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MINUTES OF THE 2021 ORDINARY MEETING OF SHAREHOLDERS (NO.17)
UBIS (ASIA) PUBLIC CO., LTD.

Date: 20th April 2021; Time: 14.00-16.00 hrs

Venue: Meeting Room, 5th Floor, Grand Howard Hotel, No.50 Charoen Rat Road
Bangkhlo Sub-district, Bang Kho Laem District, Bangkok 10120

Members of the Board of Directors who attended the Meeting:

- | | |
|-----------------------------------|-----------------------------|
| 1. Gen. Terdsak Marrome | 2. Mr. Anan Sirisaengtaksin |
| 3. Mr. Nophadon Kitayanugul | 4. Mr. Kawin Chalermroj |
| 5. Miss Kachana Vongratanakulthon | 6. Mr. Phongsan Voravud |

Absent Directors:

1. Mr. Pasitpol Temrittikulchai
2. Mr. Kittisak Panunan

Executives who attended the Meeting:

- | | |
|------------------------------|---|
| 1. Mr. Nawat Tiyapongpattana | Vice Chairman of the Executive Board of Directors |
| 2. Mr. Supat Turathammanon | Deputy Managing Director (Finance-Accounting) |

The Meeting started at 14.00 hrs

Master of Ceremony: Good afternoon, UBIS (Asia) Public Co., Ltd., welcomes all shareholders to the 2021 Ordinary Meeting of Shareholders (No.17). The Company has fixed the Record Date for determination of the list of shareholders eligible to attend the Shareholders' Meeting on 8th March 2021. There were totally 878 people eligible to attend the Meeting and representing 227,999,991 shares. In this Meeting, there were 17 shareholders attending the Shareholders' Meeting in person representing 23,132,086 shares, and there were 33 shareholders attending the Meeting by proxies representing 122,123,637 shares. In total, there were 50 meeting attendants representing 145,255,723 voting shares or equal to 63.7086% of the listed shares under Section 103 of the Public Limited Companies Act B.E.2535 and under the Company's Regulations, Clause 34 requiring that in the Shareholders' Meeting, there must be at least 25 shareholders and their proxies

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attending the Meeting and representing at least one-third of the listed shares of the Company to constitute a quorum. Therefore, the number of shareholders attending the Meeting and representing such shares shall be regarded as constituting a quorum as per the Company's Regulations. (Then, there were additional meeting attendants. In total, there were 56 shareholders attending the Meeting in person and by proxies representing 145,410,023 shares or equal to 63.7763% of the listed shares of the Company).

Before starting the Meeting, I would like to introduce the Company's directors and executives attending this Meeting, as follows:

1. Gen. Terdsak Marrome Independent Director / Audit Director / Chairman of the Board of Directors
2. Mr. Anan Sirisaengtaksin Nomination and Remuneration Director / Chairman of the Corporate Governance Committee / Chairman of the Risk Management Committee / Independent Director and Chairman of the Audit Committee
3. Mr. Nophadon Kitayanugul Corporate Governance Director / Sustainable Development Director / Acting Chairman of the Executive Board of Directors and Company Director
4. Mr. Kawin Chalermroj Risk Management Director / Chairman of the Nomination and Remuneration Committee / Independent Director and Audit Director
5. Miss Kachana Vongratanakulthorn Corporate Governance Director / Executive Director and Company Director
6. Mr. Phongsan Voravud Nomination and Remuneration Director and Company Director
7. Mr. Nawat Tiyapongpattana Vice Chairman of the Executive Board of Directors

In addition, the Company has invited the Company's auditors, namely Mr. Yutthapong Suntarinka and Miss Nontanun Ajcharamongkol of KPMG Phoomchai Audit Co., Ltd., to attend this Meeting; and the Company has invited Mr. Kamjorn Pattanachien, a legal advisor, to act as the Master of Ceremony, and for audit of registration of shareholders and counting of votes, the Company has assigned Inventech Systems (Thailand) Co., Ltd., to handle the matters in this 2021 Ordinary Meeting of Shareholders.

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Master of Ceremony: Regarding the voting practice, I would like to clarify, as follows:

1. As the Company had disseminated the information on its website that it would give opportunities and rights to its shareholders to nominate people to be elected as directors and to propose the Shareholders' Meeting agendas and to send questions in advance from 19th November 2020 until 31st January 2021, it appeared that there was no shareholder proposing such matters. Therefore, the Meeting shall be conducted in accordance with the Company's Regulations in orders of agendas prescribed in the Invitation for the Shareholders' Meeting which was sent to all shareholders.

2. Regarding the casting of votes in the Shareholders' Meeting, subject to the Company's Regulations, Clause 37, all shareholders shall have 1 (one) vote per 1 (one) share held, and the casting of votes shall be conducted openly.

3. In case, any shareholder intends to make inquiries or to request directors or executives to further clarify any issues, such shareholder shall give his/her name and inquiries at the end of presentation of each agenda or when all meeting agendas have been considered, thus, in accordance with the practices to be subsequently clarified to all shareholders.

4. Any shareholder who is a stakeholder in any agenda shall be prohibited to cast votes in such agenda, or the Company may ask such shareholder to leave the Meeting temporarily in such agenda. However, regarding the approval of director appointment, all shareholders may specially cast their votes regardless of being stakeholders, thus, in accordance with the Company's Regulations, Clause 37.

In this Meeting, the Company has determined the method of passing of resolutions by providing ballots in each agenda for all shareholders to pass resolutions. All shareholders shall receive ballots at the time of registration to attend the Meeting. In case, any shareholder has not yet received ballots, please inform our staff to handle it; and upon receiving such ballots, shareholders should check the correctness of their names and surnames or the Company's name and more importantly the number of shares specified in such ballots. If they are incorrect, shareholders should inform our staff to correct them. In case, the particulars in such ballots are correct, then, shareholders or their proxies shall clearly affix their signatures in all ballots.

All ballots have been provided in orders of agendas (Sessions No.1-8) and specified with names of agendas, and reserved ballots have also been enclosed. Therefore, the passing of resolutions in ballots shall be in accordance with such orders, and all shareholders are requested to pass the resolutions correctly.

Regarding the casting of votes in each agenda, the Chairman of the Meeting shall ask if any person shall cast votes of disapproval or abstention. In case, there is no casting of votes of disapproval or abstention, then, the Chairman of the Meeting shall conclude in such agenda that all shareholders have passed the unanimous resolution to approve as per the agenda proposed.

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In case, there is the casting of votes of disapproval or abstention, the Chairman of the Meeting shall ask such shareholder who disapproved or abstained votes to cast votes in the given ballots by ticking ✓ in a square box in the required column and affixing the signature therein, and such shareholder is requested to raise his/her hand so that the Company's staff shall collect the ballot for counting of votes.

For shareholders who cast their votes of approval, it shall be regarded that such shareholders have approved according to the proposed agendas and they are not required to cast their votes in ballots. The Company shall deduct the votes of disapproval and/or abstention from the total votes of shareholders attending the Meeting or from the number of votes cast for conclusion of votes in each agenda.

