

Minutes of the Extraordinary General Meeting of Shareholders No.1/2022

Of

Everland Public Company Limited

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The meeting was held on Friday, January 14, 2022 at 10:00 a.m. by organizing a meeting via electronic media (E-EGM) at Country Complex Building, Building A, 19th Floor, Sanpawut Road, Bangna -Tai Subdistrict, Bangna District, Bangkok. Shareholders meeting via electronic media and 38 proxies attended the meeting, holding a total of 1,402,731,410 shares or equivalent to 36.10% of the total paid-up shares, with Mr. Swechak Lochaya, Chairman of the Board of Directors act as the chairman of the meeting

The Chairman welcomed the shareholders who attended the meeting today, and assigned the staff to introduce the board of directors and executives attending this meeting including clarification on voting methods for each agenda as follows:

Board of Directors and Executives who attended the meeting

- | | |
|-------------------------------|---|
| 1. Mr. Swechak Lochaya | Chairman of the Board / Managing Director (Chairman of the meeting) |
| 2. Mr. Kamthorn Udomritthiruj | Vice Chairman of the Board / Chairman of Audit_Committee |
| 3. Mr. Apichai Pochakaparipan | Director / (Acting) Managing Director |
| 4. Miss Vanida Majjimanonda | Director / Vice Chairman of Audit Committee |
| 5. Mrs. Supatdra Chuarrot | Director/Audit Committee |
| 6. Miss Janya Kongmun | Director |

The company's staff explained the process of attending the meeting via electronic media (E-EGM) in an online format. Which is a system that The standard complies with the conditions and procedures set forth in the Royal Decree. 2020, with the rules for attending the Extraordinary General Meeting of Shareholders No. 1/2022 via electronic media (E-EGM), which the company has informed in the invitation to the meeting no. Sent to shareholders (Enclosure No. 4, pages 32-36) by voting in each agenda according to the Company's Articles of Association The company uses a method of counting 1 share per 1 vote (1:1). After the end of each agenda report, the staff will ask the shareholders if any shareholders have any questions. Or suggestions about the agenda presented above? If available, such issues, questions and suggestions can be submitted through the online system. And after the company answered the question and suggestions The company will ask shareholders to vote online. In accordance with the practice which the company has informed in the invitation letter sent to the shareholders (Enclosure No.4, pages 32-36). system to vote and the company will count the votes For shareholders who agree, no action is required, the system will be recorded as agreeing votes (approved).

After the officials explained the voting method, the chairman started the meeting according to the following agenda:

Agenda 1 Consideration to approve the minutes of the annual general meeting of shareholders for the year 2021, which was held on April 30th, 2021.

The chairman assigned the officers to explain the details. and the resolution of this agenda as follows: Annual General Meeting of Shareholders 2021, convened on April 30, 2021 at 10:00 a.m. at the meeting room, 19th floor, Country Complex Building, Building A, Sanpawut Road, Bang Na Tai Sub-district, Bang Na District, Bangkok. There were a total of 7 agenda items for consideration. Details of each agenda appeared in the minutes of the meeting which were delivered to the shareholders. Together with the invitation letter for this meeting

Resolution The meeting considered therefore, it was unanimously resolved Certified the Minutes of the 2021 Annual General Meeting of Shareholders on April 30, 2021, with the shareholders voting for Agenda 1 as follows:

Agreed	1,402,731,409	Vote	as a percentage	100.00
Not agreed	-	Vote	as a percentage	0.00
Not voted	1	Vote	as a percentage	less than 0.01
Total	1,402,731,410	Vote	as a percentage	100.00

Of the total number of votes of shareholders attending the meeting and having the right to vote

Agenda 2 To Consider and approve the reduction of registered capital and amendment of Clause 4 of the Memorandum of Association of the company to comply with the reduction registered capital.

The chairman assigned the officers to explain the details, Since Everland Public Company Limited("the Company") wishes to increase the registered capital of the Company, therefore, the Company has to write off the registered shares that have not been sold or sold before the capital increase in order to It complies with Section 136 of the Public Company Limited Act B.E. 1992.

