to approve this agenda by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote as follows:

	votes	Percentage of total number of votes of shareholders attending the meeting and having the right to vote.
Approved	250,267,624	100.00
Disapproved	-	-
Abstained	-	-
Invalid	-	-
	250,267,624	100.00

Agenda 8 To consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the Company's registered capital decrease

The Moderator explained to the meeting that, the Board of Directors' Meeting No. 9/2018, held on May 30, 2018, resolved to propose the Shareholders' Meeting to consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the Company's registered capital decrease, as follows:

"Clause 4. The Company's capital is Baht 563,050,687 (Five Hundred Sixty-Three Million Fifty Thousand Six Hundred and Eighty-Seven Baht)
divided into 563,050,687 shares (five hundred sixty-three million fifty thousand six hundred and eighty-seven shares)
at the par value of Baht 1 (One Baht) per share
divided into Ordinary shares 563,050,687 shares (five hundred sixty-three million fifty thousand six hundred and eighty-seven shares)
Preferred shares - shares (-)."

The directors recommended the meeting to consider approving the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the Company's registered capital decrease as per the proposed details in all respects.

This agenda item requires not less than three-fourths of all votes of the shareholders present and entitled to vote at the Meeting

The Moderator invited the shareholders to ask question or make a comment on this agenda. If any shareholder disagrees or wishes to abstain they should accordingly vote and raise hand so the company's officials can collect the vote for counting. When no one asks any question, disagrees or wishes to abstain, the Moderator proposed the meeting to cast their votes.

Resolution The Meeting approved the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the Company's registered capital decrease. The Meeting unani-

mously resolved to approve this agenda by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote as follows:

	votes	Percentage of total number of votes of shareholders attending the meeting and having the right to vote.
Approved	250,267,624	100.00
Disapproved	-	-
Abstained	-	-
Invalid	-	-
	250,267,624	100.00

Agenda 9 To consider and approve the Company's registered capital increase

The Moderator explained to the meeting that, the Board of Directors' Meeting No. 9/2018, held on May 30, 2018, resolved to grant approval to propose the Shareholders' Meeting to consider approving the Company's registered capital increase by Baht 280,762,672, from the current registered capital of Baht 563,050,687 to be Baht 843,813,359, by way of issuance of not exceeding 280,762,672 ordinary shares for capital increase at the par value of Baht 1 per share, as per the following details:

- 1) Capital increase by Baht 140,762,672, by way of issuance of 140,762,672 ordinary shares for capital increase at the par value of Baht 1 per share to accommodate the exercise of the Warrants, as per the details of the Warrants in the Key Summary of the Warrants to Purchase Ordinary Shares for Capital Increase of Thai Luxe Enterprises Public Company Limited No. 3 (TLUXE-W3) (**Enclosure 3**).
- 2) Capital increase by Baht 140,000,000, by way of issuance of 140,000,000 ordinary shares for capital increase at the par value of Baht 1 per share to accommodate the conversion of the Convertible Debentures, as per the details of the Convertible Debentures in the Key Summary of the Private Placement to high net-worth investors and/or institutional investors of Newly Issued Convertible Debentures with the Right of Conversion into Ordinary Shares of Thai Luxe Enterprises Public Company Limited (**Enclosure 4**).

The directors recommended the meeting to consider approving the Company's registered capital increase as per the proposed details in all respects. In this regard, please refer to further details of the Board of Directors' opinion on the Company's registered capital increase in the Information Memorandum on Issuance, Offering and Allocation of Ordinary Shares for Capital Increase, Warrants to Purchase Ordinary Shares for Capital Increase, and Convertible Debentures of Thai Luxe Enterprises Public Company Limited (**Enclosure 5**) and the Capital Increase Report Form (Form 53-4) (**Enclosure 6**).

This agenda item requires not less than three-fourths of all votes of the shareholders present and entitled to vote at the Meeting.

The Moderator invited the shareholders to ask question or make a comment on this agenda. If any shareholder disagrees or wishes to abstain they should accordingly vote and raise hand so the company's officials can collect the vote for counting. When no one asks any question, disagrees or wishes to abstain, the Moderator proposed the meeting to cast their votes.

Resolution The Meeting approved the Company's registered capital increase by Baht 280,762,672, from the current registered capital of Baht 563,050,687 to be Baht 843,813,359, by way of issuance of not exceeding 280,762,672 ordinary shares for capital increase at the par value of Baht 1 per share, as per the following details:

- 1) Capital increase by Baht 140,762,672, by way of issuance of 140,762,672 ordinary shares for capital increase at the par value of Baht 1 per share to accommodate the exercise of the Warrants; and
- 2) Capital increase by Baht 140,000,000, by way of issuance of 140,000,000 ordinary shares for capital increase at the par value of Baht 1 per share to accommodate the conversion of the Convertible Debentures.

The Meeting unanimously resolved to approve this agenda by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote as follows:

	votes	Percentage of total number of votes of shareholders attending the meeting and having the right to vote.
Approved	250,267,624	100.00
Disapproved	-	-
Abstained	-	-
Invalid	-	-
	250,267,624	100.00

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

The Moderator explained to the meeting that, The Board of Directors' Meeting No. 9/2018, held on May 30, 2018, resolved to grant approval to propose the Shareholders' Meeting to consider approving the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the Company's registered capital increase, as follows:

"Clause 4. The Company's capital is Baht 843,813,359 (Eight hundred forty-three million eight hundred thirteen thousand three hundred and fifty-nine Baht)

divided into 843,813,359 (Eight hundred forty-three million eight hundred thirteen thousand three hundred and

fifty-nine shares)

at the par value of Baht 1 (One Baht) per share

divided into Ordinary shares 843,813,359 shares (Eight hundred forty-three million eight hundred thirteen thousand three hundred and fifty-nine shares)

Preferred shares - shares (-)."

The directors recommended the meeting to consider approving the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the Company's registered capital increase as per the proposed details in all respects.

This agenda item requires not less than three-fourths of all votes of the shareholders present and entitled to vote at the Meeting.

The Moderator invited the shareholders to ask question or make a comment on this agenda. If any shareholder disagrees or wishes to abstain they should accordingly vote and raise hand so the company's officials can collect the vote for counting. When no one asks any question, disagrees or wishes to abstain, the Moderator proposed the meeting to cast their votes.