For shareholders who attended the Meeting by proxies and had already cast their votes, the Company has already collected and recorded their votes in the computer system, and their proxies attending the Meeting shall no longer cast their votes, and for shareholders who attended the Meeting by proxies but failed to specify the method of casting of votes, their proxies shall cast votes as per the method earlier informed.

To be in conformity with the Principle of Corporate Governance of the Stock Exchange of Thailand, in the agenda of consideration and election of replacement directors, shareholders who intended to cast their votes of approval, disapproval or abstention were requested to cast their votes in the given ballots and to send them to the Company's staff for collection thereof and for counting of votes.

I would like to inform the Meeting of the result of casting of votes in each agenda and the counted votes shall include the votes of shareholders attending the Meeting in person or by proxies, thus, based on the latest number of shares of the meeting attendants in such agenda.

Upon conclusion of the Meeting, the Company shall assign its staff to collect the remaining ballots from all shareholders and proxies, and shall ask shareholders and proxies to pass resolutions in all agendas according to the exercise of voting rights in each agenda. In case, shareholders or proxies intended to leave the Meeting before the time of conclusion of the Meeting, such shareholders or proxies shall send ballots to the Company's staff to record the votes in the vote counting system.

Practices for prevention of COVID-19 spreading in the Shareholders' Meeting

Due to the current situation of COVID-19 spreading and concerns about health of all shareholders, the Company shall notify the Company's practices and preparation of all shareholders to prevent COVID-19 spreading in the Shareholders' Meeting of the Company, as follows:

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Clause 1 For compliance with the disease prevention measures under the BMA Notification; Subject: Order of Temporary Closure of Premises (No.20) dated 23rd February 2021, which was effective from the date of publication of such Notification onwards, shareholders or proxies attending the Meeting shall be seated with the surrounding distance of at least 1.5 meter, and the number of shareholders or proxies attending the Meeting shall be limited to not exceeding 50 people. The Company reserved its rights of proper management to avoid congestion at the venue of the Meeting and for compliance with the requirements of the authorities, including the disease prevention measures as prescribed by the authorities. For this purpose, additional shareholders or proxies may not attend the Meeting. However, shareholders may authorize independent directors to attend the Meeting and to cast votes on their behalves or to send questions.

Clause 2 The Company asked for cooperation from shareholders, in case, it appeared that shareholders had the following symptoms, the Company reserved its rights to isolate shareholders who may have suspicious symptoms in areas provided by the Company; whereby, any of the following symptoms shall be regarded as suspicious symptoms.¹

2.1) Having a fever (body temperature from 37.5°C or above);

2.2) Coughing, sore throat, dyspnea or symptoms relating to the respiratory system;

2.3) Travelling into or from the highest and strictly controlled areas² within 14 days before the date of the Shareholders' Meeting;

Clause 3 In order to reduce risks from disease spreading, in case, shareholders had questions or recommendations, the Company has prepared paper and pens for shareholders to write down questions and to send them to the Company's staff on the date of the Meeting.

Clause 4 The Company shall provide adequate service areas for hand cleansing with soap, alcohol gels or disinfectants for shareholders, and shareholders were requested to wash their hands with liquid soap, alcohol gels or disinfectants before and after attending the Meeting.

Clause 5 Throughout the period of the Meeting, the Company asked for cooperation from shareholders who were isolated or who had passed the screening to comply with the following suggestions:

- Wear surgical masks or face masks at all times
- Keep social distance of at least 1 meter from others
- Wash hands frequently with soap, alcohol gels or disinfectants
- Avoid touching facial area (eyes, nose or mouth) with unwashed hands

¹ Referred to the MOPH Notification; Subject: Names and Important Symptoms of Dangerous Communicable Diseases (No.3) B.E.2563

² The highest and strictly controlled area means province or area under the requirements issued in accordance with Section 9 of the Emergency Decree on Public Administration in Emergency Situations B.E. 2548 (No.19), including any area or province as prescribed by CCSA and other related notifications which are effective before or on the date of the Meeting.

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- Avoid jointly using or touching articles with others
- In case of having a fever, coughing, running nose, sore throat or dyspnea, shareholders were requested to leave the Meeting Room or to contact the Company's staff; whereby, the Company's staff reserved the rights to send shareholders for home isolation or hospitalization, as the case may be.

A volunteer from shareholders, namely Mr. Ek-amorn Sombatkrientkrai, was requested to represent all shareholders for observation and witnessing the counting of votes in this Meeting.

Now, the appointment time for the Meeting has come. I would like to invite Gen. Terdsak Marrome, the Chairman of the Board of Directors to address the Meeting and to conduct the Meeting according to the agendas.

Chairman: Good afternoon all shareholders, proxies, honorable people and staff. I would like to thank all of you for attending the 2021 Ordinary Meeting of Shareholders on 20th April 2021 in unison. The important matters as clarified by the Company's staff were for safety of all of you. I am glad to see all of us enjoying good health and being safe from COVID-19 disease and being able to attend this Meeting. Now, I would like to open the 2021 Ordinary Meeting of Shareholders.

Session No.1 Consideration and Adoption of Minutes of the 2020 Ordinary Meeting of Shareholders Convened on 8th July 2020 (No.16)

Chairman: For Session No.1: Consideration and Adoption of Minutes of the 2020 Ordinary Meeting of Shareholders Convened on 8th July 2020 (No.16), the Master of Ceremony will present the Minutes thereof to all shareholders.

Master of Ceremony: The Company organized the 2020 Ordinary Meeting of Shareholders on 8th July 2020 during 10.00-12.00 hrs at the Multipurpose Meeting Room, Samut Sakhon Industrial Estate Branch, No.1/83 and 1/84 Village No.2 Tha Sai Sub-district, Muang Samut Sakhon District, Samut Sakhon Province 74000 as per the Minutes of the Meeting submitted herewith and being duly recorded. The Company also disclosed the data to the Ministry of Commerce and the Stock Exchange of Thailand within the time limit under the related laws and also disclosed the data on the Company's website and sent the Minutes thereof to all shareholders in advance together with the Invitation for the Shareholders' Meeting.

The Board of Directors has considered the matter and agreed that such Minutes of the Meeting were correctly and completely recorded and deemed it expedient to propose the matter to the Ordinary Shareholders' Meeting for adoption of the Minutes of the 2020 Ordinary Meeting of Shareholders on 8th July 2020.

In this Session, the Resolution was passed by the majority votes of shareholders attending the Meeting and casting their votes.

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Chairman: Is there any shareholder intending to make further inquiries or having any opinions, recommendations or questions relating to the matter for consideration in this Session? If any, shareholders may write it down in paper and submit it to the Company's staff to pass on to the Chairman of the Meeting. If none, please pass the resolution

Resolution: Shareholders passed the resolution to adopt the Minutes of the 2020 Ordinary Meeting of Shareholders on 8th July 2020 with the majority votes of shareholders attending the Meeting and casting their votes, as follows:

Approved: 145,278,823 Votes or equal to 100.0000%
Disapproved: 0 Vote or equal to 0.0000%
Abstained: 0 Vote or equal to 0.0000%
Voided Ballots: 0 Vote or equal to 0.0000%

Chairman: Therefore, I concluded that the Meeting passed its unanimous resolution to adopt the Minutes of the 2020 Ordinary Meeting of Shareholders (No.16) on 8th July 2020.

