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Minutes of the Annual General Meeting of Shareholders for the year 2020

of

Green Resources Public Company Limited

Date and Venue

The meeting was held on Friday, 8th May 2020, at 10.00 hrs., at Green Resources Meeting Room Floor 3, 405 Bond Street Road, Soi 13, Bang Phut Subdistrict, Pak Kred District, Nonthaburi Province 11120

There are 8 directors (from 9 members of Board of Directors attending the Meeting, or equivalent to 88.88 percent):

1. Mr.Chaisith Viriyamettakul Chairman of the Board and Chairman of the Executive Committee
2. Pol.Maj.Gen.Sahaschai Indrasukhsi Vice Chairman of the Board, Executive Committee
Chairman of Nomination and Remuneration Committee
3. Mr.Prateep Anantachote Vice Chairman of the Board, Executive Committee
Member of Risk Management Committee, Member of Investment Committee, Member of Corporate Governance Committee
4. Mr.Pipat Viriyamettakul Director, Executive Committee, Chairman of Investment Committee, Chief Executive Officer
5. Mrs.Pawanya Krittachart Director, Executive Committee , Member of Investment Committee, Member of Nomination and Remuneration Committee, Member of Corporate Governance Committee
6. Mr. Apichart Sivamoke Director
7. Mr. Somkuan Musig-in Independent Director and Chairman of Audit Committee
Chairman of Risk Management Committee, Chairman of Corporate Governance Committee

8. Mr.Virat Jansiriwattana Independent Director and Audit Committee
Member of Risk Management Committee
Member of Nomination and Remuneration Committee

Committee absent the Meeting Due to the circumstances of Covid 19 unable to go to meeting.

1. Mr.Yap Kim Yam Independent Director and Audit Committee

Executives attending the Meeting:

1. Mrs.Thanida Inthachak Chief Financial Officer and Senior Vice President in
Finance and Accounting Division

Consultant of the Company attending the Meeting : Advisory One Co.,Ltd.

1. Mr. Chainarin Sairungsri Consultant of the Company

Auditors attending the Meeting:

Karin Audit Co.,Ltd.

1. Mr. Jesada Hungsapruerk Certified Public Accountant
2. Mr. Thanatit Raksatianpab Certified Public Accountant

Voluntary Right of Investor Protector from Thai Investors Association attending the Meeting:

- Khun. Surachet Viniyakul

The person verifying and examining the vote was Penguin Design Co., Ltd. that recorded the vote and act as the witness of the vote verification of this meeting.

In this regard, there was 1 representative from a minor shareholder who witnessed the voting process. Mrs. Nantaporn Rangsitam is a shareholder attending the meeting in person.

Secretary of the meeting:

Ms.Sarunrat Seesun Company Secretary

Before meeting, Miss Chonnanart Trisarp, Moderator introduced the Committee, Executives and attending shareholders and announced the agendas which will be considered today, totally 8 Agendas, the details were presented in the Invitation Letter for the year 2020 and in order for the meeting to be in accordance with the good governance in terms of voting and the meeting practices, the methods of counting the shareholders' votes had to be clarified. The shareholders were required to vote for a resolution for each agenda. The meeting regulation for this meeting according to the practices and regulation is as follows:

Voting procedure

1. One shareholder has number of vote equal to number of shares held. Shareholder may either vote **Agreed / Disagreed / Abstained** in each agenda. In case of foreign shareholder, who appointed a custodian in Thailand to hold shares and look after their interest on their behalf, may separately vote approved, not approved, or abstained at the same time in each agenda by dividing number of vote equal to number of shares they hold using the ballots acquired at the registration. In case voting is different from the method mentioned above, such voting shall be considered as invalid.
2. In counting the votes, only the votes of disapproval or abstention will be counted, **except for the election of directors in Agenda 5**, with the **dissenting** and **abstaining** votes Deducted from the total votes attended The remaining votes will be considered votes that agree in that agenda. The shareholders who cast votes **in disagreement or abstain** shall raise their hands so that the officer will walk to collect the ballot to record and summarize the results for further acknowledgment.

In this regard, the voting in this meeting. It was an open voting. Not a secret vote But the ballot papers for all attendees were collected after the meeting for transparency.

3. To ensure that the company complies with the guideline of quality evaluation of good shareholders' meeting, therefore, **in the agenda 5, which is the agenda that approves the election of director to who will be replacing director who resigns**. The company will collect the ballots from shareholders in attendance for all **approved, not approved, and abstained votes**. All shareholders were requested to tick either the **approved, not approved, or abstained** box as well as sign the ballots and raise their hands. The staffs would collect the ballots from shareholders to count how many shareholders **voted approved, not approved, or abstained**. For the proxies who did not get the ballots at the registration, it means that shareholders have already voted in the power of attorney, which such vote would have already been specified consistently with the vote of the shareholder in such power of attorney.
4. If any agenda is the same, Chairman of the meeting shall have one more vote as a casting vote.

