

April 1, 2018

- Subject:** Invitation to the Annual General Meeting of Shareholders of BuilderSmart Public Company Limited for the Year 2018
- To:** Shareholders
- Enclosures:**
1. A copy of the minutes of the Extraordinary General Meeting of Shareholders No. 1/2018 (document for consideration of Agenda 1)
 2. Annual Report for the Year 2017 and the Financial Statements for the fiscal year ended December 31, 2017 (document for consideration of Agenda 3)
 3. Profiles of the nominated directors to be elected to replace the directors who retire by rotation (document for consideration of Agenda 6)
 4. Profiles of proposed 3 new directors (document for consideration of Agenda 7)
 5. Evidence of meeting eligibility
 6. List of the Independent Director proposed by the Company to serve as a proxy for shareholders
 7. The Company's Articles of Association relating to shareholders' meeting
 8. Proxy Form A and Form B
 9. Map of the SV City Tower

BuilderSmart Public Company Limited (the "Company") will convene the Annual General Meeting of Shareholders for the Year 2018 on April 24, 2018 at 10.00 a.m., at River 1 Room, 3rd Floor, Riverfront Residence, SV City Tower, 912 Rama 3 Road, Bang Pong Pang, Yannawa, Bangkok 10120 (map per attachment no. 9), to consider the agenda items as follows:

Agenda 1 To consider and adopt the minutes of the Extraordinary General Meeting of Shareholders No. 1/2018

Facts and rationales: The Extraordinary General Meeting of Shareholders No.1/2018 was held on January 10, 2018, the minutes of which shall be proposed to the shareholders' meeting for consideration and adoption.

Board of Directors' opinion: The Board of Directors considered and is of the opinion that the minutes of the Extraordinary General Meeting of Shareholders No.1/2018 held on January 10,

2018 were true, and duly and completely recorded. The Board of Directors, therefore, deemed it appropriate to propose such minutes to the shareholders' meeting for adoption, whereby the Company has delivered copies of such minutes to the shareholders together with this Invitation for consideration (Enclosure No. 1).

Voting: This Agenda shall be passed by the majority votes of the shareholders attending the meeting and casting vote.

Agenda 2 To acknowledge the Company's performance for the Year 2017

Facts and rationales: In compliance with the Public Company Limited Act B.E. 2535 (1992) (as amended) and the Company's Articles of Association which prescribe that the Board of Directors shall report the Company's performance of the previous year to the shareholders for acknowledgement at every Annual General Meeting of Shareholders.

Board of Directors' opinion: The Board of Directors deemed it appropriate that the shareholders' meeting shall acknowledge the report on the Company's performance for the Year 2017, whereby the Company has delivered copies of the Annual Report for the Year 2017 to the shareholders together with this Invitation for consideration (Enclosure No. 2).

Voting: This Agenda requires no vote casting as the Agenda is for acknowledgement.

Agenda 3 To consider and approve the Financial Statements of the Company and its subsidiaries for the fiscal year ended December 31, 2017 and to acknowledge the report of the auditors

Facts and rationales: In compliance with the Public Company Limited Act B.E. 2535 (1992) (as amended) and the Company's Articles of Association which prescribe that the Board of Directors shall prepare the Financial Statements at the end of the fiscal year of the Company and its subsidiaries, and propose to the Annual General Meeting of Shareholders for consideration and approval of the Financial Statements.

Board of Directors' opinion: The Board of Directors deemed it appropriate that the Annual General Meeting of Shareholders shall approve the Financial Statements of the Company and its subsidiaries for the fiscal year ended December 31, 2017, which had been considered by

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the Audit Committee, the Board of Directors and were audited and certified by the Company's Auditor. Details of which appear in the Annual Report for the Year 2017 which was delivered to the shareholders together with this Invitation for consideration (Enclosure No. 2).

Voting: This Agenda shall be passed by the majority votes of the shareholders attending the meeting and casting vote.

Agenda 4 To consider and approve the appropriation of the net profit from the operating results for the Year 2017 as legal reserve

Facts and rationales: In compliance with the Public Company Limited Act B.E. 2535 (1992) (as amended) and the Company's Articles of Association which prescribe that the Company shall appropriate the annual net profit of not less than 5 percent less retained losses carried forward (if any) as legal reserve until the legal reserve is not less than 10 percent of the registered capital, whereby this Agenda shall be proposed to the Annual General Meeting of Shareholders for consideration and approval.

Board of Directors' opinion: The Board of Directors passed the resolution that the Annual General Meeting of Shareholders should approve the appropriateness of the net profit for the Year 2017 in the amount of Baht 1,943,321.63 or equivalent to 5.00 percent of the net profit as legal reserve.

Voting: This Agenda shall be passed by the majority votes of the shareholders attending the meeting and casting vote.

Agenda 5 To consider and approve the dividend payment for the year 2017

Facts and rationales: In compliance with the Public Company Limited Act B.E. 2535 (1992) (as amended) and the Company's Articles of Association which prescribe that the Board of Directors shall consider the appropriateness of the dividend payment or the omission of the dividend payment from the operating results, and propose to the Annual General Meeting of Shareholders for consideration and approval.

Board of Directors' opinion: The Board of Directors deemed it appropriate that the Annual General Meeting of Shareholders shall approve dividend payment for the Company's performance in 2017 in cash at the rate of Baht 0.01 per share, totaling cash dividend of Baht 18,959,806.76. The dividend will be paid from Company's retain earning and net profit of the Company (The amount of the dividend may change due to the change in number of shares outstanding that will be increase if the BSW-W2 has been exercised on March 30, 2018). The date on which shareholders who have rights to receive dividend payment (Record Date) is on May 3, 2018 and the dividend payment will be made on May 22, 2018. The proportion of dividend payment is equal to 56.44 percent of net profit (consolidated Financial Statement) after deduct the legal reserve. This proportion is in line with the dividend policy of the Company that will pay the dividend not less than 40 percent.

Voting: This Agenda shall be passed by the majority votes of the shareholders attending the meeting and casting vote.

Agenda 6 To consider and approve the re-election of directors in place of the directors who retire by rotation

Facts and rationales: In compliance with the Public Company Limited Act B.E. 2535 (1992) (as amended) and the Company's Articles of Association which prescribe that at every annual general meeting of shareholders, one-third (1/3) of the total number of directors shall retire from the office, whereby such retiring directors may be re-elected. At the Annual General Meeting of Shareholders for the Year 2017, the directors who retire by rotation are as follows:

1. Mr. Suresh Subramaniam : Director
2. Mr. Yang Shiun Moh : Director
3. Ms. Thitiya Wongchirachai : Independent Director / Audit Committee

Board of Directors' opinion: The Board of Directors, excluding those who have conflict of interest, passed the resolution to approve to propose to the Annual General Meeting of Shareholders to appoint such 3 directors who retire by rotation to serve their offices and to hold other position(s) for another term, since the Board of Directors viewed that the said persons possess all qualifications pursuant to the Public Company Limited Act B.E. 2535 (1992) (as amended) and do not have prohibited characteristics of being the Company's directors as ruled by the Office of the Securities and Exchange Commission, and other

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relevant regulatory. Additionally, the qualification, knowledge, capability and experience of the said persons are in line with the Company's requirement.

Voting: This Agenda shall be passed by the majority votes of the shareholders attending the meeting and casting vote.

Agenda 7 To consider and approve the appointment of 3 new directors

Facts and rationales: The Board of Directors concerned about the good corporate governance, therefore, considered to entitle the Company's shareholders to propose a qualified person to be elected as a director of the Company in advance. The shareholders can propose the candidates in accordance with the rules and regulations of the Company from 27 December 2017 until 31 January 2018. There are 2 persons to be proposed and qualified persons as passed consideration of The Nomination & Remuneration Committee as namely below:

1. Mr. Warut Panupattanapong
2. Ms. Pitchthida Panupattanapong

As the proposed 2 new directors, effected to total number of Company's directors changed to be 10 persons. And regarding The Stock Exchange of Thailand regulation about listing company status, the Company should have independent director at least 1/3 of total number of Company's directors. Therefore, The Nomination and Remuneration Committee had consideration and proposed Mr. Orsen Karnburisudthi as qualified person to be a independence director and audit committee member of company. The Board of Director has agreed and recommend to Annual General Meeting of Shareholder to consideration and approve.

Board of Directors' opinion: The Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders for consideration and approval to appoint the proposed 3 new directors as namely below

1. Mr. Warut Panupattanapong Director
2. Ms. Pitchthida Panupattanapong Director
3. Mr. Orsen Karnburisudthi Independent Director / Audit Committee member

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Voting: This Agenda shall be passed by the majority votes of the shareholders attending the meeting and casting vote.

Agenda 8 To consider and approve the determination of the remuneration of the directors and audit committee for the Year 2018 in term of meeting allowance and approve in principle of director bonus for operating year 2018

Facts and rationales: Pursuant to the Public Company Limited Act B.E. 2535 (1992) (as amended), the Company is prohibited to pay cash or give any remuneration to the directors, except a payment of remuneration under the Company's Articles of Association. And the Company's Articles of Association prescribes that the Company's directors are entitled to remuneration from the Company according to the consideration and approval resolution by the shareholder's meeting which may determine the directors' remuneration, whether in fixed amount or in principle, and whether to be determined from time to time or to be effective until a shareholders' meeting passes a resolution for amendment otherwise. In addition, the Company's directors shall have the right to receive allowance and other welfares in accordance with the Company's rules.

Board of Directors' opinion: The Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders for consideration and approval of the remuneration to the directors for the Year 2018 as follows:

Remuneration of the directors and the audit committee per meeting (same rate as year 2017)

- | | |
|---|-------------|
| - Chairman of the Board of Directors and
Chairman of the Audit Committee | Baht 25,000 |
| - Directors and Members of the Audit Committee | Baht 20,000 |

Besides, the Board of Directors would like to propose to the Annual General Meeting of Shareholders for consideration and approval the scheme of Director's bonus for the Year 2018 to be paid to the directors as below scheme.

1. Directors will consider the payment of Board of Directors' bonuses when the performance of the Company has profit (consolidated financial statements).
2. Board of Directors' Bonus for the year 2018 will be designed by the Board of Directors but not exceed 5% of net profit of the Company and not exceeding Baht 3,000,000 (Last year not exceed 5% of net profit of the Company and not exceeding Baht 2,000,000).

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3. Chairman of the Board of Directors is authorized to allocate such bonus to each director.

Voting: This Agenda shall be passed by the votes of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting.

Agenda 9 To consider and approve the appointment of the auditors and the determination of the audit fee for the Year 2018

Facts and rationales: In compliance with the Public Company Limited Act B.E. 2535 (1992) (as amended) and the Company's Articles of Association which prescribe that at every annual general meeting of shareholders, the Company shall appoint the auditors and determine the audit fee of the Company.