Resolution The Meeting approved the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the Company's registered capital increase. The Meeting unanimously resolved to approve this agenda by a vote of not less than three-fourths of the total shareholders present in the Meeting and eligible to vote as follows:

	votes	Percentage of total number of votes of shareholders attending the meeting and having the right to vote.
Approved	250,267,624	100.00
Disapproved	-	-
Abstained	-	-
Invalid	-	-
	250,267,624	100.00

Agenda 11 To consider and approve the allocation of newly issued ordinary shares for capital increase of the Company to accommodate the exercise of warrants to be issued and allocated to the Company's existing shareholders according to their shareholding percentage (Right Offering) and to accommodate the conversion of the Convertible Debentures to be issued, offered and allocated by way of private placement to high net-worth investors and/or institutional investors

The Moderator explained to the meeting that, The Board of Directors' Meeting No. 9/2018, held on May 30, 2018, resolved to propose the Shareholders' Meeting to consider and approve the allocation of

not exceeding 280,762,672 ordinary shares for capital increase at the par value of Baht 1 per share, as per the following details:

- 1) Allocation of not exceeding 140,762,672 ordinary shares for capital increase at the par value of Baht 1 per share to accommodate the exercise of the Warrants as per the details of the Warrants in the Key Summary of the Warrants to Purchase Ordinary Shares for Capital Increase of Thai Luxe Enterprises Public Company Limited No. 3 (TLUXE-W3) (**Enclosure 3**).
- 2) Allocation of not exceeding 140,000,000 ordinary shares for capital increase at the par value of Baht 1 per share to accommodate the conversion of the Convertible Debentures as per the details of the Convertible Debentures in the Key Summary of the Private Placement to high net-worth investors and/or institutional investors of Newly Issued Convertible Debentures with the Right of Conversion into Ordinary Shares of Thai Luxe Enterprises Public Company Limited (**Enclosure 4**).

The directors recommended the meeting to consider approving the allocation of the Company's ordinary shares for capital increase as per the proposed details in all respects. In this regard, please refer to further details of the Board of Directors' opinion on the allocation of the Company's ordinary shares for capital increase in the Information Memorandum on Issuance, Offering and Allocation of Ordinary Shares for Capital Increase, Warrants to Purchase Ordinary Shares for Capital Increase, and Convertible Debentures of Thai Luxe Enterprises Public Company Limited (**Enclosure 5**) and the Capital Increase Report Form (Form 53-4) (**Enclosure 6**).

This agenda item requires the majority of votes of the shareholders present and casting their votes at the Meeting.

The Moderator invited the shareholders to ask question or make a comment on this agenda. If any shareholder disagrees or wishes to abstain they should accordingly vote and raise hand so the company's officials can collect the vote for counting. When no one asks any question, disagrees or wishes to abstain, the Moderator proposed the meeting to cast their votes.

Resolution The Meeting approved the allocation of newly issued ordinary shares of not exceeding 280,762,672 shares for capital increase of the Company at the par value of Baht 1 per share, as per the following details:

- 1) Allocation of not exceeding 140,762,672 ordinary shares for capital increase at the par value of Baht 1 per share to accommodate the exercise of the Warrants; and
- 2) Allocation of not exceeding 140,000,000 ordinary shares for capital increase at the par value of Baht 1 per share to accommodate the conversion of the Convertible Debentures.

The Meeting unanimously resolved to approve this agenda by majority votes of the shareholders present in the meeting and cast their votes as follows:

	votes	Percentage of total number of votes of shareholders attending the meeting and having the right to vote.
Approved	250,267,624	100.00
Disapproved	-	-
Abstained	-	-
Invalid	-	-
	250,267,624	100.00

** Excluding the abstained votes and invalid votes from the calculation base*

The Moderator informed that, at the present, the various agenda have been completely considered as stated in the invitation letter. The Moderator then invited the shareholders to ask question or make a comment on this agenda.

Khun Keeratika Panglad, Volunteer of Protection of Shareholder Right, Thai Investors Association (the "Association") has asked the following questions.

Khun Keeratika: I would like to know the principles and the reasons for transferring animal feed production business, which it is the main business of the Company, to the subsidiary.

Chief Executive Officer: The purpose of restructuring is to distinctively separate production and distribution. Nonetheless, the Company would continue to distribute animal feed. The subsidiary was established to conduct manufacturing business for the Company and third parties under original equipment manufacturer (OEM). The Company believes that separation of production business from distribution will make raise confidences among customers in production sector. This will allow the subsidiary to expand customer base in the future as the Company can manage production and distribution operation independently. Moreover, the company can continue to sell products under the same brand to customers in the animal husbandry business as usual.

In addition, this will increase opportunity of finding a new partner or business ally, whether as an individual, corporate entity or a financial institution who has interest or expertise in animal feed production, as the new partner would not have to bear risk in other businesses of the Company's Group. This will increase the attractiveness of the investment including the Company's competitiveness and long-term return to shareholders.

Khun Keeratika: Request the Company to report progress on revenue recognition of geothermal power plant project.

Accounting and Financial Director: The Company's two geothermal power plant projects have started their operation commercially (Commercial Operation Date) from 2016. The Company has made additional investments in 2017. Currently, 15 projects have begun operation commercially (COD). In addition, the Company also has undeveloped land which will be used for machine installation and investment in next year.

Khun Keeratika: Did the disaster in Japan affect the company's projects?

Accounting and Financial Director: Currently, there is no impact on the Company's geothermal power plant project due to the project is located in the south of Japan. The flood disaster in Japan occurred in the western region.

Khun Keeratika: From the capital increasing to accommodate the exercise of warrants which is issued and offered to existing shareholders of the Company according to share proportion (Right Offering) and capital increasing to support the right of convertible debentures, which are issued and offered to private placement, which is a major investor and/or institutional investors. If it does not meet the requirements, how will it impact on the company's business expansion?

Accounting and Finance Director: In case the Company cannot offer the warrants and convertible debentures, the Company has a reserve plan which has been discussed with the financial advisor, it is confident that the plan will benefit the Company and generate satisfactory returns to its shareholders.

Khun Keeratika: What are the 6 projects under other income item?

Accounting and Finance Director: In 2017, there were some geothermal power plant projects that could not start its operation commercially (COD) according to the specified plan. The Company has claimed and negotiated with a company who owns the area to provide compensation for the income. Thus, the Company recorded the revenue as other income.