The Company therefore proposed to the Extraordinary General Meeting of Shareholders to consider and approve the reduction of registered capital from the original. 4,855,983,908 baht to 3,884,784,546 baht by eliminating the remaining unissued registered shares from the allocation of newly issued ordinary shares and supporting the exercise of warrants to purchase the Company's ordinary shares in the amount of 971,199,362 shares at par value. 1 baht per person, in order to comply with the reduction of registered capital Therefore, it is necessary to amend Article 4 of the Memorandum of Association regarding the registered capital. By canceling the old message and using the new message as follows

Article 4

The registered capital	3,884,784,546	Bath	(Three thousand eight hundred eighty -four million seven hundred eighty-four thousand five hundred forty-six bath)
Divided to	3,884,784,546	Share	(Three thousand eight hundred eighty -four million seven hundred eighty-four thousand five hundred forty-six Shares)
At the par value of	1	Bath	(One Bath)
			Categorized into
Ordinary Share	3,884,784,546	Share	(Three thousand eight hundred eighty -four million seven hundred eighty-four thousand five hundred forty-six Shares)
Preferred Share	-	Share	(None)

Resolution The meeting considered therefore resolved to approve the reduction of registered capital from the original 4,855,983,908 baht to 3,884,7847,546 baht by eliminating the remaining unissued registered shares from the allocation of newly issued ordinary shares and supporting the exercise of warrants to purchase the Company's ordinary shares in the amount of 971,199,362 shares, including amending the Memorandum of Association Article 4 matters of registered capital to comply with the reduction of registered capital as detailed above The shareholders cast their votes in Agenda 2 as follows:

Agreed	1,402,731,409	Vote	as a percentage	100.00
Not agreed	-	Vote	as a percentage	0.00
Not voted	1	Vote	as a percentage	less than 0.01
Total	1,402,731,410	Vote	as a percentage	100.00

Of the total number of votes of shareholders attending the meeting and having the right to vote

Agenda 3 To consider and approve the increase of registered capital and amend the Memorandum of Association Clause 4 of the Company to be in line with the increase of registered capital.

The chairman assigned the officers to explain the details, Because of the company wishing to increase the registered capital 2,588,261,515 baht by issuing ordinary shares 2,588,261,515 shares from the original registered capital 3,884,7847,546 baht as registered capital 6,473,046,061 baht to support the expansion of real estate business of the company / affiliated companies and / or to use as working capital within the company and to support the exercise of the warrants to purchase the Company's newly issued ordinary shares and amendment of Clause 4 of the Company's Memorandum of Association to be in line with the increase of registered capital by canceling the original text and using the new text as follows:

Article 4

The registered capital	6,473,046,061	Bath	(six thousand four hundred seventy-three million forty-six thousand sixty-one baht)
Divided to	6,473,046,061	Share	(six thousand four hundred seventy-three million forty-six thousand sixty-one shares)
At the par value of	1	Bath	(One bath)
Categorized into			
Ordinary Share	6,473,046,061	Share	(six thousand four hundred seventy-three million forty-six thousand sixty-one shares)
Preferred Share	-	Share	(None)

The company therefore proposes to the Extraordinary General Meeting of Shareholders to consider and approve the increase of registered capital 2,588,261,515 baht from the original registered capital 3,884,784,546 baht as registered capital 6,473,046,061 baht by issuing ordinary shares 6,473,046,061 shares with amendment to Clause 4 of the Company's Memorandum of Association to reflect the increase in registered capital as detailed above

After the officers explained the details, the shareholders raised the following questions:

Question (Ms. Umassaya Charoenchai, Volunteer Protection of Shareholders' Rights Thai Investors Association)

What will this capital increase be used for and what proportion?

Answer (Chairman)

For this capital increase to be used as working capital in the company's business. used in the operation of the company Due to the Covid-19 situation in the business sector has been quite affected. Especially in the real estate business In addition, the bank's LTV measures in lending for home buyers Including affecting the expansion of the company's work At present, the epidemic of Covid-19 has begun to spread again. But it is expected that the situation will improve soon. which the business began to improve And this capital increase is to prepare for the company's continued business operations.

