



Minutes of Annual General Meeting of Shareholders for the year 2021

AppliCAD Public Company Limited

AppliCAD Public Company Limited (“the Company”) arranged the Annual General Meeting of Shareholders for the year 2021 on Tuesday 20 April 2020 at 10.00 am. at the Auditorium on the 6th floor, True Digital Park, 101, Sukhumvit road, Bangchak, Phrakonong, Bangkok. There were 31 participants attending the meeting as being shareholders attending of 28 persons, totaling 160,695,515 shares and 3 proxies, totaling 20,459,500 shares, as the total of 181,155,015 shares, representing 64.70% of the total issued shares.

Board of Directors attending the meeting (representing 100 percent of the total number of directors)

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|----|-------------------------------------|--|
| 1. | Asst. Prof. Dr. Prasert Kanthamanon | Chairman and Independent Director |
| 2. | Mr. Prapas Tangadulrat | Director and Chief Executive Officer |
| 3. | Miss Thitiporn Chartaisong | Director and Chief Financial Officer |
| 4. | Mr. Somsak Worraraksa | Director |
| 5. | Mr. Prakrit Laobooncharoen | Director |
| 6. | Dr. Sunee Sornchaitanasuk | Chairman of Audit Committee and Independent Director |
| 7. | Mr. Jeerawat Kulsapudom | Audit Committee and Independent Director |
| 8. | Mr. Thanin Pornsiritivet | Audit Committee and Independent Director |

Executives of the Company attending the meeting

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| 1. | Dr. Isra Akrapitak | Chief Operating Officer |
| 2. | Mr. Kirikrit Jearnkamonchuen | Director of MEC Business
and Director of 3D Printer Solution Business |
| 3. | Mr. Chayo Petcharat | Director of Research and Development Department |
| 4. | Mr. Wiruch Pansiroj | Deputy Director of Education & Government |
| 5. | Mr. Tanongsak Promden | Deputy Director of Marketing |
| 6. | Mr. Tanakorn Siridejudomkul | Senior Manager, AEC 3D |
| 7. | Mrs. Khwanchai Viriyasumon | Accounting Manager
of AppliCAD Public Company Limited |

Auditor from Karin Audit Company Limited attending the meeting

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|----|-------------------------------------|
| 1. | Mrs. Sumana Senivongse Na Ayutthaya |
| 2. | Mr. Thanathit Ruksathainpap |
| 3. | Mr. Wuttipong Ditthayim |

Legal Advisor attending the meeting

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| 1. | Mr. Benjapon Phokaew |
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Starts the meeting at 10.01 am.

Mr. Sorawat Nakmanee, Company Secretary, acted as the secretary of the meeting and the host of the meeting ("the Secretary") and welcomed shareholders attending the Annual General Meeting of Shareholders for the year 2021, in accordance with the resolution of the Board of Directors' meeting No. 1/2021 held on 25 February 2021. The Company scheduled the record date to determine the list of shareholders who are entitled to attend the Annual General Meeting for the year 2021 on 18 March 2021 and the current basic information of the Company had been informed in the meeting as follows;

- The registered capital of 140,000,000 baht
- The paid-up capital of 140,000,000 baht
- The ordinary shares of 280,000,000 shares
- The par value of 0.50 baht per share

At the beginning of this Annual General Meeting of Shareholders, there were 28 shareholders attending the meeting, consisting of 25 shareholders attending in person, representing 160,682,857 shares and 3 proxies, representing 20,459,500 shares, as a total of 181,142,357 shares representing 64.69% from the total of 280,000,000 shares. The number of shareholders exceeds 25 and the total number of shares exceeds 1/3 of the total issued shares of the Company. Therefore, the meeting was constituted a quorum in accordance with the Articles of Association of the Company.

The Company provided the opportunity to shareholders to propose agenda for the meeting's agenda and nominate candidates to be elected as directors in advance from 22 January 2021 to 17 February 2021 by publishing to the system of the Stock Exchange of Thailand and the Company's website. As a result, no shareholders nominated candidates to be elected as directors and no shareholders proposed any additional agenda.