Khun Keeratika: How does the company manage Human Resources Risk?

Accounting and Finance Director: The Company has dispatched 2 senior executives to monitor and station at geothermal power plant project in Japan and has hired out-source staffs who are specialized mechanics.

The Moderator asks if there is any shareholder wishing to ask additional question. When no shareholder asks any additional question, the Moderator informed the meeting that this meeting was videotaped. If any shareholder wishes to obtain a copy of the said video they can contact the Office of the Secretary at 02 251-8152 or e-mail to in@thailuxe.com

The meeting chairman announced the end of the meeting and thanked the shareholders for their attendance.

The meeting ended at 15.10 hours

- Pitapol Klinfueng -

Air Chief Marshal Pitapol Klinfueng

Meeting chairman

(ปิดอากรแสตมป์
20 บาท)
(Please attach
stamp duty
of Baht 20)

Enclosure 2

หนังสือมอบฉันทะแบบ ก.
Proxy Form A

เลขทะเบียนผู้ถือหุ้น.....
Shareholder registration number

เขียนที่.....
Written at
วันที่.....เดือน.....พ.ศ.
Date Month Year

(1) ข้าพเจ้า สัญชาติ.....
I/We nationality
ที่อยู่.....
Address

(2) เป็นผู้ถือหุ้นของบริษัท ไทยลักซ์ เอ็นเตอร์ไพรส์ จำกัด (มหาชน) (“บริษัทฯ”)

Being a shareholder of Thai Luxe Enterprises Public Company Limited (“Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียงดังนี้
Holding the total number of shares and have the rights to vote equal to votes as follows

☐ หุ้นสามัญ หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง
ordinary share shares and have the rights to vote equal to votes

☐ หุ้นบุริมสิทธิ หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง
preference share shares and have the rights to vote equal to votes

(3) ขอมอบฉันทะให้

Hereby appoint

ชื่อ อายุ..... ปี
Name age
ที่อยู่.....
Address

เป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมวิสามัญผู้ถือหุ้นครั้งที่ 2/2561 ในวันพุธที่ 19 กันยายน 2561 เวลา 13:30 น. ณ บริษัท ไทยลักซ์ เอ็นเตอร์ไพรส์ จำกัด (มหาชน) เลขที่ 62-62/1 หมู่ 2 ถนน รพช.-อุตะภา ตำบลหนองชุมพล อำเภอยะย้อย จังหวัดเพชรบุรี 76140 หรือที่จะพึงเลื่อนไปในวัน เวลาและสถานที่อื่นด้วย

As my/our proxy (“proxy”) to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 2/2018 on Wednesday 19th September 2018 at 13:30 hours. at the meeting room, No.62-62/1 Moo 2, Ror.Phor.Chor. Utapao Road, Nongchumphon Sub-district, Khao Yoi District, Petchaburi Province 76140 or such other date, time and place as the meeting may be held.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำให้เองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

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

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

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

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

หมายเหตุ ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

(ปิดอากรแสตมป์
20 บาท)
(Please attach
stamp duty
of Baht 20)

หนังสือมอบฉันทะแบบ ข. Proxy Form B

เลขทะเบียนผู้ถือหุ้น.....

Shareholder registration number

เขียนที่.....

Written at

วันที่.....เดือน..... พ.ศ.

Date Month Year

(1) ข้าพเจ้า สัญชาติ.....

I/We

nationality

ที่อยู่.....

Address

(2) เป็นผู้ถือหุ้นของบริษัท ไทยลักซ์ เอ็นเตอร์ไพรส์ จำกัด (มหาชน) (“บริษัทฯ”)

Being a shareholder of Thai Luxe Enterprises Public Company Limited (“Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียงดังนี้

Holding the total number of shares and have the rights to vote equal to votes as follows

☐ หุ้นสามัญ หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง
ordinary share shares and have the rights to vote equal to votes

☐ หุ้นบุริมสิทธิ หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง
preference share shares and have the rights to vote equal to votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)

Hereby appoint (Please choose one of following)

☐ 1. มอบฉันทะให้ กรรมการอิสระคนใดคนหนึ่งของบริษัทฯ คือ

Appoint any one of the following Independent Directors of the Company

☐ พันตำรวจโทเจริญรัตน์ วิเชียรสรรค์ / Pol.Lt.Col. Thienrath Vichiensan หรือ/or

☐ นางนที ชวนสนธิ์ / Mrs. Natee Chuansanit หรือ/or

☐ นายธีรวิทย์ ธนกิจสุนทร / Mr. Teerawit Tanakijsoontorn หรือ/or

(รายละเอียดของกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 8)

(Details of Independent Directors are specified in Enclosure 8)

☐ 2. ชื่อ อายุ..... ปี

Name

age

ที่อยู่.....

Address

ทั้งนี้ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ให้กรรมการอิสระที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการอิสระที่ไม่สามารถเข้าประชุม

In this regard, in the case where any of such Independent Directors is unable to attend the meeting, the other Independent Director shall be appointed as a proxy instead of the Independent Director who is unable to attend the meeting.

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมวิสามัญผู้ถือหุ้นครั้งที่ 2/2561 ในวันพุธที่ 19 กันยายน 2561 เวลา 13:30 น. ณ บริษัท ไทยลักซ์ เอ็นเตอร์ไพรส์ จำกัด (มหาชน) เลขที่ 62-62/1 หมู่ 2 ถนน รพช.-อุตะภา ตำบลหนองชุมพล อำเภอยะย้อย จังหวัดเพชรบุรี 76140 หรือที่จะพึงเลื่อนไปในวัน เวลาและสถานที่อื่นด้วย

Anyone of these persons as my/our proxy (“proxy”) to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 2/2018 on Wednesday, 19th September 2018 at 13:30 hours. at the meeting room, No.62-62/1 Moo 2, Ror.Phor.Chor. Utapao Road, Nongchumphon Sub-district, Khao Yoi District, Petchaburi Province 76140 or such other date, time and place as the meeting may be held.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ดังนี้