5. The result of the vote will be indicated in the vote. **Agreed /Disagreed /Abstained**, each agenda item will use the latest number of shares.
6. The shareholders who submitted the ballots **Disagreed /Abstained**, after the company closed the ballots for each agenda. The Company will not include calculation that votes to determine the score again.
7. Before the voting to each agenda starts, all attendants have chances to ask questions concerning all respects of the agenda. The shareholders who desire to ask questions have to inform the agenda of their names and family names before asking questions so that the meeting minute can be properly made. In case where a shareholder has any question or opinion concerning any issue other than the agendum that is being considered, that shareholder can ask the question or express the opinion in the latter sessions of the meeting.

Start meeting:

Miss Chonnanart Trisarp, the moderator of the meeting, gave welcome greeting to all attendants of 2020 Annual General Meeting of Shareholders Meeting by informing the agenda that Green Resources Public Company Limited welcomed all the attendants of 2020 Annual General Meeting of Shareholders with the following information.

The company has the registered capital of 818,024,729 baht, 818,024,729 baht of which was paid capital. The capital is divided into 818,024,729 ordinary shares with 1 baht par value. The administrative project consists of the company directors who determine policies, strategies and directions for the company operations. There are Executive Committee, Audit Committee, Risk Management Committee, Nomination and Remuneration Committee, Investment Committee and Corporate Governance Committee with tools and mechanisms to operate the company business according to the policies, strategies and directions.

In today's meeting, there were 14 shareholders present with the total shares of 103,553,982 shares and 47 attorneys with the total shares of 458,076,475 shares, which were 61 shareholders with the total share of 561,630,457 shares or 68.4898 percent of the 818,024,729 distributed shares. In terms of agenda pursuant to Public Company Act B.E. 2535 (1993) and the company regulation, it is stipulated that there must be at least no less than 25 shareholders or attorneys present and the total share must not be less than one in three of the distributed shares. The Company sold all of which are equal to (272,674,909 shares).

The moderator invited Mr.Chaisith Viriyamettakul the Chairman of the Board, was the Chairman of the meeting.

The Chairman of the meeting delivered a welcome speech for Annual General Meeting of Shareholders for the year 2020 and conducted the meeting in accordance the Agendas for the meeting was as follows:

Agenda 1 **Consider and approve the minutes of the 2019 Annual General Meeting of Shareholders on Friday 26th April 2019.**

The Chairman informed that this agenda is to certify the minutes of the 2019 Annual General Meeting of Shareholders on Friday 26th April 2019, with the company sending a copy of the said minutes to all shareholders together with the invitation letter. As detailed in Attachment 1.

Board of directors Therefore, requested the Annual General Meeting of Shareholders for the year 2020 to consider certifying the minutes of the 2019 Annual General Meeting of Shareholders

The Chairman gave the opportunity to the shareholders to ask questions, objections or request to amend the minutes of the Annual General Meeting of Shareholders for the year 2020. It appeared that there were no shareholders asking questions, objecting or requesting to amend the report. Holding shares for the year 2019.

Resolution The meeting resolved to approve the 2019 Annual General Meeting of Shareholders report on Friday 26 April 2019, as proposed with a unanimous vote of the shareholders who attended the meeting. And voting as follows.

- Agreed	561,630,457	Shares	Percentage	100.0000
- Disagreed	-	Shares	Percentage	-
- Abstained	-	Shares	Percentage	-
- Voided ballot	-	Shares	Percentage	-
- Total	561,630,457	Shares	Percentage	100.0000

Agenda 2 **To acknowledge the operational results of the company for the year 2019.**

Chairman inform this agenda is for information; therefore, there was no resolution passed, but it aimed to inform the shareholders of the overview and directions of the company operation in the previous

account year. In summary, the operational result was prepared for the shareholders with Mr.Pipat Viriyamettakul , Chief Executive Officer to present to the meeting regarding the company’s operating results and significant changes in 2019.