Asst. Prof. Dr. Prasert Kanthamanon, Chairman of the Board of Directors and Independent Director, acted as the chairman of the meeting ("the Chairman"), welcomed and thanked shareholders for attending the Annual General Meeting of the year 2020 and further explained to the meeting about the current situation that this meeting would be conducted in a concise way and would strictly comply with the guidelines and measures of the Annual General Meeting of Shareholders for the year 2021.

The Secretary introduced the auditor and legal advisor of the Company, including clarification of the voting, vote counting and the rights of shareholders in the meeting as follows:

Voting

- There are 9 general agendas for this meeting and the voting will be proceeded in order of the meeting agenda shown in the invitation letter.
- The voting shall be used for the lifting of hands, and 1 shareholder has the right to vote as 1 vote. Voting is not allowed to split.
- Shareholders attending in person and by proxy must vote only in the following cases;
 - Shareholders attending the meeting in person
 - Shareholders who would like to vote as disapprove, please raise your hand and mark the X in the disapprove box in the ballot.



- Shareholders would like to abstain from voting, the voting method will be the same as those who disagree by putting X in the abstain box.
- Attendees proxied by shareholders
 - Proxy Form A.: The proxies shall vote as in the method of shareholders attending the meeting in person
 - Proxy Form B.: In case that the grantor determines the voting in advance of each agenda, the Company has already recorded the votes. The proxy who has been proxied does not have to vote in the meeting again, except in the case that the grantor does not specify the intention of voting in any agenda, the proxy is able to vote in the meeting room, as shareholders attending the meeting in person.
 - Proxy Form C.: It is a proxy for foreign investors and has appointed a custodian in Thailand to be the custodian of shares as announced by the Department of Business Development, Ministry of Commerce. The voting will be the same as the form B., which is, if the grantor has already voted in advance. Proxy does not have to vote for the meeting again.
- For shareholders who would like to vote as agree, please mark the X in the agree box and put all ballots in the ballot box prepared in front of the meeting room after the meeting finishes.
- For agenda 2 is for acknowledgement and no casting vote.
- For Agenda 5, the election of Directors, the Company requires individual voting. The ballot collection will be collected at once, but the results will be announced individually.
- Invalid ballot
 - Correction or elimination of comments by the shareholder or the proxy holder is not signed.
 - The whole card is crossed out.
 - The damaged ballot is in an unreadable condition.
- Counting votes at the meeting will be counted as one by one of each agenda according to the ballot submitted to the staff in order to be combined with the votes of the proxies according to the Proxy Form B. or Form C. which the proxies have submitted to the Company. The votes of shareholders who disapprove and abstain would be deducted from the total votes of the meeting in each agenda.
- after collecting the ballot for each agenda, the Chairman will ask the meeting to consider the next agenda. When the voting results of the previous agenda are finished, the voting results will be announced to the meeting.
- For any shareholders who come after the meeting has begun, such shareholders are still entitled to attend the meeting and vote from the agenda for which shareholders attend the meeting onwards.

Meeting Agenda

Agenda 1: To certify the minutes of the Annual General Meeting of Shareholders for the year 2020

The Secretary informed to the meeting that the Company held the Annual General Meeting of Shareholders for the year 2020 on 3 July 2020 and submitted the minutes of such meeting to the Stock Exchange of Thailand and also published on the Company's website within the time prescribed by law. The Company also attached the minutes with the invitation letter as attachment 1 and sent to shareholders already.

The Board agreed that such minutes had been recorded accurately and completely. Therefore, it should be certified by proposing to the meeting to consider and certify the minutes of the Annual General Meeting of Shareholders for the year 2020.

The Chairman provided the meeting the opportunity to inquire and express their opinions. It appeared that no shareholder had any further inquiries and comments on this agenda minutes. Therefore, the Chairman proposed to the meeting to certify such, requiring a majority vote of shareholders attending the meeting and having the right to vote.