In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

- วาระที่ 1 พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2561 เมื่อวันที่ 16 กรกฎาคม 2561
 Agenda 1 To consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2018 which held on July 16, 2018.
- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 The proxy shall have the right to approve in accordance with my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- วาระที่ 2 พิจารณานุมัติการเปลี่ยนแปลงชื่อบริษัท จากเดิม บริษัท ไทยลักซ์ เอ็นเตอร์ไพรส์ จำกัด (มหาชน) เป็น บริษัท พีที
 ไพร์ม จำกัด (มหาชน), เปลี่ยนแปลงชื่อย่อหลักทรัพย์, แก้ไขเปลี่ยนแปลงตราสัญลักษณ์ (Logo) และตราประทับของ
 บริษัท เพื่อให้สอดคล้องกับการเปลี่ยนชื่อบริษัท
 Agenda 2 To consider and approve the change of the Company's name, the change of Securities Symbol, the change of
 Company's Logo and the change of Company's Seal to be conform with the change of the Company's name
- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 The proxy shall have the right to approve in accordance with my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- วาระที่ 3 พิจารณานุมัติแก้ไขเปลี่ยนแปลงหนังสือบริคณห์สนธิ ข้อ 1 ของบริษัท เพื่อให้สอดคล้องกับการเปลี่ยนชื่อบริษัท
 Agenda 3 To consider and approve the amendment of Clause 1 of the Memorandum of Association of the Company to be
 conform with the change of the Company's name
- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 The proxy shall have the right to approve in accordance with my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- วาระที่ 4 พิจารณานุมัติแก้ไขเพิ่มเติมข้อบังคับข้อ 1 ข้อ 2 และข้อ 47 เพื่อให้สอดคล้องกับการเปลี่ยนแปลงชื่อและตราประทับ
 ของบริษัท
 Agenda 4 To consider and approve the amendment of Clause 1 Clause 2 and Clause 47 of the Company's Articles of
 Association to be conform with the change of the Company's name
- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 The proxy shall have the right to approve in accordance with my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- วาระที่ 5 พิจารณาเรื่องอื่น ๆ
 Agenda 5 To consider other matters (if any)

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำให้เองทุกประการ

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me in all respects except for vote of the Proxy which is not in accordance with this Proxy Form.

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

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

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

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

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately

2. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case there are agendas other than those specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form B as enclosed.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Attachment to Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ไทยลักซ์ เอ็นเตอร์ไพรส์ จำกัด (มหาชน)

A proxy is granted by a shareholder of Thai Luxe Enterprises Public Company Limited

ในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 2/2561 ในวันพุธที่ 19 กันยายน 2561 เวลา 13:30 น. ณ บริษัท ไทยลักซ์ เอ็นเตอร์ไพรส์ จำกัด (มหาชน) เลขที่ 62-62/1 หมู่ 2 ถนน รพช.-อู่ตะเภา ตำบลหนองชุมพล อำเภอเขาย้อย จังหวัดเพชรบุรี 76140 หรือที่จะพึงเลื่อนไปในวัน เวลาและสถานที่อื่นด้วย

At the Extraordinary General Meeting of Shareholders No.2/2018 on Wednesday, 19th September 2018 at 13:30 hours. at the Meeting Room, No.62-62/1 Moo 2, Ror.Phor.Chor. Utapao Road, Nongchumphon Sub-district, Khao Yoi District, Petchaburi Province 76140 or such other date, time and place as the meeting may be held.

☐ วาระที่..... เรื่อง.

Agenda

Subject:

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

☐ วาระที่..... เรื่อง.

Agenda

Subject:

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

☐ วาระที่..... เรื่อง.

Agenda

Subject:

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

☐ วาระที่..... เรื่อง.

Agenda

Subject:

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

☐วาระที่..... เรื่อง.

Agenda

Subject:

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

☐วาระที่..... เรื่อง.

Agenda

Subject:

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

ข้าพเจ้าขอรับรองว่ารายการในใบประจำตบแบบหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

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

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

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

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

(ปิดอากรแสตมป์
20 บาท)
(Please attach
stamp duty
of Baht 20)

หนังสือมอบฉันทะแบบ ค.

Proxy Form C

สำหรับกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น

For foreign shareholders who have custodians in Thailand only.

เลขทะเบียนผู้ถือหุ้น.....

Shareholder registration number

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.

Date

Month

Year

(1) ข้าพเจ้า สัญชาติ.....

I/We

nationality

ที่อยู่.....

Address

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ.....

As the custodian of

ซึ่งเป็นผู้ถือหุ้นของบริษัท ไทยลักซ์ เอ็นเตอร์ไพรส์ จำกัด (มหาชน) (“บริษัทฯ”)

who is a shareholder of Thai Luxe Enterprises Public Company Limited (“Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียงดังนี้

Holding the total number of shares and have the rights to vote equal to votes as follows

☐ หุ้นสามัญ หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง
ordinary share shares and have the rights to vote equal to votes

☐ หุ้นบุริมสิทธิ หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง
preference share shares and have the rights to vote equal to votes

(2) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)

Hereby appoint (Please choose one of following)

☐ 1. มอบฉันทะให้ กรรมการอิสระคนใดคนหนึ่งของบริษัทฯ คือAppoint any one of the following Independent Directors of the Company☐ พันตำรวจโทเถียรรัตน์ วิเชียรสรรค์ / Pol.Lt.Col. Thienrath Vichiensan หรือ/or☐ นางนที ชวนสนธิ์ / Mrs. Natee Chuansanit หรือ/or☐ นายธีรวิทย์ ธนกิจสุนทร / Mr. Teerawit Tanakijsoontorn หรือ/or

(รายละเอียดของกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 8)

(Details of Independent Directors are specified in Enclosure 8)

☐ 2. ชื่อ อายุ..... ปี

Name

age

ที่อยู่.....

Address

ทั้งนี้ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะคนใดคนหนึ่ง ไม่สามารถเข้าประชุมได้ให้กรรมการอิสระที่เหลือเป็นผู้รับมอบฉันทะแทนกรรมการอิสระ
ที่ไม่สามารถเข้าประชุม

In this regard, in the case where any of such Independent Directors is unable to attend the meeting, the other Independent Director
shall be appointed as a proxy instead of the Independent Director who is unable to attend the meeting.