Session No.2 Acknowledgment of the 2020 Operating Results of the Company

Chairman: Session No.2: Acknowledgment of the 2020 Operating Results of the Company
Mr. Nawat Tiyapongpattana, the Vice Chairman of the Executive Board of Directors, will present the Minutes thereof to all shareholders.

Mr. Nawat: I would like to present the 2020 Operating Results of the Company and the Report of the Board of Directors, which can be summarized, as follows:

In 2020, the gross sales of the Company were totally 1,024 million Baht or increased by 12.55% when compared to those of 2019 which had the gross sales of 911 million Baht, divided into the overseas gross sales of 592 million Baht or increased by 12.55% when compared to those of 2019 which had the gross sales of 526 million Baht, and the domestic gross sales of 432 million Baht or increased by 12.62% when compared to those of 2019 which had the domestic gross sales of 385 million Baht; whereby, the proportions of domestic gross sales were equal to 42% and the proportions of overseas gross sales were equal to 58%.

The Company had the quantity of sales of 9,654 tons or increased by 13.78% when compared to those of 2019 which had the quantity of sales of 8,485 tons. The Company had the overseas quantity of sales of 5,874 million Baht or increased by 11.19% when compared to those of 2019 which had the overseas quantity of sales of 5,282 tons and the domestic quantity of sales of 3,780 tons

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or increased by 18.01% when compared to those of 2019 which had the domestic quantity of sales of 3,203 tons, divided into proportions of the domestic quantity of sales equal to 39% and proportions of overseas quantity of sales equal to 61%.

In 2020, the Company had its gross profits of 356 million Baht or increased by 12.8% when compared to those of 2019 which had the gross profits of 315 million Baht.

Regarding the overview of the Company's gross sales in the first half of 2020, the Company had its gross sales of 469 million Baht which was higher than the gross sales of 466 million Baht in 2019, divided into the domestic gross sales of 209 million Baht or increased by 6.64% from those of 2019 which had the gross sales of 196 million Baht, and the overseas gross sales of 260 million Baht or decreased by 3.7% when compared to those of 2019 which had the gross sales of 270 million Baht. Regarding the overview of the Company's gross sales in the second half of 2020, the Company had its gross sales of 555 million Baht or increased by 24.7% when compared to those of 2019 which had the gross profits of 445 million Baht, divided into the domestic gross sales of 223 million Baht or increased by 17.98% when compared to those of 2019 which had the gross sales of 189 million Baht, and the overseas gross sales of 332 million Baht or increased by 29.69% when compared to those of 2019 which had the gross sales of 256 million Baht.

In 2020, the Company had its gross profits in the product group of Lacquer of 610 million Baht or increased by 18.45% when compared to those of 2019 which had the gross profits of 515 million Baht, and had the gross sales in the compound products of 307 million Baht or decreased by 0.6% from those of 2019 which had the gross sales of 309 million Baht.

In 2020, the Company had its expenses of 219.6 million Baht or increased by 100.2 million Baht from those of 2019, which were divided into 4 portions, as follows: the selling expenses of 103.1 million Baht which were increased from those of 2019 by 11.4 million Baht. Meanwhile, the Company had the executive expenses of 124 million Baht or increased from those of 2019 by 35.4 million Baht. The Company had profits from foreign currency exchange rates of 11.5 million Baht or increased from those of 2019 that the Company had its losses of 15.2 million Baht and expenses of bank interest of 4 million Baht or increased by 0.1 million Baht from those of 2019.

Regarding the overviews of the operating result of the Company, in 2020, the Company had its net profits of 120 million Baht or increased from those of 2019 which had 13.3 million Baht (Net Profits of 2019: 106.7 million Baht).

Regarding the overview of the Company's Financial Position, the Company had its total assets of 836 million Baht or increased by 14.52% which compared to those of 2019. The Company had its total liabilities of 361 million Baht or increased from those of 2019 by 79 million Baht or equal to 28.01%. The shareholders' equity was equal to 475 million Baht or increased from those of 2019 by 27 million Baht or equal to 6.03%.

Regarding the significant financial ratios, the rate of returns to assets was at 12.86%; meanwhile, the rate of returns to shareholders' equity was at 26%, and the debt-to-equity ratio was at 0.76 times. Other details shall be in accordance with the Company's Annual Report which has been submitted to all shareholders.

The Company's report on other areas of management in 2020 shall be as follows:

1. Factories in Bangpu Industrial Estate which were certified under ISO 9001: 2015 from the Bureau Veritas Certificate;
2. Factories in Samut Sakhon Industrial Estate which were certified under ISO 14001: 2015 and ISO 45001:2018 from the Bureau Veritas Certificate;

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3. Factories in Samut Sakhon Industrial Estate which were certified with Green Industry Level 3 from the Ministry of Industry;

I would like to finish the reporting of operating results and management in other aspects in 2020. Thank you.

Chairman: Is there any shareholder intending to make further inquiries or having any opinions, recommendations or questions relating to the matter for consideration in this Session? If any, shareholders may write it down in paper and submit it to the Company's staff to pass on to the Chairman of the Meeting.

Master of Ceremony: Regarding the question from Mr. Sathoporn Phangniran, a shareholder attending the Meeting in person, I would like to notify the Meeting that the Company has acknowledged the 2020 operating results, and I would like to pass on the words of appreciation to all employees and personnel on this occasion. Be strong physically and mentally and be safe from COVID-19. Mr. Sathoporn Phangniran asked whether the operating results of 2020 had good gross sales and the growing profits and whether UBIS was an organization which was bonded with love and unity at all levels, and what are additional key successes of the Company?

Chairman: Mr. Nawat Tiyapongpattana, please

Mr. Nawat: Thank you for compliments to our team. According to the situation in the previous year, we had to solve impromptu problems to prevent our staffs from being COVID-19 infected and to prevent impacts on the operations both in the office and factories. The Company had the new normal management and shift working, division of lunch time and clear separation of spaces in terms of cafeteria, toilets, tools and utensils. Therefore, the Company's production capacity has not been affected, and the Company has been able to deliver goods to our customers as targeted. According to shareholders' questions, I would like to clarify that, at the operational level, from my direct experiences of more than 10 years, I am quite confident in the Company's teams. The Company's staffs had a wide range of age groups; therefore, the Company had to manage the variety of age groups of its employees with care and understanding; as a result, the Company could get through the situation, and in terms of key business success, the Company's strength was the ability to respond to the changing demands of customers because the Company's goods were industrial goods and the Company needed to adjust and solve problems so that the machine would be able to function properly and to produce goods effectively without problems. Moreover, the Company approved its budgets for purchase of necessary tools for operations; as a result, problems could be solved quite rapidly; and I thought the key success of the Company was its ability to respond to customers' demand rapidly.