Mr.Pipat Viriyamettakul ,Chief Executive Officer reported the company’s operating results and significant changes in 2019 to the meeting as follows;

Overview of the operation results for the year 2019

Income			
	<u>Revenue from project sales</u>		11,627,752.00
	1. The ROCCIA Project	1,360,000.00	
	2. Orin Project	10,267,752.00	
	<u>ROCCIA rental and service income</u>		14,594,839.00
	<u>Revenue from electricity sales</u>		89,381,002.00
	1. Lop Buri Project 1	8,816,438.40	
	2. VT Project	40,747,112.81	
	3. SK1 Project	39,817,450.51	
	- Interest income		5,019,808.60
	- Other income		4,322,023.00
	<u>Reversal of impairment of investment</u>		4,853,715.40
	<u>Reversal of bad debts</u>		140,000.00
Total income			129,939,140.00

The Chairman opened the floor for shareholders to ask questions or comment the proxy to volunteer to protect the shareholders from the Thai Investors Association, Mr. Surachet Viniyakul, has the following questions:

Questions

1. In the annual report, page 104, in the financial statements of income Had income from reversal of investment impairment of approximately 4.85 million baht in 2019, but when looking at the details of expenses in 2017 and 2018, there was a loss from impairment of investment of 2.475 and 1.305 million baht respectively which includes 2 years ago, it was only around 3.78 million baht Why is it reversible in the year 2019 to 4.85 million baht?
2. In the annual report, page 103, of current liabilities in 2019, there is approximately 37 million baht of long-term loans due within 1 year. How has the company prepared cash flow to be repaid?

Answer

Mrs.Thanida Inthachak Chief Financial Officer and Senior Vice President in Finance and Accounting Division to clarify the questions as follows.

1. Reversal of impairment of investments in the financial statements of the year 2019, amounting to 4.85 million baht, is a reversal of investment impairment of Aura Dream Company Limited (the company holds 45 million baht), which is an adjustment to the previously set up items. Value since 2017, Aura Dream Company Limited has set up impairment of 12.91 million baht, reversed 4.85 million baht in year 2019, remaining impairment of 8.06 million baht, with the following details:
 - Financial statements for the year 2018, impairment of investment, total value approximately 152.91 Million baht
 - Phuket Peninsula Company Limited 140.00 Million baht
 - Aura Dream Company Limited 12.91 Million baht
 - Financial statements for the year 2019, impairment of investment, total value approximately 148.06 Million baht
 - Phuket Peninsula Company Limited 140.00 Million baht
 - Aura Dream Company Limited 8.06 Million baht
2. This transaction is a long-term loan of a subsidiary, Ventus Solar Company Limited and SK1 Power Company Limited, borrowing money to invest in Pak Chong Power Plant Project in Nakhon Ratchasima and the project

3. Power plant in Sa Kaew Province by borrowing from ICBC Bank Public Company Limited and Bangkok Bank Public Company Limited, which the company will use the proceeds from the power plant to repay to financial institutions under the agreement.

And because this agenda is for acknowledgment. There will be no voting at all.

Resolution The meeting acknowledged the operation report of year 2019 as proposed by the Chairman with no resolution.

Agenda 3 **To consider and approve the Financial Statements and Consolidated Financial Statements of the Company for the accounting period ending 31st December 2019.**

The Chairman informed the meeting that this agenda was to consider and approve the statements of financial position and the comprehensive income statement of the company for the past financial year which was audited by an authorized auditor and considered for comment. Like from the audit committee Details appear in the information in the QR Code which has been sent to all shareholders according to Attachment 2, along with the meeting invitation letter. Details appear in Attachment 2 in order to comply with the Articles of Association of the Company and Section 112 of the Public Limited Company Act B.E. 2535, which stipulates that the Board of Directors Prepare financial statements at the end of the company's fiscal year. Propose to the shareholders' meeting at the annual general meeting.

The Chairman invited Mr. Pipat Viriyamettakul, the Chief Executive Officer, to present this to be considered the approval of the financial statement and the company's total annual financial statement ended on 31st December 2019.

Mr. Pipat Viriyamettakul, the Chief Executive Officer, presented this to be considered the approval of the financial statement and the Company's total annual financial statement ended on 31st December 2019 examined and signed to certify by the auditor from Karin Audit Company Limited and approved by the Board of Examination, and presented to the Company's board as per the 2019 ,Which has been sent to the shareholders in the form of QR Code with the notice of the meeting in advance The summarized details are as follows.

Unit : Million Baht

Description	Total Financial Statement	Specific Financial Statement
1. Total Assets	1,079.69	749.42
2. Total Liabilities	230.62	6.15
3. Total Incomes	129.93	51.73
4. Profit (loss) attributable to the parent company.	4.01	0.95
5. Non-controlling interests Earnings (loss) per share (Based on net profit/loss)	8.42	-
6. Net profit (loss) for the year	12.43	0.95

The Chairman opened the floor for shareholders to ask questions or comment ,when there were no shareholders wishing to make inquiries The Chairman proposed to the meeting to approve the financial statements and consolidated financial statements of the company for the year ended 31th December 2019.