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 2/2561 ในวันพุธที่ 19 กันยายน 2561 เวลา 13:30 น. ณ บริษัท ไทยลักซ์ เอ็นเตอร์ไพรส์ จำกัด (มหาชน) เลขที่ 62-62/1 หมู่ 2 ถนน รพช.-อุตะมา ตำบลหนองชุมพล อำเภอเขาย้อย จังหวัดเพชรบุรี 76140 หรือที่จะพึงเลื่อนไปในวัน เวลาและสถานที่อื่นด้วย

Anyone of these persons as my/our proxy ("proxy") to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 2/2018 on Wednesday, 19th September 2018 at 13:30 hours. at the Meeting Room, No.62-62/1 Moo 2, Ror.Phor.Chor. Utapao Road, Nongchumphon Sub-district, Khao Yoi District, Petchaburi Province 76140 or such other date, time and place as the meeting may be held.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

☐ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือ และมีสิทธิออกเสียงลงคะแนนได้

Grant proxy the total amount of shares holding and entitled to vote

☐ มอบฉันทะบางส่วน คือ

Grant partial shares of

☐ หุ้นสามัญหุ้น และออกเสียงลงคะแนนได้เท่ากับเสียง
ordinary share shares and have the rights to vote equal to votes

☐ หุ้นบุริมสิทธิหุ้น และออกเสียงลงคะแนนได้เท่ากับเสียง
preference share shares and have the rights to vote equal to votes

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมดเสียง

Total voting rights votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2561 เมื่อวันที่ 16 กรกฎาคม 2561

Agenda 1 To consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2018 which held on July 16, 2018.

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

วาระที่ 2 พิจารณานุมัติการเปลี่ยนแปลงชื่อบริษัท จากเดิม บริษัท ไทยลักซ์ เอ็นเตอร์ไพรส์ จำกัด (มหาชน) เป็น บริษัท พีทีไพร์ม จำกัด (มหาชน), เปลี่ยนแปลงชื่อย่อหลักทรัพย์, แก้ไขเปลี่ยนแปลงตราสัญลักษณ์ (Logo) และตราประทับของบริษัท เพื่อให้สอดคล้องกับการเปลี่ยนชื่อบริษัท

Agenda 2 To consider and approve the change of the Company's name, the change of Securities Symbol, the change of Company's Logo and the change of Company's Seal to be conform with the change of the Company's name

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

- วาระที่ 3 พิจารณานุมัติแก้ไขเปลี่ยนแปลงหนังสือบริคณห์สนธิ ข้อ 1 ของบริษัท เพื่อให้สอดคล้องกับการเปลี่ยนชื่อบริษัท
- Agenda 3 To consider and approve the amendment of Clause 1 of the Memorandum of Association of the Company to be conform with the change of the Company's name

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

- วาระที่ 4 พิจารณานุมัติแก้ไขเพิ่มเติมข้อบังคับข้อ 1 ข้อ 2 และข้อ 47 เพื่อให้สอดคล้องกับการเปลี่ยนแปลงชื่อและตราประทับของบริษัท

- Agenda 4 To consider and approve the amendment of Clause 1 Clause 2 and Clause 47 of the Company's Articles of Association to be conform with the change of the Company's name

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

- วาระที่ 5 พิจารณาเรื่องอื่น ๆ

- Agenda 5 To consider other matters (if any)

(5) การลงคะแนนเสียงของ ผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ / Signedผู้มอบฉันทะ / Grantor

(.....)

ลงชื่อ / Signedผู้รับมอบฉันทะ / Proxy

(.....)

ลงชื่อ / Signedผู้รับมอบฉันทะ / Proxy

(.....)

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

หมายเหตุ / Remark

1. หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น

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. 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. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะคือ

The documents needed to be attached to this Proxy form are:

- (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน

Power of attorney from the shareholder empowering the custodian to sign this Proxy form on his/her behalf

- (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)

Document confirming that the person who signed the proxy form is permitted to operate the custodian business

3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ

In case where the statement exceeds those specified above, additional details may be specified in the Attachment to Proxy Form C provided.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.

Attachment to Proxy Form C

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ไทยลักซ์ เอ็นเตอร์ไพรส์ จำกัด (มหาชน)

A proxy is granted by a shareholder of Thai Luxe Enterprises Public Company Limited.

ในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 2/2561 ในวันพุธที่ 19 กันยายน 2561 เวลา 13:30 น. ณ บริษัท ไทยลักซ์ เอ็นเตอร์ไพรส์ จำกัด (มหาชน) เลขที่ 62-62/1 หมู่ 2 ถนน รพช.-อู่ตะเภา ตำบลหนองชุมพล อำเภอเขาย้อย จังหวัดเพชรบุรี 76140 หรือที่จะพึงเลื่อนไปในวัน เวลาและสถานที่อื่นด้วย

At the Extraordinary General Meeting of Shareholders No.2/2018 on Wednesday, 19th September 2018 at 13:30 hours. at the Meeting Room, No.62-62/1 Moo 2, Ror.Phor.Chor. Utapao Road, Nongchumphon Sub-district, Khao Yoi District, Petchaburi Province 76140 or such other date, time and place as the meeting may be held.

☐ วาระที่..... เรื่อง.

Agenda

Subject:

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

☐ วาระที่..... เรื่อง.

Agenda

Subject:

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

☐ วาระที่..... เรื่อง.

Agenda

Subject:

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

☐ วาระที่..... เรื่อง.

Agenda

Subject:

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ จดออกเสียง

Approve

Disapprove

Abstain

วาระที่.....

เรื่อง.

Agenda

Subject:

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่.....

เรื่อง.

Agenda

Subject:

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

ข้าพเจ้าขอรับรองว่ารายการในใบประจำตบแบบหนังสือมอบอำนาจถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

ลงชื่อ / Signed

ผู้มอบอำนาจ / Grantor

(.....)

ลงชื่อ / Signed

ผู้รับมอบอำนาจ / Proxy

(.....)

ลงชื่อ / Signed

ผู้รับมอบอำนาจ / Proxy

(.....)

ลงชื่อ / Signed

ผู้รับมอบอำนาจ / Proxy

(.....)

**Guideline for the appointment of proxy, the registration, documents to be presented on the meeting date,
the voting procedures and votes counting**

Guideline for the Appointment of Proxy

In case the shareholders cannot attend the meeting in person, the shareholders can appoint a person as their proxy to attend the meeting and vote on their behalf. The company has provided 3 proxy forms in accordance with the forms specified by the Department of Business Development, the Ministry of Commerce. The Company has enclosed proxy with this invitation. Each proxy the form has characteristics as follows:

- Proxy Form A is the general and simple form.
- Proxy Form B is the form with fixed and specific details authorizing proxy.
- Proxy Form C is the form for the shareholders who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper.