Resolution: The meeting certified such minutes with a majority vote of shareholders attending the meeting and having the right to vote as follows;

Resolution	Number of votes	%
Approve	181,142,916	100.00
Disapprove	0	0.00
Abstain	0	0.00
Invalid ballot	0	0.00
Total number of votes (29 shareholders)	181,142,916	100.00

Agenda 2: To acknowledge the operating performance of the Company for the year 2020

The Chairman assigned Mr. Prapas Tangadulrat, Director and Chief Executive Officer, to report such details of this agenda to the meeting as follows;

(Unit : Million baht)

List	2019	2020	+ / (-)	%
Revenue from sales	441.67	365.43	(76.24)	(17.26)
Revenue from service	285.30	282.56	(2.74)	(0.96)
Other revenues	7.99	10.13	2.14	26.78
Total revenue	734.96	658.12	(76.85)	(10.46)
Cost of sales	259.33	206.33	(53)	(20.44)
Cost of service	120.95	131.72	10.77	8.90
Distribution cost	176.30	162.47	(13.83)	(7.84)
Administration cost	106.16	100.18	(5.98)	(5.63)
Total expense	662.74	600.71	(62.03)	(9.36)
Net profit	57.62	44.98	(12.64)	(21.94)
Net profit margin (%)	7.84	6.83		

The Chairman provided the meeting the opportunity to inquire and express their opinions. It appeared that no shareholder had any further inquiries and comments on this agenda. This agenda is for acknowledgement and no casting vote is required from shareholders.

Resolution: The meeting acknowledged the operating performance of the Company for the year 2020.



Agenda 3: To consider and approve the financial statements for the year ended 31 December 2020

The Chairman assigned Miss Thitiporn Chartaisong, Director and Chief Financial Officer, to report such details of this agenda to the meeting as follows;

Financial Statements

(Unit : Million baht)

List	2019	2020	+ / (-)	%
Total assets	615.45	660.44	44.99	7.31
Total liabilities	292.02	320.28	28.26	9.68
Shareholders' equity	323.43	340.16	16.73	5.17
Total revenue	734.97	658.12	-76.85	-10.46

Financial Ratios

List	2019	2020
ROA (%)	9.36	6.81
ROE (%)	16.01	13.22
D/E (%)	0.90	0.94

The Chairman provided the meeting the opportunity to inquire and express their opinions. It appeared that no shareholder had any further inquiries and comments on this agenda. Therefore, the Chairman proposed to the meeting to approve the financial statements for the year ended 31 December 2020, requiring a majority vote of shareholders attending the meeting and having the right to vote.

Resolution: The meeting approved the financial statements for the year ended 31 December 2020 with a majority vote of shareholders attending the meeting and having the right to vote as follows;

Resolution	Number of votes	%
Approve	181,142,916	100.00
Disapprove	0	0.00
Abstain	0	0.00
Invalid ballot	0	0.00
Total number of votes (29 shareholders)	181,142,916	100.00

Agenda 4: To consider and approve the dividend payment and allocation of profit from operating performance ended 31 December 2020

The Secretary informed to the meeting that the Company's operating performance for the period of 1 January 2020 to 31 December 2020, which had been audited by the auditor from Karin Audit Company Limited, the Company had a net profit in the amount of 49,999,019.91 baht. Therefore, the Company allocated some profits as legal reserve as the amount of 2,5000,000 baht and considered to pay the dividend at the rate of 0.15 baht per share from the par value of 0.50 baht per share as the total of 42,000,000 baht with the record



date to determine the list of shareholders who are entitled to receive the dividend payment on 28 April 2021 and the payment date on 14 May 2021.

The Chairman provided the meeting the opportunity to inquire and express their opinions. It appeared that no shareholder had any further inquiries and comments on this agenda. Therefore, the Chairman proposed to the meeting to approve the dividend payment and allocation of profit from operating performance ended 31 December 2020, requiring a majority vote of shareholders attending the meeting and having the right to vote.