Board of Directors' opinion: The Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders for consideration and appointment the followings:

Mr. Atipong Atipongsakul	CPA Registration No. 3500; or
Mr. Sathien Vongsnan	CPA Registration No. 3495; or
Mr. Vichai Ruchitanont	CPA Registration No. 4054; or
Ms. Kultida Pasurakul	CPA Registration No. 5946 or
Mr. Yuttapong Chuamuangpan	CPA Registration No. 9445

From ANS Audit Company Limited as the auditors of the Company for the Year 2018 as considered and deemed appropriate by the Audit Committee since the said auditors are qualified as per requirement of the Office of the SEC. The said audit firm has been engaged as the auditors of the Company and its subsidiaries for 6 years. The audit fee is determined to be in the amount of not exceeding Baht 2,150,000, divided into Baht 1,100,000 as the Company's audit fee and Baht 1,050,000 as the audit fee for the group of the Company.

Audited Financial Statement	2016	2017	2018
1 Builder Smart Public Company Limited & Consolidation	330,000	366,000	410,000
2 Install Direct Company Limited	65,000	55,000	25,000
3 Door & Window (Asia) Company Limited	85,000	93,500	93,500
4 Building Bling Company Limited	45,000	20,000	20,000
5 Sansara Development Company Limited	40,000	80,000	230,000
6 Sansara Lifestyle Service Company Limited	20,000	20,000	20,000
7 Teak Development Company Limited			180,000
Total	585,000	634,500	978,500
Review Financial Statement			
1 Builder Smart Public Company Limited & Consolidation	570,000	624,000	690,000
2 Install Direct Company Limited	30,000		30,000
3 Door & Window (Asia) Company Limited	165,000	181,500	181,500
4 Sansara Development Company Limited		60,000	150,000
5 Teak Development Company Limited			120,000
Total	765,000	865,500	1,171,500
Grand Total	1,350,000	1,500,000	2,150,000
Builder Smart Public Company Limited (Company only)	900,000	990,000	1,100,000

Voting: This Agenda shall be passed by the majority votes of the shareholders attending the meeting and casting vote.

Agenda 10 To consider and approve the issuance and offering of the debenture in the amount of not exceeding Baht 200,000,000 (two hundred million baht) and Bill of Exchange in the amount of not exceeding Baht 100,000,000 (one hundred million baht)

Facts and rationales: The Board of Director approved to propose the Annual General Meeting of Shareholders for the Year 2018 to consider and approve of the issuance and offering of the debenture in the amount of not exceeding Baht 200,000,000 (two hundred million baht) and Bill of Exchange (B/E) in the amount of not exceeding Baht 100,000,000 (one hundred million baht), either in whole or in part which could be single or multiple offerings, to any persons, institutional investors and/or the high net worth investors, details of which are as follows:

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	Debenture	B/E
Use of Proceeds	To financial support to Teak Development (depending on suitability and cost of funds comparing with other methods) and/or working capital and/or appropriate source of funds for the performance of the Company and/or repayment of loan and/or redemption of the debentures which may be occurred in the future	
Type	Secured or unsecured, amortized or bullet payment, with or without debentureholders' representative, subject to market conditions at the time of issuance and offering of the relevant debentures	Bill of Exchange : B/E
Amount	Not exceeding Baht 200,000,000 (two hundred million baht) or equivalent in other currencies	Not exceeding Baht 100,000,000 (one hundred million baht) or equivalent in other currencies
Offering	To be offered domestically and/or internationally to any investors and/or on the private placement basis and/or the institutional investors and/or the high net worth investors and/or any specific investors and/or any investors specified by the Capital Market Supervisory Board, either in whole or in part which could be single or multiple offerings.	
Term	Not exceeding 10 years per series	Not exceeding 270 days per issue
Interest Rate	Depending on market condition at the time of issuance and offering	

Board of Directors' opinion: The Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders for consideration and approve the issuance and offering of the debenture in the amount of not exceeding Baht 200,000,000 (two hundred million baht) and Bill of Exchange in the amount of not exceeding Baht 100,000,000 (one hundred million baht)

The Board of Directors and/or any person(s) entrusted by the Board of Directors shall have the power to determine the types, terms, offering price, details of the debentures to be issued, to execute the terms and conditions of the debentures relating to rights and duties of the issuer and the debentureholders, to determine and/or amend the terms and conditions, and the details relating to the

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issuance and offering of the debentures to be issued each time, to appoint the underwriter(s) and the registrar, to enter into and execute the Underwriting Agreement and/or other relevant agreements, as well as to have the power to negotiate and agree on the fees and expenses in relation to such relevant agreements, to prepare and submit the application and other documents to the Office of the SEC, other relevant authorities and/or other relevant person(s), including to have the power to certify any acts performed in relation to the issuance and offering of the debentures and to do any acts and things necessary for and in relation to the carrying out of the issuance and offering of the debentures and in compliance with the law.

Voting: This Agenda requires approval by not less than three-fourths (3/4) of the total votes of the shareholders who attend the Meeting and are eligible to vote.

Agenda 11 Other business (if any)

Facts and rationales: The Board of Directors deems appropriate to propose the Meeting of Shareholders to have others agenda for further questions and suggestion from shareholders to the Company, Directors and Management Teams.

Voting: No vote for this agenda

The Company, therefore, would like to invite the shareholders to attend the meeting on the date, at the time and place as described above. In the case that you are unable to attend the meeting and wish to appoint other person or appoint one of the Independent Director proposed by the Company to serve as a proxy (Enclosure No. 6) to attend the meeting and cast vote on your behalf, please fill in and sign the Proxy Form A or Form B (either one only) (Enclosure No. 8), attach a copy of certified identification card according to the Evidence of meeting eligibility (Enclosure No.5) and have a proxy holder bring along on the date of the meeting or deliver to the Company Secretary within, April 18, 2018.

In order to shorten the registration process of the Annual General Meeting of Shareholders, the Company would like the shareholders and/or proxy holders to bring evidence in order to present to the registration officer on the date of the meeting. In this regard, the Company will provide the stamp duties for affixing the Proxy Forms at the registration point. The shareholders and/or proxy holders may register their attendance and verify proxy documents from 9.00 a.m. onwards.

Please be informed accordingly.

Yours sincerely,



Mr. Anek Pichetpongsa

Chairman of the Board

Company Secretary Office (Tel: +662 683 4900 Ext. 408)

Enclosure no 1

(Translation)

Minutes of the Extraordinary General Meeting of Shareholders for the Year 2018

of

BuilderSmart Public Company Limited

Date, Time and Venue

The meeting was held on January 10, 2018 at 10:15 hrs at River 1 Room, 3rd Floor, Riverfront Residence, SV City Tower, 912 Rama 3 Road, Bangpongpan, Yannawa, Bangkok 10120.

Ms. Phansachol Kusolputchong, Company Secretary and Finance & Treasury Manager introduced the Company's Board of Directors, Company's Executive, the financial advisors, and the legal advisors as follows:

1) Members of the Board of Directors attending the Meeting

There were 8 directors attending the Extraordinary General Meeting of Shareholders No.1/2018 (the "Meeting"). Names of the directors attending the Meeting were as follows:

- | | |
|------------------------------------|--|
| 1. Mr. Suresh Subramaniam | Chairman of the Board |
| 2. Mr. Sunchai Nuengsit | Vice Chairman of the Board / Chief Executive Officer |
| 3. Mr. Yang Shiun Moh | Director / Chief Financial Officer |
| 4. Mr. Christopher John Cartwright | Director |
| 5. Mr. Anek Pichetpongsa | Director |
| 6. Mr. Mark David Remijan | Chairman of the Audit Committee |
| 7. Mr. Theerathon Tharachai | Audit Committee |
| 8. Miss Thitiya Wongchirachai | Audit Committee |

2) Executives attending the Meeting

There were 2 executives attending the Meeting. Names of the executives attending the Meeting were as follows:

- | | |
|----------------------------------|--|
| 1. Miss Phansachol Kusolputchong | Company Secretary and Finance & Treasury Manager |
| 2. Miss Patcharee Koecharoen | Financial Controller & Account Manager |

3) Financial Advisors from Asset Pro Management Co., Ltd attending the Meeting

There were 3 financial advisors attending the Meeting. Names of the financial Advisors attending the Meeting were as follows:

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1. Mr. Somsak Sirichainarumitr
 2. Mr. Suphol Kaploydee
 3. Miss Promporn Surapolchai
- 4) Legal Advisors from Thep Company Limited who were were responsible for the conduct of the Meeting which was to be in accordance with the law and the Company's Article of Association. They were to be the Audit Committee Member counting votes of the Meeting as well.

There were 3 legal advisors attending the Meeting. Names of the legal advisors attending the Meeting were as follows:

1. Mr. Suschanai Puakiatsakul
2. Mr. Pritiporn Lim-aksorn
3. Miss Nuttiya Wiboonchokseit

Miss Phansachol Kusolputchong then conductor informed the voting procedure and the procedure of counting the votes in each agenda of the Meeting as follows:

1. With regards to today's voting, the number of votes of each shareholder had equaled to the number of shares that one possessed. One share was translated into one vote. Each shareholder was entitled to vote, in each agenda, to approve, disapprove or abstain. Each shareholder was allowed to vote only in one choice. Otherwise, the ballot would be considered voided. In the case of proxy, the same procedure shall be applied except for the proxies type B, each of the proxy type B were allowed to vote exactly what the shareholder specified in the proxy.
2. Unless otherwise provided by law, Simple majority would be applied to the procedure of counting votes as the main principle of deciding votes. The voting procedure was provided into 2 parts;
 - Part 1: Agenda no. 1 and no. 7 which were ordinary agenda were to be decided by a simple majority of shareholders who were present at the meeting and voted.
 - Part 2: Agenda no. 2-6 which were about the consideration and approval of issuing new ordinary shares, reducing the registered capital by cutting out the registered shares remaining unsold or not yet offered, amendment to Memorandum of Association of Clause 4 to be in line with the reduction of the registered capital, increasing the registered capital, and the amendment to Memorandum of Association of Clause 4 to be in line with the increase of the registered capital, had to be passed with three-fourth of the shareholders present at the meeting with the right to vote.

As the matters to be considered on Agenda no. 2-6 would be related to one another, the resolution of one agenda item would be subject to that of another. Therefore, if any of those agenda items failed to get approval from the Meeting, the approvals duly given to the others would consequently be rejected and no consideration of the remaining items would be made.

3. To achieve counting on vote by quickly, the vote counting would be based on the deduction of counting of “No” and “Abstained” votes from total number of votes attending the meeting on each agenda. Any shareholders who would like to vote “No” or “Abstained” will be requested to raise their hands and the company officers will collect their votes. If no one raised their hand, the vote would be counted as unanimous.
4. To ensure transparency of corporate governance, the company officers would collect the all of voting ballots at the end of the Meeting. If any shareholders would like to leave the meeting earlier, please ensure that the voting ballots were submitted to the company officer before leaving. The minutes of Meeting will be publicized in the Company website within 14 days after the meeting date.
5. To ensure transparency, the conductor, therefore, had asked for a volunteer who was a shareholder in the Meeting to participate the voting and counting procedures together with the Legal Advisor representatives and representatives of the Company.

No voluntary shareholder. The Company, therefore, assigned staffs form the company’s secretary’s team to count the votes in each agenda.
6. To ensure smoothness of the Meeting in appropriate time for every agenda, the Company would provide periods for any questions. Any shareholders intend to ask question(s) shall raise hand up. When the Chairman of the Meeting allow, please present oneself by informing of own name, surname and inform own status as either a shareholder or a proxy. Please kindly ask question(s) related to each agenda, the questions which would not be related to any designated agenda shall be asked in agenda 8 (other business).