The appointment of proxy can be conducted as follows:

- (1) The shareholders other than the shareholders who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper may choose to use either Proxy Form A. or Form B. In any case, only one type of proxy form can be chosen. The Company recommends the shareholders to use Proxy Form B and specify the voting for each agenda.
- (2) The shareholders who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper may either choose Proxy Form A, Form B or Form C. In any cases, only one type of proxy form can be chosen.
- (3) The shareholders appoint 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) The shareholders can appoint any person to be their proxies as they wish, or appoint any one of the Independent Directors of the Company as appeared in this enclosed to be their proxies, If the shareholders choose to appoint the Independent Director of the Company to be their proxies, the Company recommends the shareholders to use Proxy Form B. and specify the votes for each agenda, and deliver the proxy form with the supporting documents to Investor relation at 1768 Thai Summit Tower, 24 Floor, New Petchburi Road, Bangkok, Huai Khwang, Bangkok 10310, In which the documents shall arrive at the Company no later than 3 day prior to the Meeting date.
- (5) The proxy form must be correctly and clearly filled in, and signed by the grantor and the proxy, and affixed with Baht 20 stamp duty, crossed and specified the date such proxy is made.
- (6) The proxy must present the registration form, proxy form and supporting documents at the registration desk for proxies on the meeting date,

Registration

The Company will commence the registration and allow the shareholders and the proxies to register the meeting attendance from 11.30 a.m. onwards on Wednesday, September 19, 2018 at 1.30 p.m., The location is as appeared in the location map in attachment no. 5

Documents to be presented on the Meeting Date

The meeting participants are recommended to present the Registration Form, enclosed with this invitation and the following documents to the officer at the registration desk before attending the meeting:

1. Individual

- 1.1 In case the shareholders attend the meeting in person, to present the valid identification issued by the government agency, e.g. the identification card, government identification card, driving license or passport, including evidence of name - surname change (if any).
- 1.2 In the case the shareholders appoint the proxy to attend the meeting, to present the following documents.
 - (1) The proxy form, correctly and completely filled in and signed by the grantor and the proxy, and affixed with a stamp duty.
 - (2) Copy of the grantor's valid identification issued by the government agency as specified in Clause 1.1, certified as true and correct copy by the grantor.
 - (3) The proxy's valid identification issued by the government agency as specified in Clause 1.1

2. Juristic Persons

- 2.1 In the case the authorized representative of the shareholders attend the meeting in person, to present the following documents.
 - (1) Valid identification issued by the government agency as specified in Clause 1.1 of the authorized representative.
 - (2) Copy of an affidavit of the shareholder, certified as true and correct copy by the authorized representative, with the statement showing that such authorized representative who attends the meeting is empowered to act on behalf of such juristic shareholder.
- 2.2 In the case the shareholders appoint the proxy to attend the meeting, to present the following documents.
 - (1) The proxy form, correctly and completely filled in and signed by the grantor and the proxy, and affixed with a stamp duty.
 - (2) Copy of an affidavit of the shareholder, certified as true and correct copy by the authorized representative, with the statement showing that such authorized representative who signs the proxy form is empowered to act on behalf of such juristic shareholder.
 - (3) Copy of valid identification issued by the government agency as specified in Clause 1.1 of the authorized representative, certified as true and correct copy.
 - (4) The proxy's valid identification issued by the government agency as specified in Clause 1.1
3. In the case the shareholders, who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper, appoint a proxy by using Proxy Form C, to present the following documents.
 - 3.1 Documents from custodian
 - (1) The Proxy Form C, correctly and completely filled in and signed by the authorized representative of the custodian which is the grantor and the proxy, and affixed with a stamp duty.
 - (2) Document confirming that the person who signed the proxy form is permitted to operate the custodian business.
 - (3) Copy of an affidavit of the custodian, certified as true and correct copy by the authorized representative of the custodian, with the statement showing that such authorized representative of the custodian, who signs the proxy form as the grantor, is empowered to act on behalf of the custodian.
 - (4) Copy of the valid identification issued by the government agency as specified in Clause 1.1 of the authorized representative of the custodian, certified as true and correct copy.
 - 3.2 Documents from shareholder
 - (1) Power of Attorney from the shareholder appointing the custodian to sign the proxy form on his/her behalf.
 - (2) Copy of an affidavit of the shareholder, certified as true and correct copy by the authorized representative, with the statement showing that such authorized representative who signs the power of attorney is empowered to act on behalf of such juristic shareholder.

- (3) Copy of valid identification issued by the government agency as specified in Clause 1.1 of the authorized representative, certified as true and correct copy.

3.3 Documents from proxy

To present the proxy's valid identification issued by the government agency as specified in Clause 1.1.

4. In the case the shareholder who does not hold Thai nationality or is a juristic person established under the foreign law (as the case may be), provides the documents in the languages other than Thai or English, such shareholder must also provide the English translations. The translations shall be certified for their correction by the shareholder or the authorized representative of the shareholder (as the case may be).

Voting Procedures and Votes Counting


1. One share is equal to one vote.
2. The shareholders attending the meeting in person and the proxies holding Proxy Form A and Form B must cast their votes in one of the following manners, i.e. approve, disapprove or abstain, and cannot split their votes in each agenda.
3. The officer will distribute the voting cards at the registration desk only to (1) the shareholders attending the meeting in person, (2) the proxies appointed by using Proxy Form A, and (3) the proxies appointed by using Proxy Form B. and Form C in case the grantor has specified in the proxy form that the proxy shall have the right on his/her behalf to consider and approve independently as the proxy deems appropriate without specifying the voting in the proxy form. The officer will not distribute the voting cards to the proxies in the case the grantors have already specified the voting in the proxy forms, and will record the votes as specified in the proxy forms when the proxies register for the meeting attendance.
4. In casting the votes for each agenda, the Chairman of the Meeting will inquire whether any person disapproves or abstains, and ask such person to mark in the box ☐ disapprove or ☐ abstain in the voting cards, and raise his/her hand in order for the officer to collect the voting cards and count the votes. In votes counting, the Company will use the method of deducting the disapproved votes, abstained votes, and the invalid voting cards from all of the votes. The remaining votes will be deemed as the approved votes. For the persons who vote to approve, please mark in the box ☐ approve in the voting cards and return them to the officer after the meeting is adjourned.
5. Before casting the votes in each agenda, the Chairman of the Meeting will give opportunity to the meeting attendees to inquire on the issues related to such agenda as appropriate. In this regard, the meeting attendee who wishes to inquire or make comment, please notify name and surname to the meeting before making any inquiry or comment.
6. The resolution of the shareholders' meeting must consist of the following votes:
 1. In ordinary case, the majority votes of the shareholders attending the meeting and casting their votes.
 2. In other cases specified otherwise by laws or the Company's Articles of Association, the resolution of the meeting shall be in accordance with the laws or the Company's Articles of Association. The Company has already specified as the remark in each agenda in the Invitation the number of votes to be required to approve the relevant matter in each agenda.
 3. In case of the tied votes, the Chairman of the Meeting shall have an additional vote as the casting vote.
 4. A shareholder or proxy having a special interest in any specific matters shall not be permitted to cast his/her votes on such matter.