Master of Ceremony: Question No.1 from Mr. Somchai Sukcharoenying, a shareholder who attended the Meeting in person: "Is the new majority shareholder, Mr. Somyos Kitayanugul in the kinship of the group of shareholders of Kitayanugul's family?"; Question No.2: Will Mr. Sirisak and Mr. Somyos, new shareholders be the Company's directors?";

Chairman: Since those questions are not included in the reported sessions, I would like to answer in other sessions.

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If there is no further question, please proceed to the next Session.

Chairman: Is there any shareholder intending to make further inquiries? If not, I would like to propose shareholders to consider the next Session because Session No.2 shall be a session notified for acknowledgment without casting of votes.

Session No.3 **Consideration and Approval of Statements of Financial Position and Statements of Comprehensive Income of 2020 Ended on 31st December 2020 which were audited by CPA**

Chairman: Session No.3: Consideration and Approval of Statements of Financial Position and Statements of Comprehensive Income of 2020 Ended on 31st December 2020 which were audited by CPA. The Master of Ceremony will present the Minutes thereof to all shareholders.

Master of Ceremony: For compliance with Section 112 of the Public Limited Companies Act B.E.2535 and under the Company's Regulations, Clause 53, the Board of Directors has provided the Balance Sheet and the Profit and Loss Account of 2020 Ended on 31st December 2020 of the Company to be proposed to the 2021 Ordinary Meeting of Shareholders for consideration and approval; whereby, the Balance Sheets and the Profit and Loss Account for the year ended on 31st December 2020 which were considered by the Audit Committee of the Company and audited by CPA. For details and essences of financial statements, Mr. Nawat Tiyapongpattana, the Vice Chairman of the Executive Board of Directors will clarify them to you.

Financial Position for the Year 2020		Operating Results for the Year 2020	
Assets	836,262	Income	1,022,864
Liabilities	361,444	Net profits	120,017
Shareholders' Equity	474,818	Profits per share	0.53

Mr. Nawat: Statements of Financial Position and Statements of Comprehensive Income of 2020. The Company had its assets of 836.26 million Baht and liabilities of 361.44 million Baht and shareholders' equity of 474.81 million Baht; whereas, the Company's assets have increased from its business expansion in the previous year. As a result, the Company had its increasing trade and other current receivables. The Company's liabilities have also increased from its business expansion. The Company made purchase orders of additional raw materials and had additional trade payables and had its liabilities under the Lease Agreements in accordance with the Accounting Standard. Shareholders' equity has increased from the unallocated profits of the Company. Regarding the operating results, the Company had its incomes of 1,022 million Baht, net profits of 120 million Baht and the profit per share of 0.53 Baht.

The Audit Committee had its opinions that the process of provision of accounting and financial reports of the Company is subject to an effective internal control system to ensure that the financial reports shall present the correct financial position and the operating results of the Company in accordance with the Accounting Standard as prescribed by laws. In addition, there was the disclosure of adequate data in financial statements and for the benefits of shareholders, investors or users of financial statements for their decision-making of investment.

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The Board of Directors has considered the matter and deemed it expedient to propose it to the 2021 Ordinary Meeting of Shareholders (No.17) for consideration and approval of Balance Sheets and the Profit and Loss Account of 2020 Ended on 31st December 2020 which were considered by the Audit Committee of the Company and audited by CPA.

Chairman: Is there any shareholder intending to make further inquiries or having any opinions, recommendations or questions relating to the matter for consideration in this Session? If any, shareholders may write it down in paper and submit it to the Company's staff to pass on to the Chairman of the Meeting.

Master of Ceremony: Question No.1 from Mr. Sathaporn Phungnirun, a shareholder who attended the Meeting in person: "According to the 2021 Financial Statements of UBIS (Asia) Public Co., Ltd., the Company had its good gross profits and gross sales but the net profits failed to grow correspondingly, and the administrative expenses have increased. In 2021, does the Company have its measures to control the administrative expenses?"

Mr. Nawat: According to the financial statements, the Company's monetary gross profits have increased by approximately 40 million Baht. When taking account of the gross profit margins to the gross sales, the rates were 34.8% and 34.6% which were close to those of 2019. The selling expenses have increased from 91 million Baht in 2019 to 103 million Baht in 2020. The proportion to the gross sales was at 10% equally for both years. Meanwhile, the administrative expenses have increased from 88 million Baht in 2019 to 123 million Baht in 2020. The proportion to the gross sales was at 2% because in late 2019, the Company has expanded its investment to Bangpu Factory. The majority of its goods were during the testing period and goods have been improved for testing for a while. As it is generally known that the testing of raw materials needed quite a long time. Therefore, the administrative expenses were incurred from Bangpu Factory but not many incomes could be generated. In 2020, Bangpu Factory generated its incomes of approximately 30-40 million Baht but could not cover the expenses incurred. The majority of goods from Bangpu Factory were used within cans and needed longer time for testing than goods which were used outside cans because the coating and packaging needed the testing, and in case, the inside goods to be packed had the varieties, it needed more time of testing. If there was no testing of goods, customers would not be confident with them and such goods could not be sold. As a result, the expenses have increased by 2.3% which were expenses of investment in Bangpu Factory. Now, it is in the process of official prospective selling but there was shortage of raw materials used for production of inside lacquer products and high prices, it was necessary to delay and avoid using raw materials with high prices. When the prices of raw materials have decreased, it shall be later continued and magnified as purchase orders. At present, the Company has its purchase orders of 1 ton of goods but

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Such purchase of goods from customers must be postponed because the Company shall be a new user of raw materials for interior lacquer and may not be distributed with such goods during the period of shortage of goods in the market.

Master of Ceremony: Question No.2 from Mr. Sathaporn Phungnirun, a shareholder who attended the Meeting in person: “According to the 2021 Financial Statements of UBIS (Asia) Public Co., Ltd., and the operating results, the Company had profits from the net exchange rates amounted to 11,500,781 Baht. Meanwhile, in 2019, the Company had its losses from the net exchange rates amounted to 15,228,758 Baht, which did not reflect any additional net profits.

Mr. Nawat: Please be informed that according to the amounts of money which seemed to increase when converted to percent per gross sales, it was obvious that such amounts of money have not increased and remained at 11%. Profits and losses from exchange rates could not be determined by the Company. The Company was confident that the operation of its main business, i.e., the sale of goods and receipt of payment, has been lawful. However, the financial cost must be managed, and the cost of sale must be regained as prescribed in the costs but could not be controlled by the Company. Profits and losses in each period of closure for the year should be recorded as profits and losses of closure of balances at that time and the Company might have huge losses each month, then, the Company might generate profits. When considering the exchange rates, in 2019, the average exchange rate was at 31.00 Baht; and in 2020, the average exchange rate was at 31.30 Baht. Therefore, the Company generated profits from such exchange rates. Meanwhile, the net profits shall be imposed with more taxes because, in case, the Company generated more profits from its operations, the Company must pay additional taxes. In 2019, the Company has paid taxes amounted to 14.5 million Baht. Meanwhile, in 2020, the Company has paid taxes amounted to 19.35 million Baht or increased by 5 million Baht.