Commencement of the Meeting

Mr. Suresh Subramaniam, Chairman of the Board, acting as the Chairman of the Meeting (the “Chairman”) welcomed the shareholders and proxies and declared the Meeting open. After that, the Chairman delegated Mr. Sunchai Nuengsit, Vice Chairman of the Board, (the “Meeting Conductor”) to conduct the Meeting.

Mr. Sunchai Nuengsit informed the Meeting that at present, there were 32 shareholders attending the Meeting in person, holding shares in the total number of 457,724,877 shares, and 21 shareholders attending the Meeting by proxy, holding shares in the total number of 604,647,557 shares, totaling to the number of 53 shareholders attending the Meeting in person and proxy, holding shares in the total number of 1,062,372,434 shares, representing 62.64 percent of the total issued shares in the number of 1,695,980,676 shares, thereby constituting a quorum according to the law and the Article of Association of the Company. Thus, the Meeting Conductor delegated the Company Secretary (the "Secretary") to conduct the Meeting. The Secretary therefore commenced the Meeting according to the agenda specified in the invitation letter as follows:

Agenda 1 To approve the Minutes of the Annual General Meeting of Shareholders of the year 2017

Mr. Sunchai Nuengsit proposed the Meeting to consider and approved the Minutes of the Annual General Meeting of Shareholders of the year 2017 which was held on Friday 28 April 2017, whereby the Company has delivered copies of such minutes to the shareholders together with the Invitation to this Meeting (Attachment No. 1)

The Secretary informed the Meeting that this Agenda shall be passed by the majority votes of the shareholders attending the Meeting and casting their votes.

After that, the Secretary asked if shareholders would like to ask or comment. As there was no question and comment from shareholders, the Secretary asked the Meeting to consider and adopt the Minutes of the Annual General Meeting of Shareholders of the year 2017 as proposed.

Resolution The Meeting considered and resolved to approve Minutes of the Annual General Meeting of Shareholders of the year 2017 which was held on Friday 28 April 2017 by unanimous as follows:

Votes	Number of Votes cast (1 share = 1 vote)	% of the number of shares represented in the meeting and voted
Approved	1,062,372,434	100.00
Disapproved	-	-
Abstained	-	-
Total	1,062,372,434	100.00
Void	-	-

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Before further proceeding with the meeting, the Secretary informed to the Meeting that the matters to be considered on Agenda no. 2-6 would be related to one another, the resolution of one agenda item would be subject to that of another. Therefore, if any of those agenda items failed to get approval from the Meeting, the approvals duly given to the others would consequently be rejected and no consideration of the remaining items would be made.

Agenda 2 To consider and approve Private Placement of 200,000,000 ordinary shares at offering price of 0.65 baht (par value of 0.10 baht each), total fund raising 130,000,000 baht

Mr. Sunchai Nuengsit announced that the document of the Teak Sukhumvit 39 Project has been included in an invitation letter which has been send to shareholders and right now the VDO presentation will be presented.

Mr. Sunchai Nuengsit presented to the Meeting that the Board of Directors' Meeting No. 4/2017 has approved the acquisition transaction to invest in the Teak Sukhumvit 39 Project. The transaction of acquired the assets is 145.00 million baht, including the land cost and preliminary cost that the project owner has paid. For this transaction, the Company has proposed the shareholders to consider an increase in capital registration totaling to 130.00 million baht for specific investor ("Private Placement: PP") for investing in the Teak Sukhumvit 39 Project (Details presented in the attachment No.3). To increase capital registration of 130,000,000 baht, the Company proposed the shareholders to approve an issuance of 200,000,000 newly ordinary shares at offering price of 0.65 baht per share with par value of 0.10 baht each, totaling to 130,000,000 baht to specific investor ("Private Placement: PP"). In case EGM has approved this agenda, Board of Directors will setup offering date of the PP on January 15, 2018 or empowering to Mr. Sunchai Nuengsit, Chief Executive Officer, for changing the subscription date in case of the necessity of the persons to be offered PP date would like to change the subscription date but not over 3 months after the date receiving an approval by shareholder's meeting. More details are in the Information Memorandum on the Investment of BuilderSmart Public Company Limited. Details as follows:

Name and information of persons to be offered PP

	1 st Person	2 nd Person	3 rd Person	4 th Person
Name	Mr. Warut Panupattanapong	Mr. Visawat Sangaroon	Mr. Purich Kulkosa	Mr. Passanon Chinthongprasert
Nationality	Thai	Thai	Thai	Thai
	34 years	33 years	33 years	35 years

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	1 st Person	2 nd Person	3 rd Person	4 th Person
Address	63 Moo 12, Bangna-Trad Rd., Ratchathewi, Bangplee, Samutprakarn	79/1 Moo 7, Samrong Klang, Prapradang, Samutprakarn	233/153 Nantawan Srinakarin Village Srinakarin Rd., Bang Muang, Muang, Samutprakarn	29/13 Saladaeng Residence Residences Soi Saladaeng 1, Silom Road, Bangrak, Bangkok.
Occupation	<ul style="list-style-type: none"> - Managing Director, LKH Development Co., Ltd. - Managing Director, Ruamchokchai Engineering Co., Ltd. - Managing Director of LKH Trading Co., Ltd. - Managing Director of Sin Rung Raung Property Co., Ltd. - Managing Director of Mister Aluman Co., Ltd. - Director, Thaitaweepon Development Co., Ltd. - Director, CMM Group Co., Ltd. 	<ul style="list-style-type: none"> - Managing Director of Mister Aluman Co., Ltd. - Assistant Manager, LKH Development Co., Ltd. - Assistant Manager of Ruamchokchai Engineering Co., Ltd. - Assistant Manager of Siam United Auto Die Limited 	<ul style="list-style-type: none"> - Pilot, at Thai Airways International Public Company Limited 	<ul style="list-style-type: none"> - Director of Gulf Energy Development Public Company Limited
Experienced	<ul style="list-style-type: none"> - Managing Director, LKH Development Co., Ltd. (2011 to present) - Managing Director, Ruamchokchai 	<ul style="list-style-type: none"> - Assistant Manager of Ruamchokchai Engineering Co., Ltd. (2014 to present) - Managing Director of Mister 	<ul style="list-style-type: none"> - Pilot, at Thai Airways International Public Company Limited (2008 to 2017) - Factory Manager of Siam City Cement Public 	<ul style="list-style-type: none"> - Director of Gulf Energy Development Public Company Limited (2016 to present) - Assistant Director of Gulf Energy Development Public

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	1 st Person	2 nd Person	3 rd Person	4 th Person
	Engineering Co., Ltd. (2015 to present) - Managing Director of LKH Trading Co., Ltd. (2012 to present) - Managing Director of Sin Rung Raung Property Co., Ltd. (2015 to present) - Director, Thaitaweepon Development Co., Ltd. (2017 to present) - Director, CMM Group Co., Ltd. (2017 to present)	Aluman Co., Ltd. (2013 to present) - Assistant Manager, LKH Development Co., Ltd. (2012 to present) - Assistant Manager of Siam United Auto Die Limited (2008 to present)	Company Limited (2007 to 2008) - Civil Engineering of Itlian-Thai Development Public Company Limited (2005 to 2007) -	Company Limited (2014 to 2017) - Manager of Gulf Energy Development Public Company Limited (2012 to 2014)
Relationship with the Company ¹	Holds the ordinary share of the Company of 8,250,400 shares or 0.49% of capital registration and holds BSM-W2 of 18,300,000 units	- None -	- None -	- None -
Total allocated of PP	140,000,000 shares	16,600,000 shares	40,000,000 shares	3,400,000 shares
Proportion of PP	7.38% of registered capital after PP	0.88% of registered capital after PP	2.11% of registered capital after PP	0.18% of registered capital after PP

Remark : The above 4 persons who are allocated PP has no relationship or behavior in concert with other persons (Concert Party) in accordance with the Notification of the Capital Market No. Thor.Jor. 7/2552

Assigned Mr. Sunchai Nuengsit, Chief Executive Officer, has the rights to:

1. Consider and set the details relevant to the Private Placement which are the following.
 - 1.1. Date, time, and subscription period whether in whole or in part and could offer for sale to the specific person or every person in the same time, as well as the conditions and other details relevant to the Private Placement. Thus, in case of the necessity of changing of the subscription period because the allocated person would like to postpone the payment date, Mr. Sunchai Nuengsit, Chief Executive Officer, can set the change of subscription date but no longer than 3 months since the date approved by the Shareholders' Meeting.
 - 1.2. Negotiate and sign the relevant contract as well as undertake any actions in connection with the Private Placement.
 - 1.3. Deal with the government authorities and relevant authorities and list the newly issued ordinary shares on mai including signing the documents, application forms for permission, indulge applications and necessary evidences relevant to the Private Placement.
 2. Undertake any necessary and relevant actions in connection with Private Placement.
 3. Propose the Private Placement to the Shareholders' Meeting for approval.
- The Board of Directors have an opinion on appropriateness of the offering price, the origin of the offering price, the reason and necessity of the private placement. The board of directors have investigate and monitor the information and investment potential of investors.

The Board of Directors has the opinion that the PP offering price of 0.65 baht per share is appropriate. The determined offering PP price is compared to the market price which is calculated from weighted average stock price in the period of 15 consecutives working days before the Board of Directors approved the PP price in November 13, 2017 (calculated from October 19, 2017 to November 10, 2017) and the offering price is not lower than 90% of the market price. The weighted average stock price in the period of 7 – 15 consecutives working days was 0.72 baht per shares and 10% discounted price was 0.64 baht per share.

The purpose for raising fund from PP is for investment in the Teak Sukhumvit 39 project which benefits the Company and its shareholders. This investment will benefit the Company and the project owner (shareholders of LKH). The Company will benefit from the new business, the real estate development business, while the LKH's shareholders will benefit from being shareholders of the Company and operating business under the subsidiary of the public company that will make the business more flexible, transparent, verifiable, access to more competitive funding sources. The Board

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of Directors has considered that the investment of 145.00 million baht is appropriate. Since the project's price includes the cost of acquisition of the Teak Sukhumvit 39 project and the booking lists. This cost also counted for the cost of building construction permit, construction management and marketing expenses that the project owner has paid. It can be said that this price is not only for purchasing for the Teak Sukhumvit 39 projects, but also invest in real estate development business which the Company will gain brand "The Teak", knowledge and skilled personnel which experience in construction and the key executives of LKH will be the management of the new subsidiary for operating the real estate development business. The acquired party has many successful projects in the form of town home, home office, and condominium. Moreover, the Board of Directors has considered the information of specific investors. With caution we believe that these particular investors are potential investors and be able to invest in the company. They are also a competent and experienced investors that will benefit the Company and its subsidiaries in the future.

The Secretary of the Company announce to the Meeting that this agenda has to be approved by not less than three-fourth (3/4) of the total number of votes of the shareholders attending the meeting and having voting rights. Therefore the votes is not include the number of 8,250,400 shares that belongs to the shareholder who is a stakeholder of this agenda.