The votes counting will be conducted immediately and the Chairman of the Meeting will inform the voting results to the meeting for every agenda.

Profiles of independent directors for proxy

Name	Pol.Lt.Col. Thienrath Vichiensan	
Position	Independent Director / Chief of Audit Committee Thai Luxe Enterprises PCL.	
Age	58 Years	
Nationality	Thai	
Address	22/26 Moo 9, Tambon Bang Phut, Amphoe Pak Kret, Nonthaburi 11120	
Education	<ul style="list-style-type: none">- Master of Arts Teaching (Government), University of Texas, USA- Bachelor of Public Administration, Royal Police Cadet Academy- Bachelor of Laws, Sukhothai Thammathirat Open University	
Training Program	<ul style="list-style-type: none">- Director Certification Program (DCP) Batch#243/2017, Thai Institute of Directors (IOD)- Advance Audit Committee Program (AACP) Batch#28/2018, Thai Institute of Directors (IOD)- Graduate Diploma in Public Law, Thammasat University- Records Management Course, National Archive, Sweden- Senior curriculum, Prince Damrongrajanubhap Institute of Research and Development- Administrative Justice for Executives- National Defence College of Thailand	
Present other Position	<ul style="list-style-type: none">- Inspector-General, Office of the Permanent Secretary, Prime Minister Office	
Working Experiences	<ul style="list-style-type: none">- 2014 Director, The Bureau of Legal Affairs and General Regulations, Office of the Permanent Secretary, Prime Minister Office- 2012 Director, Office of the official information commission- 2002 Director of Bureau Complaints and responses Division, Office of the official information commission.- 1998 Plan Policy Analyst Officer, Office of the official information commission.	
Number of years in Directors	1 Year 4 Months to the Extraordinary General Meeting of the Shareholders No. 2/2018	
Number of shares, as of 30 th June 2018	12,500 shares or 0.002%	
Direct and indirect gain/loss in any matters that the company or subsidiary being partners of contract	None	

Profile of independent directors for proxy

Name	Mrs. Natee Chuansanit	
Position	Independent Director / Audit Committee	
	Thai Luxe Enterprises PCL.	
Age	64 Years	
Nationality	Thai	
Address	272 Soi Prachanukun 1, Khwaeng Wong Sawang, Khet Bang Sue, Bangkok 10800	
Education	<ul style="list-style-type: none">- Master of Executive MBA, SASIN, Graduate Institute of Business Administration of Chulalongkorn University- Bachelor of Business Administration Chiang Mai University	
Training Program	<ul style="list-style-type: none">- Anti-Corruption:The Practical Guide (ACPG) Batch#25/2016, Thai Institute of Directors (IOD)- Directors Certification Program (DCP) Batch#221/2016, Thai Institute of Directors (IOD)	
Present other Position	<ul style="list-style-type: none">- 2015 - Present Executive Vice President IBERD Research and Development Economics	
Working Experiences	<ul style="list-style-type: none">- 2011 – 2015 Minister Counsellor Department of Commerce in Prague, Czech Republic- 2010 – 2011 Director of Lifestyle Furniture Expo Government Aid Worker- 2009 – 2010 Government aid worker Office of the Minister of Commerce	
Number of years in Directors	4 Year to the Extraordinary General Meeting of the Shareholders No. 2/2018	
Number of shares, as of 30 th June 2018	None	
Direct and indirect gain/loss in any matters that the company or subsidiary being partners of contract	None	

Profile of independent directors for proxy

Name	Mr. Teerawit Tanakijsoontorn	
Position	Independent Director / Audit Committee Thai Luxe Enterprises PCL.	
Age	39 Years	
Nationality	Thai	
Address	161/401 Charan Sanit Wong Road, Khwaeng Bang Khun Si, Khet Bangkok Noi, Bangkok 10700	
Education	<ul style="list-style-type: none">- CPA (Certified Public Accountant) The Federation of Accounting Professions under the Royal Patronage of His Majesty The King- Bachelor of Law Thammasat University- Bachelor of Business Administration in Accounting Kasetsart	
Training Program	<ul style="list-style-type: none">- Course of Anti-Corruption the Practical Guide (ACPG), Thai Institute of Directors (IOD)- Course of Ethical Leadership Program (ELP), Thai Institute of Directors (IOD)- Course of Director Accreditation Program (DAP) 87/2011, Thai Institute of Directors (IOD)	
Present other Position	- Director (Certified Public Accountant: CPA), Best Audit Company limited	
Working Experiences	<ul style="list-style-type: none">- 2003 - 2015 A Certified Public Accountant (CPA).- 2010 - 2013 Audit Committee and Risk Management Committee, Absolute Impact Public Company limited	
Number of years in Directors	3 years 2 Months	to the Extraordinary General Meeting of the Shareholders No. 2/2018
Number of shares, as of 30 th June 2018	None	
Direct and indirect gain/loss in any matters that the company or subsidiary being partners of contract	None	

Notation: Information updated On 30th June 2018 except for the number of years of incumbent directors from the date of the Extraordinary General Meeting No. 2/2018.