Answer (Khun Kulchalee Nuntasukkasem, the Company's financial advisor)

Capital increase to be used as working capital of that company The main objective is to pay off debts to the company's financial creditors. To help reduce the debt burden of the company It is expected that it will be used to pay off all debts and the company will open an additional credit line that is working capital from cash flow in other parts to expand the work as explained by the chairman.

Resolution The meeting considered and resolved to approve the increase of registered capital 2,588,261,515 baht from the original registered capital 3,884,784,546 baht as registered capital 6,473,046,061 baht by issuing ordinary shares 2,588,261,515 shares with amendment to Clause 4 of the Company's Memorandum of Association to reflect the increase in registered capital as detailed above The shareholders voted in agenda 3 as follows:

Agreed	1,402,731,409	Vote	as a percentage	100.00
Not agreed	-	Vote	as a percentage	0.00
Not voted	1	Vote	as a percentage	less than 0.01
Total	1,402,731,410	Vote	as a percentage	100.00

Of the total number of votes of shareholders attending the meeting and having the right to vote

Agenda 4 To consider and approve the issuance of warrants to purchase ordinary shares of the Company Series4 ("Warrants" or "EVER-W4").

The chairman assigned the officers to explain the details. As a result of Agenda 3, there was an increase in the registered capital of the Company. To support the warrants to purchase ordinary shares of the Company No. 4 (EVER-W4) in the amount not exceeding 1,618,261,515 units to the holders. Existing shares in proportion to their respective shareholdings (Rights Offering) in the ratio of 3 existing ordinary shares per 1 unit of warrant (3:1), with Preliminary details of the warrants to purchase the newly issued ordinary shares of the Company No. 4 ("EVER-W4") are as follows:

Type of Warrants	:	Warrants to purchase the ordinary shares of Everland Public Company Limited Series 4 ("Warrant" or "EVER-W4")
Category of Warrants	:	Transferable named certificate
Amount of Warrants	:	1,618,261,515 units
No. of new ordinary shares reserved for exercise of Warrants	:	1,618,261,515 ordinary shares (par value at 1 baht per share) or 33% of total paid-up capital which is equal to ,618,261,515 Shares reserved for the exercise of warrants including additional newly issued ordinary shares in the event of an adjustment of rights under the terms and conditions

Offering price	:	Baht 0
Offering method	:	<p>Allocated to the existing shareholders of the Company (Right Offering) at the rate of 3 existing ordinary shares per 1 warrant. In the event that there is a fraction of the warrants remaining from the calculation according to the allocation ratio of the warrants The whole number of such fractions shall be cut off. By specifying the list of shareholders who are entitled to receive warrants to purchase ordinary shares (Record Date) on February 18, 2022.</p> <p>The issuance and offering of warrants must be approved by the Extraordinary General Meeting of Shareholders No.1/2022, which will be held on January14, 2022.</p>
Exercise ratio	:	1 unit of Warrant will be entitled to purchase 1 newly-issued ordinary share (except for any change due to the adjustment of exercise ratio under the rights adjustment)
Exercise price	:	1 Baht per share (except in the case of an adjustment of rights under the conditions of right adjustment)
Warrants issuance date	:	April 1, 2022
Date of expiry	:	September 30, 2023 (The last exercise date)
Period of Warrants	:	Not exceeding 1 year 6 month (18 Months) from the initial issuance date of warrants
Exercise Period	:	<p>The Warrant holders can exercise their warrants throughout the term of the warrants a total of 6 times, 30 June 2022, 30 September 2022, 30 December 2022, 31 March 2023, 30 June 2023 and 29 September 2023.</p> <p>In the event that the exercise date falls on a holiday Each exercise date shall be postponed to the last business day prior to such exercise date.</p>
The first exercise date	:	30 June 2022
The last exercise date	:	<p>29 September 2023.</p> <p>In the event that the exercise date falls on a holiday Each exercise date shall be postponed to the last business day prior to such exercise date.</p>
Secondary market of Warrants	:	The Company shall apply to list the Warrants to be issued on the Stock Exchange of Thailand (Stock market where the company's common stock is traded)
Secondary market of the ordinary shares reserved for the exercise of Warrants	:	The Company will register the new ordinary shares resulted from the exercise of these Warrants on the Stock Exchange of Thailand (Stock market where the company's common stock is traded)
The adjustment of the rights	:	<p>The Company will adjust the exercise price and exercise ratio. In the event of any event showing one of the following rights: The objective is to preserve the benefits of the warrant holders not to be inferior.</p> <ol style="list-style-type: none"> 1. When the Company changes the par value of the ordinary shares due to a consolidation or split of the ordinary shares in issue. 2. When the Company offers newly-issued ordinary shares to the existing shareholders, public, and/or private placement with the average price of the newly issued ordinary shares is lower than 90% of market price 3. When the company offers to sell convertible bonds or newly issued warrants

