

ATP30 PUBLIC COMPANY LIMITED

INVITATION TO THE 2019 GENERAL ANNUAL MEETING OF SHAREHOLDERS



Tuesday, 2 April, 2019 at 10.00 hours
Golden Tulip Sovereign Hotel,
Room Vasana, 3rd Floor,
92 Soi Saengcham Rama 9 Road, Huay Kwang,
Bangkok

Important Note:

1. For the meeting register start at 09.00 hours
2. For the convenience in the registration process, please present the Registration Form for registration.
3. The company would like that inform of No distribution of souvenirs of the 2019 AGM*



AT ATP30 6/2019

March 15, 2019

Subject Invitation to attend 2019 Annual General Meeting of Shareholders

To Shareholders

Attachment

1. The Minutes of the Annual General Meeting of Shareholders for the year 2018
2. Profiles of the nominated candidates for the election of new directors in replacement of those to be retired by rotation
4. Profiles of proposed Auditors for Year 2019
5. Conditions and procedures of the meeting of shareholders
6. Company's Articles of Association relating to the General Meeting of Shareholders
7. Registration form, documents required prior to attending the Meeting and documents for proxy, and Proxy Form A, Form B, and Form C as specified by the Department of Business Development, Ministry of Commerce
8. Definition and qualifications of Independent Directors
9. Profiles of the independent directors proposed by the Company to act as proxy for shareholders
10. Map of Golden Tulip Hotel Bangkok
11. Registration Form

Notice is hereby given that, by virtue of the resolution of the Board of Directors of ATP30 Public Company Limited ("the Company") held on Tuesday, 26 February, 2019, Annual General Meeting of Shareholders will be held on Tuesday, 2 April, 2019 at 10:00 hours at 3rd floor, at Golden Tulip Sovereign Hotel, Room Vasana, 3rd Floor, 92 Soi Saengcham Rama 9 Road, Huay Kwang, Bangkok to consider matters according to the agenda together with the Board of Directors' opinions as follows:

Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders for the year 2018

Facts and reasons: The 2018 Annual General Meeting of Shareholder was held on April 2, 2018, a copy of the minutes has been submitted to the stock Exchange of Thailand (the "SET") within 14 days from the date of the meeting pursuant to relevant laws. In addition, the company has disseminated such minutes via the Company's website at www.atp30.com.

Board of Directors' opinion: The Board of Directors of the company considered and was of the opinion that the minutes of Shareholder 's meeting were correct and complete. Thus, the Board deems it appropriate to propose to the 2019 Annual General Meeting of Shareholders to consider and certify the above-mentioned minute as attachment no.1.

Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Agenda 2 To acknowledge the Company's performance for the year 2018.

Facts and reasons: The summary of the Company's performance and major changes during the year 2018 is shown in the Annual Report for the year 2018.

Board of Directors' opinion: The Board requests the Meeting to acknowledge the Company's Annual Report for the year 2018 stating the Company's performance and major changes during the year 2018.

Vote required: This agenda is for shareholders' acknowledgment; therefore, voting is not required.

Agenda 3 To approve the Company's financial statements for the year ended December 31, 2018.

Facts and reasons: To be in compliance with relevant law stipulating that a company shall prepare its financial statements at the end of the fiscal year of the company and arrange for them to be audited and certified by the auditor prior to proposing for shareholders' approval. The financial statements for the year ended December 31, 2018 as duly audited and certified by the auditor from EY Office Limited and reviewed by the Audit Committee. The summary of the Company's financial status and performance during the year 2018.

Board of Directors' opinion: The Board requests the Meeting to consider and approve the financial statements for the year ended December 31, 2018. The summary of the Company's financial status and performance during the year 2018 is as follows:

The statements of financial position and income statements

	Unit: Thousand Baht
Total Assets	727,569,138
Total Liabilities	392,514,348
Shareholders' Equity	335,054,790
Revenue from sales	421,882,329
Total revenue	423,859,832
Profit for the year	40,905,808
Earnings per share (Baht/Share)	0.079

Details are as shown in the Company's Annual Report for the year 2018.

Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Agenda 4 To approve the allocation of net profit for the year 2018 as a legal reserve and the dividend payment from the Company's operating result for the year ended December 31, 2018.

Facts and reasons: The company will allocate 5% legal reserve of net profit 2018 and dividend payment for the year ended December 31, 2018, according to the policy dividend payment at least 40% of net profit which calculated from the specific financial statement after deduction of tax and legal reserve will be paid, even if there is no any other issues and impact to the operation of company and its subsidiaries. However, the agreed payment must be considered with other factors which consisting of operation result, financial status, liquidity and expansion plan etc.

Board of Directors' opinion: The Board requests the Meeting to consider and approve the allocation of profit and the dividend payment for the year 2018 as per the following;

The Board will propose to the Shareholders' Meeting for the year 2018 approve the net profit as a legal reserve of THB 2,100,000 which is equivalent to 5.00 percent of the net profit for the year 2018 resulting in the accumulated legal reserve of THB 8,500,000 which currently stands at 6.20 percent of the registered capital.

The Board will propose to the Shareholders' Meeting for the year 2019 approve the proposed the dividend payments for the whole year at THB 0.04 per share based on the ordinary shares of 548,226,281 shares which accounts for THB 21.93 Million of net profit after appropriation for statutory reserves.

Vote required Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Agenda 5 To approve the reelection of the directors who retired by rotation.

Facts and reasons: In compliance with the Public Limited Companies Act and Clause 20 of the Company's Articles of Association, one-third of the directors must retire from office by rotation at the Annual General Meeting of Shareholders. Three Directors to be retired by rotation in this Meeting are as follows:

- 1) Mr. Chartchai Panichewa Director
- 2) Mr. Viwat Kromadit Director
- 3) Mr. Supot Tiarawut Audit Committee and Independent Director

Board of Directors' opinion: Board of Directors excluding the directors who have conflict of interest in this matter, agreed to reinstate 3 mentioned above directors to serve as director(s) or independent director(s) for another term. Bio-data of Nominee for Directorship which is provided herewith in [attachment no.2](#).

Vote required Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Agenda 6 To approve the remuneration of the Company's Directors and Sub-committee members for the year 2019.

Facts and reasons: According to Clause 25 of the Company's Articles of Association, the Directors' remuneration shall be approved by the Shareholders' Meeting. The directors' remuneration may be fixed or set a specific criterion by periodically. In addition, the directors are entitled to receive allowances and welfare benefits. By following the company's regulations.

Board of Directors' opinion: The Board requests the Meeting to consider and approve the remuneration of the Company's Directors and Sub-committee members for the year 2019. The directors' remuneration is meeting allowance as detail below. The Board of Directors' remuneration in 2019 is maintained at the same rate of 2018 as per the following;

Meeting Allowance

Position	Meeting Allowance (Baht/Time)	
	2018	2019
Chairman of the Board of Director	15,000	15,000
Dputy of Board of Director	12,000	12,000
Director	10,000	10,000
Chairman of Audit Committee	15,000	15,000
Audit Committee and Independent Committee	10,000	10,000
Chairman of Risk Management Committee	15,000	15,000
Risk Management Committee	10,000	10,000
Chairman of the Nomination and Remuneration Committee	15,000	15,000
The Nomination and Remuneration Committee	10,000	10,000

The Board of Directors would receive the remuneration in the amount not exceeding 5 percent of the annual net profit, after deducting corporate income tax. The Board of Directors would fix the appropriate amount which would be distributed among the Directors in such manner as they themselves determined.

Vote required Not less than two-thirds (2/3) of the total number of votes of the shareholders who attend the meeting.

