

ECF

Invitation Letter to Annual General Meeting of Shareholders 2015

EAST COAST FURNITECH PUBLIC COMPANY LIMITED

Thursday 16th April 2015

at 14.00 Hrs.

Location: Conference Room B

The Grand Four Wings Convention Hotel Bangkok

No. 333, 3rd Floor, Sri Nakarin Road, Hua Mak Sub-district, Bang Kapi District,

Bangkok Metropolis 10240

EAST COAST FURNITECH PUBLIC COMPANY LIMITED
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บริษัท อีสตโคสต์เฟอร์นิเชค จำกัด (มหาชน)
37/9 หมู่ 10 ถนนบ้านมิ่ง-แก่ง ตำบลทางเกวียน
อำเภอแก่ง จังหวัดระยอง 21110
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No. ECF2 004/2015

April 1, 2015

Subject Invitation to Attend 2015 Annual Ordinary General Meeting of Shareholders

Dear The Shareholders
East Coast Furnitech Public Company Limited**Enclosures**

1. Copy of Minutes of Extraordinary General Meeting of Shareholders No. 1/2014 held on 18 July 2014
(Supporting for consideration on Agenda 1)
2. 2014 Annual Report in the form of CD-ROM including Financial Statement for the Year Ended 31 December 2014
(Supporting for consideration on Agenda 2 and 3)
3. Details of Dividend Payment
(Supporting for consideration on Agenda 4)
4. Biography of Directors Nominated to Hold the Post
(Supporting for consideration on Agenda 5)
5. Definition of the Company's Independent Director and Scope and Authority of Audit Committee Member
(Supporting for consideration on Agenda 5)
6. 2015 Annual Director Remuneration
(Supporting for consideration on Agenda 6)
7. Appointment of Auditor and Determination of Audit Fee for Year 2015
(Supporting for consideration on Agenda 7)
8. Articles of Association in the Part Related to the Meeting of Shareholders
9. Procedure of 2015 Annual Ordinary General Meeting of Shareholders
 - Document and Evidence for the Right to Attend Meeting
 - Proxy and Proxy Method
 - Voting and Vote Count Method

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10. Step for Attendance of 2015 Annual Ordinary General Meeting of Shareholders
 11. Information of the Company's Independent Directors who is Proxy
 12. Proxy Form A., B., and C. (Enclosure of 12.1, 12.2 and 12.3, respectively) and Recommendation for Application of Form B.
 13. Map of Avenue Holding The Meeting of Shareholders
 14. Registration Form (required to be brought in Meeting Date)

Whereas the Board of Director's Meeting of East Coast Furnitech Public Company Limited ("the Company") No. 2/2015 held on 27 February 2015 resolved to call 2015 Annual Ordinary General Meeting of Shareholders on Thursday, 16 April 2015 at 14.00 hrs. at the conference room of Conference B, 3rd Floor, The Grand Four Wings Convention Hotel, No. 333 Srinagarindra Road, Hua Mak Sub-distinct, Bang Kapi District, Bangkok 10240, for consideration on various matters according to below Meeting Agenda.

Agenda 1 Consideration on Approval of Minutes for Extraordinary General Meeting of Shareholders No. 1/2014 held on 18 July 2014

Fact and Reason Extraordinary General Meeting of Shareholders No. 1/2014 of the Company was held on 18 July 2014. The Company actually and correctly recorded the minutes of such meeting and prepared the minutes of meeting to be sent to Ministry of Commerce within deadline specified by law. The copy of Extraordinary General Meeting of Shareholders No. 1/2014 (Enclosure No. 1).

The Board of Directors' Opinion The meeting record was accurate and complete. It was deemed as proper to propose the Meeting of Shareholders to approve Extraordinary General Meeting of Shareholders No. 1/2014. The detail was appeared as Enclosure No. 1.

Resolution This agenda shall be passed the resolution approved by the majority vote of the shareholders who attend the Meeting and vote.

Agenda 2 Acknowledgement on Report of the Company and its Subsidiaries' Overall Operations in Fiscal Year from 1 January 2014 to 31 December 2014

Fact and Reason The overall operation of the Company and its Subsidiaries in last fiscal year ended 31 December 2014 was concluded. The detail for overall operation of the Company and its subsidiaries was appeared according to 2014 Annual Report sent in the

form of CD-ROM together with Invitation to Meeting (Enclosure No. 2). Then, the main point was summarized as follows:

Items	Year 2014	Year 2013	Change in
	(Million Baht)	(Million Baht)	Increase/Decrease
Total Assets	1,238.67	1,091.92	13.44%
Total Liabilities	839.55	747.03	12.39%
Total Shareholders' Equity	399.12	344.89	15.72%
Paid-Up Authorized Capital	130.00	130.00	0.00%
Revenue from Sales – Net	1,209.05	1,172.76	3.09%
Total Revenues	1,235.32	1,175.15	5.12%
Cost of Sales	887.25	905.92	-2.06%
Total Expenses	234.27	189.85	23.40%
Income Tax	12.97	5.20	149.42%
Net Profit (Loss)	69.88	40.79	71.32%

The Board of Directors' Opinion They deemed as appropriate to propose the Meeting of Shareholders to acknowledge the overall operation in Fiscal Year of 2014 with detail appeared as Enclosure No. 2.

Resolution –As it was the agenda for acknowledgement, no resolution was available.-

Agenda 3 Consideration on Approval of Financial Position Statement, Statement of Comprehensive Income and Auditor's Report of the Company and its Subsidiaries for Year 2014 ended on 31 December 2014.

Fact and Reason The Board of Directors prepared Financial Statements of the Company and its Subsidiaries for the year ended on 31 December 2014 and the Certified Public Accountant audited and certified in order to propose to the Meeting of Shareholders for consideration and approval on 2015 Annual General Meeting as required by Section 112 of Public Limited Company Act B.E. 2535 (1992) (Enclosure No. 2).

The Board of Directors' Opinion They deemed as appropriate to propose the Meeting of Shareholders to consider on approval of the Financial Statements of the Company and its Subsidiaries for the year ended on 31 December 2014 which was passed the audit

from the Certified Public Accountant, passed the review from Audit Committee that it has been correct and also approved by the Board of Directors. The detail was appeared as Enclosure No. 2.

Resolution This agenda must pass approval resolution with the majority votes of the shareholders who attend the meeting and vote.

Agenda 4 Consideration on Approval of Retained Earnings Appropriation and Dividend Payment for 2014 Overall Operation for the Year Ended on 31 December 2014

Fact and Reason The Company has formulated the policy of dividend payment in the rate for not less than 40% of net profits after deduction of corporate income tax and legal reserve as determined in Articles of Association. Anyhow, such dividend payment may be changed depending upon the Company's overall operation, financial status, liquidity, investment plan as well as factors related to management, necessity and other appropriateness in the future (Enclosure No. 3).

The Board of Directors' Opinion According to the Board of Directors' Meeting No. 2/2015 on 27 February 2015, it was considered and deemed as proper to propose the Meeting of Shareholders for consideration on acknowledgement of profit appropriation as legal reserved fund, and consideration on approval for dividend payment from 2015 annual overall operation as follows.

- 4.1 The Company has appropriated profit as legal reserved fund in the rate of not less than 5% of annual net profit to be in line with legal provision by additional legal reserve appropriation for Baht 5,100,000 (Five Million and One Hundred Thousand Baht Only).
- 4.2 The dividend has been appropriated as dividend in the rate of 0.069 Baht per share by naming the list of shareholders who have right to gain dividend (Record Date) on 24 April 2015 and gathering the list of shareholders according to Section 225 of Securities and Exchange Act B.E. 2535 (1992) through Register Closing Method on 27 April 2015 in order that dividend will be paid within 12 May 2015.
- 4.3 The rest of profit has been classified by the Company as unappropriated retained earnings henceforth. Anyhow, the right to gain such dividend has been uncertain until it will be approved from 2015 Annual Ordinary

General Meeting of Shareholders. The detail was appeared according to Enclosure No. 3.

Resolution This agenda must pass the resolution with majority votes of the shareholders who attend and vote.

Agenda 5 Consideration on Approval for Appointment of the Director in replacement of the Director Required for Vacating from the Office by Term

Fact and Reason According to Section 71 of Public Limited Company Act B.E. 2535 (1992) and Clause 17 and 18 of Articles of Association, the main point could be summarized that in every Annual Ordinary General Meeting of Shareholders, the directors vacate the offices for one-third of number of directors at that time. If number of directors cannot be divided identical to 3 portions, they shall vacate with the number nearest to one-third. The director who retires may be re-selected to return to assume the office again. The director who must vacate the office in the first year and the second year after the Company's registration shall draw lots. For the following years, the director who is in the office for longest period is the one who vacates the office.

In this year, three directors who must retire by rotation have been as follows.

1. Assoc. Prof. Dr.Montri Socatiyanurak
2. Assoc. Prof. Songklold Charusombat
3. Mr. Wanlop Suksawad

The nomination criteria and method of the individual for holding the post as the Company's director has not been passed the procedure of Nomination Committee since the Company has not yet appointed Nomination Committee. However it has been the nomination through mutual consideration of the Board of Directors' Meeting by selection of qualified individual as required by Public Limited Company Act B.E.. 2535 (1992), Proclamation of the Securities and Exchange Commission and Capital Market Supervisory Board, and relevant Proclamation of the Stock Exchange of Thailand (Enclosure No. 4 and 5).

However, the Board of Directors' Meeting on 27 February 2015 has already resolved to consider on approval for the appointment of the Nomination Committee. Anyhow, the Nomination Committee shall start performing its duties after formal appointment date onwards.

The Board of Director's Opinion The Board of Directors excluding the directors who are interested in this agenda considered and deemed as proper to propose the following

list of the individuals for consideration by the Meeting of Shareholders on appointment the directors to hold the Company's director position in replacement of the director whose term is due as follows.

1. Assoc. Prof. Dr.Montri Socatiyanurak
2. Assoc. Prof. Songklold Charusombat
3. Mr. Wanlop Suksawad

As such individuals have possessed knowledge, competences and experiences that will cause benefit to the Company's business operations and shareholders. The directors in rank no. 1 and 2 have been independent directors due to the consistency of their qualifications with independent director's definition. The biographical details for all three individuals were appeared as Enclosure No. 4 and the qualification and definition of the Company's independent director have been in line with the criteria stipulated by Capital Market Supervisory Board. The detail was appeared as Enclosure No. 5.

Resolution This agenda must pass the approval resolution with majority votes of shareholders who attend the meeting and vote.

Agenda 6 Consideration on Approval for Determination of 2015 Annual Director Remuneration

Fact and Reason The Company has not appointed Remuneration Committee to act in consideration and determination of director remuneration. However, the Board of Directors' Meeting has mutually considered on the criteria and procedure of remuneration proposal by considering from the Company's turnover information in last year, the director's performance and responsibility, and benefit gained by the Company from the director's function. The information of primarily determined remuneration has been taken to compare and refer to the industrial or business sizes having similar revenues to the Company's revenue. Moreover, the information of remunerations for directors and executives of the listed companies for Year 2012 prepared by the Stock Exchange of Thailand has also been considered and referred to (Enclosure No. 6).

However, the Board of Directors' Meeting on 27 February 2015 resolved to consider on approval for appointing the Nomination Committee to be ready. Anyhow, the Remuneration Committee will commence the function after the formal appointment date onwards.