After that, the secretary provided an opportunity to the shareholders to ask questions and express their opinion on the relevant issues Mr. Korbkit kitisophakul shareholder and proxy has questions as follows:

1.1 Offering price for Private Placement (PP) is 0.65 Baht which is not in lower price criteria price. Does the allotment shares for private placement ("PP") will be not be comply with the silent period rules?

Mr.Sunchai Nuengsit answered to the shareholders that per agreement contract between the Company and investors who invest in private placement shares, these investors consented to be comply with silent period rule / Lockup period for 2 years which is longer than the period that the SET's required.

After that Mr.Sunchai Nuengsit assigned Mr.Suphol Kaploydee who is financial advisor to explain detailed furthers:

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Mr. Suphol Kaployde explained to the meeting that in case the investors being allocated newly shares issue via Private Placement will comply Silent Period / Lockup Period or not, this will be considered as of the date of issuing shares for Private Placement. If the market price of BSM shares on the date of issuing Private Placement' shares are higher than 0.65 baht, all of 200,000,000 shares will comply Silent Period rule.

In case the whole PP shares do not comply with the Silent Period rule or shares that comply to the silent period rule according to the requirement of the Stock Exchange of Thailand. After 6 months or 1 year period, the PP share as mentioned will still be comply with Lockup period's criterial until it dues of 2 years period from the date of issuing and offering PP shares.

1.2 Why did the Company choose to use Private Placement (PP) method rather than choosing Right Offering (RO) method. What will existing shareholder get?

Mr. Sunchai Nuengsit assigned Mr. Somsak Sirichainarumitr, a financial advisor, to explain. Mr. Somsak Sirichainarumitr explained to the Meeting that before the Company made decision, the Company had already considered both RO and PP because this increase capital will be a package of acquiring The Teak Sukhumvit 39 Project with being strategic partners to expand business of the Company by setting up the new subsidiary company to operate on developing real estate which value of the project has been negotiated to 145,000,000 baht. This increase capital was not only to purchase project but also purchasing business with executive team, know-how, brand and reputation of developing existing projects in the name of previous owner. Thus, they have an agreement on proportion to be strategic partner by holding share of BSM. However, this proportion will not exceed 10 percent of total share outstanding, ensuring that they have no control over the Company. Therefore the number being calculated will be considered about dilution effect which will not decrease significantly the proportion of existing shareholders. Another reason is after issuing and offering PP, the Company will need additional investment of 15,000,000 baht to purchase The Teak Sukhumvit 39 Project. However, the Company has sufficient working capital, the Company decided not to increase capital by RO.

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1.3 The person who receives the most amount of PP is an existing shareholder in the amount of 8,250,400 shares and will receive 140,000,000 issued shares via PP. This shareholder will become a major shareholder and will hold the second most shares in the Company. Will this affect the structure of current management?

Mr.Sunchai Nuengsit notified in the Meeting that the structure of Board of Directors and the structure of current management will not be changed. Mr. Warut will be the CEO of the new subsidiary company.

2. Mr. Sukchai Sakulsrimontri, a shareholder attending meeting by himself

2.1 When will the Company consolidate the Financial Statement of new subsidiary company?

Mr.Sunchai Nuengsit assigned Mr.Suphol Kaploydee, a financial advisor, to explain. Mr. Suphol Kaploydee explained to the Meeting that the Company has planned that new subsidiary company will be set up within January 2018 with registered capital of 130,000,000 baht. Construction is expected to finished within November 2018, including certificate of building and the title deed issuance to buyers which revenue and profit are expected to be recognized within December 2018 by 40 percent of total units of the project (as previous estimation, rooms will be transferred 50 percent of total units of the project) while revenue and profit of the remaining of 60 percent of total units of the project are expected to be recognized within 1st quarter of 2019.

2.2 What will the Financial Statement of the Company be before and after the Company consolidate the performance of new subsidiary company?

Mr.Sunchai Nuengsit explained to the Meeting that consolidated financial statement will increase assets which will be accounted as constructing in process and will be recognized when transferring ownership of units to buyers.

2.3 In an invitation letter page 39 indicated the estimate price of land of The Teak Sukhumvit 39 Project is 500,000 baht per square wah. In order to compare the selling price to other project, how much in baht per square meter?

Mr.Somsak Sirichainarumitr, a financial advisor, explained to the meeting that if calculated only the cost of land to the saleable area in project (Saleable Areas = 2,635 square meter), it would be 45,000 baht per square meter.

2.4 In purchasing The Teak Sukhumvit 39 Project, if there is accounted a goodwill in The Teak brand, what will be affected in the future?

Mr.Sunchai Nuengsit assigned Mr.Somsak Sirichainarumitr, a financial advisor, to explain to the Meeting. Mr. Somsak Sirichainarumitr explained to the Meeting that goodwill will be accounted in financial report of TDev, subsidiary company, until auditor comments about allowance of goodwill.

2.5 What will be the Company's performance before and after operating The Teak Sukhumvit 39 Project?

Mr.Sunchai Nuengsit explained to the Meeting that it will have proportion of revenue from operating main business of BSM about 50 percent of total revenue and expect to come from real estate development business 15 percent of total revenue and the remaining from 2 subsidiary companies.

Once there were no questions related to this Agenda, the secretary asked the Meeting to vote for this agenda.

Resolution The Shareholders approved the Private Placement of 200,000,000 ordinary shares at offering price of 0.65 baht (par value of 0.10 baht each), total fund raising 130,000,000 baht as follows:

Vote	Number of Voting Right (1 share = 1 vote)	Equivalent to the percentage of total number of votes of the shareholders attending the Meeting and having voting rights
Approved by	1,084,553,125	100.00
Disapproved by	-	-
Abstained by	-	-
Total	1,084,553,125	100.00
Invalid by	-	-

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Remark: There were 80 shareholders attending the Meeting, the total number of voting rights of shareholders were 1,084,553,125 votes (1 shareholder holds 8,250,400 shares that has not rights to vote for this agenda because of this shareholder is a stakeholder of this agenda).

Agenda 3 To consider and approve the decrease of capital registration of 7,280,428 baht from 204,736,151 baht to 197,455,723 baht by canceling the ordinary shares that unsold from Right Offering of 36,402,140 shares and have not been used to accommodate the warrant conversion BSM-W2 of 36,402,140 shares, totaling 72,804,280 shares with a par value of 0.10 baht each.

Mr. Sunchai Nuengsit informed the Meeting that in order to comply with the Public Limited Companies Act B.E. 2 5 3 5 (including any amendments thereof) (the "PLCA") of which provided that the Company may increase its registered capital by issuing new shares after all of the shares have been completely sold and paid-up in full, or, if the shares have not been completely sold, the remaining shares shall be the shares issued for the exercise of rights under convertible debentures or share warrants

The Board of Director considered and agree to propose to the meeting to consider the decrease of capital registration of 7,280,428 baht from 204,736,151 baht to 197,455,723 baht by canceling the ordinary shares that unsold from Right Offering of 36,402,140 shares and have not been used to accommodate the warrant conversion BSM-W2 of 36,402,140 shares, totaling 72,804,280 shares with a par value of 0.10 baht each.

To propose the meeting to consider

The secretary of the Company announced to the Meeting that this agenda has to be approved by not less than three-fourth (3/4) of the total number of votes of the shareholders attending the Meeting and having voting rights.

After that, the secretary provided an opportunity to the shareholders to ask questions and express their opinions on the relevant issues. Once there were no questions related to this Agenda, the secretary asked the Meeting to vote for this agenda.

Resolution The Shareholders approved a decrease of capital registration of 7,280,428 baht from 204,736,151 baht to 197,455,723 baht by canceling the ordinary shares that unsold from Right Offering of 36,402,140 shares and have not been used to accommodate the warrant conversion BSM-W2 of 36,402,140 shares, totaling 72,804,280 shares with a par value of 0.10 baht each. The details are as follow:

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Vote	Number of Voting Right (1 share = 1 vote)	Equivalent to the percentage of total number of votes of the shareholders attending the Meeting and having voting rights
Approved by	1,092,805,650	100.00
Disapproved by	-	-
Abstained by	-	-
Total	1,092,805,650	100.00
Invalid by	-	-

Remark: There were 82 shareholders attending the Meeting, the total number of voting rights of shareholders were 1,092,805,650 votes.

Agenda 4 To approve an amendment of clause 4 of the Company's Memorandum of Association to be in line with the decreasing of the capital registration.

Mr. Sunchai Nuengsit informed the Meeting that referring to the past agenda that has been approved the decrease of the Company's registered capital, the Board of Directors has passed the resolution to propose to the Meeting to consider and approve the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the decrease of the Company's registered capital and using the statement as follows:

"Clause 4. Registered Capital 197,455,723 baht (One hundred and ninety seven million, four hundred and fifty five thousand, seven hundred and twenty three baht)

Divided into 1,974,557,230 shares (One billion, nine hundred and seventy four million, five hundred and fifty seven thousand, two hundred and thirty shares)

At the par value 0.10 Baht (ten satang)

Categorized into

Ordinary share 1,974,557,230 shares (One billion, nine hundred and seventy four million, five hundred and fifty seven thousand,

Preferred share - share (-None-)"

By delegating the power to the persons designated by the Board of Directors to register the amendment of the Memorandum of Association with the DBD, to be authorized to amend or add wordings in compliance with the registrar's directions:

To propose the meeting to consider

The secretary of the Company announced to the Meeting that this agenda has to be approved by not less than three-fourth (3/4) of the total number of votes of the shareholders attending the Meeting and having voting rights.

After that, the secretary provided an opportunity to the shareholders to ask questions and express their opinions on the relevant issues. Once there were no questions related to this Agenda, the secretary asked the Meeting to vote for this agenda.

Resolution The shareholders approved to amend the Clause 4 of the Memorandum of Association to be in line with the decrease in capital registration.

"Clause 4.	Registered Capital	197,455,723	baht	(One hundred and ninety seven million, four hundred and fifty five thousand, seven hundred and twenty three baht)
	Divided into	1,974,557,230	shares	(One billion, nine hundred and seventy four million, five hundred and fifty seven thousand, two hundred and thirty shares)
	At the par value	0.10	Baht	(ten satang)
	Categorized into			
	Ordinary share	1,974,557,230	shares	(One billion, nine hundred and seventy four million, five hundred and fifty seven thousand, two hundred and thirty shares)
	Preferred share	-	share	(-None-)"

By assigning the authorized person to process the amendment of Memorandum of Association with the Department of Business Development, Ministry of Commerce. The details are as follow:

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Vote	Number of Voting Right (1 share = 1 vote)	Equivalent to the percentage of total number of votes of the shareholders attending the Meeting and having voting rights
Approved by	1,092,805,650	100.00
Disapproved by	-	-
Abstained by	-	-
Total	1,092,805,650	100.00
Invalid by	-	-

Agenda 5 To consider and approve the increase of the Company's capital registration of 21,058,591 baht from the capital registration of 197,455,723 baht to 218,514,314 baht by issuing new ordinary shares of 210,585,910 shares with a par value of 0.10 baht each.