Agenda 7 To appoint the auditors and fix the audit fees for the year 2019

Facts and reasons:	<p>To comply with Section 120 of the Public Limited Companies Act B.E. 2535 prescribed that the auditors and their fee shall be appointed or re-appointed and determined annually by the Annual General Meeting of Shareholders.</p> <p>Considered the qualifications and performance of the auditor by the audit committee and including the appropriateness of the audit fee in 2019, which is provided herewith in attachment no.3.</p>
Audit Committees' opinion:	<p>The Audit Committee agreed that the auditors' expertise and experience as well as working standards are beneficial to the company. The Audit Committee found it appropriate to propose auditors. The nominated auditors from EY Office Ltd. has no relationship with, or any interest in the Company, the Company's subsidiaries, the executives, major shareholders, or any related person of the aforesaid persons, Therefore, they are able to audit and comment on the financial statement of the Company independently.</p>
Board of Directors' opinion:	<p>The Board agrees with the Audit Committee and recommends the 2019 Annual General Meeting of Shareholders to consider and approve the appointment of the auditors and audit fees as follows:</p> <ul style="list-style-type: none">- Mr. Supachai Panyawattano CPA Registration No 3930 or- Mr. Nattawut Santipet CPA Registration No 5730 or- Ms. Krongkaew Limpkittikul CPA Registration No 5874 <p>The nominated auditors from EY Office Limited, one of the above to be audit, The auditor is responsible for examination and review of interim of financial statement for the year 2019 and fixing amount of Baht 1,260,000.</p>
Vote required:	<p>Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.</p>
Agenda 8	Others (if any)

The commencement for registration to attend the Meeting will be from 09:00 hours. To facilitate the shareholders please find the register information and prepare documents is provided herewith in [attachment no.4](#) The meeting will be conducted according to the Company's Articles of Association in [attachment no.5](#) For your convenience, if you wish to appoint a person to attend and vote at the Meeting on your behalf, please complete and duly execute only one of the two Proxy Forms (Form A or Form B) attached in [attachment no.6](#), or alternatively you may download only one of three Proxy Forms: Form A, Form B or Form C (Form C is only for foreign investors who authorize the custodian in Thailand to keep and safeguard their shares.)

In addition, you may appoint an Independent Director not to be retired by rotation in 2019 Annual General Meeting of Shareholdersf by the Company to act as proxy for shareholders are provided herewith as [attachment no.8](#).



All shareholders are cordially invited to attend 2019 Annual General Meeting of Shareholders to be held on Tuesday, 2 April, 2019 at 10:00 hours at Golden Tulip Sovereign Hotel, Room Vasana, 3rd Floor, 92 Soi Saengcham Rama 9 Road, Huay Kwang, Bangkok as attachment no. 9.

Yours sincerely,

ATP30 Public Company Limited

A handwritten signature in blue ink, appearing to read 'Chartchai Panichewa', is positioned above the printed name.

Mr. Chartchai Panichewa

Chairman of the Board of Director



Attachment 1

The Minutes of the Annual General Meeting of Shareholders for the year 2108

ATP30 PUBLIC COMPANY LIMITED
700/199 Moo 1, Bankao, Panthong, Chonburi

MINUTES OF 2018 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Time and Venue: The Annual General Meeting of Shareholders was held on April 2, 2018 at 14.00 hours venue The Emerald, Panorama 1 Room, 14th floor, Ratchadapisek, Din Daeng, Bangkok

Mr. Chartchai Panichewa was the Chairman of the meeting (“Chairman”) and Ms. Praewwan Onprapai was the moderator of the meeting (“moderator”)

The Chairman assigned the moderator to explain the details and meeting procedures to the meeting. The moderator introduced to the meeting the Directors, members of ATP30 Executives, Auditors from EY Office Ltd., Financial Advisor of the Company, and Legal counsel of the Company as follows;

Directors

- | | |
|-----------------------------|--|
| 1. Mr. Chartchai Panichewa | Chairman of the Board of Director |
| 2. Mr. Viwat Kromadit | Deputy Chairman of Board of Director |
| 3. Mr. Piya Techakul | Director and Managing Director |
| 4. Ms. Somhatai Panichewa | Director |
| 5. Ms. Suwanee Khamman | Chairman of Audit Committee and Independent Director |
| 6. Mr. Supot Tiarawut | Audit Committee and Independent Director |
| 7. Mr. Kumchai Boonjirachot | Audit Committee and Independent Director |

Executives

- | | |
|------------------------------------|---|
| 1. Ms. Nichanan Rattanakate | Assistant Managing Director (Operation) |
| 2. Ms. Pannee Koohawan | Accounting Senior Manager |
| 3. Ms. Chotiga Weerasilp | Financial and Control Manager |
| 4. Mr. Thanetsak Seanwandee | Operating Senior Manager |
| 5. Mr. Winai Poompit | Operating Manager |
| 6. Mr. Passakorn Chewcharnkit | Maintenance Manager |
| 7. Ms. Pathamaporn Prasartkhetkarn | Quality Assurance Manager |
| 8. Mr. Somjin Ekrangsi | HR & Admin Manager |
| 9. Ms. Sukarnda Puttaraksar | Company Secretary |

Auditors

1. Mr. Supachai Panyawattano Auditor, EY Office Limited
2. Ms. Krongkeaw Limkittikul Auditor, EY Office Limited
3. Ms. Wilasinee Siriboon Auditor, EY Office Limited

Financial Advisors

1. Mr. Somsak Sirichainarumitr Financial Advisor, Asset Pro Management Co., Ltd.
2. Mr. Mutichai Aroonrueangaram Financial Advisor, Asset Pro Management Co., Ltd.

Legal counsel

1. Mr. Passanan Suwannoi Attorney-at-law, Tilleke&Gibbins International Ltd.

OJ International Co., Ltd. was responsible for counting votes on the resolution of the shareholders.

The moderator welcomed the shareholders to the Annual General Meeting of Shareholders of the year 2018 and informed the meeting that there were 57 shareholders, representing 355,197,169 shares, present in person and by proxy equivalent to 68.1156 percent of the total issued shares which constituted a quorum pursuant to the Section 103 of the Public Limited Companies Act. and Article 38 of the Articles of Association.

The moderator explained to the meeting the procedures of voting, counting of votes, and announcing of voting results, which could be summarized as follows:

Inviting and informing the meeting

The Company has invited and informed the meeting to the shareholders as follows:

1. The Company sent the invitation letter to all shareholders by mail.
2. The company has published the newspaper.
3. The Company has disclosed the details of the meeting on the Company's website.

Voting

1. According to the Company's Articles of Association, each shareholder or a proxy authorized by any shareholder to vote on his/her behalf is entitled to vote equal to the number of shares held, whereby one share shall be equal to one vote. Proxy Form C is a custodian who oversees securities for foreign investors. For Proxy Form B, the Proxy has already specified the voting. Proxies must vote according to the proxy.

2. The vote can be selected as follows: agree, disagree or abstain

3. Registration staff printed ballots for the following cases:

- Shareholders present in person.
- Proxy Form B and C, in case the proxy grantor has the right to vote on the specified agenda. Registered staff will not print the scorecard. In the event that the proxy has specified the vote in the agenda the proxy holder shall attend the meeting and cast the votes in accordance with the proxy form.

4. Before the ballots are collected for approval in each agenda item, shareholders or proxies wishing to make inquiries or give any comments shall raise his/her hand. After the Chairman has given permission, such person would state his or her first name and last name, and the status either as a shareholder or proxy.

The vote counting Process

1. In casting votes on each agenda item, the barcode system was used to count the votes. For the convenience of every shareholder, the Company will use the vote counting by pouring votes to agree. And for each resolution, the company will collect the ballots if the attendees wish to vote as disapproval, and abstention.

2. For the appointment of directors to collect all ballots those wishing to vote agree will be collected after the person wishing to vote disagreed and abstention.

3. Scores will be announced after approved by the Shareholders. The resolution of the vote counting will be counting from Shareholders present in person and proxies who have been given the right to vote. Included the proxies make a predetermined vote through proxies.

4. In case of the result of the vote is the comparable, the Chairman will vote for judge.

5. In case the shareholders or proxies wished to leave before the end of the meeting, it was requested that they return all of the voting cards at the exit so that the officer could update our attendance lists.

Voting Request: voting on the ballot card

Agenda 1 : Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Agenda 2 : This agenda is for shareholders' acknowledgment; therefore, voting is not required.