Resolution The Meeting considered and approved the financial statements for the year ended 31st December 2019 with the majority of the shareholders attending the meeting and voting as follows:

Agreed	561,630,457	Shares	Percentage	100.0000
Disagreed	-	Shares	Percentage	-
Abstained	-	Shares	Percentage	-
Voided ballot	-	Shares	Percentage	-
Total	561,630,457	Shares	Percentage	100.0000

Agenda 4 **To consider and approve the omission of the allocation of profits and not paying the dividend payment for the operational results of the year 2019.**

The chairman informed shareholders that from the operating results of the year 2019, the company has operating profits. But still have a deficit of 708,822,240 baht (seven hundred and eight million eight

hundred twenty-two thousand two hundred and forty baht only), therefore unable to pay dividends for the performance in the year 2019 with details as follows.

Dividend payment details	Year 2018	Year 2019 (Proposed year)
1. Net profit (loss)	(11,193,518)	951,958
2. Cumulative loss	(709,874,169)	(708,822,240)
3. Number of shares (shares)	818,024,729	818,024,729
4. Dividend per share (Baht: shares)	No payment	No payment
5. Total dividend payment (Baht)	No payment	No payment
6. Dividend payout ratio	No payment	No payment

The company has a policy to pay dividends to shareholders at least 30 percent of the net profit after corporate income tax. However, the company will consider Structure and financial status, investment plans and economic conditions. However, the company still has accumulated profits and losses. Therefore unable to pay dividends. As stipulated by law therefore proposed the meeting to consider "No dividend payment" for the operating results for the year 2019.

The Chairman opened the floor for shareholders to ask questions or comment when there were no shareholders wishing to make inquiries. The Chairman then proposed to the meeting to approve the omission of profit allocation and no dividend payment for the year 2019 operation.

Resolution The Meeting considered and approved the omission of the allocation of profit and omission of dividend payment for the results from the operation in 2019 with the votes from the majority of the shareholders attending the meeting and voting as follows:

Agreed	561,630,457	Shares	Percentage	100.0000
Disagreed	-	Shares	Percentage	-
Abstained	-	Shares	Percentage	-
Voided ballot	-	Shares	Percentage	-
Total	561,630,457	Shares	Percentage	100.0000

Agenda 5 To consider and approve the appointment of directors who were retired by rotation.

The Chairman informed in the Articles of Association that one-third of the directors shall vacate. In this 2019 Annual General Meeting of Shareholders, the directors who are due to retire by rotation are as follows: **1. Pol.Maj.Gen Sahaschai Indrasuksri 2. Mrs.Pawanya Krittachart 3.Mr.Virat Jansiriwattana**

In addition, the Company has proposing the Agenda and Name of the person to be elected as director as the Company's director from 8th November 2019 to 31st December 2019 through the Company's website. As a result, there were shareholders presenting the names of person to be elected as directors at the Annual General Meeting of Shareholders for the year 2020 (Details of the history appear in Attachment 5) with the following names.

1. Mr. Tai Chong Yih
2. Mr. Ekgachai Tantichativat
3. Mr. Suchart Prasarithra

The chairman informed the meeting that for this agenda In order to make the voting transparent, all 3 directors whose names are in the post of directors must be retired by rotation. Please request to temporarily leave the meeting room until the votes are counted. Which the voting will be an individual vote and the Chairman asked the meeting to consider the election of 3 directors to fill the terms of the list proposed above from the proposed 6 candidates. The committee with the highest 3 votes will be selected. To be a director of the company according to the number of vacant positions, which will be voted individually as follows.

- 1) Pol.Maj.Gen Sahaschai Indrasuksri
(Directors vacate office upon the expiration of the nominated term for re-election.)
- 2) Mrs.Pawanya Krittachart
(Directors vacate office upon the expiration of the nominated term for re-election.)
- 3) Mr.Virat Jansiriwattana
(Directors vacate office upon the expiration of the nominated term for re-election.)

4) Mr. Tai Chong Yih

(Person nominated from shareholders in accordance with the criteria for granting the rights of shareholders to be considered as directors in the Annual General Meeting of Shareholders 2020)

5) Mr. Ekgachai Tantichativat

(Person nominated from shareholders in accordance with the criteria for granting the rights of shareholders to be considered as directors in the Annual General Meeting of Shareholders 2020)

6) Mr. Suchart Prasaritha

(Person nominated from shareholders in accordance with the criteria for granting the rights of shareholders to be considered as directors in the Annual General Meeting of Shareholders 2020)

The resolution on this agenda will be considered in accordance with the criteria specified in Article 12 of the Company's Articles of Association, which stipulate that "the meeting of shareholders appoints the directors using a majority of votes in accordance with the following rules and procedures.