Mr. Sunchai Nuengsit informed that referring to Agenda 2 that has been approved the increase of the Company's capital registration by 21,058,591 baht from 197,455,723 baht to 218,514,314 baht by issuing a newly ordinary shares of 210,585,910 shares at par value of 0.10 baht each to accommodate an issuance and allotment of newly issued ordinary shares to specific investors ("Private Placement: PP") and to accommodate BSM-W2 right adjustment. Details are provided in an attachment No. 2 "Capital Increase Report Form (F53-4)".

The secretary of the Company announced to the Meeting that this agenda has to be approved by not less than three-fourth (3/4) of the total number of votes of the shareholders attending the Meeting and having voting rights.

After that, the secretary provided an opportunity to the shareholders to ask questions and express their opinions on the relevant issues. Once there were no questions related to this Agenda, the secretary asked the Meeting to vote for this agenda.

Resolution The shareholders approved the increase of the Company's capital registration of 21,058,591 baht from the capital registration of 197,455,723 baht to 218,514,314 baht, by issuing new ordinary shares of 210,585,910 shares with a par value of 0.10 baht each to accommodate an issuance and allotment of newly issued ordinary shares to specific investors ("Private Placement: PP") and to accommodate BSM-W2 right adjustment. The voting details are as follows:

Vote	Number of Voting Right (1 share = 1 vote)	Equivalent to the percentage of total number of votes of the shareholders attending the Meeting and having voting rights
Approved by	1,096,664,674	100.00
Disapproved by	-	-
Abstained by	-	-
Total	1,096,664,674	100.00
Invalid by	-	-

Remark: There were 86 shareholders attending the Meeting, the total number of voting rights of shareholders were 1,096,664,674 votes.

Agenda 6 To approve an amendment of clause 4 of the Company’s Memorandum of Association to be in line with the increasing of the capital registration.

Mr. Sunchai Nuengsit informed the meeting that referring to the past agenda that has been approved the increase of the Company’s registered capital, the Board of Directors has passed the resolution to propose to the Meeting to consider and approve the amendment of the Company’s Memorandum of Association, Clause 4 to be consistent with the increase of the Company’s registered capital and using the statement as follows:

“Clause 4. Registered Capital 218,514,314 baht (Two hundred and eighteen million, five hundred and fourteen thousand, three hundred and fourteen baht)

Divided into 2,185,143,140 shares (Two billion, one hundred and eighty five million, one hundred and forty three thousand, one hundred and forty shares)

At the par value 0.10 Baht (ten satang)

Categorized into

Ordinary share 2,185,143,140 shares (Two billion, one hundred and eighty five million, one hundred and forty three thousand, one hundred and forty shares)

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Preferred share - share (-None-)"

By assigning the authorized person to process the amendment of Memorandum of Association with the Department of Business Development, Ministry of Commerce.

To propose the meeting to consider

The secretary of the Company announced to the Meeting that this agenda has to be approved by not less than three-fourth (3/4) of the total number of votes of the shareholders attending the Meeting and having voting rights.

After that, the secretary provided an opportunity to the shareholders to ask questions and express their opinions on the relevant issues. Once there were no questions related to this Agenda, the secretary asked the Meeting to vote for this agenda.

Resolution The shareholders approved to amend the Clause 4 of the Memorandum of Association to be in line with the increase in capital registration.

"Clause 4.	Registered Capital	218,514,314	baht	(Two hundred and eighteen million, five hundred and fourteen thousand, three hundred and fourteen baht)
	Divided into	2,185,143,140	shares	(Two billion, one hundred and eighty five million, one hundred and forty three thousand, one hundred and forty shares)
	At the par value	0.10	Baht	(ten satang)
	Categorized into			
	Ordinary share	2,185,143,140	shares	(Two billion, one hundred and eighty five million, one hundred and forty three thousand, one hundred and forty shares)
	Preferred share	-	share	(-None-)"

By assigning the authorized person to process the amendment of Memorandum of Association with the Department of Business Development, Ministry of Commerce. The details are as follow:

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Vote	Number of Voting Right (1 share = 1 vote)	Equivalent to the percentage of total number of votes of the shareholders attending the Meeting and having voting rights
Approved by	1,096,664,674	100.00
Disapproved by	-	-
Abstained by	-	-
Total	1,096,664,674	100.00
Invalid by	-	-

Agenda 7 To consider and approve the allotment of 210,585,910 newly issued ordinary shares for Private Placement 200,000,000 shares and to accommodate BSM-W2 right adjustment 10,585,910 shares

Mr. Sunchai Nuengsit informed the Meeting that since the Meeting approved an increase in capital registration from Agenda 2 to Agenda 6, the Board of Directors has passed the resolution to propose the Meeting to consider and approve an allotment of 210,585,910 newly issued ordinary shares for 2 objectives as follows:

- The 200,000,000 newly ordinary shares with a par value of 0.10 baht each are offered and allocated to Private Placement at price of 0.65 baht each, totaling 130,000,000 baht.
- The 10,585,910 newly ordinary shares with a par value of 0.10 baht each are used to accommodate the BSM-W2 of 278,576,554 units that have not been exercised due to the BSM-W2 right adjustment in case the Company issues Private Placement in lower price criteria. The Company will inform the right adjustment calculation prior effective date.

To propose the meeting to consider

The secretary of the Company announced to the Meeting that this agenda has to be approved by majority of the total number of votes of the shareholders attending the Meeting and casting their vote.

After that, the secretary provided an opportunity to the shareholders to ask questions and express their opinions on the relevant issues. Once there were no questions related to this Agenda, the secretary asked the Meeting to vote for this agenda.

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Resolution The shareholders approved an allotment of 210,585,910 newly issued ordinary shares for 2 objectives as follows:

- The 200,000,000 newly ordinary shares with a par value of 0.10 baht each are offered and allocate to Private Placement at price of 0.65 baht each, totaling 130,000,000 baht.
- The 10,585,910 newly ordinary shares with a par value of 0.10 baht each are used to accommodate the BSM-W2 of 278,576,554 units that have not been exercised due to the BSM-W2 right adjustment in case the Company issues Private Placement in lower price criteria. The Company will inform the right adjustment calculation prior effective date. The details are as follow:

Vote	Number of Voting Right (1 share = 1 vote)	Equivalent to the percentage of total number of votes of the shareholders attending the Meeting and casting their vote
Approved by	1,096,664,674	100.00
Disapproved by	-	-
Abstained by	-	-
Total	1,096,664,674	100.00
Invalid by	-	-

Agenda 8 Others (if any)

Mr. Sunchai Nuengsit informed the Meeting that there was no voting in this agenda but the Company allowed the shareholders to “ask questions” “express opinions” or “suggest” whereby the shareholder shall announce their name and surname in order to inform the Meeting and record in the minutes of the Meeting.

The secretary of the Company asked the shareholders whether they would like to ask any questions and/or express their opinions and/or suggestion.

1. Mr. Sukchai Sakulrimontri, a shareholder, questioned as follow:

- 1.1. Has the Company considered to adjusted par value of shares to 0.50 baht each?

Mr. Sunchai Nuengsit informed the Meeting that right now the Company has no policy to change the par value to 0.50 baht each.

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1.2. Has the Company's working capital adequate to invest in The Teak Sukhumvit 39 Project at totaling amount of 15,000,000 baht?

Mr. Sunchai Nuengsit informed that the Company has adequate the working capital to invest in this project.

1.3. How the Company handle with the interest bearing debt that increase from the additional loan from financial institution of 140,000,000 baht.

Mr. Sunchai Nuengsit assigned Mr. Somsak Sirichainarumitr, a Financial Advisor, to provide details for this question.

Mr. Somsak Sirichainarumitr, explained to the Meeting that this loan is for construction investment which will gradually be utilized for construction work. The construction is expected to be completed within this year. The project is expected to be transferred approximately 40-50% of the total number of units. Therefore, the Company expected that loan can be fully repaid.

Adjournment of the Meeting

After the secretary allowed the shareholders to ask questions and express their opinions and there were no shareholders asking further questions, the Chairman thanked the shareholders and declared the Meeting adjourned at 11.45 a.m.





Mr. Suresh Subramaniam
Chairman of the Board of Directors
Chairman of the Meeting




Miss Phansachol Kusolputchong
Recorder


Profiles of the nominated directors to be elected to replace the directors who retire by rotation


Name – Surname	Mr. Suresh Subramaniam	
Age	50 years	
Current Positions	Director : BuilderSmart PCL Chief Executive Officer : Sansara Development Ltd.	
Education	Bachelor of Commerce, Accounting & Finance, The University of Western Australia	
Work Experiences	2007 – Current : Director : BuilderSmart PCL 2016 – Current : Chief Executive Officer : Sansara Development Ltd.	
Director Training Programs	Director Accreditation Program (DAP) 61/2007 Thai Institute of Directors Executive Development Program (EDP 4/2009) Thai Listed Company Association (TLCA)	
Number of years on the Board of Director	10 years	
Directorship Positions in other companies	Listed Company – Company Other companies 2 Companies Rival companies or other companies with has businesses - none related to the company and may conflict with the Company's beneficial interest	
Meeting attendance of the year 2017	The Board of Director's meeting : 4/4 times	
Shareholding ratio in the company as of 8 March 2018	5.274% (100,000,000 shares)	
Conflict of interest with the company/Subsidiary Company that may have current conflict during the past 2 years		
<ol style="list-style-type: none"> 1. being an executive director, employee, staff or advisor who receives salary 2. not being a provider of the professional services (e.g. financial advisor, legal advisor) 3. not having a business relationship in the manner which may interfere with his independent judgement (e.g. purchase / sales of raw material / product / service / borrowing / lending) 		


Name – Surname	Mr. Yang Shiun Moh	
Age	49 years	
Current Positions	Executive Director / Chief Finance Officer BuilderSmart PCL Chief Executive Officer : D&W (Asia) Ltd.	
Education	Bachelor's Degree Business Commercial : University of Auckland Bachelor's Degree Juristic : University of Auckland	
Work Experiences	2007 – Current : Director : BuilderSmart PCL 2015 – Current : Chief Finance Officer : Builder Smart PCL 2016 – Current : Chief Executive Officer: D&W (Asia) Ltd. 2004 – 2013 : Asia Tax Director: Tesco Company Limited 2001 – 2003 : Tax Principal : KPMG (Arthur Anderson)	
Director Training Programs	Nil	
Number of years on the Board of Director	10 years	
Directorship positions in other companies	Listed Company – company Other companies 2 Companies Rival companies or other companies with has businesses - none related to the company and may conflict with the Company's beneficial interest	
Meeting attendance of the year 2017	The Board of Director's meeting : 4/4 times	
Shareholding ratio in the company as of 8 March 2018	Nil	
Conflict of interest with the company/Subsidiary Company that may have current conflict during the past 2 years		
<ol style="list-style-type: none"> 1. being an executive director, employee, staff or advisor who receives salary 2. not being a provider of the professional services (e.g. financial advisor, legal advisor) 3. not having a business relationship in the manner which may interfere with his independent judgement (e.g. purchase / sales of raw material / product / service / borrowing / lending) 		