Agenda 3-6: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Agenda 7 : Not less than two-third of total number of votes of the shareholders present at the meeting and eligible to vote.

Agenda 8 : Not less than three-fourths of total number of votes of the shareholders present at the meeting and eligible to vote.

Agenda 9 : This agenda no need approved or resolution. However, the shareholders may ask questions or provide useful comments to the Board of Directors and the management.

To ensure transparency in counting votes, the Company requested volunteers from the shareholders or proxies from, at least one shareholder, Mr. Supat Kaphol, to witness the vote count.

The Chairman welcomed the shareholders to the Annual General Meeting of Shareholders of the year 2018 and The Chairman then declared the meeting open and proposed that the meeting considered the following matters according to the agenda.

Agenda 1: To approve the Minutes of the Annual General Meeting of Shareholders for the year 2017 held on April 3, 2017.

The 2017 Annual General Meeting of Shareholder was held on April 3, 2017, a copy of the minutes has been submitted to the stock Exchange of Thailand (the “SET”) within 14 days from the date of the meeting pursuant to relevant laws. In addition, the company has disseminated such minutes via the Company’s website at www.atp30.com.

The Board of Directors deems it appropriate to propose to the 2017 Annual General Meeting of Shareholders to consider and certify the above-mentioned minute.

The Chairman asked shareholder to require any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The Chairman requested the Meeting to consider approving the minutes of the Annual General Meeting of Shareholders for the year 2017, which was held on April 3, 2017. The agenda was adopted with the majority votes. Not less than half of the total number of votes of shareholders attending the meeting and having the right to vote.

Resolution: The meeting, by a simple majority of total number of votes of the shareholders present at the meeting and eligible to vote, approved the Minutes of the Annual General Meeting of Shareholders for the year 2017 held on April 3, 2017 as follows:

Approved	355,197,069	votes	equivalent to	100%
Disapproved	0	vote	equivalent to	0%,
Abstained	0	vote	equivalent to	0%,
Total	355,197,069	votes	equivalent to	100%

Agenda 2: To acknowledge the operating result of the Company for the year 2017

The Chairman assigned Mr. Piya Techakul, Managing Director to inform the summary of the Company’s performance and major changes during the year 2017 is shown in the Annual Report for the year 2017, which is provided herewith in [attachment no. 2](#).

Mr. Piyas Techakul reported its operations in 2017, can be divided into four parts according to nature of business such;

Part 1 Vehicle Service

The company has provided a suitable vehicle for customer service. By the year 2017, “Mini-Bus” is a new type to serve our clients, this choice will be replaced the larger bus due to the increasing demand for Mini-Bus is tendency. And, in the past year, the company has renovated the body of 22 buses. Those were selected from a very long life but also good condition, both the engine and the chassis to extend of life of these buses.

Part 2 Driver Development

Regarding to the Company policy, to arrange and to train staffs to increase potential and motivated by incentives for work are continuously performed by the Company.

Part 3 Fleet Management Development

The company has been certified ISO 39001: 2012 (Road Traffic Safety Management System (RTSMS)) by BSI, the UK. can provide the Company with an international best-practice framework for managing the road traffic system.

Part 4 Emergency Response Plan

The company plans to operate within 2018.

From the above information, the result is the customers trust due to all major clients has renewed their contract. In addition, there are five new clients such: Auto Liv (Thailand) Co., Ltd., Siam City Cement Public Co., Ltd., Global Green Chemicals Co., Ltd., IRPC Public Co., Ltd., and Aisin Thai Automotive Casting Co., Ltd., with contract value of approximately Baht 1,774 million and gradually recognize revenue until 2022.

For overall performance in the year 2017, the Company had total revenue of Baht 349 million has increase equivalent to a 15.22 percent from the year 2016, and a net profit of Baht 26.25 million has increase equivalent to a 19.69 percent from the year 2016. The increase in net profit was due to the expansion of revenue. The Company's ratio of revenue from the Company vehicle to the total revenue has increase continuously, thus at December 31, 2017 the Company had the proportion of revenue from the Company's vehicles of 79.90 percent and that from the affiliated vehicle of 20.10 percent. Moreover, the Company will only invest in new vehicles if there is a certainty in having new customer.

Asset Ratio (December 31, 2017)

Vehicle Type	2017		2018	
	Own	Lease	Own	Lease
Bus	40	108	67	120
Minibus	1	4	2	8
Standard Van	6	16	7	26
VIP van	-	2	-	7
Total	47	129	76	161

The Chairman asked shareholder to require any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The Chairman requested the meeting to acknowledge the operating result of the Company for the year 2016.

Resolution: The meeting acknowledged the operating result of the Company for the year 2016.

Agenda 3: To consider and approve the financial statements for the year ended December 31, 2017

The Chairman informed to the meeting that the relevant law stipulating that a company shall prepare its financial statements at the end of the fiscal year of the company and arrange for them to be audited and certified by the auditor prior to proposing for shareholders' approval. The financial statements for the year ended December 31, 2017 by the auditor from EY Office Limited and reviewed which is provided herewith in attachment no. 2.

The statements of financial position and income statements

Unit: Thousand Baht

Total Assets	668,863
Total Liabilities	382,553
Shareholders' Equity	286,310
Revenue from sales	347,503
Total revenue	348,641
Profit for the year	26,248
Earnings per share (Baht/Share)	0.04

The Chairman asked shareholder to require any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The Chairman requested the Meeting to consider approving the financial statements for the year ended December 31, 2017. The agenda was adopted with the majority votes. Not less than half of the total number of votes of shareholders attending the meeting and having the right to vote.

Resolution: The meeting, by a simple majority of total number of votes of the shareholders present at the meeting and eligible to vote, approved the financial statements for the year ended December 31, 2017. as follows:

Approved	355,197,169	votes	equivalent to	100%
Disapproved	0	vote	equivalent to	0%,
Abstained	0	vote	equivalent to	0%,
Total	355,197,169	votes	equivalent to	100%

Agenda 4: To consider and approve the allocation of profit for the year 2017 and the dividend payment for the year-end December 31, 2017.

The Chairman informed the Meeting that under Section 116 of the Public Limited Companies Act BE 2535 (1992), "the Company must allocate a portion of its annual net profit to a reserve fund of not less than five percent of its annual net profit. Less accumulated losses brought forward (if any) until the reserve reaches 10% of the registered capital. Unless the company has a statute or other law requires more reserves.

The Board will propose to the Shareholders' Meeting for the year 2018 approve the proposed an appropriation for statutory reserves was also made at Baht 1,400,000 equivalent to 5.33% of the annual net profit as prescribed by law. The Company has a legal reserve of Baht 6,400,000 equivalent to 4.14 percent of the registered capital. And to approve the proposed dividend payment at Baht 0.03 per share of a total 521,462,375 shares, or a total Baht 15,643,871.25, equivalent to 62.96 percent of the net profit of the year after deducting as the legal reserve in which consists of: The book closing date for the right to receive dividend is on April 12, 2018 and the dividend will be paid on April 30, 2018.

The Chairman asked shareholder to require any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The Chairman requested the Meeting to consider approving the financial statements for the year ended December 31, 2017. The agenda was adopted with the majority votes. Not less than half of the total number of votes of shareholders attending the meeting and having the right to vote.

Resolution: The meeting, by a simple majority of total number of votes of the shareholders present at the meeting and eligible to vote, approved the financial statements for the year ended December 31, 2017. as follows:

Approved	355,197,169	votes	equivalent to	100%
Disapproved	0	vote	equivalent to	0%,
Abstained	0	vote	equivalent to	0%,
Total	355,197,169	votes	equivalent to	100%

Agenda 5: To consider and appoint the auditors and fix the audit fees for the year 2018

The Chairman informed to the Meeting that to comply with Section 120 of the Public Limited Companies Act B.E. 2535 prescribed that the auditors and their fee shall be appointed or re-appointed and determined annually by the Annual General Meeting of Shareholders.