Chairman: Since Mr. Sathaporn Phungnirun has several questions, I request the Master of Ceremony to read all questions of Mr. Sathaporn Phungnirun at the same time.

Master of Ceremony: Question No.3 from Mr. Sathaporn Phungnirun, a shareholder who attended the Meeting in person: “According to the Financial Statements, in 2020, the Company had its profits before income tax amounted to 139,366,909 Baht and had expenses of income tax amounted to 19,350,326 Baht; meanwhile, in 2019, the Company had profits before income tax amounted to 121,250,810 Baht and had expenses of income tax amounted to 14,572,634 Baht. Has the corporate income tax rate increased? Why did the Company have more tax burdens? Are there any transactions which shall be added back in the tax calculation?

Question No.4: In Clause 8 “Debtors” of Notes to Financial Statements, How could the Company control allowances for loss on impairments?

Question No.5: In Clause 9 “Inventory” of Notes to Financial Statements, How could the Company control the allowances for impairment of value of goods?

Question No.6: In Clause 11 “Real Estates for Investment” of Notes to Financial Statements, What is Level-2 fair value? The differences thereof did not reflect in Financial Statements.

Chairman: Since there are several questions which could not be properly answered in a limited time, then, some questions may be answered at the end of the Meeting. Shareholders are requested to ask concise questions to be proper to such a limited time. This question shall be answered by Mr. Nawat Tiyaongpattana.

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Mr. Nawat: The Company has paid the increasing tax. According to Clause 22 of Notes to Financial Statements, it was explained that since the Company had more profits from operations; as a result, in the previous year, the Company had to pay specific business tax amounted to 17.9 million Baht. Meanwhile, in 2019, the Company has paid tax amounted to 11.87 million Baht. The increasing amount of tax paid by the Company reflected its profitability. Therefore, the Company had to pay the increasing amount of tax. Regarding the allowances for loss on impairments, the Auditor shall explain.

Mr. Yutthapong: According to those questions on income tax, in 2019, the income tax rate was at 12%. Meanwhile, in 2020, the income tax rate was at 13%. Therefore, the rates thereof in the two years were slightly different resulting from the increasing profits of the Company, and the amount of tax has increased accordingly. However, regarding the BOI promotion, the Company has received its decreasing incomes from BOI but such amount of incomes was exempted from tax payment. As a result, the tax rates have increased. (The data thereof is shown in Clause 22 of Notes to Financial Statements). The next question regarding debtors was raised under the new standard (Standard No.9) which has already been disclosed in the Financial Statements that the Company has applied the new standards (Standards No.9 and No.10) in the current year. As a result, there were the increasing impairments from debtors amounted to approximately 6 million Baht. The next question was regarding NRV. The sale prices and costs thereof were checked and found that, in fact, some goods were produced by the year end with the sale prices lower than their costs. As a result, such result of losses must be reflected but in small amounts. The last question was regarding real estates for investment. I have to clarify that, in fact, it was the accounting guideline, and the Company may select 2 options of practices under the Standard No.40; Subject: Real Estates for Investment, 1) select the Cross Method; 2) select the Revolution Method. The Company is now using the Cross Method. With this method, it is specified in the Standard that the fair value thereof must be disclosed but this fair value thereof has not been recorded in the Financial Statements; but in case, the Company has selected the Revolution Method, this fair value thereof must also be specified in the Financial Statements under the same standards which have been applied several years.

Chairman: I appreciated the Auditor for explanation and I also appreciated shareholders for their thorough and careful reviews thereof. We have clear answers for all questions but we do have the limitations of time.

In case, there is no further question, I request all shareholders to pass the resolutions.
Resolution: The Meeting passed its resolution to approve the Statements of Financial Position and Statements of Comprehensive Income of the Company for the accounting period ended on 31st December 2020 which were considered by the Audit Committee and audited by CPA with the majority votes of the total votes of shareholders attending the Meeting and casting their votes, as follows:

Approved:	145,398,583	Votes	or equal to	99.9998%
Disapproved:	240	Votes	or equal to	0.0001%
Abstained:	0	Vote	or equal to	0.0000%
Voided Ballots:	0	Vote	or equal to	0.0000%

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Chairman: Therefore, it was concluded that the Meeting passed the resolution with the majority votes to approve the Statements of Financial Position and Statements of Comprehensive Income of the Company for the accounting period ended on 31st December 2020.

Session No.4 **Consideration and Approval of Dividend Payment and Allocation of Profits as Legal Reserves for the Operating Results of 2020**

Chairman: Session No.4: Consideration and Approval of Dividend Payment and Allocation of Profits as Legal Reserves for the Operating Results of 2020. I request the Master of Ceremony to present the shareholders' reports.

Master of Ceremony: Under the Public Limited Companies Act B.E.2535 and the Company's Regulations, Clause 49, the Company is required to allocate part of its annual earnings as reserves equal to not less than 5% of the annual earnings until the amount of reserves shall be no less than 10% of the registered capital. At present, the Company has its reserves amounted to 22,800,000 Baht (twenty-two million and eight hundred thousand Baht only) or equal to 10% of the Company's registered capital which is regarded that the Company has complete legal reserves. Regarding the interim dividends of 2020 which have already been paid under the Public Limited Companies Act B.E.2535, Section 115 and the Company's Regulations, Clause 46, the Board of Directors may pay the interim dividends to shareholders from time to time when the Board of Directors considered that the Company has enough profits to do so. Upon paying the interim dividends, the Board of Directors shall report such dividend payment in the next Shareholders' Meeting for acknowledgment thereof. Therefore, it is deemed expedient to propose the matter to the Ordinary Shareholders' Meeting for acknowledgment of interim dividends which have been paid in 2020 in the total value of 34,199,998.65 Baht on the basis of the total 227,999,991 shares at the rate of 0.15 Baht per share, thus, from the cumulative profits and the operating results of the Company in the accounting period ended on 30th June 2020. The Company paid such interim dividends to its shareholders on 18th September 2020 ("Interim Dividends").

In addition, the Company's dividend payment policy has prescribed that, in case, the Company has no other necessities, the Company shall have its policy of dividend payment at the rate of not less than 40% of the net profits after deduction of the corporate income tax each year. Provided that such dividend payment shall have no significant impacts on normal operations of the Company and its subsidiaries.

In 2020, the Company had its net profits after deduction of income tax under the Separate Financial Statements amounted to 111,638,433 Baht or equal to 0.49 Baht per share. Therefore, the Company is able to consider paying such dividends to its shareholders as implied by Section 115 of the Public Limited Companies Act B.E.2535 and under the Company's Regulations, Clause 45 at the rate of 0.25 Baht per share or equal to an amount of approximately 57,000,000 Baht or equal to 51.06% of the net profits, which is in accordance with the Company's policy of dividend payment to its shareholders whose names are listed on the book-closing date for entitlements to receive dividends.