The Board of Director's Opinion It was deemed as appropriate to propose the Meeting of Shareholders to consider on approval for 2015 Annual Director Remuneration in total financial limit for not exceeding 3,500,000 Baht/Year which has been equal financial limit of director nomination with Year 2014. The detail was appeared as Enclosure No. 6.

Resolution This agenda must pass the approval resolution with votes of not less than two-third of total votes of the shareholders who attend and have the right to vote.

Agenda 7 Consideration on Approval for Appointment of Auditor and Determination of Audit Fee for Year 2015

Fact and Reason According to Section 120 of Public Limited Company Act B.E. 2535 (1992), it stipulates that Annual Ordinary General Meeting of Shareholders shall appoint auditor and determine audit fee every year. In addition, pursuant to the Proclamation of the Securities and Exchange Commission No. KorJor. 39/2005 on the Criteria, Condition and Method for Disclosure Report of Information in Relation to Financial Status and Overall Operations of the Company that Issues Securities (Issue No. 20), it stipulates that the Company shall arrange the rotation of the auditor. If such auditor functions for 5 consecutive fiscal years, it is unnecessary to change new audit firm by rotation. The Company can appoint other auditor in that audit firm to replace the existing auditor.

The Company's Audit Committee had the opinion that it was proper to appoint Mr. Akradet Pliansakul, Certified Public Accountant No. 5389 or Mr. Phisit Cheewaruangroj, Certified Public Accountant No. 2803 or Mr. Methee Rattanasrimetha, Certified Public Accountant No. 3425. Anyone of them or other auditor who has been deemed as appropriate and proper by MR & Associates Co., Ltd. shall be the auditor of the Company and its Subsidiaries and the person who audits, certifies and expresses the financial statements of the Company and its Subsidiaries. This auditor shall be approved from the Office of the Securities and Exchange Commission without any relationship or interest with the Company / its major shareholders / executives / subsidiaries or people concerned with such individual. 2015 annual audit fee, audit fee of consolidated financial statements for Year 2015 and review fee of quarterly financial statements have been determined to be total amount of Baht 1,540,000 (One Million Five Hundred and Forty Thousand Baht Only) (Enclosure No. 7).

The Board of Directors' Opinion It was proper to propose the Meeting of Shareholders to consider and approve for appointing Mr. Akradet Pliansakul, Certified Public Accountant No. 5389 or Mr. Phisit Cheewaruangroj, Certified Public Accountant No.

2803 or Mr. Methee Rattanasrimetha, Certified Public Accountant No. 3425. Anyone of them or other auditor who has been deemed as appropriate and proper by MR & Associates Co., Ltd. shall be the auditor of the Company and its Subsidiaries for Year 2015. The audit fee has been determined to be the amount of money for not exceeding 1,540,000 Baht/Year. The detail was appeared as Enclosure No. 7.

Resolution This agenda must pass approval resolution with majority votes of shareholders who attend and vote.

Agenda 8 Consideration on Approval for Revision and Addition of the Company's Objectives

Fact and Reason As the Company will expand the investment in alternative energy business, therefore, it was deemed as appropriate to revise and add the Company's objectives in order to cover the business operation in such field so as to generate return on investment and create benefit to shareholders. It is the diversification in business operation to the Company with below details.

The Meeting of Shareholders was proposed to consider on approval for revision and addition of the Company's objectives for additional 5 clauses in order to support the Company's business expansion with below details.

- Clause 28. Business engagement in plant and sale of electric current from biomass energy, biological energy, steam energy, thermal energy, solar energy, wind energy, alternative energy, and other public utilities for industry and commerce
- Clause 29. Business engagement in sale of energy such as electric energy
- Clause 30. Business engagement in sale of energy-related equipment such as electric generator and other related equipment.
- Clause 31. Business engagement as the consultant to advise about energy management, energy saving and environmental preservation.
- Clause 32. Business engagement in Joint Venture in the business as stipulated in the objectives with limited partnership or company limited or public limited company

In this case, the Company's the Board of Directors or the Executive Board or the Managing Director and/or the individual who is assigned by the Company's Board of

Directors or the Executive Board are the authorized persons who revise, add or change the words in the objective as necessary and proper so that the registration with Ministry of Commerce can be carried out.

The Board of Directors' Opinion They deemed as appropriate to propose the Meeting of Shareholders to consider on approval for revision and addition in the Company's objectives for total of 5 Clauses so as to be business expansion benefit in alternative energy business in order to continuously generate secure growth to the Company.

Resolution This agenda must pass approval resolution with votes for not less than three-fourth of total votes of the attending shareholders with voting rights.

Agenda 9 Consideration on Approval for Revision and Addition in Clause 3 of the Company's Memorandum of Association to be Consistent with Revision and Addition in the Company's Objectives.

Fact and Reason In consequence from Agenda 8 on Revision and Addition of the Company's Objectives, the Company therefore must revise and add Claus 3 of the Company's Memorandum of Association in order to be consistent with the addition and revision of such Company's objectives with below details.

From previously,

“Clause 3. The Company's objectives consist of 27 clauses with details according to enclosed BorMorJor. 002 Form ”

Revised to be as follows:

“Clause 3 The Company's objectives consist of 32 Clauses with details according to enclosed BorMorJor. 002 Form.”

The Board of Directors' Opinion It was deemed as appropriate to propose the Meeting of Shareholders to consider on approval for revision and addition in Clause 3 of the Company's Memorandum of Association in order to be consistent revision and addition in the Company's objectives accordingly.

Resolution This agenda must pass approval resolution with votes for not less than three-fourth of total number of votes of the shareholders who attend and vote.

Agenda 10 Other Issues (if any)

This was hereby addressed to invite the shareholders to attend the meeting according to such date, time and venue. Any shareholder who intends to appoint other person to attend the meeting and vote in lieu of him or her in this time of meeting, please authorize according to any forms of Proxy Form A. or For B. and submit to the Company before meeting attendance. The foreign shareholder who appoints the Custodian in Thailand to be his or her custodian and overseer of his or her shares kindly uses any forms of Proxy Form A. or Form B. or Form C.

In case that the shareholder who cannot attend 2015 Annual Ordinary General Meeting of Shareholders, he or she can authorize the Company's independent director according to the details enclosed with the Proxy Letter for meeting attendance and voting in the name of shareholders. The shareholder or the proxy is requested to kindly bring the document of Registration Form and evidence as Enclosure No. 12 for presentation in order to register before meeting date or in the meeting date. The condition and method of registration should be studied and the documents required for presentation in the meeting date should be prepared as detail in Enclosure No. 9. The Company will carry out the Meeting according to Articles of Association as the detail in Enclosure No. 8.

Furthermore, the Company named the list of shareholders who have rights to attend 2015 Ordinary General Shareholders' Meeting (Record Date) on 16 March 2015 and gathered the list of shareholders according to Section 225 of the Securities and Exchange Act B.E. 2535 by Register Closing Method on 17 March 2015.

Sincerely yours.

East Coast Furnitech Public Company Limited



(Mr. Arak Suksawad)

Managing Director

Company's Secretary Department

Telephone 0-2152-7301-4 Ext. 212, Facsimile 0-2152-7305

Minutes of Extraordinary Meeting 1/2014
East Coast Furnitech Public Company Limited (ECF)

Date, Time and Place of the Meeting

The meeting is arranged on 18 July 2014 at 14.00 hrs. at Srinakarin Meeting Room 1, 9th floor The Grand Four Wings Convention, 333 Srinakarin Road, Hua Mak Sub-district, Bangkapi District, Bangkok 10240

Before Meeting

East Coast Furnitech Public Company Limited (“Company”) gives details to shareholders’ meeting as follows

Data as of close date of share suspension to specify rights to attend the meeting and receive dividend, the company has paid authorized capital for 130,000,000 Baht or 520,000,000 ordinary shares with value of 0.25 Baht/share. At the opening of meeting, there 88 shareholders and the proxies attending the meeting; 34 are shareholders and 54 are the proxies. Total shares are 407,250,091 shares or 78.3173%. There are not fewer than 25 shareholders and proxies with accumulated share not less than 1/3 of all distributed shares. The company deems it has a quorum as regulations of the company and registration is still continued.

The company has informed the meeting to perceive committee list attending the meeting along with executives and legal counselor that supervised and checked counting vote in the meeting so that the voting is transparent and correct as law and regulations of the company. List is as below

Attending Committee

1. General Terdsak Marom Committee Chairman, Audit Committee and Independent Committee

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- | | | |
|---|--|--|
| 2. Assoc. Prof Dr. Montri Sacatiyanurak | | Audit Committee Chairman and Independent Committee |
| 3. Mr. Chalee Suksawad | | Vice-president and Executive Director |
| 4. Mr. Wanlop Suksawad | | Committee and president of Executive Director |
| 5. Mr. Arak Suksawad | | Committee, Executive Director and Managing Director |
| 6. Assoc. Prof. Songklod Jarusombat | | Audit Committee and independent Committee |
| 7. Miss Tippawan Suksawad | | Executive director, Vice managing director and Secretary |
| 8. Mrs. Waraporn Suksawad | | Committee |

*Assoc. Prof. Dr. Montri Sacatiyanurak is a proxy from sub-shareholders

Company's Executive

- | | |
|--------------------------|---------------------------------|
| 1. Miss Pachanan Singphu | Accounting and Finance Director |
|--------------------------|---------------------------------|

Company's Secretary

- | | |
|------------------------------|------------------------------|
| 1. Miss Sarisa Thongkittikul | Assistant Secretary |
| 2. Miss Pimrumpai Boonchana | Secretary of Audit Committee |

Legal Counselor from Krittatham Legal Office

- | | |
|--------------------------|--|
| 1. Mr. Thanan Chareonrit | |
| 2. Miss Jirat Chonsakorn | |

The company explained to the meeting regarding to agenda, voting and counting as follows

1. Shareholders and proxies that have rights to vote in the meeting will receive ballots at the registration venue before meeting
2. The meeting will consider by order of agenda in invitation letter to meeting by presenting information of each agenda and giving chances to shareholders to inquire first and then it is to resolve for that agenda. In case shareholders need to ask or

-
- give opinions, they shall raise their hand and inform name-surname. However, in case of proxy, they shall inform name of the shareholders to the meeting every time
3. Each shareholder has a vote/share but in case any shareholders have special interest in any matters, they shall have no right to vote
 4. Counting is 1 vote/share and in case the shareholders disagree or desire to abstain in any agenda in the meeting, they shall cross in space of disagree or abstention and sign in the ballot, then raise their hand and staffs will collect ballots to calculate and count votes of each agenda. However, the company will deduct disagree or abstaining vote from all votes of the attendants and the remainders shall be deemed agreeing with that agenda. If no shareholders oppose or give opinions otherwise, it is deemed that the company agrees
 5. For counting votes by agenda specified in extraordinary meeting 1/2014, it can be categorized for 2 types
 - 5.1 The agenda that requires approval with the majority vote of attendants including agenda 1 and 5. The company will calculate vote base particularly from votes of shareholders who have rights to agree or disagree only and votes of shareholders who abstain will be excluded.
 - 5.2 The agenda that requires approval with vote not less than $\frac{3}{4}$ of all votes of the attendants including agenda 2, 3 and 4. The company will calculate vote base from counting votes of shareholders who agree, disagree and abstain.
 6. The result of voting in each agenda will be displayed on the screen to inform shareholders. However, to vote in the ballot, shareholders shall cross clearly, otherwise, the voting will be void.
 7. In case shareholders or proxies desires to return before the meeting end, they shall submit the unused ballots at the front of exit. Therefore, amount of shareholders and proxies in each agenda may not be the same as some shareholders or proxies enter or leave. Nevertheless, the company will gather ballots of every shareholder when the meeting ends as evidence by delivering them to ballot collectors

Meeting Starts

General Terdsak Marom, committee chairman, audit committee and independent committee, acting as the president in the meeting (“President”) welcomed the attendants

and opened the extraordinary meeting 1/2014 by starting from agenda by order. The president informed the meeting about supportive documents in the meeting and the company has published them on website of the company and informed Stock Exchange of Thailand since 9 July 2014. The company also announced on the website of the company to invite shareholders to send inquiry about agenda to be considered in today's meeting in advance during 9 July 2014- 17 July 2014. It turned out that no shareholders submitted inquiry.