Resolution: The meeting approved the dividend payment and allocation of profit from operating performance ended 31 December 2020 with a majority vote of shareholders attending the meeting and having the right to vote as follows;

Resolution	Number of votes	%
Approve	181,142,916	100.00
Disapprove	0	0.00
Abstain	0	0.00
Invalid ballot	0	0.00
Total number of votes (29 shareholders)	181,142,916	100.00

Agenda 5: To consider and approve the appointment of directors replacing those retire by rotation

The Secretary informed to the meeting that there were 3 directors those retire by rotation in this meeting as the following names;

1. Asst. Prof. Dr. Prasert Kanthamanon Chairman of the Board of Directors and Independent Director
2. Mr. Thanin Pornsiritivet Audit committee and Independent Director
3. Mr. Prakit Laobooncharoen Director

However, the Company provided the opportunity to shareholders to nominate the candidate to be considered for the election of the Company's Director in advance from 22 January 2021 to 17 February 2021. It appeared that no shareholder had nominated any candidate. Because the Chairman had to leave the meeting room, hence, Mr. Prapas Tangadulrat had been appointed by the Chairman to be the chairman in this agenda.

The Board considered and approved to propose to the Annual General Meeting of Shareholders for the year 2021 to consider and approve the election of Director to replace 3 directors retired by rotation to reappointment as the Company's Director for another term. These nominated Directors had been carefully considered by the Board of Directors already.

Mr. Prapas Tangadulrat provided the meeting the opportunity to inquire and express their opinions. It appeared that no shareholder had any further inquiries and comments on this agenda. Therefore, he proposed to the meeting to approve the appointment of directors replacing those retire by rotation, requiring a majority vote of shareholders attending the meeting and having the right to vote.



Resolution: The meeting approved the appointment of directors replacing those retire by rotation with a majority vote of shareholders attending the meeting and having the right to vote as follows;

5.1 Asst.Prof.Dr. Prasert Kanthamanon

Resolution	Number of votes	%
Approve	161,099,216	88.93
Disapprove	20,043,700	11.07
Abstain	0	0.00
Invalid ballot	0	0.00
Total number of votes (29 shareholders)	181,142,916	100.00

5.2 Mr. Thanin Pornsiritivet

Resolution	Number of votes	%
Approve	161,099,216	88.93
Disapprove	20,043,700	11.07
Abstain	0	0.00
Invalid ballot	0	0.00
Total number of votes (29 shareholders)	181,142,916	100.00

5.3 Mr. Prakit Laoboontharoen

Resolution	Number of votes	%
Approve	161,099,316	88.93
Disapprove	20,043,600	11.07
Abstain	0	0.00
Invalid ballot	0	0.00
Total number of votes (29 shareholders)	181,142,916	100.00

Agenda 6: To consider and approve the remuneration of Directors

The Secretary informed to the meeting as follows;

Unit: baht/person/One time

Meeting allowance	2021
Board of Directors	
• Chairman	30,000
• Non-executive Directors	17,500
• Executive Directors	5,000
Audit committee	
• Chairman of Audit Committee	30,000
• Member of Audit Committee	17,500



The Chairman provided the meeting the opportunity to inquire and express their opinions. It appeared that no shareholder had any further inquiries and comments on this agenda. Therefore, the Chairman proposed to the meeting to approve the remuneration of Directors, requiring the two – third of vote from shareholders attending the meeting and having the right to vote.

Resolution: The meeting approved the remuneration of Directors with the two – third of vote from shareholders attending the meeting and having the right to vote as follows;

Resolution	Number of votes	%
Approve	181,142,916	100.00
Disapprove	0	0.00
Abstain	0	0.00
Invalid ballot	0	0.00
Total number of votes (29 shareholders)	181,142,916	100.00

Agenda 7: To consider and approve the appointment and remuneration of auditor for the year 2021

The Secretary informed to the meeting that the Audit Committees considered and agreed to propose Karin Audit Company to be the auditor of the Company for the year 2021 as following names;

List of auditors	CPA registration number
1. Ms. Kannika Wipanurat	CPA registration No. 7305
2. Mr. Jirote Sirirrote	CPA registration No. 5113
3. Mrs. Sumana Senivongse Na Ayutthaya	CPA registration No. 5897
4. Mr. Komin Linprachaya	CPA registration No. 3675
5. Ms. Kochamon Soonhuan	CPA registration No. 11536

However, such company that is the auditing firm and the auditors listed above have no relationship or interest with the Company, subsidiaries, executives, major shareholders or those related to such person and approved the audit fee for the year 2021 in the amount 2,000,000 baht.