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Table of comparison of rates of dividend payment of 2020 to those of previous years:

Particulars of Dividend Payment	2018	2019	2020
1. Net profits (thousand Baht)	114,510	101,595	111,638
2. Earnings per share	0.50	0.45	0.49
3. Numbers of shares (shares)	227,999,991	227,999,991	227,999,991
4. Dividends (Baht/share)	0.20	0.25	0.40
5. Total amount of dividends paid (thousand Baht)	45,600	57,000	91,000
6. Ratio of dividend payment to net profits (%)	39.82	56.11	81.5

Provided that, in case, the 2021 Ordinary Meeting of Shareholders (No.17) passed its resolution to approve the dividend payment as proposed by the Board of Directors, the Board of Directors has determined that the Record Date shall be 29th April 2021 and the date of dividend payment shall be 18th May 2021.

In addition, the Company has cancelled the allocation of its profits as legal reserves because the Company's legal reserves are completely equal to 10% of its registered capital.

The Board of Directors has considered the matter and deemed it expedient to propose the matter to the 2021 Ordinary Meeting of Shareholders (No.17) for consideration and approval of dividend payment from the operating results of 2020 as per the details presented above.

Chairman: Is there any shareholder intending to make further inquiries or having any opinions, recommendations or questions relating to the matter for consideration in this Session? If any, shareholders may write it down in paper and submit it to the Company's staff to pass on to the Chairman of the Meeting. If none, please pass the resolution

Resolution: The Meeting passed its resolution not to approve the dividend payment and allocation of profits as legal reserves for the operating results of 2020 with the majority votes of shareholders attending the Meeting and casting their votes, as follows:

Approved:	13,180,237	Votes	or equal to	9.0648%
Disapproved:	132,218,586	Votes	or equal to	90.9351%
Abstained:	0	Vote	or equal to	0.0000%
Voided Ballots:	0	Vote	or equal to	0.0000%

Chairman: Therefore, I concluded that the Meeting passed its resolution with the majority votes not to approve the dividend payment and allocation of profits as legal reserves for the operating results of 2020.

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Session No.5 Consideration and Appointment of the Auditor and Determination of the Audit Fees of 2021

Chairman: Session No.5: Consideration and Appointment of the Auditor and Determination of the Audit Fees of 2021. I request the Master of Ceremony to clarify the details thereof.

Master of Ceremony: For compliance with the Public Limited Companies Act B.E.2535 and Amendments of Section 120 thereof and the Company's Regulations, Clause 56 requiring that the Ordinary Meeting of Shareholders shall appoint the Auditor and shall fix the audit fees of the Company on a yearly basis. By consideration and advice of the Audit Committee, the Board of Directors has considered the matter and deemed it expedient to propose the matter to the Ordinary Meeting of Shareholders to consider and approve the appointment of KPMG Phoomchai Audit Co., Ltd., as the audit office of the Company and its subsidiaries and to assign any of the following auditors to conduct the audit and to express opinions on the Company's Financial Statements of 2021.

1. Mr. Yutthapong Suntarinka; CPA No.10604 and/or
2. Miss Sujitra Masena; CPA No.8645 and/or
3. Miss Sawitri Ongsirimeemongkol; CPA No.10449

In case, the above-mentioned CPA is unable to perform his/her work, KPMG Phoomchai Audit Co., Ltd., shall provide other CPA of the same audit office to perform the work instead. In addition, KPMG Phoomchai Audit Co., Ltd., and the nominated CPA has no relationship and/or any interests with its subsidiaries/major shareholders or any related parties with such person in the manner which may affect the independent performance of duties.

Regarding the audit fees, the Audit Committee has considered the obligations of review and audit of the Company's financial statements, and deemed it expedient to fix the audit fees for the Company and its subsidiaries of 2021 amounted to 2,650,000 Baht, with details, as follows:

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Audit Fees	2020	2021
UBIS (Asia) Public Co., Ltd.		
- Fees for review of quarterly financial statements		
31 st March	150,000	150,000
30 th June	150,000	150,000
30 th September	150,000	150,000
- Audit fees as of 31 st December	1,870,000	1,870,000
Total	2,320,000	2,320,000
UBIS Primatech Co., Ltd.		
- Audit fees as of 31 st December	150,000	150,000
Total	150,000	150,000
Vita International Trading (Guangzhou) Co. Ltd		
- Fees for review of quarterly financial statements	180,000	180,000
Total	180,000	180,000
Grand Total	2,650,000	2,650,000

Provided that the above-mentioned audit fees shall not include other related actual expenses to be collected by the Auditor to the Company.

The Board of Directors, with the approval of the Audit Committee, has considered the matter and deemed it expedient to propose the matter to the 2021 Ordinary Shareholders' Meeting to approve the appointment of the Auditor from KPMG Phoomchai Audit Co., Ltd., and to assign any of the following auditors to conduct the audit and to express opinions on the Company's Financial Statements of 2021.

1. Mr. Yutthapong Suntarinka; CPA No.10604 and/or
2. Miss Sujittra Masena; CPA No.8645 and/or
3. Miss Sawittri Ongsirimeemongkol; CPA No.10449

Whereas, the above auditors have qualifications in accordance with the Company's Regulations and the Requirements of the Office of the Securities and Exchange Commission (OSEC), and have the satisfactory work performances, independence in the performance of duties and have no relationship and/or any interests with the Company/its subsidiaries/major shareholders or any related parties with such person.

The Board of Directors has fixed the audit fees of 2021 for the Company and its subsidiaries in the amount of not exceeding 2,650,000 Baht as proposed by the Audit Committee.

In case, the above-mentioned CPA is unable to perform his/her work, KPMG Phoomchai Audit Co., Ltd., shall provide its other CPA to perform the work instead.

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Chairman: Is there any shareholder intending to make further inquiries or having any opinions, recommendations or questions relating to the matter for consideration in this Session? If any, shareholders may write it down in paper and submit it to the Company's staff to pass on to the Chairman of the Meeting.
If none, please pass the resolution

Resolution: The Meeting passed its resolution to appoint the Auditor from KPMG Phoomchai Audit Co., Ltd., and to assign any of the following auditors to conduct the audit and to express opinions on the Company's Financial Statements of 2021 with the majority votes of shareholders attending the Meeting and casting their votes, as follows:

Approved:	145,270,383	Votes	or equal to	99.9998%
Disapproved:	240	Votes	or equal to	0.0001%
Abstained:	128,000	Votes	or equal to	-%
Voided Ballots:	0	Vote	or equal to	0.0000%

Chairman: Therefore, I concluded that the Meeting passed its resolution with the majority votes to appoint the Auditor from KPMG Phoomchai Audit Co., Ltd., and to assign any of the following auditors to conduct the audit and to express opinions on the Company's Financial Statements of 2021:

1. Mr. Yutthapong Suntarinka; CPA No.10604 and/or
2. Miss Sujittra Masena; CPA No.8645 and/or
3. Miss Sawittri Ongsirimeemongkol; CPA No.10449

The Board of Directors has fixed the audit fees of 2021 for the Company and its subsidiaries in the amount of not exceeding 2,650,000 Baht as per the details proposed.

Session No.6 Consideration and Approval of the Director's Remuneration of 2021

Chairman: Session No.6: Consideration and Approval of the Director's Remuneration of 2021. I request the Master of Ceremony to clarify the details thereof.