The Audit Committee considered the qualifications and performance of the auditor by the audit committee and including the appropriateness of the audit fee in 2018, which is provided herewith in attachment no. 3. The Audit Committee agreed that the auditors' expertise and experience as well as working standards are beneficial to the company. The Audit Committee found it appropriate to propose auditors. The nominated auditors from EY Office Ltd. has no relationship with, or any interest in the Company, the Company's subsidiaries, the executives, major shareholders, or any related person of the aforesaid persons, Therefore, they are able to audit and comment on the financial statement of the Company independently.

The Board agrees with the Audit Committee and recommends the 2018 Annual General Meeting of Shareholders to consider and approve the appointment of the auditors and audit fees as follows: Mr. Supachai Panyawattano CPA Registration No 3930 or Ms. Cholos Santisawasawaraporn CPA Registration No 4523 or Ms. Krongkaew Limpkittikul CPA Registration No 5874 The nominated auditors from EY Office Limited, one of the above to be audit, the auditor is responsible for examination and review of interim of financial statement for the year 2018 and fixing amount of Baht 1,260,000.

The Chairman asked shareholder to require any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The Chairman requested the Meeting to consider approving the auditors and fix the audit fees for the year 2018. The agenda was adopted with the majority votes. Not less than half of the total number of votes of shareholders attending the meeting and having the right to vote.

Resolution: The meeting, by a simple majority of total number of votes of the shareholders present at the meeting and eligible to vote, approved the auditors and fix the audit fees for the year 2018. as follows:

Approved	355,197,169	votes	equivalent to	100%
Disapproved	0	vote	equivalent to	0%,
Abstained	0	vote	equivalent to	0%,
Total	355,197,169	votes	equivalent to	100%

Agenda 6 To consider and elect the directors in replacement of those to be retired by rotation

The chairman informed to the Meeting, in compliance with the Public Limited Companies Act and Clause 20 of the Company's Articles of Association, one-third of the directors must retire from office by rotation at the Annual General Meeting of Shareholders. Three Directors to be retired by rotation in this Meeting are as follows:

- 1) Mr. Piya Techakul Position Director and Managing Director
- 2) Ms.Somhatai Panichewa Position Director
- 3) Mr.Kumchai Boonjirachot Position Audit Committee and Independent Director

Board of Directors excluding the directors who have conflict of interest in this matter, agreed to reinstate 3 mentioned above directors to serve as director(s) or independent director(s) for another term. Bio-data of Nominee for Directorship which is provided herewith in attachment no. 4.

All three directors leave the meeting while voting time.

The moderator informed to the Meeting, the Company announced to the SET and posted on the Company's website, from January 22 to February 21, 2018, soliciting to nominate qualified candidate to get elected as the board members. Nonetheless, none of the shareholders have nominated any candidates.

The chairman asked shareholder to require any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The chairman requested the Meeting to consider approving the re-election of Directors to replace those retirements by rotation by a simple majority of total number of votes of the shareholders present at the meeting and eligible to vote, by individually.

1) Mr. Piya Techakul

Resolution: The meeting, by a simple majority of total number of votes of the shareholders present at the meeting and eligible to vote, approved the meeting approved the re-election of Mr.Piya Techakul to replace those retirements by rotation for another term with the following votes:

Approved	355,197,169	votes	equivalent to	100%
Disapproved	0	vote	equivalent to	0%,
Abstained	0	vote	equivalent to	0%,
Total	355,197,169	votes	equivalent to	100%

2) Ms.Somhatai Panichewa

Resolution: The meeting, by a simple majority of total number of votes of the shareholders present at the meeting and eligible to vote, approved the meeting approved the re-election of Ms.Somhatai Panichewa to replace those retirements by rotation for another term with the following votes:

Approved	355,197,169	votes	equivalent to	100%
Disapproved	0	vote	equivalent to	0%,
Abstained	0	vote	equivalent to	0%,
Total	355,197,169	votes	equivalent to	100%

3) Mr.Kumchai Boonjirachot

Resolution: The meeting, by a simple majority of total number of votes of the shareholders present at the meeting and eligible to vote, approved the meeting approved the re-election of Mr.Kumchai Boonjirachot to replace those retirements by rotation for another term with the following votes:

Approved	355,197,169	votes	equivalent to	100%
Disapproved	0	vote	equivalent to	0%,
Abstained	0	vote	equivalent to	0%,
Total	355,197,169	votes	equivalent to	100%

Agenda 7: To consider and approve the remuneration of the Company's Directors and Sub-committee members for the year 2018

The Chairman informed to the Meeting, according to Clause 25 of the Company's Articles of Association, the Directors' remuneration shall be approved by the Shareholders' Meeting. The directors' remuneration may be fixed or set a specific criterion by periodically. In addition, the directors are entitled to receive allowances and welfare benefits. By following the company's regulations.

The Board requests the Meeting to consider and approve the remuneration of the Company's Directors and Sub-committee members for the year 2018. The directors' remuneration is meeting allowance as detail below. The Board of Directors' remuneration in 2018 is maintained at the same rate of 2017 as per the following;

Meeting Allowance:

Position	Meeting Allowance (Baht/Time)	
	2017	2018
Chairman of the Board of Director	15,000	15,000
Deputy of Board of Director	12,000	12,000
Director	10,000	10,000
Chairman of Audit Committee	15,000	15,000
Audit Committee and Independent Committee	10,000	10,000
Chairman of Risk Management Committee	15,000	15,000
Risk Management Committee	10,000	10,000

Position	Meeting Allowance (Baht/Time)	
	2017	2018
Chairman of the Nomination and Remuneration Committee	-	15,000
The Nomination and Remuneration Committee	-	10,000

Annual Remuneration: The Board of Directors would receive the remuneration in the amount not exceeding 5 percent of the annual net profit, after deducting corporate income tax. The Board of Directors would fix the appropriate amount which would be distributed among the Directors in such manner as they themselves determined.

The Chairman asked shareholder to require any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The Chairman requested the Meeting to consider approving the remuneration of the Company's Directors and Sub-committee members for the year 2018. The agenda was adopted with not less than two-third of the total number of shareholders who attended.

Resolution: The meeting, by not less than two-third of the total number of shareholders who attended, approved the remuneration of the Company's Directors and Sub-committee members for the year 2018. as follows:

Approved	355,197,169	votes	equivalent to	100%
Disapproved	0	vote	equivalent to	0%,
Abstained	0	vote	equivalent to	0%,
Total	355,197,169	votes	equivalent to	100%

Agenda 8: To approve the Amendment to Section 36 of Articles of Association to be in compliance with the Amendment of the Law for Business Facilitation of the Public Limited Companies Act B.E. 2535

The Chairman informed to the Meeting, due to the issuance of the Order of the Head of the National Council for Peace and Order No. 21/2560 on Amendments of Laws to Facilitate the Ease of Doing Business which has amended Section 100 of the Public Limited Companies Act B.E. 2535 (1992) regarding the right of shareholders to call an extraordinary general meeting, the existing provision Section 36 of the Company's Articles of Association which is in line with the former regulation shall no longer be applied and enforceable as it is in conflict with the Order. The Governance and Nomination Committee has considered this issue and resolved that, in order to be in compliance with the Order, the amendment to Section 36 of the Company's Articles of Association shall be proposed to the 2018 Annual General Meeting of Shareholders for consideration and approval.

Existing Provision

Clause 6

Section 36: The Board of Directors must arrange an ordinary general meeting of shareholders for an annual meeting within four (4) months from the end of the fiscal year.

Shareholders meeting other than paragraph one The Board of Directors will call an Extraordinary General Meeting of Shareholders at any time but shall deem appropriate.

The Board of Directors may call an extraordinary general meeting of shareholders any time the Board considers it expedient to do so, or shareholders holding shares amounting to not less than one-fifth of the total number of shares sold, or shareholders numbering not less than twenty-five persons holding shares amounting to not less than one-tenth of the total number of shares sold may submit their names in a request directing the Board of Directors to call an extraordinary general meeting of shareholders at any time, but the reasons for calling such meeting shall be clearly stated in such request. The Board of Directors shall proceed to call a shareholders' meeting to be held within one month of the date of receipt of such request from the said shareholders.