After that, the president asked the meeting to consider agendas as specified and it included 5 agendas as follows

Agenda 1 Consider Certifying General Meeting 2014 Arranged on 8 April 2014

The president informed the meeting to propose considering general meeting 2014 of the company which was arranged on 8 April 2014 and the company has made the minutes correctly and truly and submitted it to Ministry of Commerce within specific period with duplicate of Minutes of general meeting 2014 as in enclosure 1 delivered to shareholders along with invitation letter. This agenda was approved by the majority vote of shareholders.

The president inquiring shareholders if they had any questions or gave opinions about this agenda, no one made inquiry, asked them to vote.

Resolution The meeting had resolution certifying minutes of general meeting 2014 on 8 April 2014 with unanimous vote of shareholders who attended the meeting and voted as follows:

Resolution	Votes (1 share= 1 Vote)	Percentage of shares of attendants with right to vote
1. Agree	407,250,091	100.00
2. Disagree	0	0.00
3. Abstain	0	

Agenda 2 Considering Approving issue and sale of warrant to purchase value-added share of the company 1 (ECF-W1) for 260,000,000 Units Allocated to Shareholders by Proportion of Shareholding

The president informed the meeting that the company has delivered document of essential detail summary of warrant with enclosure of invitation letter to meeting. This agenda, Miss Sarisa Thongkittikul, as Assistant Secretary of the company, presented details regarding to this agenda to the meeting.

Miss Sarisa explained to the shareholder's meeting as follows:

The reason of issuing certificate is because, the company has expanded business continually and it was necessary to use increasing revolving fund. It desired to issue and offer warrants to purchase value-added shares of the company (1) (ECF-W1) by allocating to old shareholders by proportion that can be summarized as follows:

Security Proposer	:	East Coast Furnitech Public Company Limited
Type of Offered Security	:	Warrant to buy ordinary share of East Coast Furnitech Public Company limited (1) ("Warrant" or "ECF-W1")
Category	:	Identifying name of holders and it is transferable
Amount of Issue and Sale	:	260,000,000 Unit
Sale price/Unit	:	Allocation for shareholders without Charges
Rate of Right Use	:	A warrant is to buy an ordinary share
Cost of Right Use	:	0.50 Baht/share except case of price adjustment as the terms of right revision
Date of Certificate Issue	:	30 July 2014
Age of Warrant	:	3 Years from the date of Certified Issue (30 July 2014- 29 July 2017)
Allocation Method	:	Allocating to shareholders with ratio of 2 shareholders/ 1 unit. In case of fraction of warrant, it is excluded Record Date that shareholders are granted rights 28 July 2014 and specifying close Date on 29 July 2014

Duration of Right : 1. 30 November 2015
2. 31 May 2016
3. 30 November 2016
4. 31 May 2017
5. Last time, 28 July 2017

Secondary market of warrant and ordinary share from using rights : The company will bring Warrant and ordinary shares from Exercise Warrant to be authorized in MAI Stock Exchange

Company's committee agreed to propose to Extraordinary meeting 1/2014 to consider authorizing the company's committee and/or committee authorized to sign on behalf of the company and/or the proxy of company's committee or the committee authorized to sign to:

- (1) Stipulate and revise terms and necessary details associated with issuing warrant such as detail of offering and,
- (2) Sign in permission documents and evidences regarding to issuing warrant as well as communicating and submitting permission such documents and evidence to government sector or institutes relevant to certificate right issue along with authorizing warrant with MAI Stock Exchange and,
- (3) Take any necessary actions relevant to warrant issue.

It is proposed to the meeting to approve issuing and offering warrant to purchase value-added share of the company (1) (ECF-W1) for 260,000,000 units to be allocated to old shareholders by proportion of shareholding.

After explaining and briefing details of warrant, the president inquired if any shareholders had question or gave opinions about this agenda and asked them to vote. This agenda shall be approved with at least $\frac{3}{4}$ votes of all shareholders who attended the meeting and had rights to vote.

Resolution The meeting had resolution to approve warrant issue and offer to purchase value-added share of the company (1) (ECF-W1) for 260,000,000 units to be allocated for old shareholders by proportion with unanimous vote from total votes of shareholders who attended the meeting and had rights to vote as follows

Resolution	Votes (1 share= 1 Vote)	Percentage of shares of attendants with right to vote
1. Agree	407,250,091	100.00
2. Disagree	0	0.00
3. Abstain	0	0.00

Agenda 3 Consider approving the increase of Authorized Capital from 130,000,000 Baht to 195,000,000 Baht by issuing Value-added ordinary share for 260,000,000 Shares with value of 0.25 Baht/share

The company informed the meeting that for details supporting the consideration of this agenda, the company has already delivered to shareholders to support consideration as in enclosure 3 along with invitation letter to meeting. This agenda, Miss Sarisa has clarified details regarding to regulations to the attendants.

Miss Sarisa explained to the meeting as follows:

The company requested approving the increase of authorized capital of the company from 130,000,000 Baht to 195,000,000 Baht by issuing value-added shares for 260,000,000 shares with value of 0.25 Baht to support transformation right of warrant to purchase value-added ordinary share of the company (1) (ECF-W1) as follows:

	Authorized capital	Amount of Share	Value of share
Existing	130,000,000 Baht	520,000,000 Shares	0.25 Baht
Increasing	65,000,000 Baht	260,000,000 Shares	0.25 Baht
Total	195,000,000 Baht	780,000,000 Shares	0.25 Baht

It is proposed to the meeting to consider approving the increase of authorized capital of the company.

The president inquired if any shareholders wanted to ask or give opinions about this agenda and some shareholders questioned as follows:

Question from Mr. Thara Chonpranee, Shareholder,

What was the plan of the company to increase capital for business expansion, branch expansion product capacity and why the company increases the capital not loaning

from financial institutions because capital from shareholder's equity is higher than capital of loan from financial institution and there shall be dividend payment. And what was Debt to Equity Ratio of the company and what reason to issue duration of warrant for 3 years and what was the plan to spend money?

Miss Sarisa answer and explained to shareholders that,

To issue and offer warrant, the company had objectives to spend money gained from transformation to ordinary share in the future to be revolving fund for business operation to support income from sale expected to grow continually by value of inventory, account receivable and that requires supportive revolving fund. Currently, the company has d/e ratio at 2.08 times and after using right to transform 260 million units, the company will have D/E Ratio decreasing to 1.77 Times. After Debt to Equity Ratio is decreased while the company has increasing authorized capital, it will be good for the company in terms of loan potential in the future including higher value of shareholder's equity.

Mr. Thara has additional question as follows

As the company has a plan to increase authorized capital to 195.00 million Baht, how is the plan of the company to transfer authorized asset from MAI Stock Exchange to Stock Exchange of Thailand?

Mr. Arak Suksawad, as managing director, has answered and clarified to shareholders that,

From perspective of company's executives, in the future, the company will not stop only have authorized asset in MAI Stock Exchange, but we have a plan to operate business that will continually grow and have a goal to transfer them to Stock Exchange of Thailand in the future. Executive team has set the target of success following business operation plan in following year.

Question from Mr. Samart Saeung, Proxy from Miss Malee Saeung

What is possible consequence with ECF after issuing warrant (ECF-W1)

Miss Sarisa answered and explained to shareholders that,

For details of calculating possible effect on shareholders, the company gives information and calculation method delicately in page 28 and 29 of invitation letter to this shareholder's meeting and the effect can be concluded as follows:

<i>Control Dilution</i>	<i>Diluted for 33.33</i>
<i>Earnings Per Share Dilution : EPS Dilution</i>	<i>Diluted for 33.30</i>
<i>Price Dilution</i>	<i>Diluted for 26.79</i>

Mr. Samart had addition question as follows

On the date with XW, what is the effect of Dilution on ECF?

Assoc. Prof. Dr. Montree Sacatyanurak, as the audit committee chairman and independent committee, answered and clarified that,

The figure the company explained is theory-based calculation of possible effect and financial analysis. The real effect may have deviation from calculation. However, it depends on how each investor thinks when it is the date of XW. There might be external factor that affects overall image of stock exchange and that results the figure from calculation is substantially deviated when compared to reality. The price in stock exchange cannot indicate what trend of price. Such calculation is just to explain principle. Some investors may have perspective and guidelines to analyze differently depending on experience and personal reasons.

The president inquired if any shareholders would like ask or give opinions about this agenda and when no one questioned , he asked shareholders to vote and this agenda shall be approved with at least $\frac{3}{4}$ of all votes of shareholders who attended the meeting and had right to vote.

Resolution the meeting had resolution to approve increasing authorized capital from 130,000,000 Baht to 195,000,000 Baht by issuing value-added ordinary share for 260,000,000 shares with value of 0.25 Baht with unanimous vote from all votes of shareholders who attended and had right to vote.

Resolution	Votes (1 share= 1 Vote)	Percentage of shares of attendants with right to vote
1. Agree	407,250,091	100.00

Resolution	Votes (1 share= 1 Vote)	Percentage of shares of attendants with right to vote
2. Disagree	0	0.00
3. Abstain	0	0.00

Agenda 4 Consider Approving Memorandum of association No 4 Revision to Correspond the Increase of Authorized Capital of the Company

The president informed the meeting that for this agenda, Miss Sarisa will presents details of this agenda to the shareholders.

Miss Sarisa explained to shareholders that,

The company proposed to revise memorandum of association No. 4 of the company to correspond the increase of authorized capital of the company as follows:

“No 4. Authorized capital	195,000,000	Baht	(One hundred ninety five million)
Including	780,000,000	Shares	(Seven hundred eighty million)
Value/share	0.25	Baht	(Twenty five Satang)
Divided as			
Ordinary Share	780,000,000	Shares	(Seven hundred eighty million)
Preference Share	-None-	Shares	

It is proposed to the meeting to consider approving memorandum of association No. 4 Revision to correspond the increase of authorized capital and those who are company’s committee or managing director to assign amending the memorandum of association at Department of Business Development, Ministry of Commerce to be authorized to amend and add words in accordance with order of the registrar.

The president inquired if any shareholders asked or gave any opinions about this agenda, there were no shareholders inquiring or giving opinions, he then asked shareholders to vote and this agenda shall be approved with at least $\frac{3}{4}$ of all votes of shareholders who attended the meeting and had rights to vote.

Resolution The meeting had resolution to approve amending memorandum of association No 4 to correspond the increase of authorized company with unanimous vote of shareholders who attended the meeting and had rights to vote.