	<p>by fixing the price or calculating the price of the newly issued shares to support the convertible bonds or such warrants less than 90% of the share price calculated using the market price method at the time of offering convertible bonds or warrants or the market price before the offering of convertible bonds or warrants show that right and is the method of calculation as specified in the license terms. When the Company pays all or partial dividend payment as new shares to shareholders.</p> <p>4. When the company pays dividends in money which exceeds the rate specified in the terms and conditions specified. Not more than 50% of net profit after corporate income tax has been deducted.</p> <p>5. When there are any other cases of the same nature as in Articles 1 to 5 that cause any benefit that the warrant holders will receive when exercising their rights under the subordinate warrants</p> <p>In this regard, the Board of Directors has been assigned and/or authorized directors and/or Managing Director and/or the person that the Board of Directors or the authorized director is responsible for determining the conditions and other details related to the adjustment or change in the exercise ratio and exercise price</p>																				
<p>Other Conditions</p>	<p>: To the chairman and/or the person assigned by the chairman of the board is authorized to prescribe rules, conditions and other details of the warrants. Includes, but is not limited to, the determination of the closing date of the register book for the right to be allocated warrants, the issuance and offering date of the warrants. determining the last exercise date, entering into negotiations, agreeing, and signing relevant documents and contracts, including taking any necessary and appropriate actions in connection with the issuance of the Warrants this time; This includes the removal of warrants and ordinary shares issued in connection with the exercise of warrants. Listing as securities with the Stock Exchange of Thailand as well as requesting permission from relevant agencies</p>																				
<p>Warrants registrar</p>	<p>: Thailand Securities Depository Co., Ltd.</p>																				
<p>Dilution Effect:</p> <p>1. The decrease in shareholding (Control Dilution)</p> <p>Divided into two cases as follows:</p> <p><u>Scenario 1</u> Existing shareholders exercise their rights to subscribe for newly issued shares and exercise their rights to convert the warrants to purchase the 4th ordinary shares</p> <p>The formula for calculating the decrease in equity = $1 - [(Q_0 + Q_r + Q_{w1}) / Q_n]$</p> <table border="1" data-bbox="151 1877 1311 2116"> <thead> <tr> <th colspan="3"></th> <th>Par Value 1 Baht/share</th> </tr> </thead> <tbody> <tr> <td>Q₀</td> <td>=</td> <td>The number of existing shares</td> <td>3,884,784,546 share</td> </tr> <tr> <td>Q_r</td> <td>=</td> <td>The number of new shares offering to private placement investors</td> <td>970,000,000 share</td> </tr> <tr> <td>Q_{w1}</td> <td>=</td> <td>The number of new shares issued EVER-W4</td> <td>1,618,261,515 share</td> </tr> <tr> <td>Q_n</td> <td>=</td> <td>Total shares after the capital increase</td> <td>6,473,046,061 share</td> </tr> </tbody> </table>					Par Value 1 Baht/share	Q ₀	=	The number of existing shares	3,884,784,546 share	Q _r	=	The number of new shares offering to private placement investors	970,000,000 share	Q _{w1}	=	The number of new shares issued EVER-W4	1,618,261,515 share	Q _n	=	Total shares after the capital increase	6,473,046,061 share
			Par Value 1 Baht/share																		
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Q _n	=	Total shares after the capital increase	6,473,046,061 share																		

Because it is the allocation of warrants to the existing shareholders of the Company in proportion to their shareholding (Rights Offering), so there is no impact on the shareholders.