Proposed Provision

Clause 6

Section 36: The Board of Directors must arrange an ordinary general meeting of shareholders for an annual meeting within four (4) months from the end of the fiscal year.

Shareholders meeting other than paragraph one The Board of Directors will call an Extraordinary General Meeting of Shareholders at any time but shall deem appropriate.

The Board of Directors may call an extraordinary general meeting of shareholders any time the Board considers it expedient to do so. One or more shareholders holding shares amounting to not less than ten (10) percent of the total number of shares sold may submit a written request to the Board of Directors for calling an extraordinary general meeting at any time, but the subjects and reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty-five (45) days as from the date of receipt of such request from the shareholders.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph three, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within forty-five (45) days from the completion of such period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The Company shall be responsible for necessary expenses arising from such meeting and reasonably provide facilitation.

In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph four is not formed, the shareholders as prescribed under paragraph three shall be collectively responsible to the Company for expenses arising from such meet.

The Chairman asked shareholder to require any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The Chairman requested the Meeting to consider approving the Amendment to Section 36 of Articles of Association to be in compliance with the Amendment of the Law for Business Facilitation of the Public Limited Companies Act B.E. 2535. The agenda was adopted with not less than three-fourth of the total number of shareholders who attended.

Resolution: The meeting, by not less than three-fourth of the total number of shareholders who attended, approved the Amendment to Section 36 of Articles of Association to be in compliance with the Amendment of the Law for Business Facilitation of the Public Limited Companies Act B.E. 2535 as follows:

Approved	355,197,169	votes	equivalent to	100%
Disapproved	0	vote	equivalent to	0%,
Abstained	0	vote	equivalent to	0%,
Total	355,197,169	votes	equivalent to	100%

Agenda 9: To consider other matters (if any)

The Chairman informed the Meeting that under Section 105 of the Public Limited Companies Act BE 2535, the shareholders had considered the agendas as stated in the notice of the meeting. Shareholders holding shares not less than one third of the total number of shares sold. The Chairman asked the meeting to consider other matters as specified in the notice of the meeting.

In addition, the Shareholders acquired the opportunity to express their opinions and to ask other questions.

Shareholders raised the following queries:

Shareholder: Possibility to expand business base to the school bus business


Mr. Piya Techakul: The company has already studied and analyzed the nature and growth of the school bus business. We found that the base and the quality of business have not responded yet, so the Company consider to do not invest at this moment.

Shareholder: The Company's goal in the next 3-5 years to expand the business basis.

Mr. Piya Teechakul: The target growth of 15-20%, focusing on expanding the Company's core businesses, provide shuttle services for factory employees form the community to the industrial estate. For the other part, expansion into the tourist market. According to studies and tried out, it has been found that the demand of buses for the tourist market is increasing rate, therefore, the expansion of the market is able to be the potential for growth of the Company. However, every business expansion, the board is still focused on prudential principles.

There are neither suggestions nor considerations form shareholder or proxy.

The Chairman then thanked the shareholders for attending the meeting and expressing their opinions on various matters and declared the meeting adjourned. The meeting was adjourned at 15.00 hrs.

Singed by  The Chairman of the meeting
(Mr. Chartchai Panichewa)

The Chairman of the Board of Committee

Singed by  Recorder
(Ms.Sukarnda Puttaraksar)

Company Secretary

Number of Shares Held Personally 7.80% (42,750,000)
 as of January 10, 2019
 Family relationship among Executive -None-



WORK EXPERIENCE

MR. SUPOT TIARAWUT, Ph.D. AGE 53
 AUDIT COMMITTEE AND REGISTERED 30 April, 2013
 INDEPENDENT COMMITTEE
 EDUCATION Ph.D. of Engineering (Electronics) Tokyo University, Japan
 Master of Engineering Toyahashi University of Technology, Japan
 (Information and Computer Science)
 Bachelor of Engineering (Electronics) Chulalongkorn University

TRAINING COURSE Certificate of Finance for Non-Finance Directors# 20/2005 (IOD)

2016- Present Advisor to the Rector Chulalongkorn University
 Independent Director Harn Engineering Solutions Public Co., Ltd.
 2014- Present Director Industrial Liaison Program Faculty of Engineering, Chulalongkorn University
 2014- Present Director/Independent ATP 30 Public Co., Ltd.
 Director and Chairman of Risk Management Committee
 2012- Present Director Blue Fenix Innovation Co., Ltd.

Number of Shares Held Personally -None-
 as of January 10, 2019 Spouse and minor children -None-
 Family relationship among Executive -None-



Attachment 3

- 1) The appointment of the auditors from EY Official Limited for ATP30 Public Company Limited for the year 2019:

	Name	CPA No.	
Mr.Supachai	Panyawattano	3930	or
Mr.Nattawut	Santipet	5730	or
Ms.Krongkaew	Limkittikul	5874	

The auditors have qualifications that comply with the guidelines of the Securities and Exchange Commission.

The proposed audit firm and auditors have no relationship or conflict of interest with the Company/subsidiaries/ managerial staff/ major shareholders, or persons related to the said parties.

- 2) To approve the annual audit fees and quarterly review fees for the Company' s 2019 financial statements totaling 1,260,000 Baht as follows:

Audit Fee	Unit: Baht		
	2017	2018	2019
Examination of financial Statement	750,000	750,000	750,000
Review of interim financial statement	300,000	510,000	510,000
Total	1,050,000	1,260,000	1,260,000

Attachment 4

Conditions, Rules and Guidelines for Registration, Appointment of a Proxy, and Voting

Cases in which a shareholder attends a meeting in person

- 1) A shareholder, who is an individual person with Thai nationality, must show his/her a valid government identification such original identity card or original state official identity card or driver license or passport to register.
- 2) A shareholder, who is an individual person with foreign nationality, must show his/her original foreign identity card, passport, or document issued for use as a substitute for a passport in order to register.
- 3) If a shareholder has changed his/her name or surname, the shareholder must produce evidence to prove the change of name or surname.

Appointing a proxy:

- 1) Only one type of proxy can be used (Please select a type of proxy such Form A or Form B)
- 2) Shareholder who appoints a proxy shall appoint only one person or a company proposed person is Mr. Kumchai Boojirachot, Audit Committee and Independent Director to be a proxy holder as a proxy to attend the meeting and cast a vote in accordance with the Proxy Form attached.
- 3) The shareholder can indicate on the proxy form his/her intention to vote on each agenda item, whether he/she agrees, does not agree or abstains in order for the proxy to vote on his/her behalf.
- 4) The proxy shall submit the proxy form to the chairman of the meeting and/or the person assigned by the chairman before the meeting starts. The proxy form must be completely filled in and duly signed. Any change to or crossing out of any material texts must be signed by the proxy.
- 5) The proxy form must have a 20 Baht duty stamp affixed.

Registration:

Registration shall start one hour before the meeting time or at 13.00 hrs. at The Panorama 1 Room, 14th floor, The Emerald Hotel Bangkok, Ratchadapisek Road, Din Daeng, Bangkok as the map of venue of the meeting as [attachment no. 11](#).

Required documents to attend a meeting

1. A shareholder attends a meeting in person
 - Registration Form (attachment no. 12)
 - An individual person with Thai nationality, must show his/her a valid government identification such original identity card or original state official identity card or driver license or passport to register.

2. Proxy Form (Form A or Form B), which has been filled in correctly and completely, and signed by the principle and proxy.
3. Required documents for appointing a proxy
 - Registration Form (attachment no. 12)
 - A type of proxy, select of proxy form A or proxy form B.
 - In cases in which the shareholder is an individual with Thai nationality:
A certified copy of the identity card or state official identity card of the person appointing the proxy is required.
 - In cases where the shareholder is an individual with foreign nationality:
A certified copy of the alien identity card or passport or a document issued as a substitute for the passport of the person appointing the proxy is required.