Resolution	Votes (1 share= 1 Vote)	Percentage of shares of attendants with right to vote
1. Agree	407,255,091	100.00
2. Disagree	0	0.00
3. Abstain	0	0.00

Remark: *In this agenda, there are more shareholders compared to the opening of meeting for 5,000 shares*

Agenda 5 Consider approving Value-added Ordinary Share Allocation

The president informed the meeting that for details supporting consideration of this agenda, the company has delivered to shareholders as in enclosure 3 along with invitation letter to meeting. In this agenda, Miss Tippawan Suksawad, as the executive director, vice- managing director and secretary of the company, presented details about this agenda to shareholders as follows:

Miss Tippawan explained to shareholders that,

The company has proposed for approving value-added ordinary share allocation for 260,000,000 shares with value of 0.25 Baht/ share to support using rights according to warrant to purchase ECF-W1 of the company and it has following traits.

Stock Increase	Share Type	Amount of Share	Par value (Baht/share)	Total (million Baht)
<input checked="" type="checkbox"/> For purpose of capital use	Ordinary Share	260,000,000	0.25	65.00
	Preference Share	---	---	---
<input type="checkbox"/> General Mandate	Ordinary Share	---	---	---

Stock Increase	Share Type	Amount of Share	Par value (Baht/share)	Total (million Baht)
	Preference Share	---	---	---

Allocated to	Amount of Share	Ration (Old : New)	Sale Price (Baht/share)	Date and time of Subscription and Share Value Payment	Remark
To support using rights according to warrants to subscribe ordinary share of the company (1) (ECF-W1) which is allocated to existing shareholder by proportion	260,000,000	Existing shareholders will receive warrant with ratio of <u>2 old shares : 1 warrant</u>	Price for subscription is 0.5 Baht per share	See details in enclosure 1	-

The president inquired if any shareholders would like to question or give opinions about this agenda, when nobody made inquiry or gave opinions, he asked shareholders to vote and this agenda shall be approved with the majority vote of shareholders who attended the meeting and had rights to vote.

Resolution The meeting had resolution to approve allocation ordinary shares with unanimous vote of shareholders who attended the meeting and had rights to vote as follows:

Resolution	Votes (1 share= 1 Vote)	Percentage of shares of attendants with right to vote
1. Agree	407,255,091	100.00
2. Disagree	0	0.00
3. Abstain	0	

Remark: *In this agenda, there are more shareholders compared to the opening of meeting for 5,000 shares*

Agenda 6 Others (if any)

--None--

After this agenda, the president inquired if any shareholders had additional questions. And in the meeting there were questions from shareholders as follows:

Question from Mr. Samart

How did the company specify transformation of warrant and how long?

Assoc. Prof. Dr. Montree answered and clarified that,

The company allocated warrants to existing shareholders with ratio of 2 shares: 1 warrant that enables to use right of first transformation on 30 November 2015 with price of 0.50 Baht per share and the transformation is specified in every 6 months until the warrant dues in 3 years. When receiving shares from transformation, they can trade like ordinary share.

Mr. samart had addition question that

To transform in every 6 month will make the company receive money lately but if it is quarterly, the company will gain money from transformation faster.

Assoc. Prof. Dr. Montree answered and explained to shareholders that,

The company has stipulated guidelines to issue warrant by considering suitability and concordance of company's need as priority and the company has a plan to spend money in the future and format of issuing warrants of each company is different depending on different suitability and spending plan.

Question from Mr. Thara

He asked if the company identified methods to pass resolution in each agenda in invitation letter to shareholder's meeting.

- 1. Why the company did not specify using rights of transformation sooner as to estimate price in amount of 0.50 Baht/ Share will induce shareholders to want transformation right.*
- 2. In the second half of year, how does the company expand the business? And how is it better than the overall market?*

The president accepted suggestion for further revision by adding methods to pass resolution in each agenda in invitation letter to shareholder's meeting.

For second question, Miss Sarisa has answered and clarified to shareholders that the reason why the company specified duration of first transformation after the warrant last 1 year is because the company has defined ratio at 2 shares: 1 warrant which is the ratio of maximum allocation stipulated by SEC. Therefore, the impact of Dilution Effect is found substantial and to specify to use right of transformation after a year is because the company may gain income from sale, overall operation and earnings per share at maximum amount to mitigate impact on Dilution Effect. And that was why the company determined such format of transformation.

Besides, Mr. Thara asked about Dilution Effect that will happen to price of ECF that is definitely possible for the company specifies price from transformation lower than the market price.

For this question, Assoc. Prof. Dr. gave additional information that as the company specified low price from transformation is because partial amount is return to shareholders and to define duration of first transformation when the warrant 1 year is because now, the company has D/E Ratio for 2.08 times, the company is supported by financial institutions very well and the company expected that it will have good turnover to increase profit to share and can compensate impact of Dilution Effect to some extent.

For third question, Mr. Arak answered and explained to shareholders that the trend of furniture industry is anticipated to grow continually. During the first quarter, the company could gain income from sale to be more than 15% and in 2014, the company has set target of growth at 15% along with quarter 3 and 4, it is the season of selling furniture and normally, its growth is bigger than 1 and 2 quarter. It can be anticipated that, throughout

2014, the company could have growth rate from sale as targeted in case there was no significant effect interrupting and finally, it would make profit rate grow in the same way.

Mr. Samart had additional question as follows:

In the future, how does the company plan to issue second warrant?

Mr. Arak answered and clarified to shareholders that, now, the company has not had any plans to issue second warrants because the first warrant can support business operation plan during 2015-2016 and to issue warrant, the company shall take time to consider and discuss details for a while.

After answering all questions and the meeting had no additional doubts or suggestion, the president thanked all shareholders.

The meeting is closed at 15.15 Hrs.

General Terdsak Marom
Committee Chairman

Miss Tippawan Suksawad
Company's Secretary

Miss Sarisa Thongkittikul
Assistant Company's Secretary
Provider of the minutes of the meeting

Enclosure No. 3**Supporting Agenda 4**

The Company has formulated the policy of dividend payment at the rate not less than 40% of net profit after corporate income tax and legal reserve as required in Articles of Association. Anyhow, such dividend payment may be changed depending on the Company's overall operation and financial status, liquidity, investment plan as well as the factors related to management, necessity and other appropriateness in the future.

According to Section 116 of Public Limited Company Act, the Public Company Limited shall appropriate the part of annual net profits as reserve fund for not less than 5% of annual net profits deducted by brought forward accumulated loss amount (if any) until the amount of this reserved fund is not less than 10% of the authorized capital unless the Company will have other regulations or laws required to have more reserved fund.

As the Company has not yet appropriated legal reserve according to such criteria, it then proposed to the Meeting of Shareholders for acknowledgement about earnings appropriation for Baht 5,100,000 (Five Million and One Hundred Thousand Baht Only) as legal reserved fund and asked to propose to the Meeting of Shareholders for consideration on approval of dividend payment from earnings for 2014 annual overall operation as follows.

- Dividend is paid from the part promoted for investment (BOI) in the rate of 0.0069 Baht per share.
- Dividend is paid from the part not promoted for investment (NON-BOI) in the rate of 0.0621 Baht per share.

It has been combined to be the dividend payment in the rate of 0.069 Baht per share, totaling to the amount of Baht 35,880,000 (Thirty Five Million Eight Hundred and Eighty Thousand Baht Only) through naming the list of shareholders who have rights to gain dividend (Record Date) on 24 April 2015 and gathering the list of shareholders according to Section 225 of Public Limited Company Act B.E. 2535 (1992) by Register Closing Method on 27 April 2015. Anyhow, the dividend payment will be carried out within 12 May 2015.

Comparison Information of Dividend Payment Details during the Year of 2013 (the first year entering to listed company in Market for Alternative Investment (MAI) and Year 2014.

Details of Dividend Payment	Year 2013	Year 2014
Net Profits of Separate Financial Statements (Million Baht)	40.84	70.98
Allocation of 5% Legal Reserve (Million Baht)	3.00	5.10
Number of Shares (Million Shares)	520.00	520.00
Total Dividend per Share (Baht per Share)	0.03	0.069
Total Estimated Dividend (Million Baht)	15.60	35.88
Ratio of Dividend Payment Compared with Net Profits After Deduction of Reserve (%)*	41.23%	54.46%

Remark : The Company's dividend payment ratio has been in line with dividend payment policy for both Year 2013 and Year 2014.

Enclosure No. 4**Supporting consideration on Agenda 5****Biography of the Director Nominated to Hold the Position****1. Assoc. Prof. Dr.Montri Sacatiyanurak**

Type of Director Nominated for Appointment

: Chairman of Audit Committee / Independent Director

**Age** 57 years old**Nationality** Thai**Position in the Company**
- Chairman of Audit Committee
- Independent Director

Education

<u>Doctoral Degree</u>	Public and Monetary Economics University of Minnesota, U.S.A.
<u>Master's Degree</u>	Economics University of Minnesota, U.S.A.
<u>Master's Degree</u>	Master of Development Administration (Economic Development) National Institute of Development Administration (NIDA)
<u>Bachelor's Degree</u>	Economics Thammasat University

Training of the director's role and duty Director Accreditation Program (DAP), Batch No. 69/2008, Thai Institute of Directors (IOD)

Work background

<i>2012 – Present</i>	<i>Chairman of Audit Committee / Independent Director East Coast Furnitech Public Company Limited</i>
<i>2007 – Present</i>	<i>Vice President for Planning and Development Graduate School of Public Administration, National Institute of Development Administration</i>

(NIDA)

Position holding in other businesses <u>which are listed</u> companies	<i>Present</i>	<i>Chairman of the Board</i> Ocean Commerce Public Company Limited <i>Present</i> <i>Audit Committee Member and Independent Director</i> Union Auction Public Company Limited
Position holding in other businesses <u>which are not</u> Listed Companies	<i>Present</i>	<i>Director</i> Learn Tech Company Limited <i>Present</i> <i>Chairman of the Board</i> SPC Precious Metal Company Limited <i>Present</i> <i>Chairman of Audit Committee /Chairman of the Board</i> TV Thunder Company Limited
Position holding in other businesses that may cause conflict of interest toward the Company	- None	
Ratio of shareholding in the Company (Percent)	- None -	
Family relationship between executives	- None -	
Number of years ever holding director position	2 years and 6 months counted until the date of 2015 Annual Ordinary General Meeting of Shareholders	
Meeting attendance in last year	The Board of Directors in the ratio of 100 percent Risk Management Committee in the ratio of 100 percent	
Availability/unavailability of interest with the Company and its Subsidiaries at present or in the past 2 years period (for consideration on appointment for holding the independent director)	-	Not being the director who has been involved in management, staff, employee or consultant who is paid for permanent salary. - Not being the professional service provider. - Not having significant business relationship that may cause inability to independently function.