- 1) One shareholder has a vote equal to one share per one vote.
- 2) The shareholders shall vote to elect each director individually
- 3) The persons receiving the most votes in descending order shall be elected as directors equal to the number of directors required or to be elected at that time. In the event that persons receiving votes in respective orders receive equal votes which exceed the number required or to be elected at that time, the chairman shall have a casting vote. "

The Chairman opened the floor for shareholders to ask questions or comment, when it appears that there were no shareholders asking questions. The Chairman then proposed the meeting to consider the election of directors in place of those who must retire by rotation.

Summary of votes in the agenda on the election of new directors in place of those who must retire by rotation can be sorted as follows

5.1. Pol.Maj.Gen Sahaschai Indrasuksri

- Agreed	392,912,051	Shares	Percentage	69.96
- Disagreed	168,689,702	Shares	Percentage	30.04
- Abstained	28,704	Shares	Percentage	0.01
- Voided ballot	-	Shares	Percentage	-

5.2 Mrs.Pawanya Krittachart

- Agreed	392,912,051	Shares	Percentage	69.96
- Disagreed	168,718,406	Shares	Percentage	30.04
- Abstained	-	Shares	Percentage	-
- Voided ballot	-	Shares	Percentage	-

5.3 Mr.Virat Jansiriwattana

- Agreed	392,912,051	Shares	Percentage	69.96
- Disagreed	168,689,702	Shares	Percentage	30.04
- Abstained	28,704	Shares	Percentage	0.01
- Voided ballot	-	Shares	Percentage	-

5.4 Mr. Tai Chong Yih

- Agreed	183,507,266	Shares	Percentage	32.67
- Disagreed	378,128,191	Shares	Percentage	67.33
- Abstained	-	Shares	Percentage	-
- Voided ballot	-	Shares	Percentage	-

5.5 Mr. Ekgachai Tantichativat

- Agreed	176,209,166	Shares	Percentage	31.37
- Disagreed	385,421,291	Shares	Percentage	68.63
- Abstained	-	Shares	Percentage	-
- Voided ballot	-	Shares	Percentage	-

5.6 Mr. Suchart Prasarithra

- Agreed	187,354,766	Shares	Percentage	33.36
- Disagreed	374,275,691	Shares	Percentage	66.64
- Abstained	-	Shares	Percentage	-
- Voided ballot	-	Shares	Percentage	-

Resolution

The meeting by majority vote resolved to approve the appointment of persons as follows: Served as a director of the company.

1. Pol.Maj.Gen Sahaschai Indrasuksri

(Directors who retired by rotation and was appointed back to the same position)

2. Mrs.Pawanya Krittachart

(Directors who retired by rotation and was appointed back to the same position)

3. Mr.Virat Jansiriwattana

(Directors who retired by rotation and was appointed back to the same position)

In which all 3 persons as mentioned above are the persons receiving the majority votes and receiving votes highest in order of the number of directors to have this time.

Agenda 6

To consider and approve the fixing of the directors' remuneration for the year 2020.

The Chairman informed in the remuneration by taking into account the performance of the directors, their scope of duties and responsibilities, for the year 2020 in the aggregate amount of not exceeding 2,000,000 baht (two million baht) per year, In this regard, the aforementioned remuneration of directors does not include compensation or benefits received by the directors as officers or employees of the company. The details appear in the invitation letter to the meeting. Sent to the shareholders according to the QR Code.

Board of Directors	Remuneration (baht/person/quarter)		Meeting Allowance (baht/person/times)	
	2019	2020	2019	2020
1.Chairman of the Board of Directors	-	-	-	-
2.Chairman of the Audit Committee	30,000	30,000	18,000	18,000
3. Directors and Audit Committee	30,000	30,000	15,000	15,000
	Remuneration (4times/year)		Meeting fee	
			Year 2019 Meeting 4 times	Estimated 10 times / year
1. Chairman of the Board 1 person	-	-	-	-
2. Executive Directors 4 persons	-	-	-	-
3. Chairman of the Audit Committee 1 person	120,000	120,000	72,000	180,000
4. Directors and Audit Committee 3 persons	360,000	360,000	180,000	450,000
Total Director 9 persons	<u>480,000</u>	<u>480,000</u>	<u>252,000</u>	<u>630,000</u>
Total Remuneration	<u>Year 2019</u>		<u>Year 2020</u>	
	<u>732,000</u>		<u>1,110,000</u>	
Therefore in the year 2020, the total compensation must not exceed 2,000,000 baht (two million baht) per year.				
<i>Note: Such remuneration does not include remuneration or welfare that directors receive as employees or employees of the company. Received compensation as an executive Will not receive remuneration as a director again.</i>				

In addition, the meeting proposed to consider and approve the remuneration for the directors who hold positions in the Executive Committee as follows.