In cases where the shareholder is a juristic person:

1. The authorized person on behalf of juristic person (director) to attend the meeting in a person.
 - Registration Form (attachment no. 12)
 - His/her a valid government identification such original identity card or original state official identity card or driver license or passport.
 - A certified copy of the company affidavit issued within the last six months by the Ministry of Commerce or other relevant agencies and a certified copy of the national identity card or state official identity card or passport (in cases of foreign nationals) of the authorized director whose signature is affixed to the proxy form.

Required documents for appointing a proxy.

2. Appointing a proxy
 - Registration Form (attachment no. 12)
 - Proxy Form (Form A or Form B), which has been filled in correctly and completely, and signed by authorized person both principle and proxy.
 - A certified copy of the company affidavit issued within the last six months by the Ministry of Commerce or other relevant agencies and a certified copy of the national identity card or state official identity card or passport (in cases of foreign nationals) of the authorized director whose signature is affixed to the proxy form.

Required documents for appointing a prox.

 - His/her a valid government identification such original identity card or original state official identity card or driver license or passport.

3. In the case that shareholders, who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper, it is required to present the following documents

Documents form custodian

- 1) Registration Form (attachment no. 12)
- 2) The Proxy Form B, correctly and completely filled in and signed by the authorized representative of the custodian which is the grantor and the proxy and affixed with a stamp duty.
- 3) A document confirming that the person who signed the proxy form is permitted to operate the custodian business.
- 4) A copy of the affidavit of the custodian, certified as true and correct copy by the authorized representative of the custodian, with statement showing that such authorized representative of the custodian, who signs the proxy form as the grantor, is empowered to act on behalf of the custodian.
- 5) A copy of a valid identification card or government officer card or driving license or passport (in the case of foreign shareholders) of the authorized representative of the custodian, certified as true and correct copy by the representative.

Documents from shareholder

- 1) Power of Attorney from the shareholder appointing the custodian to sign the proxy form on his/her behalf.
- 2) Copy of an affidavit of the shareholder, certified as true and correct copy by the authorized representative, with statement showing that such authorized representative who signs the power of attorney is empowered to act on behalf of such juristic shareholder.
- 3) Copy of a valid identification card or government officer card or driving license or passport (in the case of foreign shareholders) of the authorized representative, certified as true and correct copy by the representative.

Attachment 5

Company's Articles of Association "Shareholders' Meeting"

Chapter 6 Shareholders' Meeting

36. The Board of Directors shall call a shareholders' meeting which is an annual ordinary general meeting of shareholders within four months of the last day of the fiscal year of the Company. The General Meetings of Shareholders other than the one referred to in the first paragraph shall be called extraordinary general meetings. In order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a general meeting of shareholders amounting to not less than twenty-five 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 of the total number of shares sold, unless otherwise stipulated by the law governing public limited companies.

37. To call a meeting of the shareholders, the Board of Directors shall make the invitation letter with the stipulated venue, date, time, agenda items and the materials outlining the proposed matters to the meeting with sufficient details. The items should be clearly stipulated whether they will be submitted to the meeting for acknowledgement, approval or consideration as the case may be. The Board of Directors' opinion in such matters shall also be sent to the shareholders and made available to the registrars at least 7 days prior to the meeting. The notice of such shareholders' meeting shall be advertised on the newspaper for three successive days and at least 3 days prior to the meeting date. The Shareholders' meeting shall be held at the company's head office or in the nearby provinces or other location set by the board of the directors.

38. attending at a general meeting of shareholders amounting to not less than twenty-five 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 of the total number of shares sold, unless otherwise stipulated by the law governing public limited companies.

At any general meeting of shareholders, if one hour has passed from the time specified for the meeting and the number of shareholders and the aggregate number of shares held by the shareholders attending the meeting is still inadequate for a quorum, and if such meeting was called as a result of a request by the shareholders, such meeting shall be cancelled. If such meeting was called by the Board of Directors, the meeting shall be called once again and the notice calling such meeting shall be delivered to the shareholders not less than seven days prior to the date of the meeting. In the subsequent meeting a quorum is not required.

39. The Chairman of the Board of Directors shall preside at every general meeting of shareholders. If the Chairman of the Board is not present at a meeting, or cannot perform his duty, and if there is a Vice-Chairman, the Vice-Chairman present at the meeting shall be the chairman of the meeting. If there is no Vice-Chairman, or if the

Vice-Chairman cannot perform his duty, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting.

40. At the shareholders' meeting, the shareholders have the right to attend the meeting and cast the votes according to the number of shares they hold. Each share accounts for one vote.

If the shareholders are closely connected to the issue raised in the meeting, their right to vote on that specific issue will be withdrawn, except for the vote for board of directors' selection and the resolution of the shareholders' meeting shall consist of the following votes.

- (1) The final judgment or the resolution of the shareholders' meeting shall be based on the majority votes of the shareholders who are present at the meeting. However, in the case that the votes are equal, the chairman of the meeting shall exercise additional one vote as the final ruling.
 - (2) Three fourth of the total shareholders' votes present at the meeting must be tallied before making final ruling on the following issues:
 - a) sale or transfer of the entire or essential part of the business to others.
 - b) acquisition or transfer of private business or other public companies.
 - c) make, amend or cancel contracts regarding the company's business rental wholly or partially, appointment of others to manage the company's business and joint venture with others with the objective of sharing profit and loss
 - d) amendment of Memorandum of Association or the company's regulations
 - e) the company capital's increase or decrease
 - f) abrogating the company
 - g) issuance and proposal of debentures
 - h) merging the company
41. Annual general shareholders' meeting shall engage in the following activities:
- a) acknowledgement of the Board of Directors' report concerning the Company's operations of the past year
 - b) approval of the balance sheet and profit and loss account
 - c) approval of profit allocation and dividend payment
 - d) replacement of the directors whose term expire and determining the directors' remunerations
 - e) appointment of the auditors and determining the Company's auditing fee
 - f) Others (if any)



Attachment 6

Proxy by Department of Business Development Ministry of Commerce, Form A, Form B, and Form C

(back cover)

Attachment 7

Definition and qualifications of Independent Directors

Independent Directors are directors who are not involved in the day-to-day operations of the company, its subsidiaries, or joint ventures. Independent Directors shall be independent from major shareholders and executives of the company and have no relationships that obstruct sound judgment and discretion. Thus, the qualifications of the Independent Directors must be in line with the regulations of the Securities of Exchange Commission.

Independent Directors' qualifications are as follows:

1. Hold not over 1% of paid-up capital of the company, its subsidiaries and joint venture companies, or other related companies or juristic persons with potential conflict of interest. This includes shares held by related persons according to Article 258 of Securities and Exchange Act.
2. Shall not be executive directors, staff or employees or consultants who receive regular benefits from the company, or personal consultants to the company's management, its subsidiaries and joint venture companies, or other persons with potential conflict of interest. Independent Directors shall not have any interests in such manner for at least 2 years prior to appointment date. This qualification does not refer to independent directors who used to serve as government officials or advisors to any government agencies which are the major shareholders or executives of the company.
3. Shall have no blood relationship or relationship through legal registration in the forms of parents, spouse, siblings and children, or children's spouses with executive directors, management, controllers, or major shareholders of the company or its subsidiaries of executive directors, management, controllers, or the persons who are nominated for an executive position or executives of the company or its subsidiaries.
4. Shall not have or used to have business relationships, financial benefits or other forms of benefit whether directly or indirectly, in business affairs and management of the company, its subsidiaries or joint venture companies, or related companies, which might obstruct the exercise of independent judgment, or shall not be or used to be major shareholders, or executives of the company except in the case that such interests finished at least 2 years prior to the appointment date.
5. Shall not be or used to be auditors of the company, its subsidiaries, joint venture companies, the major shareholders or the company's executives. The Independent Directors shall not be major shareholders, executives or business partners of juristic person under the management of the auditor of the company, its subsidiaries, joint venture companies, major shareholders or the company's executives except when such activities finished at least 2 years prior to the appointment date.