Scenario 2 Existing shareholders not subscribe for new shares and the exercise of warrants to purchase ordinary shares Series 4

Control Dilution = $1 - (Q_0 / Q_n)$

			Par Value 1 Baht/share
Q ₀	=	The number of existing shares	3,884,784,546 shares
Q _{w1}	=	Number of new shares that support warrants to purchase ordinary shares Series 4	1,618,261,515 shares
Q _n	=	Total shares after the capital increase	5,503,046,061 shares

	Scenario 1	Scenario 2
Control Dilution	0%	29.41%

In the event that the existing shareholders exercise their rights to subscribe for newly issued shares and exercise the right to convert the warrants to purchase Series 4 ordinary shares, there is no impact on the shareholders. And in the event that the existing shareholders do not exercise their rights to subscribe for the newly issued shares and do not exercise the right to convert the warrants to purchase Series 4 ordinary shares, the impact on the existing shareholders is equal to 29.41%.

2. Earnings Dilution

Scenario Fully subscription for Rights Offering

Earnings Dilution = $(EPS_0 - EPS_n) / EPS_0$

EPS₀ = Net Profit / Q₀

EPS_n = Net Profit / Q_n

operating result to deficit as of 30 September, 2021, earning dilution cannot be computed however if the operating result to net profit, earning dilution can be computed as following

(net loss)	(9,391,000)
Q ₀	3,884,784,546
Q _n	5,503,046,061
EPS ₀	(0.002)
EPS _n	(0.002)

In the case of the fully subscription for Rights Offering, Shareholders will be affected by the decline in the share of profit (Earnings Dilution) equal to 29.41%

3. Price Dilution

It can be considered into 2 Scenario as following

Scenario 1 Fully subscription for Rights Offering

Scenario 2 Fully subscription for Rights Offering and EVER-W4 are fully exercised

Price Dilution = $(P_o - P_n) / P_o$

P_o = Market Price

P_r = Rights Offering price

P_n = Market price after capital increasing = $((Q_0 * P_o) + (Q_n * P_r)) / (Q_0 + Q_n)$

By Qn considered into 2 Scenario as following

Scenario 1 = $Q_0 + Q_r$

Scenario 2 = $Q_0 + Q_r + Q_{w1}$

In the calculation, the market price in the formula has been replaced with the weighted average market price of 7 business days prior to the date of the Board's approval of 0.35 baht/share and substituted for the exercise price of the Warrants Series 4 of 1 baht. per share

Because the offering price of the newly issued ordinary shares, the exercise price of the Warrants Series4 is higher than the market price. Weighted average of 7 business days prior to the date of the Board's approval. Therefore, there is no Price Dilution at all.

In this regard, it was proposed to consider delegating the power to the Chairman of the Board. And / or the person assigned by the chairman of the board is authorized to prescribe rules, conditions and other details of the warrants. This includes, but is not limited to, setting the book closing date for the right to allocate warrants, determining the date for issuing and offering warrants. determining the last exercise date, entering into negotiations, agreeing, and signing relevant documents and contracts, including taking any necessary and appropriate actions in connection with the issuance of the Warrants this time; This includes the removal of warrants and ordinary shares issued in connection with the exercise of warrants. Listed as securities on the Stock Exchange of Thailand as well as requested permission from relevant agencies.