Name – Surname	Ms. Thitiya Wongchirachai	
Age	45 years	
Current Positions	Independent Director / Audit Committee Member	
Highest Education	MBA Columbia Business Bachelor Degree, Economics: Columbia College, Columbia University	
Work Experiences	2016 – Current : Deputy General Manager : Alpha Capital Asset Management Co., Ltd. 2008-2015 : Senior Vice President, Risk : GE Capital 2007-2008 : Integration Team : Bank of Ayudhya Public Company Limited	
Director Training Programs	Director Accreditation Program (DAP) 117/2015 Thai Institute of Directors Executive Development Program (EDP) 9/2009 Thai Listed Company Association (TLCA)	
Number of years on the Board of Directors	2 years	
Positions in other companies	Listed companies – company Other companies - company Rival companies or other companies which - None have business related to the Company and may conflict with the Company beneficial interest	
Meeting attendance of the year 2017	The Board of Director's meeting : 4/4 times The Audit Committee's meeting : 4/4 times	
Shareholding ratio in the company as of 8 March 2018	None	
Relationship between the Executive's family and the company	None	
Conflict of interest with the Company / its subsidiary Company or any juristic person that may have current conflict during the past 2 years 1. Not being an executive director, employee, staff or advisor who receives salary 2. Not being a provider of the professional services (e.g. financial advisor, legal , advisor) 3. Not having a business relationship in the manner which may interfere with his independent (e.g. purchase / sale of raw material / product / service / borrowing / lending)		

Profile of proposed 3 new Directors

Name – Surname	Mr. Orsen Kamburisudthi	
Age	47 years	
Education	M.B.A., Financial Management , Sloan School of Management, Massachusetts Institute of Technology Cambridge, Massachusetts B.S. Economics, Finance/Accounting concentrations, Wharton School of Business, University of Pennsylvania Philadelphia, U.S.A.	
Work Experiences	<p>2006-current : Senior Investment Manager, Asian Equities Aberdeen Asset Management Company Limited</p> <p>2002-2006 : Assistant Vice President, Corporate Business Group KASIKORNBANK Public Company Limited</p> <p>1999-2002 : Assistant Vice President, Merrill Lynch Investment Managers</p> <p>2017-current : Director CFA Society Thailand</p>	
Director Training Programs	Executive Development Program (EDP) 16/2016 Thai Listed Company Association (TLCA)	
Directorship in other companies	Listed companies	0 company
	Other companies	0 company
	Rival companies or other companies which have business related to the Company and may conflict with the Company	- None
Shareholding ratio in the Company as of 8 March 2018	None	
Relationship between the Executive's family and the Company	None	
Conflict of interest with the Company / its subsidiary company or any juristic person that may have current conflict during the past 2 years		
<ol style="list-style-type: none"> 1. Not being an executive director, employee, staff or advisor who receives salary 2. Not being a provider of the professional services (e.g. auditor, legal advisor) 3. Not having a business relationship in the manner which may interfere with his/her independent (e.g. purchase / sale of raw material / product / service / borrowing / lending) 		

Name – Surname	Mr. Warut Panupattanapong	
Age	35 years	
Education	<p>Master degree of International Business Management University of Wollongong</p> <p>Bachelor degree of Business Administration Assumption University</p>	
Work Experiences	<p>2011 – Current : Managing Director, LKH Development Co., Ltd.</p> <p>2012 – Current : Managing Director, LKH Trading Co., Ltd.</p> <p>2015 – Current : Managing Director, Ruamchokchai Engineering Co., Ltd.</p> <p>2015 – Current : Managing Director, Sin Rung Raung Property Co., Ltd.</p> <p>2017 – Current : Director, CMM Group Co., Ltd</p> <p>2017 – Current : Director, Thaitaweeporn Development Co., Ltd.</p>	
Director Training Programs	None	
Directorship in other companies	<p>Listed companies</p> <p>Other companies</p> <p>Rival companies or other companies which have business related to the Company and may conflict with the Company</p>	<p>0 company</p> <p>6 companies</p> <p>- None</p>
Shareholding ratio in the Company as of 8 March 2018	7.82% (148,250,400 Shares)	
Relationship between the Executive's family and the Company	None	
<p>Conflict of interest with the Company / its subsidiary company or any juristic person that may have current conflict during the past 2 years</p> <ol style="list-style-type: none"> being an executive director, employee, staff or advisor who receives salary Not being a provider of the professional services (e.g. auditor, legal advisor) Not having a business relationship in the manner which may interfere with his/her independent (e.g. purchase / sale of raw material / product / service / borrowing / lending) 		

Name – Surname	Ms. Pitchthida Panupattanapong	
Age	31 years	
Education	Master degree (Msc Facilities Management) University College London Bachelor degree of Interior Architecture AAU Architectural School, Assumption University Certificate in International Marketing , Chulalongkorn University Certificate in Real Estate , Chulalongkorn University	
Work Experiences	2017-current : Business Development and Board of Directors Synphaet Theparak Hospital 2013-Current : Business Development and Facilities Manager Synphaet Hospital 2013-Current : Business Development and Director of Interior Design Department A Architect Company Limited	
Director Training Programs	None	
Directorship Position in other companies	Listed companies	0 company
	Other companies	2 companies
	Rival companies or other companies which have business related to the Company and may conflict with the Company	- None
Shareholding ratio in the Company as of 8 March 2018	3.10% (58,833,100 shares)	
Relationship between the Executive's family and the Company	None	
Conflict of interest with the Company / its subsidiary company or any juristic person that may have current conflict during the past 2 years <ol style="list-style-type: none"> 1. Not being an executive director, employee, staff or advisor who receives salary 2. Not being a provider of the professional services (e.g. auditor, legal advisor) 3. Not having a business relationship in the manner which may interfere with his/her independent (e.g. purchase / sale of raw material / product / service / borrowing / lending) 		

**Registration conditions, documents to be presented prior to attending the
shareholders' meeting, proxy and voting**

A. **Registration**

The Company will open for the registration from 9.00 A.M. onwards. For your convenience in registration process, shareholders or proxy-holders who will attend the Meeting shall bring and present the Invitation to the Meeting and the duly completed and executed Proxy Form, affixed with the stamp duty together with the documents required to be presented prior the Meeting. In this regard, the Company reserves the right to allow only the shareholders or the proxy-holders who have duly completed documents to attend the Meeting.

B. **Document required to be presented prior the Meeting**

Shareholders who are natural person:

1. **Shareholders attending the Meeting themselves**

Please present original and valid document issued by governmental authorities which shown your photo, e.g. the identification card, government official identification card, state enterprise employee identification card, driver license or passport.

2. **Shareholders appointing a proxy-holder to attend the Meeting.**

A proxy-holder must present the document as follows:

- (a) One of the Proxy Forms as attached to the Invitation to the Meeting, which has been duly completed and executed by the grantor and the proxy-holder;
- (b) A copy of valid document issued by governmental authorities which shown photo of the grantor, e.g. the identification card, government official identification card, state enterprise employee identification card, driver license or passport, certified true and correct by the grantor; and
- (c) Original and valid document issued by governmental authorities which shown photo of the proxy-holder, e.g. the identification card, government official identification card, state enterprise employee identification card, driver license or passport.

Shareholders who are juristic person :

1. **Representatives of juristic persons** (authorized director) attending the Meeting themselves

- (a) A copy of the company's affidavit who is the shareholder, certified true and correct by the authorized director(s) of the juristic person, specifying that the representatives of the juristic person attending the Meeting are duly authorized to act on behalf of the juristic person, and having issued not more than 3 months; and
- (b) Original and valid document issued by governmental authorities which shown photo of the representatives of the juristic person, e.g. the identification card, government official identification card, state enterprise employee identification card, driver license or passport.

2. **Shareholders appointing a proxy to attend the Meeting.**

A Proxy-holder must present the documents as follows:

- (a) One of the Proxy Forms as attached to the Invitation to the Meeting, which has been duly completed and executed by the grantor and the proxy-holder;
- (b) A copy of the company's affidavit who is the shareholder, certified true and correct by the authorized director(s) of the juristic person, specifying that the representatives of the juristic person, who signed the Proxy Form, are Duly authorized to act on behalf of the juristic person, and having issued not more than 3 months;
- (c) A copy of valid document issued by governmental authorities which shown photo of the representatives of the juristic person, e.g. the identification card, government official identification card, state enterprise employee identification card, driver license or passport, certified true and correct by such person; and
- (d) Original and valid document issued by governmental authorities which shown photo of the proxy-holder, e.g. the identification card, government official identification card, state enterprise employee identification card, driver license or passport.

C. **Proxy**

If the shareholders wish to appoint a proxy-holder to attend and vote at the Meeting on the shareholders' behalf, the Company facilitates the shareholders with 2 Proxy Forms attached to the invitation to the Meeting as follows:

1. Proxy Form A.
General Proxy Form
2. Proxy Form B.
Proxy Form containing specific details

Please execute only one Proxy Form from the above 2 Proxy Forms which are attached with the Invitation to the Meeting.

Please duly completed the Proxy Form as well as affixed Baht 20 stamp duty and cross-marked such stamp duty and specify the date of issued the Proxy Form. Such Proxy Form shall be submitted to the chairman of the Meeting (the "Chairman") or the person designated by the Chairman prior the Meeting.

For shareholders' rights and benefits, in case the shareholders are unable to attend Meeting by themselves and wish to appoint the Company's Independent Director to vote on their behalf, please complete and execute the Proxy Form appointing Mr. Mark David Remijan (position Chairman of Audit Committee / Independent Director) as a proxy-holder, and submit the said completed and executed Proxy Form, affixed with the stamp duty, together with the supporting documents to "Company Secretary" at 905/7, Rama 3 Soi 51, Rama 3 Road, Khwaeng Bangpongpan, Khet Yannawa, Bangkok 10120 Thailand, within 18 April 2018, or at the place of the Meeting before the Meeting starts. In this regard, the Company has enclosed the details of the Independent Director (proxy-holder for shareholders), together with the Invitation to the Meeting.

D. Voting


Voting Method

1. 1 share is entitled to 1 vote.
2. Shareholders and proxy-holder under Proxy Form A. or B. may not split votes in each agenda.
3. In each agenda, the Chairman will ask if anyone disapproves or abstains, to save time of all shareholders, the shareholders who approve shall not put any mark in the ballots, while the shareholders who disapprove or abstain shall confirm their intention by putting a mark [✓] and their signatures in the ballots and raise their hands until the Company's officer collects the ballots for vote counting, except in which the voting has been specified in the Proxy Form, the Company will count the votes according to such Proxy Form at the time of the registration by the proxy-holder.

Vote Counting

1. The Company will deduct the disapproval and the abstention votes from the total votes. The remaining votes will be deemed as approval votes.
2. The Chairman will announce the result of the voting after the voting in each agenda is completed, whereby the announced votes will be divided into the numbers of the approval, the disapproval and the abstention votes and the percentage thereof. The Ballots submitted after the Chairman announced the voting result of each agenda to the Meeting will not be counted as the voting result in that agenda. If any shareholders or proxy-holder wishes to leave before the Meeting adjourns. Please inform the Company's officer at the registration counter in order to withdraw his/her votes from the system.