Master of Ceremony: Under Section 90 of the Public Limited Companies Act B.E.2535 and the Company's Regulations, Clause 19, it is prescribed that directors shall be entitled to receive remuneration from the Company; whereas, the Annual General Meeting of Shareholders shall fix such director's remuneration. The Nomination and Remuneration Committee has determined the policy and structure of the director's remuneration and has proposed the matter to the Board of Directors' Meeting for consideration.

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The Board of Directors' Meeting has jointly considered the structure of remunerations of the Company's directors as proposed by the Nomination and Remuneration Committee and agreed that such structure of remunerations shall help support and promote the performance of duties of the Board of Directors, and has given its opinions as per the proposal of the Nomination and Remuneration Committee for 2021 in the amount of not exceeding 5,610,000 Baht, and has deemed it expedient to propose the matter to the 2021 Ordinary Shareholders' Meeting for consideration and approval of the remunerations of the Board of Directors of 2021 in each of the following positions:

		2020	2021	Numbers of Directors	Times/year (2021)	Amount (2020)	Amount (2021)
Director's Remuneration							
1.	Chairman of the Board of Directors + Audit Director	780,000	1,020,000	1	1	780,000	1,020,000
2.	Chairman of the Audit Committee	480,000	720,000	1	1	480,000	720,000
3.	Director + Audit Director	360,000	600,000	1	1	360,000	600,000
4.	Director	360,000	360,000	6	1	2,160,000	2,160,000
						3,780,000	4,500,000
Meeting Allowances							
5.	Board of Directors Subcommittee	10,000	10,000	9	6	540,000	540,000
6.	Audit Committee	10,000	10,000	3	6	150,000	150,000
7.	Nomination and Remuneration Committee	10,000	10,000	3	2	60,000	60,000
8.	Risk Management Committee	10,000	10,000	3	2	80,000	60,000
9.	Corporate Governance Committee	10,000	10,000	4	1	40,000	40,000
10.	Sustainable Development Committee	10,000	10,000	3	2	30,000	60,000
						900,000	910,000
	Total					4,680,000	5,410,000
11.	Any other benefits	None	None			-	-
	Request for approval					4,700,000	5,610,000

The Nomination and Remuneration Committee has considered the director's remuneration of 2021 by screening proper remuneration in accordance with obligations and responsibilities as assigned, and has also compared with businesses of similar types and sizes, including the business expansion and growth of the Company's operating results. Therefore, the Nomination and Remuneration Committee has given its opinions and fixed the director's remuneration of 2021 in the amount of not exceeding 5,610,000 Baht as per details appeared in the Invitation for the Shareholders' Meeting.

The Board of Directors has considered the matter as per opinions of the Nomination and Remuneration Committee, and has deemed it expedient to propose the matter to the Ordinary Meeting of Shareholders for approval of the director's remuneration of 2021 in the amount of not exceeding 5,610,000 Baht as proposed by the Nomination and Remuneration Committee; provided that the balance of director's remuneration shall be cancelled.

Chairman: Is there any shareholder intending to make further inquiries or having any opinions, recommendations or questions relating to the matter for consideration in this Session?

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If any, shareholders may write it down in paper and submit it to the Company's staff to pass on to the Chairman of the Meeting.
If none, please pass the resolution

Resolution: The Meeting passed its resolution to fix the director's remuneration of 2021 in the amount of not exceeding 5,610,000 Baht with the majority votes of shareholders attending the Meeting and casting their votes, as follows:

Approved:	132,373,113	Votes	or equal to	91.0413%
Disapproved:	12,020,010	Votes	or equal to	8.2669%
Abstained:	1,005,700	Votes	or equal to	0.6916%
Voided Ballots:	0	Vote	or equal to	0.0000%

Chairman: Therefore, I concluded that the Meeting passed its resolution with the votes equal to not less than two-third of the total votes, and fixed the director's remuneration of 2021 in the amount of not exceeding 5,610,000 Baht as per the details proposed.

Session No.7 **Consideration and Approval of Election of the Replacement Directors in 2021**

Chairman: Session No.7: Consideration and Approval of Election of the Replacement Directors in 2021. I hereby clarify that, this year, there shall be 3 directors retiring by rotation in 2021, including:

1. Mr. Pratchanon Temrittikulchai; Company Director / Chairman of the Executive Board of Directors
2. Gen. Terdsak Marrome; Chairman of the Board of Directors / Independent Director / Audit Director
3. Mr. Nophadon Kitayanugul; Company Director

However, since Mr. Pratchanon Temrittikulchai intended not to resume the office of the Company Director and had earlier resigned. Therefore, in this Session, there will be 2 directors who shall be proposed to reassume the office of the Company Director, namely Gen. Terdsak Marrome and Mr. Nophadon Kitayanugul.

Master of Ceremony: Under Section 71 of the Public Limited Companies Act B.E.2535 and the Company's Regulations, Clause 19, it is prescribed that in the Annual General Meeting of Shareholders, at least one-third of the total members in the Board of Directors shall be released from office by rotation. In case, the number of directors may not be divided into 3 equal parts, the nearest rounding number to one-third of directors shall be released from office; and directors who have been released from office may be reelected. In the 2021 Ordinary Meeting of Shareholders, there shall be 3 directors to be released from office by rotation at the rate of one-third of the total number of directors, namely:

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1. Mr. Pratchanon Temrittikulchai; Company Director / Chairman of the Executive Board of Directors
(Resigned before the date of the Shareholders' Meeting)
2. Gen. Terdsak Marrome; Chairman of the Board of Directors / Independent Director / Audit Director
3. Mr. Nophadon Kitayanugul; Company Director

Therefore, in this Session, there will be 2 directors who shall be proposed to reassume the office of the Company Director, namely:

1. Gen. Terdsak Marrome; Chairman of the Board of Directors / Independent Director / Audit Director
2. Mr. Nophadon Kitayanugul; Company Director

Provided that for correctness, transparency, fairness and accountability in the organization of this Shareholders' Meeting, it shall be in accordance with the Company's Regulations and the Public Limited Companies Act B.E.2535 as well as the criteria prescribed by the Office of the Securities and Exchange Commission (OSEC), and the Stock Exchange of Thailand, the criteria under other related laws, the Company has given an opportunity for shareholders to nominate people who have knowledge, abilities and proper and complete qualifications and who have no prohibited characteristics under Section 68 of the Public Limited Companies Act B.E.2535 and the criteria as prescribed by the Office of the Securities and Exchange Commission (OSEC), and the Stock Exchange of Thailand, the criteria under other related laws to be elected as the Company Director in advance and shall receive the matter from shareholders from 19th November 2020 until 31st January 2021. It appeared that there was no shareholder nominating a person to be elected as the Company Director.

The Nomination and Remuneration Committee, not including stakeholder directors, has considered the records, qualifications, experiences, expertise and suitability as well as consideration of the structure of the Board of Directors and the Board Diversity Policy, including the performances of directors who were released from office by rotation, including people with complete qualifications to assume the office of directors and to assume the office of independent directors and shall have no prohibited characteristics under Section 68 of the Public Limited Companies Act B.E.2535 and the criteria prescribed by the Office of the Securities and Exchange Commission (OSEC), and the Stock Exchange of Thailand, and the criteria under other related laws.