Resolution The meeting considered and resolved to approve the issuance of warrants to purchase ordinary shares of the Company Series4 ("Warrants" or "EVER-W4") in the amount not exceeding 1,618,261,515 units to the holders. Together with delegating the power to the Chairman of the Board. And / or the person assigned by the chairman of the board is authorized to prescribe rules, conditions and other details of the warrants. This includes, but is not limited to, setting the book closing date for the right to allocate warrants, determining the date for issuing and offering warrants. determining the last exercise date, entering into negotiations, agreeing, and signing relevant documents and contracts, including taking any necessary and appropriate actions in connection with the issuance of the Warrants this time; This includes the removal of warrants and ordinary shares issued in connection with the exercise of warrants. Listed as securities on the Stock Exchange of Thailand as well as requested permission from relevant agencies. as detailed above The shareholders voted in Agenda 4 as follows:

Agreed	1,402,731,409	Vote	as a percentage	100.00
Not agreed	-	Vote	as a percentage	0.00
Not voted	1	Vote	as a percentage	less than 0.01
Total	1,402,731,410	Vote	as a percentage	100.00

Of the total number of votes of shareholders attending the meeting and having the right to vote

Agenda 5 To consider and approve the allocation of newly issued ordinary shares.

The chairman assigned the officers to explain the details Due to Agenda 3 and 4, there was an increase in the registered capital of the Company and issue warrants to purchase the Company's ordinary shares, No 4 (EVER-W4) of the Company, with details of the allocation as follows:

1 Allocation method

1) Allocate newly issued ordinary shares to specific persons (Private Placement) in the amount of 970,000,000 shares with a par value of 1 baht per share at an offering price of 0.35 baht per share and determine the date of subscription and payment for the newly issued ordinary shares of the individual in a limited period (5 business days) with details as follows:

No.	List of Investors	Number of shares allocated		Offering price (Baht per share)	Total offering price (Bath)
		Number of shares (shares)	Percentage of paid-up capital after capital increase		
1	Mrs.Daranee Attanand	970,000,000	19.98	0.35	339,500,000

Remark : Mrs. Daranee Attanand has held 8,518,759 shares of the Company. Therefore, when combining with the increase capital shares, Mrs. Daranee Attanand will hold 978,518,759 shares which are equal to 20.16% of all outstanding shares.

By offering to a specific person (Private Placement) above and such person is not a connected person of the Company According to the announcement of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Practices of Listed Companies on Connected Transactions, 2003

In this regard, the issuance of such newly issued ordinary shares is a share offering where the Board of Directors resolves to specify the exact offering price to propose to the Shareholders' Meeting to consider specifying the exact offering price at THB 0.35 per share, which is not lower than 90% of the market price pursuant to the requirements the Capital Market Supervisory Board No. TorJor. 72/2558 Re: Permission for Listed Companies to Offer Newly Issued Shares to Specific Investors dated October 28, 2015 (as amended) (the "Notification No. TorJor. 72/2558"). The market price for the offering of the newly issued ordinary shares to the Investor is calculated from the weighted average price of the Company's shares traded on the SET during the period of 7 consecutive business days prior to the date on which the Board of Directors passed its resolution to propose the Shareholders' Meeting of the Company to consider approving the issuance and allocation of the Company's newly issued ordinary shares by way of private placement, whereby the weighted average price of the Company's shares for the previous 7 consecutive business days during the period from November 3, 2021 to November 11, 2021 is equal to THB 0.35 per share (Source: www.set.or.th.com)

2) Allocation of newly issued ordinary shares not exceeding 1,618,261,515 shares to support the exercise of the warrants to purchase ordinary shares of Everland Public Company Limited, No. 4 (EVER-W4). According to shareholding to the existing shareholders in the ratio of 3 existing ordinary shares to 1 unit of warrants for the purchase of ordinary shares (3:1 ratio) In the case of fractions of shares or warrants from the calculations, round off the fraction. By specifying the names of shareholders, Who have the right to be allocated warrants to purchase ordinary shares of the Company No.4 (EVER-W4) (Record Date) On February 18, 2022.

2. Company operations If there is a fraction of a share

2.1) In the case of allocation of newly issued ordinary shares to Mrs. Daranee Attanan who is a specific person (Private Placement)

2.2) The whole amount, therefore, there is no case where there is a fraction of the share In the case of a fraction of a share or warrants from the calculation, such fractions shall be eliminated.