6. Shall not work or used to work in a profession that included law and financial consultant services and asset appraising, which receives service fees of over 2 million baht per year from the company, its subsidiaries and joint venture companies or major shareholders or the company's executives. In the case that the profession is registered as a person juristic, this rule covers the case of being the major shareholder, executives, or business partner of that professional service, except such services ended at least 2 years prior to the appointment date.
7. Shall not be open or secret nominees of directors, major shareholders or any groups of shareholders of the company who are related to any major shareholders or any groups of the company's shareholders.
8. Shall not operate any business in the same nature and in competition with the business of the Company, subsidiary company, nominee shareholder in partnership, or director in management level, employee, staff, **advisor who** receive the regular salary or hold more than 1 percent of the voting shares in other company operating the business in the same nature and in competition with the business of the Company or subsidiary.
9. Shall not have any other characteristic which prevents them from being able to give independent opinions on the management of the company.
10. Independent Directors may be assigned by the Board of Directors to make a decision for operation of the company, subsidiaries, associated companies, Subsidiaries, Subsidiaries Major Shareholders or controlled by collective decision

Attachment 8

Profiles of the Independent Directors Proposed by the Company to Act as Proxy for Shareholders



Name	MR. KUMCHAI BOONJIRACHOT	
Age	57	
Position	AUDIT COMMITTEE AND INDEPENDENT COMMITTEE	
Date of Appointment as a Director	30 April, 2013 (Directorship tenure as of April, 2013 is four years. Should she be re-elected as a director, her entire tenure will be seven years.)	
Education	Master of Laws, Ramkhamhaeng University Bachelor of Laws, Ramkhamhaeng University	
Director Training Program	Certificate of Director Accreditation Program# 110/2014 (IOD)	
5 Years past experience	2013- Present	Director/ Independent Committee and Audit Committee: ATP30 Public Co., Ltd.
	1986- Present	Head of Office: Nitiphol Laws Office
Position held in other listed companies	-None-	
Position held in other nonlisted companies	Nitiphol Laws Office	
Position held in a competing business / related business that may cause conflict of interest	-None-	
No. of Shares Held as at January 10, 2019	-None-	
Meeting Attendance in 2018	Audit Committee Meeting 4/4 The Board of Director Meeting 5/5	
Being related persons or close relatives to management or major shareholders of the company and its subsidiaries	-None-	

Attachment 9

Map of Golden Tulip Sovereign Hotel

Room Vasana, 3rd Floor, 92 Soi Saengcham Rama 9 Road, Huay Kwang, Bangkok





Proxy Form A

Written at

Date..... / /

(1) I / We
Nationality..... Residing at No.....
Street.....Sub-district.....
DistrictProvince.....Post Code.....

(2) As a shareholder of ATP30 Public Company Limited, holding a total number of..... shares and having total voting right of..... votes as follow:

Ordinaryshare.....shares, with the voting right of.....votes

Preferred share..... shares, with the voting right of..... votes

(3) Hereby appoint

(1) Name.....Age.....Year
Residing at No..... Street.....Sub-district.....
District.....Province.....Post Code.....OR

(2) Name.....Age.....Year
Residing at No..... Street.....Sub-district.....
District.....Province.....Post Code.....OR

(3) Name.....Age.....Year
Residing at No..... Street.....Sub-district.....
District.....Province.....Post Code.....

Any one of them as my/our proxy in attending and voting on my/our behalf at the 2019 Annual General Meeting of Shareholders of ATP30 Public Company Limited on April 02, 2019 at 10.00 hours, at Golden Tulip Sovereign Hotel, Room Vasana, 3rd Floor, 92 Soi Saengcham Rama 9 Road, Huay Kwang, Bangkok or such other date, time and place as the Meeting may be adjourned.

Any business carried out by the proxy in the said meeting shall be deemed as having been carried out by myself/ourselves.

Signed shareholder
()

SignedProxy
()

SignedProxy
()

SignedProxy
()

Remarks

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 many proxies for splitting votes.



Proxy Form B

Written at.....

Date..... / /

(1) I / We

Nationality..... Residing at No.....

Street.....Sub-district.....

District.....Province.....Post Code.....

(2) As a shareholder of ATP30 Public Company Limited, holding a total number of..... shares and having total voting right of..... votes as follow:

Ordinaryshare.....shares, with the voting right of.....votes

Preferred share..... shares, with the voting right of.....votes

(3) Hereby appoint

(1) Name.....Age.....Year

Residing at No..... Street.....Sub-district.....

District.....Province.....Post Code.....OR

(2) Name.....Age.....Year

Residing at No..... Street.....Sub-district.....

District.....Province.....Post Code.....OR

(3) Name.....Age.....Year

Residing at No..... Street.....Sub-district.....

District.....Province.....Post Code.....

Only one proxy to be my/our proxy to attend and vote on my / our behalf at the Annual General Meeting of Shareholders for the 2019 Annual General Meeting of Shareholders of ATP30 Public Company Limited on 2nd April 2019 at 10.00 hrs. Golden Tulip Sovereign Hotel, Room Vasana, 3rd Floor, 92 Soi Saengcham Rama 9 Road, Huay Kwang, Bangkok or such other date, time and place as the Meeting may be adjourned.

(4) I hereby appoint the proxy holder to vote on my / our behalf at this meeting as follows:

(1) Agenda 1 To approve the Minutes of the Annual General Meeting of Shareholders for the year 2018 held on 2nd April, 2018.

(a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.

(b) appoint the proxy holder to vote as per my / our intentions as follows:

Approve

Disapprove

Absatin

(2) Agenda 2 To acknowledge the Company's performance for the year 2018.

(a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.

(b) appoint the proxy holder to vote as per my / our intentions as follows:

Approve

Disapprove

Absatin

(3) Agenda 3 To approve the Company's financial statements for the year ended December 31, 2018.

(a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.

(b) appoint the proxy holder to vote as per my / our intentions as follows:

Approve

Disapprove

Absatin

(4) Agenda 4 To approve the allocation of net profit for the year 2018 as a legal reserve and the dividend payment from the Company's operating result for the year ended December 31, 2018.

- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
 Approve Disapprove Absatin
- (5) Agenda 5 To approve the reelection of the directors who retired by rotation.
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
 Approve Disapprove Absatin
- appoint of group directors
 Approve Disapprove Absatin
- appoint of individual directors
 Approve Disapprove Absatin
- Mr. Chartchai Panichewa
 Approve Disapprove Absatin
- Ms. Viwat Kromadit
 Approve Disapprove Absatin
- Mr. Supot Tierawut
 Approve Disapprove Absatin
- (6) Agenda 6 To approve the remuneration of the Company's Directors and Sub-committee members for the year 2019.
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
 Approve Disapprove Absatin
- (7) Agenda 7 To appoint the auditors and fix the audit fees for the year 2019
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
 Approve Disapprove Absatin
- (8) Agenda 8 Others (if any)
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
 Approve Disapprove Absatin
- (5) Voting of the Proxy on any agenda that is not in accordance with my/our instruction stated herein. Will be regarded as incorrect voting and will not be regarded as a vote of shareholder.
- (6) In case I/We have not stated my/our instruction of how to vote, or such instruction is ambiguous, or in cases this meeting has to consider or approve any other matter other than the items stated herein, as well as there is any change of any fact, the Proxy shall be entitled to freely vote at his/her own discretion. All acts undertaken by the Proxy at this meeting, except the case that the Proxy did not vote as instructed herein, shall be deemed as my/our own act (s) in every respect.

Signed Shareholder

()

Signed Proxy

()

Signed Proxy

()

Signed Proxy

()

Remarks:

1. A shareholder shall make a proxy to only one proxy holder to attend and vote at the meeting. He/She cannot split his/her shares and assign to several proxies in order to obtain several proxy holders to vote for him/her in a meeting.
2. The Agenda relating to election of directors shall be voted for election by the group of directors or individual directors.
3. In case of more agendas to be considered than the agendas listed above, proxies can be listed on a regular basis Proxy Form B as attached.