Therefore, Nomination and Remuneration Committee, not including stakeholder directors and directors who shall be released from office by rotation, has considered the matter and deemed it expedient to nominate 2 people, namely:

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- | | |
|------------------------------|---|
| 1. Gen. Terdsak Marrome; | Chairman of the Board of Directors /
Independent Director / Audit Director |
| 2. Mr. Nophadon Kitayanugul; | Company Director |

The 2021 Ordinary Meeting of Shareholders has considered the matter and approved the reassuming of the office of Company Director for another term; whereas, the nominated people have passed the process of the Board of Directors and it was agreed that they have proper qualifications for business operation of the Company, and shall have the satisfactory work performances during the period of assuming the office of independent directors who shall perform duties and shall give independent opinions in accordance with the related criteria.

For compliance with the Principle of Corporate Governance, in this Session, all shareholders shall elect individual directors in the given ballots with the intentions to cast votes of approval, disapproval or abstention, and the Company's staffs shall be sent to collect those ballots for counting, thus, in the order of casting of votes as per orders in the name list and the basis of votes shall be used for calculation of both people representing 145,398,823 shares of the total votes attending and casting votes in the Meeting for the time being.

Chairman: For transparent election in this Session, we, Gen. Terdsak Marrome and Mr. Nophadon Kitayanugul, asked for permission to leave the Meeting Room on a temporary basis and assigned Mr. Anan Sirisaengtaksin to act as the Chairman of the Meeting on our behalves in this Session. Thank you

Chairman: Is there any shareholder intending to make further inquiries or having any opinions, recommendations or questions relating to the matter for consideration in this Session?
(Mr. Anan) If any, shareholders may write it down in paper and submit it to the Company's staff to pass on to the Chairman of the Meeting.
If none, please pass the resolution; whereby, the Shareholders' Meeting shall pass its resolution in the Session of Consideration and Approval of Appointment of Individual Director, and votes shall be cast as per the numbers in the ballots, as follows:

Resolution: The Meeting passed its resolution to fix the director's remuneration of 2021 in the amount of not exceeding 5,610,000 Baht with the majority votes of shareholders attending the Meeting and casting their votes, as follows:

- | | |
|------------------------------|---------------|
| 1. Gen. Terdsak Marrome; | Ballot No.7.2 |
| 2. Mr. Nophadon Kitayanugul; | Ballot No.7.3 |

Master of Ceremony: The Meeting passed its resolution to approve that directors who have been released from office by rotation in 2021, namely, Gen. Terdsak Marrome and Mr. Nophadon Kitayanugul shall be reassumed the office of Company Director for another term as proposed below:

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1. Gen. Terdsak Marrome

Approved:	135,706,453	Votes	or equal to	99.9018%
Disapproved:	133,340	Votes	or equal to	0.0981%
Abstained:	9,559,030	Votes	or equal to	-%
Voided Ballots:	0	Vote	or equal to	0.0000%

2. Mr. Nophadon Kitayanugul

Approved:	135,834,753	Votes	or equal to	99.9962%
Disapproved:	5,040	Votes	or equal to	0.0037%
Abstained:	9,559,030	Votes	or equal to	-%
Voided Ballots:	0	Vote	or equal to	0.0000%

Chairman: According to the results of individual casting of votes for such 2 people nominated for election of directors with the majority votes of the total votes of shareholders attending the Meeting in person and casting their votes and being people who obtained the highest votes. Therefore, I concluded the resolution of the 2021 Ordinary Meeting of Shareholders that there were 2 people having been elected as directors, namely (in orders of the highest votes).

(Mr. Anan)

1. Mr. Nophadon Kitayanugul;

2. Gen. Terdsak Marrome;

Gen. Terdsak Marrome and Mr. Nophadon Kitayanugul please come back to the Meeting Room.

Session No.8 **Consideration of Other Matters (if any)**

Chairman: I would like to thank all shareholders for their trust in Mr. Nophadon Kitayanugul and me to reassume the office for another term. At present, all Sessions have been completely considered as per Sessions specified in the Invitation for the Shareholders' Meeting. Is there any shareholder intending to make further inquiries or having any opinions, recommendations or questions?

Master of Ceremony: Question from Mr. Somchai Sukcharoenying, a shareholder who attended the Meeting in person: "As UBIS (Asia) Public Co., Ltd., entered into the Agreement with Family Corporation Co., Ltd., and became the losing party and was unable to reclaim money amounted to 320 million Baht, and Family Corporation Co., Ltd., also suffered losses. Is there any director or executive of UBIS (Asia) Public Co., Ltd., responsible for such matter?"

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Mr. Nawat: According to the case that the Company has invested in RF Vision Co., Ltd., at that time, RF Vision Co., Ltd., held shares in Family Corporation Co., Ltd. Such investment was regarded as approval of transactions in the past 4 years. The Executive Committee who has assumed the office at that time considered that the business of Family Corporation Co., Ltd., had the potentials, and therefore, made a decision to enter into transactions of purchase. Then, Family Corporation Co., Ltd., encountered problems and could not close the Financial Statements. The Company's auditor has disapproved the Financial Statements. As a result, the Company has received problems accordingly. The Company has considered that Family Corporation Co., Ltd., breached the Prospective Agreement of Sale and Purchase; whereas, the conditions in the Agreement at that time, the Company has construed that regarding the investment, Family Corporation Co., Ltd., shall be listed in the Stock Exchange of Thailand but Family Corporation Co., Ltd., failed to be listed in the Stock Exchange of Thailand. Therefore, the Company has considered that it was a breach of contracts, objectives of investment, and announced that the Agreement shall be null and void and the investment for reimbursement shall be cancelled. The case has been conducted in the Court. At present, the Case is in the appellate stage. The Court of First Instance has adjudged to dismiss the Case and reasoned that the cause of the Company's cancellation of investment has not been specified in the Sale and Purchase Agreement. Then, the Company lodged an appeal, and the Court of Appeal has considered the matter and adjudged to dismiss the case as per the Court of First Instance. The Company has prepared to lodge a dika appeal within 7th May 2021 and hereby notified that regarding the investment in Family Corporation Co., Ltd., it was the Company's resolution and was not a resolution of any director who made a decision to invest. At that time, it was the investment through the consideration of the Company Director at that time through correct processes. There shall be a financial consultant to evaluate the business through the Board of Directors and through the Shareholders' Meeting which shall be in accordance with correct processes. However, the Company is preparing to lodge a dika appeal afterwards.

Chairman: In case, there is no shareholders making inquiries or expressing any other opinions, I would like to thank shareholders, proxies, staffs and all honorable people for devotion of their precious time to attend the 2021 Ordinary Meeting of Shareholders, then, I will conclude the Meeting. Thank you

The Meeting was concluded at 16.00 hrs

-Signature-
(General Terdsak Marrome)
Chairman of the Meeting