Definition of Independence Directors of Thai Luxe Enterprises Public Company Limited

1. Shareholdings not more than 1% of the available number of shares with the Company in the Major Company, Subsidiary, Joint Venture Company. Major shareholders or the persons with power to control the Company are all part of the Company including the directors.
2. There is no director holding interests in the management, or employee, staff of consultant earning salary regularly or the person with power of control of the Company, Major Company, Subsidiary, Joint Venture Company or Juristic Person who may have contradictory interests currently and 2 years previously serving in the management of the Company.
3. It is not a person having blood relations or by legal registration by way of being parent, spouse, sibling, offspring including spouse of offspring and executives serving as major shareholder, exercising power of control of the Company or person to be proposed to serve as executive or person to exercise power of control of the Company or its Subsidiary.
4. Having no business relations with the Company, major Company, Subsidiary, Joint Venture Company, major shareholder or person with power of control of the Company who may act to thwart the independent status of the Company and it has never been shareholder likely to exercise power of control of person having business relations with the Company, Major Company, Subsidiary, Joint Venture Company, major shareholder or person with power of control of the Company currently or 2 years previously.
5. Never served as auditor of the Company, Major Company, Subsidiary, major shareholder, person with power of control of the Company and not being shareholder with power of control, or partner, manager of the auditor's office which has an auditor of the Company, major company, Subsidiary, joint venture company, major shareholder or person with power of control of the Company, Subsidiary currently or 2 years previously.
6. Never been provider of occupational services, legal services or financial services in receipt of service fee exceeding two million baht annually from this Company, Major Company, Subsidiary, Joint Venture Company, major shareholder or person having power to control the Company and not being shareholder with power of control or being manager, provider of occupational services currently or 2 years previously.
7. Not being director elected to serve as representative of the director of the Company, major shareholder or shareholder with relations with a major shareholder.
8. Not engaged in business that operates on the same lines as this Company and competed with this Company, or being partner in limited partnership or director of another Company that is engaged in business the same as this Company and competing with this Company.
9. No having any other characteristics that would prevent independent opinion in the interests of this Company.

Remark: The Company has defined the definition of independent director of the Company equal to the minimum requirements of the SEC and SET

Regulations of the Company Governing Shareholder meeting and Voting

1. Calling of a meeting

Chapter 5 Article 32 provides that in calling a shareholder meeting the Board of Directors shall prepare a written notice calling the meeting, specifying the venue, date, time, meeting agendas and matters with reasonable details to be discussed at the meeting clearly indicating whether they are for information, approval or consideration, as the case may be, including comments of the Board of Directors on such matters, and send to shareholders and the registrar at least seven days prior to the meeting date, and advertisement of the meeting in newspapers for 3 days consecutively at least 3 days prior to the meeting date.

The place to be used as the meeting venue under paragraph one must be located in the area where the Head Office or a branch office is situated, or in a nearby province.

2. Quorum

Chapter 5 Article 34 provides that a shareholder meeting must be attended by at least 25 shareholders and proxies (if any) holding, in aggregate, at least one-third of the total shares sold, or at least one half of the total number of shareholders holding, in aggregate, at least one-third of the total shares sold in order to constitute a quorum.

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

In the subsequent meeting a quorum is not required.

3. Votes

Chapter 5 Article 35 provides that a resolution of shareholder meeting shall require:

- (1) In an ordinary event, the majority vote of shareholders who attend the meeting and cast their votes. In case of a tie vote, the chairman of the meeting shall have an extra vote as a casting vote.
- (2) In the following events, a vote of not less than three quarters of the total number of votes of shareholders who attend the meeting and have the right to vote:
 - (a) The sale or transfer of the whole or essential parts of the business of the Company to third parties;
 - (b) The purchase or acceptance of transfer of the business of other companies or private companies by the Company;

- (c) The making, amending or terminating of contracts with respect to the granting of a lease of the whole or essential parts of the business of the Company, the assignment of the management of the business of the Company or the amalgamation of the business with third parties with the purpose of profit and loss sharing;
- (d) Amendments to memorandum of association and articles of association of the Company;
- (e) Capital increase or decrease;
- (f) Company merging or winding;
- (g) Issuance of debentures.

4. Election of directors

Chapter 4 Article 14 The company's directors can set up a Director Committee of not less than 5 members, half of whom must reside in the country.

Chapter 4 Article 15 A director must be an ordinary person and

- (1) Be of legal age
- (2) Not a bankrupt person, an incompetent person or equivalent to an incompetent person.
- (3) Has never been imprisoned under the verdict of a Supreme Court involving a corruption case.
- (4) Has never been dismissed or released from civil service duty, state or government job in a malpractice situation.

Chapter 4 Article 16 provides that directors be elected by shareholder meeting in accordance with the following rules and procedures.

(1) In casting vote to elect directors, the majority votes shall apply by deeming that each shareholder shall have one vote per one share.

(2) Shareholders shall cast their votes to elect the persons nominated for directorship one by one. Each person voted for by a shareholder will earn all votes from the shareholder as per (1) and the shareholder may not allot his votes to any person in any number.

(3) The candidates who receive highest number of votes in descending order will be elected directors until all of the director positions are filled. Where the votes cast for candidates in descending order are tied, which would otherwise cause the number of directors to be exceeded, the chairman of the meeting shall have an extra vote as a casting vote.

Chapter 4 Article 17 At each annual shareholder meeting, a number of directors must resign which shall be equal to 1 out of 3 proportion based on the total number of directors. If it is not possible to divide the number of directors into 3 equal portions then the closest number to such proportion shall be applied.

The directors who must resign in the first and second year after the company's registration will draw lot to determine who need to resign. For the subsequent years, the director who has stayed the longest in

the position will have to resign. Once resigned, such director has the right to be nominated as a director again.

Chapter 4 Article 18 Apart from resigning under the above circumstance, a director is deemed to have resigned in the following circumstance:

- (1) Demise
- (2) Resign on personal reason
- (3) Found to have lacked the required qualifications or meet the description of prohibited person as stated in item 15
- (4) In line with the shareholder meeting's resolution per item 21
- (5) As ordered by a judge

Chapter 4, Article 30 The Directors shall be entitled to receive remuneration from the Company in the form of prize money, meeting allowances, pensions, bonuses or other incentives in accordance with the Articles of Association or the resolutions of the Shareholders' Meeting consider to set a number of times or set a rule and schedule from time to time, or shall continue to apply until the change is made, and in addition, the allowances and welfares shall be received by the Company regulations.

The provisions of paragraph one shall not prejudice the right of employees of the Company or its employees to be elected as directors in order to receive remuneration and benefits as staffs or employees of the Company.

Map of the Shareholders' Meeting Venue