Supplemental Proxy Form B

The proxy is granted by a shareholder of ATP30 Public Company Limited

For the Annual General Meeting of Shareholders for the year for the 2019 Annual General Meeting of Shareholders of ATP30 Public Company Limited on 2nd April 2019 at 10.00 hrs. Golden Tulip Sovereign Hotel, Room Vasana, 3rd Floor, 92 Soi Saengcham Rama 9 Road, Huay Kwang, Bangkok or such other date, time and place as the Meeting may be adjourned.

- (1) Agenda 1
 - (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 - (b) appoint the proxy holder to vote as per my / our intentions as follows:
 - Approve Disapprove Absatin
- (2) Agenda 2
 - (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 - (b) appoint the proxy holder to vote as per my / our intentions as follows:
 - Approve Disapprove Absatin
- (3) Agenda 3
 - (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 - (b) appoint the proxy holder to vote as per my / our intentions as follows:
 - Approve Disapprove Absatin
- (4) Agenda 4
 - (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 - (b) appoint the proxy holder to vote as per my / our intentions as follows:
 - Approve Disapprove Absatin
- (5) Agenda 5
 - (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 - (b) appoint the proxy holder to vote as per my / our intentions as follows:
 - Approve Disapprove Absatin
 - appoint of group directors
 - Approve Disapprove Absatin
 - appoint of individual directors
 - Approve Disapprove Absatin
 - Name.....
 - Approve Disapprove Absatin
 - Name
 - Approve Disapprove Absatin
 - Name
 - Approve Disapprove Absatin
- (6) Agenda 6
 - (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 - (b) appoint the proxy holder to vote as per my / our intentions as follows:
 - Approve Disapprove Absatin

- (7) Agenda 7
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
- (b) appoint the proxy holder to vote as per my / our intentions as follows:
- Approve Disapprove Absatin
- (8) Agenda8
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
- (b) appoint the proxy holder to vote as per my / our intentions as follows:
- Approve Disapprove Absatin



Proxy Form C

For the shareholders who are specified in theregister as foreign investors and have appointed a custodian in Thailand
to be share depository and keeper

Written at.....

Date..... / /

I / We

Nationality..... Residing at No.....

Street.....Sub-district.....

District.....Province.....Post Code.....

As a shareholder of ATP30 Public Company Limited, holding a total number of..... shares and having total voting right
of..... votes as follow:

Ordinaryshare.....shares, with the voting right of.....votes

Preferred share..... shares, with the voting right of.....votes

Hereby appoint

- (1) Name.....Age.....Year
Residing at No..... Street.....Sub-district.....
District.....Province.....Post Code.....OR
- (2) Name.....Age.....Year
Residing at No..... Street.....Sub-district.....
District.....Province.....Post Code.....OR
- (3) Name.....Age.....Year
Residing at No..... Street.....Sub-district.....
District.....Province.....Post Code.....

Only one proxy to be my/our proxy to attend and vote on my / our behalf at the Annual General Meeting of Shareholders for the 2019
Annual General Meeting of Shareholders of ATP30 Public Company Limited on 2nd April 2019 at 10.00 hrs. Golden Tulip Sovereign
Hotel, Room Vasana, 3rd Floor, 92 Soi Saengcham Rama 9 Road, Huay Kwang, Bangkok or such other date, time and place as the
Meeting may be adjourned.

(4) I hereby appoint the proxy holder to vote on my / our behalf at this meeting as follows:

- (1) Agenda 1 To approve the Minutes of the Annual General Meeting of Shareholders for the year 2018 held on 2nd April,
2018.
 (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
 Approve Disapprove Absatin
- (2) Agenda 2 To acknowledge the Company's performance for the year 2018.
 (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
 Approve Disapprove Absatin
- (3) Agenda 3 To approve the Company's financial statements for the year ended December 31, 2018.
 (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:

- Approve Disapprove Absatin
- (4) Agenda 4 To approve the allocation of net profit for the year 2018 as a legal reserve and the dividend payment from the Company's operating result for the year ended December 31, 2018.
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
- Approve Disapprove Absatin
- (5) Agenda 5 To approve the reelection of the directors who retired by rotation.
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
- Approve Disapprove Absatin
- appoint of group directors
- Approve Disapprove Absatin
- appoint of individual directors
- Approve Disapprove Absatin
- Mr. Chartchai Panichewa
- Approve Disapprove Absatin
- Ms. Viwat Kromadit
- Approve Disapprove Absatin
- Mr. Supot Tierawut
- Approve Disapprove Absatin
- (6) Agenda 6 To approve the remuneration of the Company's Directors and Sub-committee members for the year 2019.
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
- Approve Disapprove Absatin
- (7) Agenda 7 To appoint the auditors and fix the audit fees for the year 2019
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
- Approve Disapprove Absatin
- (8) Agenda 8 Others (if any)
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
- Approve Disapprove Absatin
- (5) Voting of the Proxy on any agenda that is not in accordance with my/our instruction stated herein. Will be regarded as incorrect voting and will not be regarded as a vote of shareholder.
- (6) In case I/We have not stated my/our instruction of how to vote, or such instruction is ambiguous, or in cases this meeting has to consider or approve any other matter other than the items stated herein, as well as there is any change of any fact, the Proxy shall be entitled to freely vote at his/her own discretion. All acts undertaken by the Proxy at this meeting, except the case that the Proxy did not vote as instructed herein, shall be deemed as my/our own act (s) in every respect.

Signed Shareholder

()

Signed Proxy

()

Signed Proxy

()

Signed Proxy

()

Remarks:

1. This Proxy Form C is only used for the shareholder who is specified in the register as a foreign investor and has appointed a custodian in Thailand to be share depository and keeper.
2. The documents needed to be attached to this Proxy Form C are:
 - Power of attorney from the shareholder empowering the custodian to sign this Proxy Form C on his/her behalf
 - Document confirming that the person who signed this Proxy Form C is permitted to operate the custodian business
3. The Shareholder appointing the Proxy shall appoint only one to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately
4. In case where the statement exceeds those specified above, addition details may be specified in the Attachment to this Proxy Form C provided.



Supplemental Proxy Form C

The proxy is granted by a shareholder of ATP30 Public Company Limited

For the Annual General Meeting of Shareholders for the year for the 2019 Annual General Meeting of Shareholders of ATP30 Public Company Limited on 2nd April 2019 at 10.00 hrs. Golden Tulip Sovereign Hotel, Room Vasana, 3rd Floor, 92 Soi Saengcham Rama 9 Road, Huay Kwang, Bangkok or such other date, time and place as the Meeting may be adjourned.

- (1) Agenda 1
 - (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 - (b) appoint the proxy holder to vote as per my / our intentions as follows:
 - Approve Disapprove Absatin
- (2) Agenda 2
 - (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 - (b) appoint the proxy holder to vote as per my / our intentions as follows:
 - Approve Disapprove Absatin
- (3) Agenda 3
 - (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 - (b) appoint the proxy holder to vote as per my / our intentions as follows:
 - Approve Disapprove Absatin
- (4) Agenda 4
 - (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 - (b) appoint the proxy holder to vote as per my / our intentions as follows:
 - Approve Disapprove Absatin
- (5) Agenda 5
 - (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 - (b) appoint the proxy holder to vote as per my / our intentions as follows:
 - Approve Disapprove Absatin
 - appoint of group directors
 - Approve Disapprove Absatin
 - appoint of individual directors
 - Approve Disapprove Absatin
 - Name.....
 - Approve Disapprove Absatin
 - Name
 - Approve Disapprove Absatin
 - Name
 - Approve Disapprove Absatin
- (6) Agenda 6
 - (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 - (b) appoint the proxy holder to vote as per my / our intentions as follows:
 - Approve Disapprove Absatin

- (7) Agenda 7
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
- (b) appoint the proxy holder to vote as per my / our intentions as follows:
- Approve Disapprove Absatin
- (8) Agenda8
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
- (b) appoint the proxy holder to vote as per my / our intentions as follows:
- Approve Disapprove Absatin



ATP30 PUBLIC COMPANY LIMITED



700 / 199 M001, BANKAO, PANTHONG, CHONBURI 20160

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<http://www.atp30.com>