2. Assoc. Prof. Songklod Charusombat

Type of Director Nominated for Appointment

: Audit Committee Member / Independent Director



Age	50 years old
Nationality	Thai
Position in the Company	Independent Director Audit Committee
Education	<u>Master's Degree</u> Master of Science Faculty of Forestry, Kasetsart University <u>Bachelor's Degree</u> Bachelor of Science Faculty of Forestry, Kasetsart University
Training of the director's role and duty	Director Accreditation Program (DAP), Batch No. 99/2012, Thai Institute of Directors (IOD)
Work background	<i>2012 – Present</i> <i>Audit Committee Member / Independent Director</i> East Coast Furnitech Public Company Limited <i>2539 – Present</i> <i>Vice President for Academic Planning and</i> <i>Development</i> Faculty of Forestry, Kasetsart University <i>Director</i> Center of Excellence in Hevea <i>Expert of Industrial Technology</i> <i>Assistance Program (ITAP)</i> National Science and Technology Development Agency <i>Advisor</i> Thai Furniture Industries Association <i>Advisor</i> Thai Hevea Wood Association
Position holding in other	- None -

businesses which are listed**companies****n Position holding in other** - None -**businesses which are not****listed companies****Position holding in other** - None**businesses that may cause
conflict of interest toward
the Company****Ratio of shareholding in the** - None -**Company (Percent)****Family relationship** - None -**between executives****Number of years ever** 2 years and 6 months counted until the date of 2015 Annual
holding director position Ordinary General Meeting of Shareholders**Meeting attendance in last** The Board of Directors in the ratio of 100 percent
year**Availability/unavailability** - Not being the director who has been involved in
of interest with the management, staff, employee or consultant who is paid
Company and its for permanent salary.**Subsidiaries at present or** - Not being the professional service provider.
in the past 2 years period - Not having significant business relationship that may
(for consideration on cause inability to independently function.
appointment for holding**the independent director)**

3. Mr. Wanlop Suksawad

Type of Director Nominated and Appointed

: The Company's Director / Signatory Authorized
Director

Age	73 years old
Nationality	Thai
Position in the Company	The Company's Director Chief Executive Officer
Education	<u>Elementary Education Grade 4</u> Wat Huai Sarika School
Training of the director's role and duty	Director Accreditation Program (DAP), Batch No. 96/2012, Institute of Thai Directors (IOD)
Work background	2542 – Present <i>The Company's Director</i> <i>Chief Executive Director</i> East Coast Furnitech Public Company Limited
Position holding in other businesses <u>which are</u> listed companies	- None -
Position holding in other businesses <u>which are not</u> listed companies	- None -
Position holding in other businesses that may cause conflict of interest toward the Company	- None
Ratio of shareholding in the Company (Percent)	15.3908% / 18.0815% (including spouse)
Family relationship	The spouse of Mrs. Waraporn Suksawad and the father of Mr.

between executives	Chalee Suksawad, Mr. Arak Suksawad and Miss Tippawan Suksawad. All of 4 aforesaid persons have currently held the Company's director position.
Number of years ever holding director position	15 years and 6 months counted until the date of 2015 Annual Ordinary General Meeting of Shareholders
Meeting attendance in last year	The Board of Directors in the ratio of 100 percent

Enclosure 5
Supporting Agenda 5**Definition of Independent Committee of the Company**
(Stricter than minimum regulation of SEC and Stock Exchange)

- Holding shares not over 0.5% of all shares with right to vote of the company, subsidiary, holding company, joint venture, major shareholder or the authority of the company. Nevertheless, it includes shareholding of the relevant of that independent committee too.
- Not or used to be the committee participating with administrating employee, staff, counselor with salary or the authority of the company, holding company, subsidiary, joint venture, major shareholder or the authority of the company unless being retired from such position not less than 2 years before permission to the office. Nevertheless, such prohibited characteristics do not include the independent committee used to be a bureaucrat or counselor of the government that is a major shareholder or authority of the company
- Not being a person with consanguinity or legal relationship as a father, mother, spouse, sibling and child including the spouse of child of the executive or major shareholder, the authority or a person to be proposed as an executive or the authority of the company or subsidiary.
- Not having or used to have business relationship with the company, parent company, subsidiary, associated company, major shareholder or the authority of the company that is to interrupt free discretion of yourself and not being or used to be an implicit shareholder or the authority with business connection with the company, holding company, subsidiary, joint venture, shareholder or the authority of the company unless being retired from that position at least 2 years before permission to the office.
- Not being or used to be the auditor of the company, holding company, subsidiary, joint venture, major shareholder or the authority of the company and not being an implicit shareholder or the authority or partner of auditing office of the company, holding company, subsidiary, joint venture, major shareholder or the authority of the company unless being retired from that position at least 2 years before the date of permission to the office

- Not being or used to be the professional provider including legal counselor or financial advisor that receives wages more than 2 million Baht per annum from the company, holding company, subsidiary, joint venture, major shareholder or the authority of the company and not being an implicit shareholder or authority or partner of that professional provider unless being retired from that position at least 2 years before the date of permission to the office
- Not being a committee appointed to be the representative of company's committee, major shareholder or those who are relevant to major shareholders
- Not running the business with same trait that is the competition with the business of the company or subsidiary and not being implicit partner in partnership or a committee participating in administering employee and staff, salary advisor or holding share beyond 1% of all shares with rights to vote of other companies that have same characteristic and implicit competition with the company or subsidiary
- Not having any other traits that interrupt free opinion about operation of the company.

Scope of Duty and Responsibility of Audit Committee

1. Auditing the company to have correct and sufficient financial report
2. Auditing the company to have suitable and effective internal control system and Internal Audit and considering independence of Internal Audit Department along with agreeing with consideration of appointing, transferring and dismissing head of internal audit department or other institutes related to internal audit
3. Auditing the company to comply with law associated with security and exchange, regulations of Stock Exchange and law regarding to business of the company
4. Considering selecting and appointing a person who is independent to act as an auditor of the company and offering returns of such person along with attending the meeting with auditors without executive department at least once a year
5. Considering connected list or list with conflict of interest to be in accordance with law and regulations of Stock Exchange to ensure that such list is reasonable and ultimately beneficial to the company.
6. Making list of audit committee by revealing in annual report of the company. Such report shall be signed by audit committee chairman and assembled with at least following information

-
- (A) Opinions about correctness, completeness and reliability of financial report of the company
 - (B) Opinions regarding to sufficiency of internal control system of the company
 - (C) Opinions about to comply with law associated with security and exchange, regulation of Stock Exchange or law regarding to operation of the company
 - (D) Opinions regarding to suitability of the auditor
 - E) Opinions about list with possible conflict of interest
 - (F) Amount of audit committee's meeting and attendance of each audit committee
 - (G) Opinions or overall notices that the audit committees receive from doing duty according to Charter of Audit Committee
 - (H) Other lists that shareholders and investors should know under scope of duty and responsibility assigned by the company's committee
7. Other operations assigned by company's committee with agreement of audit committee
8. The chairman of audit committee and audit committees take position by period specified in regulations of the company
- Nevertheless, audit committee takes position for 3 years

Enclosure No. 6**Supporting consideration on Agenda 6****Director Nomination for Year 2015**

In the period of Year 2014, the Company has determined the details of director nomination as follows.

1) Monthly Remuneration :

- Chairman of the Board 20,000 Baht/Month
- Director 10,000 Baht/Person/Month
- Chairman of Audit Committee 15,000 Baht/Month
- Audit Committee Member 10,000 Baht/Person/Month

2) Meeting Allowance for every set of Subcommittees : for 5,000 Baht/Person/Time

It consists of below:

1. Board of Directors
2. Risk Committee

3) Special Compensation or Bonus : Consideration from overall operation

Anyhow, the Meeting has determined director remuneration in total financial limit for not more than Baht 3,500,000.

And for the period of Year 2015 The Company has requested to propose the Meeting of Shareholders to consider on approval for determination of director remuneration for Year 2015 as follows.

1) Monthly Remuneration :

- Chairman of the Board 25,000 Baht/Month
- Director 15,000 Baht/Person/Month
- Chairman of Audit Committee 20,000 Baht/Month
- Audit Committee Member 15,000 Baht/Person/Month

2) Meeting Allowances for every set of Subcommittees : for 5,000 Baht/Person/Time

It consists of below:

1. Board of Directors
2. Risk Committee

3. Nomination Committee

4. Remuneration Committee

3) Special Compensation or Bonus : Consideration from overall operation

Anyhow, the Meeting has defined the remuneration for directors in total financial limit for not exceeding Baht 3,500,000 which has been the financial limit of director remuneration equaling to the last 2014.

Remark : For creation of good audit and balance as well as for conformity to good governance, the Company has formulated the policy in controlling the return for directors and executives apart from monthly remuneration, meeting allowance and bonus as specified aforesaid and according to the existing approval authority. Any additional remuneration valued for more than 1,000,000 Baht/person/year shall be proposed as meeting agenda to the Meeting of Audit Committee for consideration on approval by specifying details and reasonability for payment of such additional fringe benefits.

Enclosure No. 7**Supporting for consideration on Agenda 7****Appointment of Auditor and Determination of Remuneration**

From the Meeting of Audit Committee No. 1/2015 on 27 February 2015, the Audit Committee held the Meeting to consider and select the auditor of the Company and its subsidiaries for Year 2015 with concluded main points as follows.

According to the Audit Committee's opinion proposed to the Board of Directors, it was concluded that the Company has appointed Mr. Methee Rattanasrimetha, the auditor from MR & Associates Co., Ltd., as the Company's auditor from 2010 to 2014 which was the latest year that performed the duty of the auditor for the Company and its Subsidiaries (for total duration of 5 years). In such period of time, the auditor always well performed his duty according to the scope and authority and provided advices to the Company. The Certified Public Accountant was assigned to enter for audit as Table for the List of Auditors in each year as follows.

Items	Year 2015 (Proposed for Consideration)	Year 2014
Name of Audit Firm	MR & Associates Co., Ltd.	MR & Associates Co., Ltd.
Auditor	Mr. Akradet Pliansakul Certified Public Accountant No. 5389	Mr. Methee Rattanasrimetha Certified Public Accountant No. 3425
	Or Mr. Phisit Cheewaruangroj Certified Public Accountant No. 2803	
	Or Mr. Methee Rattanasrimetha Certified Public Accountant No. 3425	
	Or other auditors that MR & Associates Co., Ltd. will deem as appropriate and proper.	

The Audit Committee examined and had the opinion that the proposed auditors have been approved by the Office of the Securities and Exchange Commission anyhow without relationship or interest between the auditor and the Company / its Subsidiaries / the major shareholders / the executives as well as people concerned with such individuals.

Therefore, the meeting of Audit Committee No. 1/2015 resolved to propose the opinion to the Board of Directors in the Board of Directors' Meeting No. 2/2015 in order to appoint Mr. Akradet Pliansakul, Certified Public Accountant No. 5389 or Mr. Phisit Cheewaruangroj, Certified Public Accountant No. 2803 or Mr. Methee Rattanasrimetha, Certified Public Accountant No. 3425. Any of them or other auditors of which MR & Associates Co., Ltd. will deem as appropriate and proper to be the auditor of the Company and its subsidiaries in Year 2015.

In consideration on audit fee, Audit Committee considered the quotation of Audit Fee for Year 2015 offered by MR & Associates Co., Ltd. for Audit Fee of the Company and its Subsidiaries for Year 2015 in the amount for not more than 1,540,000 Baht/Year. It was increased when compared with 2013 Annual Audit Fee in the amount of not more than 180,000 Baht /Year due to more quantity of job content, step and duration for audit from Year 2014. It has been likely reasonable to offer such audit fee rate to the Board of Directors' Meeting. In the Board of Directors' Meeting No. 2/2015 on 27 February 2015, the Meeting resolved to propose 2015 Annual Ordinary General Shareholders' Meeting for consideration on approval of 2015 Annual Audit Fee in part of the Company and its Subsidiaries for Year 2015 in the amount of not more than 1,540,000 Baht per year for further consideration on approval.

Items	Year 2015 (Proposed for Consideration)	Year 2014
Audit Fee	1,000,000	880,000
Other Non-Audit Fee	540,000	380,000
Total Audit Fee of the Company and its Subsidiaries	1,540,000	1,360,000

Articles of Association in the Part Related to the Meeting of Shareholders**Category 5****The Board**

Clause 17. The Company is allowed to have the Board of Directors for the Company's business operation. It consists of at least five (5) directors but does not exceed fifteen (15) directors. The directors for not less than half of total number of the directors shall have residences in the Kingdom and the Company's director shall be the qualified individual as required by law.