List of the Independent Director proposed by the Company to serve as a proxy for
shareholders

Name – Surname	Mr. Mark David Remijan	
Age	50 years	
Address	905/7 Rama3 Rd., Soi 51, Bangpongpan, Yannawa, Bangkok 10120	
Current Positions	Independent Director / Chairman of Audit Committee	
Education	Master of Business Administration, Graduation with Honors, Finance, The Wharton School, University of Pennsylvania, U.S.A. Bachelor of Science, Mechanical Engineering, Massachusetts Institute of Technology, U.S.A.	
Director Training Programs	Director Accreditation Program (DAP 65/2007); Thai Institute of Directors Director Certification Program (DCP207/2015); Thai Listed Company Association (TLCA)	
Work Experiences	2007- now Independent Director BuilderSmart Public Company Limited 2008 – now Independent Director Chow Steel Industries Public Company Limited 2012 – now Partner, Chief Financial Officer Khiri Travel Group of Company	
Number of years on the Board of Directors	10 years	
Positions in other companies	Listed companies	1 company
	Other companies	1 company
	Rival companies or other companies which have business related to the Company and may conflict with the Company beneficial interest	- None
Meeting attendance of the year 2017	The Board of Director's meeting : 4/4 times The Audit Committee's meeting : 4/4 times	

Conflict of interest in the Meeting Agenda	None
Shareholding ratio in the company as of 8 March 2018	0.349 % (6,607,812 Shares)
Relationship between the Executive's family and the company	None
<p>Conflict of interest with the Company / its subsidiary Company or any juristic person that may have current conflict during the past 2 years</p> <ol style="list-style-type: none"> 1. Not being an executive director, employee, staff or advisor who receives salary 2. Not being a provider of the professional services (e.g. financial advisor, legal , advisor) 3. Not having a business relationship in the manner which may interfere with his independent (e.g. purchase / sale of raw material / product / service / borrowing / lending) 	

The Company's Articles of Association in relation to the shareholders' meeting

Article 35. The board of directors shall convene an annual general meeting of shareholders within 4 month of the last day of fiscal year of Company.

The shareholders' meeting other than those specified above shall be called extraordinary general meetings of shareholders. The board of directors may summon an extraordinary general meeting of shareholders at any time as it is deemed appropriate, or when shareholders holding shares in aggregate not less than one-fifth of the total issued shares or not less than 25 shareholders holding shares in aggregate not less than one-tenth of the total issued shares may jointly submit their name in a written notice requesting the board of directors to summon an extraordinary meeting at any time, provided that reasons for calling such meeting shall be clearly stated in the said notice. In this regard, the board of directors shall proceed to call a shareholders' meeting to be held within 1 month of the date of the receipt of such notice from the shareholders.

Article 36. In calling a shareholders' meeting, the board of directors shall prepare a notice of the meeting specifying the place, date and time, the agenda of the meeting and the matters to be proposed to the meeting with reasonable detail, by expressly as to the matter to be set forth to the meeting for information, approval or consideration, including opinions of the directors on the said matters. The said notice shall be delivered to the shareholders and registrar at last 7 day prior to the date of the meeting and shall also be published in a newspapers for 3 consecutive days, at least 3 days prior to the date of the meeting.

A shareholders' meeting may be convened within the locality where the head office of the company is located or other place as the board of directors may designate.

Article 37. In order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a shareholder meeting amounting to not less than twenty – five (25) persons or not less than one half of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than one-third (1/3) of the total number of shares sold of the company

At any shareholders' meeting, if one (1) hour has passed since the time specified for the meeting and the number of shareholders attending the meeting is still not adequate to constitute a quorum as specified, if such shareholder' meeting was called as a result of a request by the shareholder, such meeting shall be cancelled. If such shareholders' meeting was not called as a result of a request by the shareholders, the meeting shall be called once again and the notice calling such meeting shall be delivered to shareholder not less than 7 days prior to the date of the meeting. In the subsequent meeting, a quorum is not required.

Article 38. In a shareholder' meeting, the chairman of the board shall present over the meeting. If the chairman is absent or is unable to perform his duties, if there is a vice-chairman, the vice-chairman shall be the chairman of the meeting. In the absence of the vice-chairman or the vice-chairman is unable to perform his duties, the meeting shall elect one of the shareholders attending the meeting to be the chairman of the meeting.

Article 39. In order to vote in the shareholder meeting, each shareholder shall have a number of votes equal to the number of shares held. Shareholders who have any conflict of interest in any matters shall not be able to cast their votes on such matters except for the vote for director election. A resolution of the shareholder meeting shall require:

- (1) In ordinary events, a majority vote of the shareholder who attend the meeting and cast their votes. In case of a tie vote, the chairman of the meeting shall have a casting vote.
- (2) In the following events, a vote of not less than three-fourths (3/4) of the total number of votes of the shareholders who attend the meeting and have the right to vote.
 - (a) The sale or transfer of the whole or important parts of the business of the company to other persons;
 - (b) The purchase or acceptance of transfer of the business of other companies or private companies by the company;
 - (c) The making, amending or terminating of contracts with respect to the granting of a lease of the whole or important parts of the business of the company, the assignment of the management of the business of the Company to any other persons or amalgamation of the business with other persons with the purpose of profit and loss sharing;
 - (d) The amendment of the company's memorandum of Association or Articles of Association;
 - (e) The increase or decrease in the company's capital;
 - (f) The liquidation of the Company
 - (g) The issuance of the company's debenture
 - (h) The amalgamation or dissolution of the company.

Article 40. Transactions to be conducted at an annual general meeting are as follows:

- (1) To consider the report of the board of directors as proposed to the meeting presenting the business operation result of the company in the preceding year;
- (2) To consider and approve the balance sheet and the profit and loss statements of the preceding fiscal year;
- (3) To consider the profit allocation and dividend payment ;
- (4) To appoint directors in replacement of the directors who retire by rotation and determine the directors' remuneration;
- (5) To appoint the auditor and determine his remuneration;
- (6) To consider and approve any other matters as appropriate.

แบบหนังสือมอบฉันทะ แบบ ก. (แบบทั่วไปซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)

ท้ายประกาศกรมพัฒนาธุรกิจการค้าเรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Proxy Form A (General Form)

Ref: Notification of Department of Business Development regarding Proxy Form (NO.5) B.E. 2550

เขียนที่

Written at

วันที่ เดือน พ.ศ.

Date Month Year

(1) ข้าพเจ้า สัญชาติ

I/We

Nationality

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing at Road Tambol/Khwaeng

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

Amphur/Khet Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท บิวเคอสมาร์ท จำกัด (มหาชน)

Being a shareholder of BuilderSmart Public Company Limited

โดยถือหุ้นรวมทั้งสิ้น หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้
Holding the total number of shares, and having the right to vote equivalent to votes as follows:

หุ้นสามัญ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Ordinary share of shares, having the right to vote equivalent to votes,

หุ้นบุริมสิทธิ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Preferred share of shares, having the right to vote equivalent to votes,

(3) ขอมอบฉันทะให้

Hereby appoint:

(1) อายุ ปี อยู่บ้านเลขที่

Name

Age

Years, residing at

ถนน ตำบล/แขวง อำเภอ/เขต

Road Tambol/Khwaeng Amphur/Khet

จังหวัด รหัสไปรษณีย์ หรือ

Province Postal Code , or



(2)..... อายุ..... ปี อยู่บ้านเลขที่.....
Name Age Years, residing at
ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....
Road Tambol/Khwaeng Amphur/Khet
จังหวัด..... รหัสไปรษณีย์..... หรือ
Province Postal Code , or

(3)..... อายุ..... ปี อยู่บ้านเลขที่.....
Name Age Years, residing at
ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....
Road Tambol/Khwaeng Amphur/Khet
จังหวัด..... รหัสไปรษณีย์..... หรือ
Province Postal Code , or

นายมาร์ค เดวิด เรมีแจน ตำแหน่ง ประธานกรรมการตรวจสอบ / กรรมการอิสระ

Mr. Mark David Ramijan (position Chairman of Audit Committee / Independent Director)

ที่อยู่เลขที่ 905/7 ซอยพระราม 3 ที่ 51 ถนนพระรามที่ 3 แขวงบางโพงพาง เขตยานนาวา กรุงเทพมหานคร 10120

Residing at 905/7, Rama 3 Soi 51, Rama 3 Road, Khwaeng Bangpong pang, Khet Yannawa, Bangkok 10120

ส่วนได้เสียในวาระที่เสนอในการประชุมครั้งนี้: -ไม่มี-

Conflict of interest in the agenda proposed to the Meeting: -None-

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุม และออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น
ประจำปี 2561

Any one of them to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for
the year 2018

ในวันอังคารที่ 24 เมษายน พ.ศ. 2561

เวลา 10.00 น.

On Tuesday 24 April 2018

at 10.00 a.m.

ณ ห้องริเวอร์ 1 ชั้น 3 ริเวอร์พรีออนท์ เรสซิเดนซ์ อาคารเอสวีซีที เลขที่ 912 ถนนพระราม 3 แขวงบางโพงพาง เขตยานนาวา
กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At River 1 Room, 3rd Floor, Riverfront Residence, SV City Tower, 912 Rama 3 Road, Bang Pong Pang, Yannawa, Bangkok or
any adjournment at any date, time and place thereof.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy at the said meeting shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed _____ ผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ

Remark

ผู้ถือหุ้นจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุม และออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy must authorize only one proxy-holder to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.



แบบหนังสือมอบฉันทะ แบบ ข. (แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

ทำยประกาศกรมพัฒนาธุรกิจการค้าเรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Proxy Form B. (Proxy Form containing specific details)

Ref: Notification of Department of Business Development regarding Proxy Form (NO.5) B.E. 2550

----- เขียนที่

Written at

วันที่ เดือน พ.ศ.

Date Month Year

(1) ข้าพเจ้า สัญชาติ

I/We

Nationality

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing at Road Tambol/Khwaeng

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

Amphur/Khet Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท บิวเคอสมาร์ท จำกัด (มหาชน)

Being a shareholder of BuilderSmart Public Company Limited

โดยถือหุ้นรวมทั้งสิ้น หุ้น และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้

Holding the total number of shares, and having the right to vote equivalent to votes as follows :

หุ้นสามัญ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Ordinary share of shares, having the right to vote equivalent to votes,

หุ้นบุริมสิทธิ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

Preferred share of shares, having the right to vote equivalent to votes,

(3) ขอมอบฉันทะให้

Hereby appoint :

(1) อายุ ปี อยู่บ้านเลขที่

Name

Age

Years, residing at

ถนน ตำบล/แขวง อำเภอ/เขต

Road Tambol/Khwaeng Amphur/Khet

จังหวัด รหัสไปรษณีย์ หรือ

Province Postal Code , or

(2)..... อายุ..... ปี อยู่บ้านเลขที่.....
Name Age Years, residing at

ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....
Road Tambol/Khwaeng Amphur/Khet
จังหวัด..... รหัสไปรษณีย์..... หรือ
Province Postal Code , or

(3)..... อายุ..... ปี อยู่บ้านเลขที่.....
Name Age Years, residing at

ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....
Road Tambol/Khwaeng Amphur/Khet
จังหวัด..... รหัสไปรษณีย์..... หรือ
Province Postal Code , or

นายมาร์ค เดวิด เรมิแจน ตำแหน่ง ประธานกรรมการตรวจสอบ / กรรมการอิสระ

Mr. Mark David Ramijan (position Chairman of Audit Committee / Independent Director)

ที่อยู่เลขที่ 905/7 ซอยพระราม 3 ที่ 51 ถนนพระรามที่ 3 แขวงบางโพงพาง เขตยานนาวา กรุงเทพมหานคร 10120

Residing at 905/7, Rama 3 Soi 51, Rama 3 Road, Khwaeng Bangpong pang, Khet Yannawa, Bangkok 10120

ส่วนได้เสียในวาระที่เสนอในการประชุมครั้งนี้ : -ไม่มี-

Conflict of interest in the agenda proposed to the Meeting : -None-

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุม และออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น
ประจำปี 2561

Any one of them to be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for
the year 2018

ในวันอังคารที่ 24 เมษายน พ.ศ. 2561

เวลา 10.00 น.