Remuneration for Executive Directors	2018 (Old)	2019 (New)
Limit of remuneration for executive directors (not more than)	700,000 baht/month	700,000 baht/month
<i>Note: Directors who are executives which has already received remuneration as an executive will not receive compensation as executive director again.</i>		

In the past year (year 2019), the company has improved operating results. Which can return to profits again therefore, the meeting proposed to approve the additional director bonus to the total of not

more than 450,000 baht in the company's directors. All 9 directors will be allocated (including the management of the company) at the rate of 50,000 baht per person.

The Board of Directors considered and agreed to propose to the shareholders 'meeting to consider and approve the directors' remuneration for the year 2019 as per the details proposed above.

The Chairman opened the floor for shareholders to ask questions or comment. There were shareholders asking as follows.

Question Miss Nanthaporn Rangsitham

1. Does the company need to have 9 directors?
2. Request to know the vision and plan of the company to proceed for the company more profitable?

Answer Mr.Chaisith Viriyamettakul Chairman of the Board Explanation to shareholders as follows.

The Board of Directors of the Company consists of 9 members, which is appropriate for the business in operation. As a director of 5 listed companies, most of the board that I hold is not less than 10 people, for example, Vibhavadi Hospital. There are a total of 15 directors, and in the case of GREEN, in my opinion, the organization is large, and about 2 years ago, the company has been operating at a loss. And when entering and managing, all the directors work hard and at present, the company still has an accumulated loss of approximately 708 million baht, which is not from the operation of this committee was an event that occurred before I came to manage currently, the loss can be turned into a profit. And the committee thinks that this year will definitely have more profit together with the good fortune that the company started to change the business type from real estate development to energy business therefore causing the company not to be affected because the company's customers are state-owned enterprises, long-term contracts and relatively stable income. Combined with our talented team Electricity management revenue from the original project is managed to grow more than 10% from the income previously received.

Which has brought a team of experts to manage to clean and change the system by using technology to help therefore, you can see that when looking back, the electricity revenue can increase. And as a result the company is more profitable than when the company acquired the business which is an important work and this business is almost impossible to find. Adder is no longer available as well which my duties and the board of directors Must consider and focus on how to manage the company to have more revenue more profitable in order to be able to pay dividends to shareholders in the future the accumulated loss of approximately 708 million baht, after considering from the financial statements, the company has a share premium of around 500 million baht and according to the operational plan for another 1-2 years will consider using the share premium to cut the accumulated loss. In order to be able to pay dividends to shareholders faster when the company has a profit.

Board of directors Determined to manage the company to have better operating results continuously. And the business that will expand and expand further is the installation of the Solar Power Project in order to have more revenue from the existing at present, the work is quite rare. In the situation of Covid 19, the problem became even more multiplied. In which, we go to earn money from electricity bills which are already basic And able to manage the difference in electricity fees in the system Which will definitely be able to generate more profits than 2019 and expect that by 2020 it will grow.

Another thing to look at is how to do business in a crisis as an opportunity because every crisis has to be created as an opportunity. This is what I thought for the years 2020-2021. Do you know what will happen? The economy certainly worsened. And there will be quite a lot of bad debt in the system. Therefore, the company will bring this crisis to create opportunity. It is in the process of requesting permission to register 1 subsidiary company to conduct various bad debt asset management businesses when it is approved by the Bank of Thailand to be able to proceed will disseminate information to the Stock Exchange of Thailand to inform shareholders for further acknowledgment and the workplace is very difficult because arranging the past 2

shareholders' meetings Requesting approval for issuing warrants to purchase ordinary shares of the company In order to increase capital again In order not to be a burden to shareholders but still unable to succeed However, I still have not given up. And is currently able to create credit to borrow money for the company. Formerly unable to borrow money from any bank at all. After I came in to manage, I was able to borrow. with a credit limit of approximately 100 million baht that can be borrowed and will use this limit to further expand the asset management business mentioned above when shareholders do not approve the issuance of warrants for capital increase I will use this loan to manage to expand to make this business happen and within 3 years I will have to manage to be able to return to pay dividends to shareholders. In the past 2 years, shareholders passed a resolution approving me to be a director of the company and I have already announced that I am going to make a profit and I was able to succeed which is considered a pre-announced work will succeed or not at that time, unknown but please note that I have a high level of willingness to make it at first I was quite worried. Because there is a cumulative lack of up to 708 million baht, until discussions with company consultants and get the idea of reducing capital in order to clear the accumulated losses so the company can return to pay dividends faster when there is profit. Allowing me to work slowly. Honestly learned that it is quite tiring to manage here. But trust me.