The Company's director can either be or not be the Company's shareholder.

Clause 18. The Meeting of Shareholders is assigned to select the Company's directors according to below criteria and method.

- (1) A shareholder has one vote equaling to one (1) share per one (1) vote.
- (2) Each shareholder must exercise all of his or her existing votes according to Clause (1) to elect an individual or several individuals as the director(s). In case of selection several individuals as the directors, more or less votes cannot be divided to anyone.
- (3) The individuals who acquire highest votes respectively are the ones who are elected to be the directors equaling to the number of directors that should have or should be elected in this time. In the case that the individuals who are elected in next order have equal votes exceed the number of the directors that should have or should be elected in this time, the Chairman of the Meeting shall do casting vote.

Clause 19. In every time of Annual Ordinary General Meeting of Shareholders, the directors shall resign the offices for one-third (1/3) of number of the directors at that time. If the number of directors cannot be divided to be identical three portions, the directors shall resign for the numbers nearest to one-third (1/3) portion.

The director who vacates the office may be reelected to return to the office again.

The director who must vacate from the office in the first year and the second year after the Company's registration shall draw lot. For the following years, the director who is in the office for longest period is the one who vacates the office.

Clause 20. Apart from vacating the office by term, the director shall vacate his or her office upon the below.

- (1) Death
- (2) Resignation
- (3) Disqualification or Legal Incompatibility of Public Limited Company or Law of Securities and Exchange
- (4) The Meeting of Shareholders' resolution to resign according to Clause 22.
- (5) The judicial order to resign

Category 6

The Meeting of Shareholders

Clause 35. The Board of Directors shall hold the Meeting of Shareholders as Annual General Meeting within four (4) months from the ending date of the Company's fiscal year.

The Meeting of Shareholders in other time apart from the first paragraph is called as an Extraordinary Meeting and the Board of Directors shall convene the Meeting of Shareholders as an Extraordinary Meeting whenever depending upon the appropriateness will be deemed.

The shareholders who hold the shares counted in total for not less than one-third (1/3) of total number of shares sold or not less than twenty five (25) shareholders who hold the shares counted in total for not less than one-tenth (1/10) of total number of shares sold shall submit a joint issued letter in order to request the Board to call for the Meeting of Shareholders as an Extraordinary Meeting in whenever. However, the reason to request for meeting shall be clearly identified in such letter. In such case, the directors shall hold the Meeting of Shareholders within one (1) month from the receipt date of that letter from such shareholders.

Clause 36. In the call for the Meeting of Shareholders, the Board of Directors shall prepare Meeting Appointment Letter by specifying venue, date, time, rule, meeting agenda and issues proposed to the Meeting in accompanying with details

as proper. It shall be clearly identified that it has been the issue proposed for acknowledgement, for approval or for consideration as the case may be including the Board's opinions in such issue and then sent to the shareholders and the registrar for acknowledgement for not less than seven (7) days before meeting date. Anyhow, the notice of meeting appointment is advertised in the newspaper before meeting date for not less than three (3) days for consecutive time for not less than three (3) days.

Anyhow, the venue used as the conference venue is in the province where is the location of the Company's head office or other places as specified by the Board.

Clause 37. In the Meeting of Shareholders, the shareholders and the Proxy from the shareholders (if any) shall come to attend meeting for not less than twenty five (25) people or not less than half of total number of shareholders and total shares shall be counted for not less than one-third (1/3) of total number of shares sold, then it will be a constituted quorum.

In the event that it appears that when the appointment time is elapsed up to one (1) hour in any Meeting of Shareholders, the number of shareholders who attend the Meeting is not a constituted quorum as defined in the first paragraph. If the Meeting of Shareholders is called for appointment due to the request by shareholders, that Meeting shall be suspended. If that meeting is not the Meeting that is called for Meeting due to the request by Shareholders, the reappointment is made for the Meeting. In this case, Meeting Appointment Letter is sent to shareholders for not less than seven (7) days before meeting date. The requirement for constituted quorum is not constrained in this last meeting.

Clause 38. The Chairman of the Board presides over the Meeting of Shareholders. In case that Chairman of the Board is absent in the Meeting or cannot perform his or her duty, the Vice Chairman of the Board presides over the Meeting. If Vice President of the Board is unavailable or absent in the Meeting or cannot perform his or her duty, the Meeting is allowed to select any shareholder who attends the Meeting to preside over the Meeting.

Clause 39. In voting in the Meeting of Shareholders, one share is regarded to have one vote and any shareholder who has special interest in any matter, that shareholder has no right to vote on that matter besides voting for director election. The resolution of the Meeting of Shareholders, the following votes shall comprise below votes.

- (1) In normal case, the majority votes of the shareholders who attend the Meeting and vote are relied on. If the tie exists, the Chairman of the Meeting shall additionally vote for one more vote as the casting vote.
 - (a) In the following cases, the votes are not less than one-third (3/4) of total number of the shareholders' votes who attend the Meeting and have voting rights.
 - (b) Sale or transfer all or some major parts of the Company's businesses to other person.
 - (c) Purchase or being transferred for private company or other public companies to be owned by the Company
 - (d) Making, revising or cancelling the lease contract of all or some major parts of the Company's businesses, assigning other person to be involved in the Company's business management or merger with other person under the objective for profit and loss sharing.
 - (e) Revision and addition of Memorandum of Association or Articles of Association
 - (f) Increase or decrease in the Company's authorized capital
 - (g) Winding up the Company
 - (h) Issuance of the Company's debentures
 - (i) Merger of the Company with other companies

Clause 40. Affairs of which Annual Ordinary General Meeting of Shareholders should call for Meeting.

- (1) Consideration on the report of the Board presenting the Company's business in last year.
- (2) Consideration on approval of Balance Sheet and Profit and Loss Account of the last fiscal year.

-
- (3) Consideration on approval of profit appropriation and dividend payment
 - (4) Consideration on selection new director in replacement of the director who vacates from office by term and determination on remuneration for director
 - (5) Consideration on appointment of auditor and determination of accounting audit fee amount; and
 - (6) Other affairs

Clause 45. The dividend is prohibited to be paid from other types of monies apart from profit. In case that the Company has accumulated loss, the dividend payment is prohibited.

That dividend is divided according to number of shares at equal amount per share unless it will be otherwise specified for preference shares. The dividend payment must be approved from the Meeting of Shareholders.

The Board may occasionally pay the interim dividend to the shareholders when deeming that the Company earns profit and it is suitable enough to do like that and when the interim dividend is paid, such dividend payment shall be reported to the Meeting of Shareholders in next time.

The dividend payment is made within one (1) month from the date of the Shareholders' Meeting or the resolution of the Board of Directors' Meeting as the case may be. Anyhow, the shareholders shall be informed by writing and the notice of that dividend payment shall be also advertised in newspaper.

Clause 46. The Company shall provide the part of annual net profits as reserved fund for not less than five (5) % of annual net profits deducted by brought forward accumulated loss amount (if any) until this reserved fund has the reserved fund for not less than ten (10) % of the authorized capital.

Clause 47. The auditor shall not be the director, officer, employee or the individual who holds any posts of the Company.

Practice for 2015 Annual Ordinary General Meeting of Shareholders

According to the policy of the Securities and Exchange Commission of Thailand on Practice for Holding Meeting of Shareholders of the Listed Company dated 19 February 1999. The objective is the listed company's adherence as good guideline that will build confidence occurred to shareholders, investors, and people concerned with all parties, and for holding of the Company's meeting of shareholders with transparency, fairness and usefulness to the shareholders. The Company then has deemed as proper to determine the examination of documents and evidence showing the entity of shareholder and the representative of the shareholder who has right to attend the meeting for continuous practice and adherence by the shareholder. Anyhow, as some shareholders have not been familiar with practice applied in the Meeting of Shareholders, the Company reserves its right to make an exception on submission of documents or evidences showing the entity of shareholder or representative of the shareholder who has right to attend the meeting for each case as the Company considers and deems as proper.

➤ **Documents and Evidences of Right to Attend Meeting**

The Company would like to request the shareholders to present evidences and practice in attendance of the Meeting of Shareholders as follows.

Meeting Attendee	Documents or Evidences
1. Natural Person	○ Registration Form
<i>1.1 Thai Nationality Shareholder</i>	○ The shareholder's Identification Card (Identity Card or Public Servant Card or Public Enterprise Official Card) ○ If there is the revision in name or surname, the evidence of that change shall be also presented.
<i>1.2 Foreign Shareholder</i>	○ Certificate of Alien or Passport or documents used in the replacement of

Meeting Attendee	Documents or Evidences
	unexpired Passport
<p><u>In case of Proxy</u> (In case of documentary copy, it shall be certified to be true copy.)</p>	
<ul style="list-style-type: none"> - The Proxy Letter filled with complete and accurate contents and affixed with the signatures of the Principal and the Proxy. - The copy of the shareholder's Identification Card or the Principal's Passport (in case that the Proxy is a foreigner). - The Principal's Identity Card, Driving License, or Passport (in case that the Proxy is a foreigner). 	
<p>2. Juristic Person</p>	<ul style="list-style-type: none"> o Registration Form
<p><i>2.1 Juristic Person that was registered in Thailand</i></p> <p><u>Remark</u> In case of documentary copy, it shall be certified to be true copy by the authorized director and affixed with the Company's official seal.</p>	<ul style="list-style-type: none"> o The Certificate of Juristic Person issued for not over than 30 days by Department of Business Development, Ministry of Commerce. o –Identification Card or Passport (in case of foreigner) of the authorized director in the Certificate of Juristic Person. o Proxy Letter filled with complete and accurate contents and affixed with signatures of the Principal and the Proxy o Proxy Letter filled with complete and accurate contents and affixed with signatures of the Principal and the Proxy o The Proxy's Identification Card or Passport (in case of foreigner).
<p><i>2.2 Juristic Person that was registered in foreign country</i></p> <p><u>Remark</u> In case of documentary copy, it shall be certified to be true copy by the authorized director and affixed with the Company's official seal. If it is the document prepared in foreign country, the certification should be</p>	<ul style="list-style-type: none"> o Certificate of Juristic Person o Identification Card or Passport (in case of foreigner) of the authorized director in the Certificate of Juristic Person. o Proxy Letter filled with complete and accurate content and affixed with signatures of the Principal and the Proxy o If there is the change in name or

Meeting Attendee	Documents or Evidences
<i>affixed with signature by Notary Public.</i>	surname, the evidence of that change is also presented. ○ The Proxy's Identification Card or Passport (in case of foreigner)
<u>In case of Proxy</u> (In case of copy of document, it must be certified for true copy). <ul style="list-style-type: none"> - The Proxy Letter which is completely and accurately filled with contents and signed by the Principal and the Proxy. - The copy of the Certificate is signed to certify by the authorized person of the Principal's juristic person. - The copy of the Proxy's identification card or public servant card or driving license. 	

➤ **Proxy and Proxy Method**

Proxy and Proxy Letter

According to the Proclamation of Department of Business Development on Stipulation of Proxy Form (Issue No. 5) B.E. 2550 (2007) dated 2 February 2007, it stipulates Proxy Form in the Meeting of Share Subscriber and the Meeting of Public Company Limited's Shareholders for 3 forms. Any form can be used to be enclosed with Invitation to this time of Meeting as follows.