3. The number of remaining unallocated shares

As of November 12, 2021, the Company has outstanding unallocated shares of 971,199,362 shares at par value. 1 baht per share, totaling 971,199,362 baht, which the Board of Directors Meeting No.6/21 dated November 12, 2021 resolved to approve the reduction of the aforementioned registered capital in full prior to this capital increase.

4. Authorization

Authorization to the chairman or the Board of Directors or an attorney from the chairman of the board or the person authorized by the Board of Directors Has the authority to take any action in relation to the issuance, offering, allotment, and subscription of such newly issued ordinary shares, including the following actions:

4.1) Determination, amendment and addition of details on the issuance, offering, allocation and subscription of newly issued ordinary shares IPO date Method for payment of newly issued ordinary shares (You may consider scheduling one or more allocation and subscription periods) and the issuance of ordinary shares to support the exercise of the Company's warrants including various operations related to the issuance, offering, allotment and subscription of the newly issued ordinary shares and overseeing the delivery of information and disclosing relevant details to the Stock Exchange.

4.2) Signing, amending, altering, contacting or notifying reports of various items in various permission documents and evidence that necessary and related to the issuance, offering, allocation, subscription, delivery of newly issued ordinary shares and the company's warrants. Which includes contact and applying for permission Such as documents and evidence to the Ministry of Commerce, the SEC Office, The Stock Exchange of Thailand and has the power to perform any other actions which are necessary and appropriate for the issuance of Allocation of newly issued ordinary shares to the insiders of the Company and the company's warrants

In this regard, According to the announcement Tor Jor. 72/2015, the company must complete the offer for sale of new shares within the period approved by the shareholders, but not more than 3 months from the date that the shareholders' meeting has approved the proposal. Sell out new shares or the company must complete the offering of shares within 12 months from the date that the shareholders' meeting offers for sale In the event that the shareholders clearly resolve that after the period of 3 months has not elapsed The Board of Directors or the person assigned by the Board of Directors shall determine the selling price according to the market price during the offering period.

However, if it appears that the warrants are not exercised for any reason resulting in the remaining ordinary shares allocated to support the exercise of the warrants to be at the discretion of the chairman of the board and/or persons assigned by the Chairman of the Board of Directors to consider the allocation of the remaining ordinary shares as appropriate The details of the allocation of newly issued shares appear in the capital increase report form (Form 53-4) (Enclosure No. 2).

The company therefore asks the shareholders to consider and approve the allocation of the capital increase shares. 2,588,261,515 shares by offering to investors Private placement including to support the exercise of rights under the Warrant Series 4 (EVER-W4) issued to the existing shareholders. The details of the allocation appear in the capital increase report form (Form 53-4) (Enclosure No.2).

Resolution The meeting considered and resolved to approve Allotment of newly issued shares 2,588,261,515 shares by offering to Private placement including to support the exercise of rights under the Warrant No. 4 (EVER-W4) issued to the existing shareholders as well as authorize the Chairman of the Board or the Board of Directors or an attorney from the chairman of the board or the person authorized by the Board of Directors Has the authority to take any action in relation to the issuance, offering,

allocation and subscription of such newly issued ordinary shares, with details of the allocation mentioned above. and appear according to the capital increase report form (Form 53-4) (Enclosure No. 2), with the shareholders voting in Agenda 5 as follows:

Agreed	1,402,731,409	Vote	as a percentage	100.00
Not agreed	-	Vote	as a percentage	0.00
Not voted	1	Vote	as a percentage	less than 0.01
Total	1,402,731,410	Vote	as a percentage	100.00

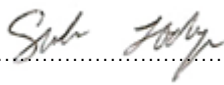
Of the total number of votes of shareholders attending the meeting and having the right to vote

Agenda 6 Consideration on other issues (if any)

- No one proposed any other matter for consideration.

The chairman thanked the shareholders for attending and closed the meeting

The meeting was closed at 10.40 a.m.


 The Chairman of the Meeting
 (Mr.Swechak Lochaya)

Correctness verified


 Director
 (Mr.Swechak Lochaya)