On Tuesday 24 April 2018

at 10.00 a.m.

ณ ห้องริเวอร์ 1 ชั้น 3 ริเวอร์ฟรอนท์ เรสซิเดนซ์ อาคารเอสวีซีที เลขที่ 912 ถนนพระราม 3 แขวงบางโพงพาง เขตยานนาวา
กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At River 1 Room, 3rd Floor, Riverfront Residence, SV City Tower, 912 Rama 3 Road, Bang Pong Pang, Yannawa, Bangkok or
any adjournment at any date, time and place thereof.

(4)ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows:



- วาระที่ 1 พิจารณาและรับรองรายงานการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2561
Agenda No.1 To consider and adopt the minutes of the Extraordinary General Meeting of Shareholders No. 1/2018
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- วาระที่ 2 รับทราบรายงานของคณะกรรมการเกี่ยวกับผลการดำเนินงานของบริษัท ประจำปี 2560
Agenda No.2 To acknowledge the Company's performance for the Year 2017
- วาระที่ 3 พิจารณาและอนุมัติงบการเงินของบริษัทและบริษัทย่อย สำหรับรอบระยะเวลาบัญชีประจำปี สิ้นสุด 31 ธันวาคม 2560 และรับทราบรายงานของผู้สอบบัญชี
Agenda No.3 To consider and approve the financial statements of the Company and its subsidiaries for the fiscal year ended December 31, 2017 and to acknowledge the report of the auditors
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- วาระที่ 4 พิจารณาและอนุมัติการจัดสรรกำไรสุทธิเป็นทุนสำรองตามกฎหมายสำหรับผลประกอบการปี 2560
Agenda No.4 To consider and approve the allocation of the profit from the operating results for the year 2017 as legal reserve
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- วาระที่ 5 พิจารณาและอนุมัติการจ่ายเงินปันผลประจำปี 2560
Agenda No.5 To consider and approve the dividend payment for the year 2017
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 6 พิจารณาและอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่ครบกำหนดออกตามวาระ
Agenda No.6 To consider and approve the re-election of directors in place of the directors who retire by rotation

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
To grant my/our proxy to vote at my/our desire as follows:

1. นายสุเรช ชูบรามานีเยม: กรรมการ

Mr. Suresh Subramaniam : Director

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

2. นายหยาง ชวน โมห์ : กรรมการ

Mr. Yang Shiun Moh : Director

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

3. นางสาวฐิติยา วงศ์จิรัชัย : กรรมการอิสระ / กรรมการตรวจสอบ

Ms. Thitiya Wongchirachai: Independent Director /Audit Committee Member

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 7 พิจารณาและอนุมัติแต่งตั้งกรรมการเข้าใหม่จำนวน 3 ท่าน
Agenda No.7 To consider and approve the appointment 3 new directors

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
To grant my/our proxy to vote at my/our desire as follows:

1. นายวรุฒม์ ภาณุพัฒน์พงศ์

Mr. Warut Panupattanapong

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

2. นางสาวพิชญชิตา ภาณุพัฒน์พงศ์

Ms. Pitchthida Panupattanapong



เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

3. นายออร์เสน การบริสุทธิ์

Mr. Orsen Karnburisudthi

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

- วาระที่ 8 พิจารณาและอนุมัติการกำหนดค่าตอบแทนกรรมการและกรรมการตรวจสอบประจำปี 2561
ในรูปแบบเบี้ยประชุมและอนุมัติหลักการจ่ายเงินโบนัสกรรมการ ประจำปี 2561

Agenda No.8 To consider and approve the determination of the remuneration of the directors and audit committees for the year 2018 in term of meeting allowance and approve in principle of director bonus for operating year 2018

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

- วาระที่ 9 พิจารณาและอนุมัติการแต่งตั้งผู้สอบบัญชีประจำปี 2561 และการกำหนดค่าตอบแทนในการสอบบัญชี

Agenda No.9 To consider and approve the appointment of the auditors and the determination of the audit fee for the year 2018

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

- วาระที่ 10 พิจารณาและอนุมัติการออกและเสนอขายหุ้นกู้ ภายในวงเงินไม่เกิน 200,000,000 บาท และตั๋วแลกเงิน
ระยะสั้น (Bill of Exchange : B/E) วงเงินไม่เกิน 100,000,000 บาท

Agenda No.10 To consider and approve the issuance and offering of the debenture in the amount of not exceeding Baht 200,000,000 (two hundred million baht) and Bill of Exchange in the amount of not exceeding Baht 100,000,000 (one hundred million baht)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

วาระที่ 11 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda No.11 Other business (if any)

(5)การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช่ว่าเป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and shall not be my/our voting as a shareholder.

(6)ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณา หรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลง หรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy at the said meeting, except in case that the proxy dose not vote according to my/our intention(s) specified in Proxy Form, shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed

(.....)

ผู้มอบฉันทะ/Grantor

ลงชื่อ/Signed

(.....)

ผู้รับมอบฉันทะ/Proxy

ลงชื่อ/Signed

(.....)

ผู้รับมอบฉันทะ/Proxy

ลงชื่อ/Signed

(.....)

ผู้รับมอบฉันทะ/Proxy

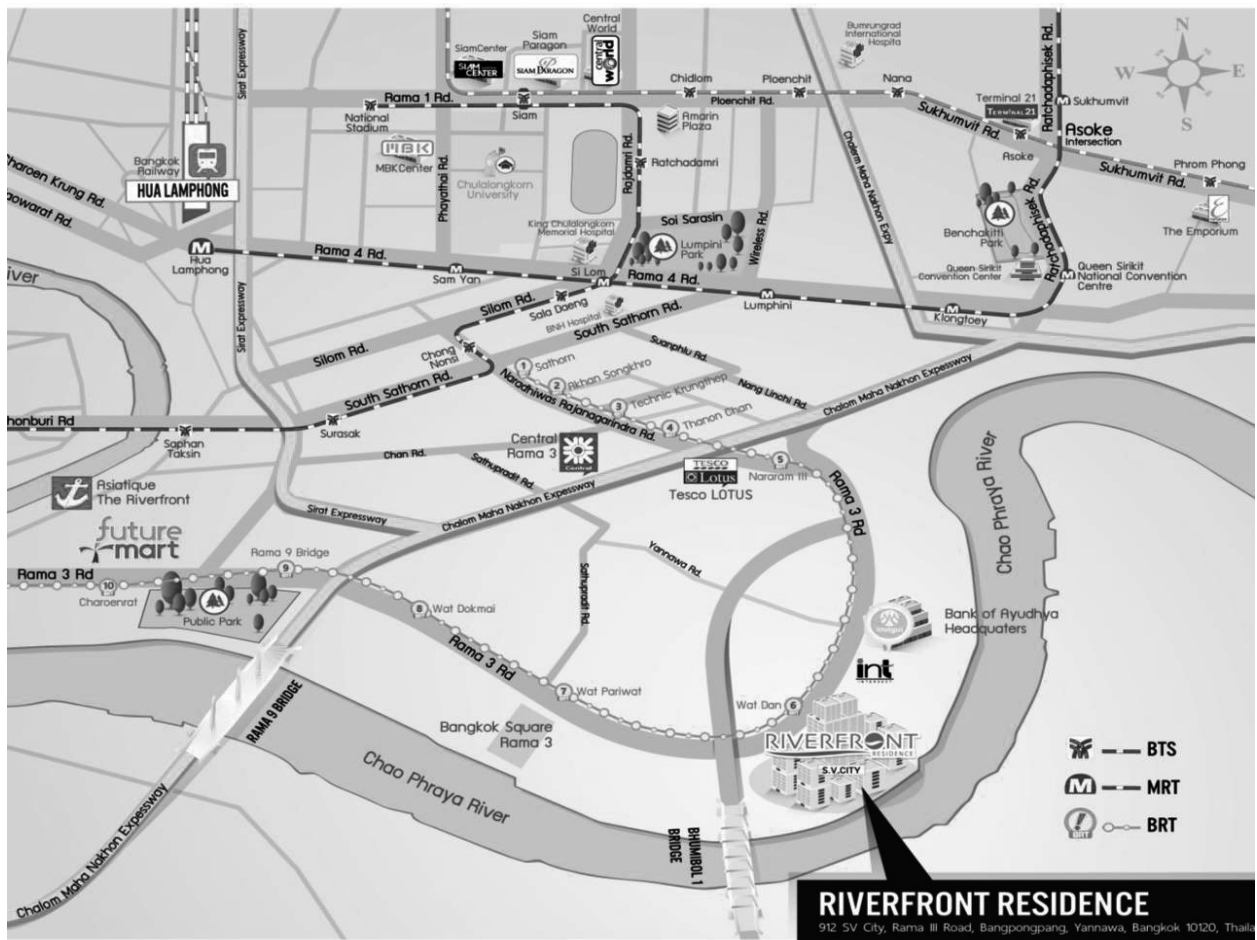
หมายเหตุ

Remark

ผู้ถือหุ้นจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุม และออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.

MAP



River I, Riverfront Residence Bangkok SV City, 912 Rama III Road, Bangpoo, Yanawa, Bangkok 10120 Tel: +662 682 7888 Fax: +662 682 7950 Mobile: +668 6779 1930

Map & Directions to Riverfront Residence

From Sathorn/Silom Road: Take Narathiwat Road and go straight passing Chan Road and Ratchadapisek Road intersections. Turn right on Rama III Road. Take a flyover bridge. Riverfront Residence is 800 meters on the left.

From Sukhumvit Road: Take Ratchadapisek Road (continual street from Asoke) and go straight Passing two flyovers bridges to Rama III Road. Go straight passing two Traffic lights and two flyover bridges. Riverfront Residence is 800 meters on the left.

From Expressway I: Get off at Rama III Road Exit. Go straight passing two traffic lights and two Flyovers bridges. Riverfront Residence is 800 meters on the left.

From Expressway II: Get off at Bangkok Exit. Turn left on Rama III Road. Go straight taking a flyover bridge. Take a u-turn under the second flyover bridge near Bank of Ayudhya. Riverfront Residence is 1 kilometer on the left.