Form	Details	For Use in below Case
Form A.	General Form of Proxy Letter which is simple and not complex.	In case that shareholder desires to generally authorize.
Form B.	Proxy Letter specifying fixe and clear, detailed items that will authorize.	In case that shareholder desires to authorize other individual or independent director to be the Proxy.
Form C.	It is specific for the case that shareholder is foreign investor and appoint the Custodian in Thailand to be the custodian and overseer of his or her shares.	In case that the shareholder is the foreign investor and appoints the Custodian in Thailand to be the custodian and overseer of his or her shares.

Proxy Method to other Individual to be the Proxy

- The Proxy shall authorize the Proxy to be the single individual who attends the Meeting and votes without ability to divide number of shares to several proxies for separate voting.
- The Proxy fills the details in the Proxy Letter and completely and accurately signs the Principal and the Proxy.
- The duty stamp of 20 Baht is sealed in Proxy Letter together with crossing out and putting the issuance date of such Proxy Letter on to be lawful and to be legally conditional.
- The Original Proxy Letter affixed with duty stamp and documentation is sent via registered postage according to the Company's name – address by addressing to:
Office of the Company's Secretary
East Coast Furnitech Public Company Limited
37/9 Moo 10 Bangbung-Klaeng Raod, Tambon Thangkwian, Amphur Klaeng,
Rayong 21110.
- If the Proxy comes by himself or herself, the Proxy Letter shall be submitted to the Company's officers at the meeting venue for pre-registration for at least 1 hour before meeting commencement so that the Company's officers can have time to check documents to be in time for meeting commencement.

Remark East Coast Furnitech Public Company Limited reserves its right to permit only the individual with complete and correct document to attend the Meeting.

Registration for Meeting Attendance

The Company's officer shall start to accept the Shareholders' registrations at the venue in advance before the meeting for not less than one hour or from 13.00 hrs. until the schedule of meeting commencement.

Meeting Venue : at the conference room of Conference B, 3rd floor, The Grand Four Wings Convention Hotel, No. 333 Srinagarindra Road, Hua Mak Sub-distriect, Bang Kapi District, Bangkok 10240.

➤ **Voting and Vote Count Method**

The Company prepares **ballots** for shareholders at registration point at the entrance area of conference room for shareholders or proxies to specify their votes on ballots according to meeting agenda.

Voting Criteria

Voting is openly performed. The Chairman of the Meeting shall be the one who proposes the shareholders to consider voting in each agenda. The query on each agenda in the Meeting is whether any shareholders agree, disagree, or abstain, and then the shareholders shall specify in distributed ballots and raise their hands so that the Company's officers will collect and gather all ballots in order to tally. Anyhow, the Company also arranges the intermediary to jointly perform in examining and receiving ballots and counting votes for each meeting agenda.

1. The resolution for the Meeting of Shareholders shall consist of votes as follows.
 - For normal case, the majority votes of the shareholders who attend and have voting rights shall be relied on. If the tie exists, the Chairman of the Meeting additionally and equally votes for one more vote, and the Chairman of the Meeting shall additionally vote for one more vote as casting vote.
 - In other cases required by law and / or Articles of Association differently from normal case, it shall be proceeded to be in line with that requirement. The Chairman of the Meeting shall inform the shareholders in the Meeting for acknowledgement before voting in each agenda.
2. The voting in case of proxy, the Proxy shall vote as specified by the Principal in the Proxy Letter only.
3. The shareholder with special interest in any matter is prohibited to vote in that matter unless the voting to elect the directors, Chairman of the Meeting may invite that shareholder to temporarily leave the conference room.

Criteria of Vote Count

According to Clause 18 of Articles of Association, it determines that every shareholder is entitled to have vote equal to one share per one vote. The Company shall count abstained, disagreed and agreed votes tallied from ballots in each agenda from total votes of the shareholders or the proxies who attend the Meeting and have voting rights.

Before commencement of the Meeting, Chairman of the Meeting notified for acknowledgement that the Company shall count the votes in each agenda by deducting abstained and disagreed votes of the shareholders or proxies from total shares of the shareholders or proxies who attend the Meeting and has voting rights. After that, the Chairman of the Meeting shall notify vote count result to the Meeting for acknowledgement in each meeting agenda before starting next agenda.

Remark : The Company registers and counts the votes of the Meeting of Shareholders by Barcode System.

Voting and Vote Count Method

1. The shareholder and the proxy who finishes the registration will gain ballot in printed sheet for each meeting agenda (total 9 agenda and excluding the agenda of other issues). In each sheet, the shareholders with voting rights are listed and it is regarded that one share possesses one vote. The shareholder and the proxy shall correctly use this voting evidential card to be identical to the agenda.
2. **Agenda 6 Consideration on approval for appointment of the director in replacement of the director who must vacate from the office by term.** Ballot in printed sheet with separated topics into particular sub-items and specification of the list of the candidates who are separately nominated to be the directors for individual consideration on election of the directors. The shareholders use the existing votes to elect the directors without dividing more or less votes to any candidates.
3. **Agenda 6 Consideration on approval for determination of remuneration for director** : The votes for not less than two-thirds of total votes of the shareholders who attend the Meeting and have voting rights are used.
4. **Agenda 8 Consideration on approval of revision and addition of the Company's objectives and Agenda 9 Consideration on approval of revision and addition of Clause 3 in the Company's Memorandum of Association in order to be consistent with revision and addition of the Company's objective** : The votes for not less than three-fourth of total votes of the shareholders who attend the Meeting and have voting rights are used.

-
5. For marking on ballot, the shareholder can vote to agree, disagree or abstain in each agenda whereas the shareholder marks either check mark (✓) or cross mark (✗) in the box which is your intention for just single box.

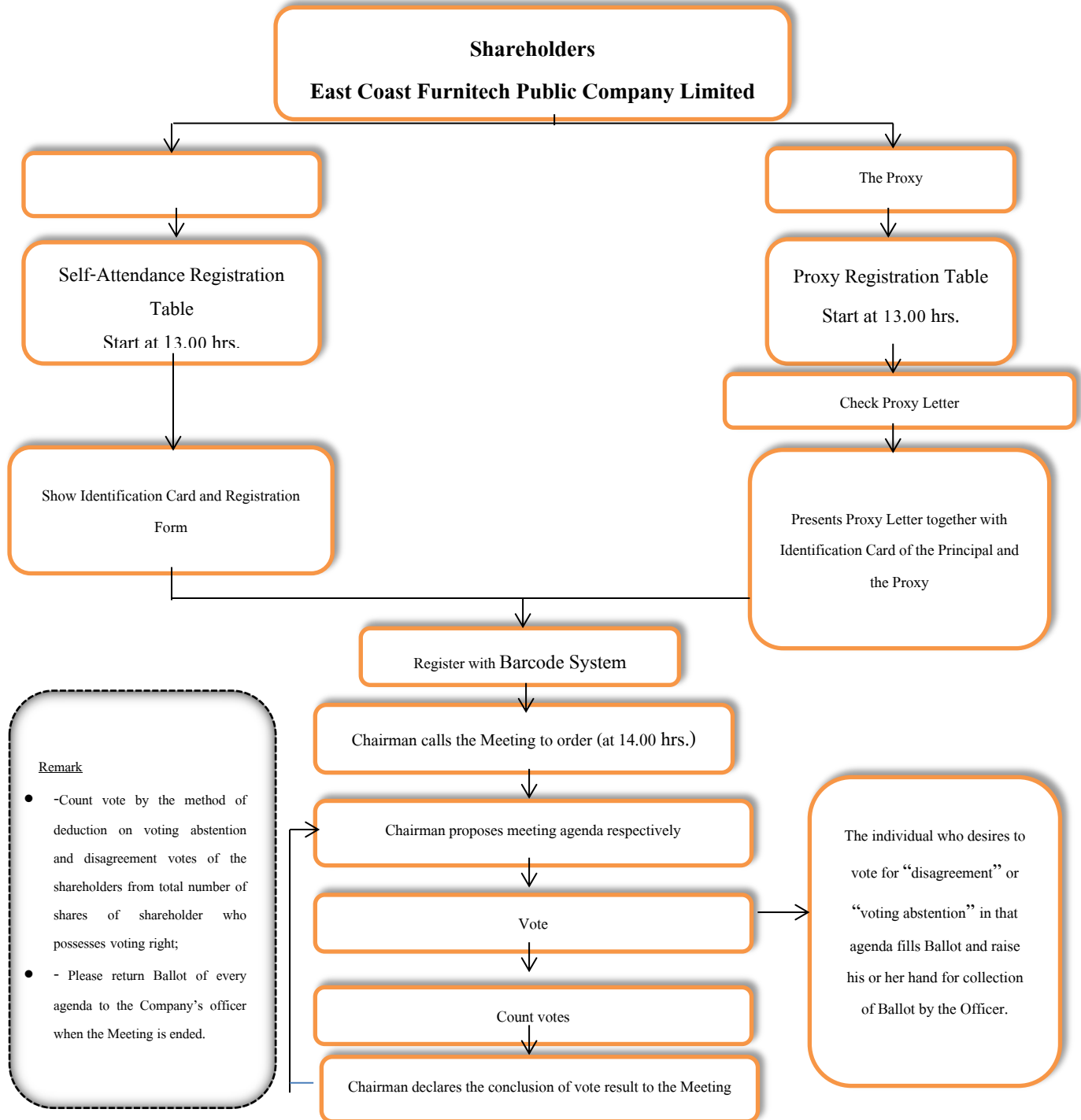
Voided Ballot

Evidential ballot with any other marking apart from check mark (✓) or cross mark (✗) for just one mark only or more than one box or it is the vote that is identical to the agenda under consideration shall be considered as voided ballot.

1. Voting shall be openly performed. The Chairman of the Meeting or the individual who acts for preceding the Meeting at that time shall ask the shareholders who abstain or disagree to raise their hands and send ballots that are already marked and identically correct with the agenda under consideration to the Company's officer.
2. When the Company's officer finishes gathering ballots from the shareholders who abstain or disagree and then counts the votes and presents the vote summary result right away in the Meeting. The Chairman of the Meeting is the one who concludes the voting result to the Meeting in each agenda.
3. The shareholders who attend the meeting have rights to vote particularly in the agenda of which they attend for meeting only. For the shareholders who go back before the end of that meeting are not entitled to vote in the agenda that has not yet been considered.

Enclosure No. 10

Step to Attend 2015 Annual Ordinary General Meeting of Shareholders



Information of the Company's Independent Director who is the Proxy

General Terdsak Marom

Chairman of the Board, Audit Committee Member and
Independent Director



Age 78 years old

Nationality Thai

Position in the Company Chairman of the Board

Audit Committee Member

Education

- Bachelor of Science (B.S.)