Question

Mr. Tai Chong Yih Shareholder came by himself

- Thank you to the president. Please come and share it. About the business and future of the company but I agree with the shareholder who asked a moment ago regarding the number of directors that may be too many, in truth, according to the law, there are 5 directors, enough, but currently there are 9 people compared to the existing business. I agree that the committee is too much. Before attending I had the opportunity to inform the president that I also have the same opinion that should reduce the number from 9 people to 7 good or not. Currently, the company turn into a fund income is relatively stable at around 7% per year. The company does not need to have as many as 9 directors to manage this company. The chairman explained that in the next 2

years, the business would be bad. Therefore, the directors should it be better for shareholders to show that the directors have considered this matter too. Not that in the past there were 9 directors. At present, they have to be 9 people as before. Even though there is a new business that the president mentioned when 7 people should be enough.

- Another point is that the Chairman will come to profit within 2 years. No. If going back to the meeting 2 years ago, the Chairman informed that the first year will make profits. But now, we have been waiting for 2 years. Thank you.

Answer

Mr.Chaisith Viriyamettakul Chairman of the Board explanation to shareholders as follows.

Work is a testament to people's ability. If there are 9 people who have already managed worse I will even be reduced to 5 people, but the work shown can be profitable. I reduce the things that need to be reduced. This part is considered a trivial matter, no problem because I have other businesses that rely on the directors. We want to expand the business. We must not go backwards or have to move forward. We have to use existing ones use the potential of each of you to expand the work. Not just being attached to the board when I came to manage, there was only real estate. Currently, there is a solar farm power plant. And many other businesses. Therefore, I ask the shareholders to believe that what we do, the other 2 directors that are necessary The company has a business plan of asset management companies that may occur in 1-2 months if the Bank of Thailand Already approved. The company will have additional work. When we think to reduce the number of directors not a correct administration if I think that the business has only this I will reduce the number of people. But today is not like that we are expanding the business. We bring existing people to manage. without having to recruit additional people use the same amount but get more work hereby requesting shareholders to be informed but if there is an opinion that will really reduce the number proposed the meeting agenda for consideration first.

And when it appears that there were no shareholders asking questions or to express additional opinions, The Chairman proposed to the meeting to pass a resolution.

Resolution The agenda has the resolution to approve the fixing of the directors' remuneration for the year 2019 with the votes from the majority of the shareholders attending the meeting as follow :

- Agreed	403,098,985	Shares	Percentage	71.77
- Disagreed	158,531,472	Shares	Percentage	28.23
- Abstained	-	Shares	Percentage	-
- Voided ballot	-	Shares	Percentage	-

Agenda 7 **To consider and approve the appointment of the auditor of the Company and fixing of audit fee for the year 2020.**

The Chairman informed in the deemed it appropriate to propose that the shareholders' meeting consider and approve the appointment of the certified public accounts from Dharmniti Auditing Company Limited as new auditors of the Company and its subsidiary for the fiscal year 2020. The list of 11 certified auditors responsible for certifying the company's accounts are as follows:

1. Mr. Thanawut Piboonsawat

Certified Public Accountant Registration Number 6699 and / or (nominated for the first year)

2. Ms. Tachinee Pornphenpop

Certified public accountant no. 10769 and / or (nominated for the first year)

3. Miss Potjanat Siripiphat

Certified Public Accountant Registration No. 9012 and / or (nominated for the first year)

4. Miss Runnapa Saengchan

Certified Public Accountant No. 10142 and / or (nominated as the first year)

5. Mr. Peeradech Phongsathiensak

Certified Public Accountant Registration No. 4752 and / or (nominated for the first year)

6. Miss Sulalit Atsawang

Certified Public Accountant Registration No. 7517 and / or (nominated for the first year)

7. Miss Wannisa Ngamabothong

Certified Public Accountant Registration No. 6838 and / or (nominated as the first year)

8. Miss Thanyaphon Tangthanapachai

Certified public accountant no. 9169 and / or (nominated for the first year)

9. Mr. Suwat Manikanoksakul

Certified Public Accountant No. 8134 and / or (nominated as the first year)

10. Ms. Soraya Tintasuwan

Certified public accountant no. 8658 and / or (nominated as the first year)

11. Ms. Arisa Chumwisut

Certified public accountant no. 9393 and / or (nominated as the first year)

And determine the auditor's remuneration of Dharmniti Auditing Company Limited in the amount of 1,950,000 baht (one million nine hundred and fifty thousand baht only). In the event that all 11 of the certified auditors are unable to work, the faculty The Board of Directors has the power to approve the company. Procure other auditors including authorizing the Board of Directors also approve the financial review fees of subsidiaries and associates that may occur during the year.