The Chairman provided the meeting the opportunity to inquire and express their opinions. It appeared that no shareholder had any further inquiries and comments on this agenda. Therefore, the Chairman proposed to the meeting to approve the appointment and remuneration of auditor for the year 2021, requiring a majority vote of shareholders attending the meeting and having the right to vote.

Resolution: The meeting approved the appointment and remuneration of auditor for the year 2021 with a majority vote of shareholders attending the meeting and having the right to vote as follows;



Resolution	Number of votes	%
Approve	181,154,916	100.00
Disapprove	0	0.00
Abstain	0	0.00
Invalid ballot	0	0.00
Total number of votes (30 shareholders)	181,154,916	100.00

Agenda 8: To consider and approve the amendment of the Company's Objectives and Memorandum of Association No. 3

The Secretary informed to the meeting that the Company has a plan to expand its business further, therefore, the Company would like to propose to the meeting to consider the amend of the Company's objectives by adjusting objective No. 19 and adding 11 additional objectives as item No. 23 to 33 to support the Company's business in the future, including amendment of Clause No. 3 of the Company's Memorandum of Association stating the number of objectives as 33 items.

Details of Amendment of objectives of the Company

Adjustment

19. The company operates legal, accounting, engineering, architectural services, as well as advertising.

Addition

23. To engage in the business of trading vegetables, fruits, bamboo shoots, peppers, horticulture, cigarettes, tobacco, beverages, drinking water, mineral water, fruit juice, liquor, beer, fresh food, dry food, ready-made food, canned seafood, canned goods, food seasoning, sauce, sugar, vegetable oil, animal feed and other foodstuffs.
24. To engage in the business of trading fuel, coal, other energy-generating products and gas stations
25. To engage in the business of trading cosmetics, beauty equipment and accessories
26. To engage in the business of trading in gold, copper alloy, silver, diamonds, precious stones and other gemstones, as well as artificial objects.
27. To engage in the business of contract for construction of buildings, commercial buildings, residential buildings, workplaces, roads, bridges, dams, tunnels and all other construction works, including all types of civil work.
28. To engage in the business of hotel, restaurant, bar and nightclub.
29. To engage in the business of transporting and unloading goods and passengers by land, water and air, both domestically and internationally, as well as customs clearance service from the port and the arrangement of all types of transport.
30. To engage in the business as a consultant and advise on problems related to commercial management. industry, including problems on manufacturing, marketing and distribution.
31. To operate a private hospital, medical facilities for treating patients, as well as training and academic training on medical and sanitation.



32. To engage in the business of bidding to make goods according to all objectives for individuals, groups of persons, juristic persons, government agencies and state organizations.
33. To engage in the business of electronic trading of goods according to the intended object.

The Chairman provided the meeting the opportunity to inquire and express their opinions. It appeared that no shareholder had any further inquiries and comments on this agenda. Therefore, the Chairman proposed to the meeting to approve the amendment of the Company's Objectives and Memorandum of Association No. 3, requiring the three – fourth of vote from shareholders attending the meeting and having the right to vote.

Resolution: The meeting approved the amendment of the Company's Objectives and Memorandum of Association No. 3 with the three – fourth of vote from shareholders attending the meeting and having the right to vote as follows;

Resolution	Number of votes	%
Approve	161,111,316	88.93
Disapprove	20,043,600	11.07
Abstain	0	0.00
Invalid ballot	0	0.00
Total number of votes (30 shareholders)	181,154,916	100.00

Agenda 9: To consider any matters (if any)

No matter had been proposed to the meeting to consider.

The meeting was closed by the Chairman at 10.52 am.

Yours sincerely

AppliCAD Public Company Limited

(Asst. Prof. Dr. Prasert Kanthamanon)

Chairman

Company Secretary Office

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