Auditor's remuneration for the year 2020

List	Year 2019	Year 2020 (Proposed year)
Annual financial statement audit fees	950,000	1,080,000
Consolidated Quarterly Financial Statement, Quarter 3	1,050,000	870,000
Quarter Total		
Total	2,000,000	1,950,000

However, the auditor from the company. The above Dharmniti Auditing Company Limited has no relationship or interest with the company, subsidiary, management, major shareholders or those

related to the said person. Therefore is independent in auditing and providing opinions on the financial statements of the company.

The Chairman opened the floor for shareholders to ask questions or comment and when it appears that there were no shareholders asking questions. The Chairman proposed to the meeting to pass a resolution.

Resolution

The meeting approved the appointment of the auditor and the remuneration of the year 2020 in the amount of 1,950,000 baht per year as proposed by the majority votes of the shareholders who attended the meeting and cast their votes. With the following votes.

- Agreed	561,630,457	Shares	Percentage	100.00
- Disagreed	-	Shares	Percentage	-
- Abstained	-	Shares	Percentage	-
- Voided ballot	-	Shares	Percentage	-

Agenda 8

To consider other matters (if any)

- None

When no shareholder proposed any other agenda, the Chairman opened the opportunity for shareholders to ask questions or comment with Mr. Hung Chai Akkawatsakun, the shareholder who gave proxy said congratulations to the directors whose terms have been re-elected the committee received applause had to work 1 more time because the president said that there may be dividends and regarding the number of directors is of the opinion that requesting approval from the president. The number of directors is important to drive the Green Company into the future. I would like to inform you that Mr. Tai Chong Yih and I have a close relationship and Mr. Tai Chong Yih informed me that I must come. And came to see the potential of the Chairman Managed under the crisis from the beginning I have held shares in this company since Mr. Kamol's time as president. Currently, I have not bought any additional shares. What is currently being done is wanting to attend a meeting of every company that has a shareholder meeting. I have about 700 shares in various mutual funds as well. In the last few

days I just pushed for the appointment of 5 directors from a small shareholder. The chairman of that company have compassion listen to the little sound of all 5 final shareholders appointed which is something to be proud of and there are many other companies that I have pushed to appoint a minor shareholder to be a director and thank the chairman That is the chairman of the company of Green I also expect that the green company. It will be another stock that investors start to look at and begin to pay attention to in the management of this happening. Lastly, I would like to give permission to study one issue that we are all concerned about the plague. Like I received information from many hospitals that called in with care. I think the second round of Covid disease If we raise the card, when will it meet? Because we use a small amount of foreign labor. Which they don't have protection like us Information was not given to us. And adjacent border. The natural way it might be to bring back David. Therefore, raise the card high and help protect the country. This is really a war, not a joke or a laugh. Finally, please encourage the Green Company to expect that by the leadership of the Chairman and the newly elected committee will be in the position both new and old Would help to make the company green is really a stock for investment Thank you all.

The Chairman Thanked Mr. Hang chai. Encouraging Considered to be the most important thing Although Mr.Hung Chai will be a minor shareholder but encouragement here. It is a very important part to encourage me to make the Green Company grow and promise to take care of my best. Personally, I work with dedication. And various problems occurring in the system of the Green Company There are more than 10 lawsuits. At present, almost all cases can be settled, and there is another case where the investment of the company is still in the amount of 35 million baht win due to quite a lot of details I believe that it will be good news. Almost all other cases have been settled. There was nothing more to go to court. Which problem is a little heavy? I will try to clean the company from lawsuits and everything. Must be a company that financial institutions trust lend us money at a lower interest rate. Is something that I'm very proud of our reputation and credibility are very important. Wherever I go, if I can survive, I have been in business for 40 years and never fail. Someone invited to be the chairman of another company bigger than this but didn't accept it but wanted it to be

better. If better, will quit. Because already old Will lead the organization to grow, please be assured of being here as necessary Since it has promised the shareholders when he comes in, he must do it well. Not promise and can't do if I can't, I won't dare to promise it as far as I have laid the floor for the Green Company. Come, everything is good, guaranteed. I will take the company to definitely grow up and congratulations on the 3 elected directors.

Since the meeting has completed all the agendas, the Chairman thanked the shareholders and all the honors who have sacrificed their time to attend this meeting. And said the meeting was closed at 11.17 hrs.

.....
(Mr.Chaisith Viriyamettakul)

Chairman of the meeting

.....
(Ms.Sarunrat Seesun)

Company Secretary / Secretary of the meeting