Chulachomkhalo Royal Military Academy
(CRMA)

- Command and General Staff College

- Royal Thai Army War College

- Course of Law for High Level Commander, Ministry of
Defence

- National Defence College of Thailand

**Training of Director's Role
and Duty** Director Accreditation Program (DAP) Batch No. 10/2004,
Thai Institute of Directors (IOD)

Work Background

*2012 – Present Chairman of the Board / Audit Committee
Member*

East Coast Furnitech Public Company Limited

*2004 – Present Chairman of Vietnam War Veterans
Association Under Royal Patronage of His
Majesty the King*

1997 – Present Special Royal Body Guard

1986 – Present Special Military Officer under the 21st Infantry

	<i>Regiment</i>	
Position Holding in Other	<i>2004 – Present</i>	<i>Chairman of the Board</i>
Businesses <u>which are</u> Listed		T. Krungthai Industries Public Company
Companies	Limited	
Position Holding in Other	<i>Present</i>	<i>Advisory Chairman</i>
Businesses <u>which are not</u>		Data Products Topping Form Company
Listed Companies	Limited	
	<i>Present</i>	<i>Advisory Chairman</i>
		E.Tech. Company Limited
Shareholding Ratio in the	- None -	
Company (Percent)		
Family Relationship	- None -	
Between Executives		
Number of Years to Hold	2 years and 6 months from the date of 2015 Annual Ordinary	
the Post of Director	General Meeting of Shareholders	
Communicable Address	37/9 Moo 10 Bangbung-Klaeng Road, Tambon Thangkwian,	
	Amphur Klaeng, Rayong 21110.	
Stake in Meeting Agenda	- None -	

Enclosure No. 12.1 / 12.2 and 12.3***Proxy***

- Enclosure No. 12.1 Proxy Form A.
is the General Proxy Form which is simple and not complex.
- Enclosure No. 12.2 Proxy Form B.
is the Proxy specifying various authorized items with fixed and clear details.
- Enclosure No. 12.3 Proxy Form C.
is the form particularly used in case of shareholder who is foreign investor and appoints the Custodian in Thailand to be the custodian and supervise his or her stocks.

Postal Stamp
20 Baht

Letter of Authorization Form A

Attachment No. 12.1

Written at

1. I/We Nationality.....
Address..... Road Sub district.....
District Province Postal Code

2. being a shareholder of East Coast Furnitech Public Company Limited.....
holding the total amount of shares and have the rights to vote equal to votes as follows:

ordinary share..... shares and have the rights to vote equal to..... votes
preference share shares and have the rights to vote equal to..... votes

3. Hereby appoint
1. Name , Age years,
residing at Road Sub district
District Province Postal Code , or
2. Name , Age years,
residing at Road Sub district
District Province Postal Code , or
3. Name , Age years,
residing at Road Sub district
District Province Postal Code

Anyone to be above shall be my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders 2015 on April 16, 2015 at 14.00 hrs, at the Conference Room B, 3rd Floor, The Grand Four Wings Convention Hotel, 333 Srinakarin Road, Huamark, Bangkok, Thailand or on other date, time and place as may be postponed or changed.

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

Signed Proxy
(.....)
Signed Proxy
(.....)
Signed Proxy
(.....)
Signed Proxy
(.....)

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 several proxies for splitting votes.

Postal stamp
20 Baht

Attachment No. 12.2

Letter of Authorization Form B

Written at.....

Date.....Month.....Year.....

(1) I/We.....nationality.....
.Address.....Road.....Sub district.....
District.....Province.....Postal code.....

(2) Being a shareholder of.....East Coast Furnitech Public Limited
Company.....

Holding the total amount of.....shares and have the rights to vote equal to.....votes as below
Ordinary share..... shares and have the rights to vote equal to.....votes
Preference share..... shares and have the rights to vote equal to.....votes

(3) Hereby appoint
(1)Age.....years
Residing at.....Road.....Sub district.....
District.....Province.....Postal code.....or

(2)Age.....years
Residing at.....Road.....Sub district.....
District.....Province.....Postal code.....or

(3)Age.....years
Residing at.....Road.....Sub district.....
District.....Province.....Postal code.....

Anyone to be above shall be my/our proxy holder to attend and vote on my/our behalf at the Annual General Meeting of Shareholders 2015 on April 16, 2015 at 14.00 hrs, at the Conference Room B, 3rd floor, The Grand Fourwings Convention Hotel, 333 Srinakarin Road, Hua Mak Sub district, Bangkok District, Bangkok, 10240 or on other date, time and place as maybe postponed or changed.

- I/we authorize the proxy holder to attend the meeting and vote as this meeting as follows:
- Agenda 1** To acknowledge the minutes of the 1/2015 Annual General Meeting of Shareholder held on July 18, 2015.
 - (a) The proxy holder shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects,
 - (b) The proxy holder shall vote in accordance with my intention as follows:
 - Approve
 - Disapprove
 - Abstain

- Agenda 2** To acknowledge Company's and affiliated companies' operation results of accounting year from January 1, 2014 to December 21, 2014.
- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- (b) To have the proxy holder vote as per my/our intention as follows:-
- Approve Disapprove Abstain
- Agenda 3** To consider and approve the statement of financial position, statement of comprehensive income and reports from company and affiliated companies' auditors of year 2014 ending December 31, 2014.
- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- (b) To have the proxy holder vote as per my/our intention as follows:-
- Approve Disapprove Abstain
- Agenda 4** To consider and approve retained earning allocation and dividend distribution of operation results of year 2014 ending December 31, 2014.
- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- (b) To have the proxy holder vote as per my/our intention as follows:-
- Approve Disapprove Abstain
- Agenda 5** To appoint replacements of board members whose terms expire
- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- (b) To have the proxy holder vote as per my/our intention as follows:-
- The election of the entire Board of Directors,
- Approve Disapprove Abstain
- The election of the individual certain directors
- Name of Director.....Assoc.Prof.Dr. Montri Saktiyanurak.....
- Approve Disapprove Abstain
- Name of Director.....Assoc.Prof. Songklod Jarusombut.....
- Approve Disapprove Abstain
- Name of Director.....Mr. Wallop Suksavas.....
- Approve Disapprove Abstain
- Agenda 6** To consider and approve the remuneration of directors for the year 2015
- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- (b) To have the proxy holder vote as per my/our intention as follows:-
- Approve Disapprove Abstain
- Agenda 7** To appoint auditors and approve auditors' fees for the year 2015
- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- (b) To have the proxy holder vote as per my/our intention as follows:-
- Approve Disapprove Abstain

- Agenda 8** To consider and approve the augmentation of Company's goals
 - (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
 - (b) To have the proxy holder vote as per my/our intention as follows:-
 - Approve Disapprove Abstain
 - Agenda 9** To consider and approve the augmentation of the memorandum of association section 3 to conform to the augmentation of Company's goals
 - (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
 - (b) To have the proxy holder vote as per my/our intention as follows:-
 - Approve Disapprove Abstain
 - Agenda 10** To consider other matters (if there are any)
 - (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
 - (b) To have the proxy holder vote as per my/our intention as follows:-
 - Approve Disapprove Abstain
- (4) The proxy holder's vote on any agenda item, which is not in accordance with my/our intention as specified in this Proxy, shall be deemed invalid and shall not be treated as my/our vote, as a shareholder.
- (5) In case that I/we have not specified my/our voting intention for any agenda item or in case the meeting considers or passes resolutions on any matters other than those specified above, including any case for which there is any amendment or addition of any facts, the proxy holder shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.

All acts undertaken by the proxy holder at the meeting, except where the proxy holder does not vote according to my/our intention as specified herein, shall be deemed as if they had been undertaken by myself/ourselves in all respects.

Signed.....Proxy Grantor
(.....)

Signed.....Proxy Holder
(.....)

Signed.....Proxy Holder
(.....)

Signed.....Proxy Holder
(.....)

Remarks:

- (1) The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.
- (2) For agenda appointing directors, the whole Board of Directors or certain directors can be appointed.
- (3) If there is any other agenda to be considered in the meeting other than to those specified above, the attached Supplement to Proxy Form B. shall be used.

Allonge to the Letter of Authorization Form B

Grant of proxy as shareholders of East Coast Furnitech Public Company Limited.

At the Annual General Meeting of Shareholders 2015 to be held on April 16, 2015 at 14.00 hours at the Conference Room B on the 3rd Floor, The Grand Four Wings Convention Hotel, 333 Srinakarin Road, Huamark, , Bangkoki Bangkok, 10240, or at any adjournment thereof to any other date time and venue.

Agenda Subject

(A) The Proxy may consider the matters and vote on my / our behalf as the Proxy deems appropriate in all.

(B) The Proxy may consider the matters and votes in accordance with the following:

Approve Disapprove Abstain

Agenda Subject

(A) The Proxy may consider the matters and vote on my / our behalf as the Proxy deems appropriate in all.

(B) The Proxy may consider the matters and votes in accordance with the following:

Approve Disapprove Abstain

Agenda Subject

(A) The Proxy may consider the matters and vote on my / our behalf as the Proxy deems appropriate in all.

(B) The Proxy may consider the matters and votes in accordance with the following:

Approve Disapprove Abstain

Agenda Subject

(A) The Proxy may consider the matters and vote on my / our behalf as the Proxy deems appropriate in all.

(B) The Proxy may consider the matters and votes in accordance with the following:

Approve Disapprove Abstain

Agenda Subject ... Voting of directors (cont.).....

Name of director.....

Approve Disapprove Abstain

Name of director.....

Approve Disapprove Abstain

Name of director.....

Approve Disapprove Abstain

Postal stamp
20 Baht

Attachment No. 12.3

Letter of Authorization Form C.

((For foreign shareholders who have custodian in Thailand only))

Written at.....

Date.....Month.....Year.....

(1) I/We.....nationality.....

Residing at.....Road.....Sub district.....

District.....Province.....Postal code.....As

being the custodian of.....

Who is a shareholder of.....East Coast Furnitech Public Limited
Company.....

Holding the total amount of.....shares and have the rights to vote equal to.....votes as below

Ordinary share..... shares and have the rights to vote equal to.....votes

Preference share..... shares and have the rights to vote equal to.....votes

(2) Hereby appoint

(1).....Age.....years

Residing at.....Road.....Sub district.....

District.....Province.....Postal code.....or

(2).....Age.....years

Residing at.....Road.....Sub district.....

District.....Province.....Postal code.....or

(3).....Age.....years

Residing at.....Road.....Sub district.....

District.....Province.....Postal code.....

Any one to be above shall be my/our proxy holder to attend and vote on my/our behalf at the Annual General Meeting of Shareholders 2015 on April 16, 2015 at 14.00 hrs, at the Conference Room B, 3rd floor, The Grand Fourwings Convention Hotel, 333 Srinakarin Road, Hua Mak Sub district, Bangkok District, Bangkok, 10240 or on other date, time and place as maybe postponed or changed.

I/we authorize the proxy holder to attend the meeting and vote as this meeting as follows:

- Grant proxy the total amount of shares held and entitled to vote.
 - Grant partial shares of
 - Common share.....shares, entitled to voting right of.....votes
 - Preference share.....shares, entitled to voting right of.....votes

Total voting right of.....votes

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

- Agenda 1** To certify the minutes of Extraordinary General Meeting of Shareholders No. 1/2014 held on July 18, 2014.
- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- (b) To have the proxy holder vote as per my/our intention as follows:
- Approve Disapprove Abstain
- Agenda 2** To acknowledge Company's and affiliated companies' operation results of accounting year from January 1, 2014 to December 21, 2014.
- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- (b) To have the proxy holder vote as per my/our intention as follows:-
- Approve Disapprove Abstain
- Agenda 3** To consider and approve the statement of financial position, statement of comprehensive income and reports from company and affiliated companies' auditors of year 2014 ending December 31, 2014.
- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- (b) To have the proxy holder vote as per my/our intention as follows:-
- Approve Disapprove Abstain
- Agenda 4** To consider and approve retained earning allocation and dividend distribution of operation results of year 2014 ending December 31, 2014.
- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- (b) To have the proxy holder vote as per my/our intention as follows:-
- Approve Disapprove Abstain
- Agenda 5** To appoint replacements of board members whose terms expire
- (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
- (b) To have the proxy holder vote as per my/our intention as follows:-
- The election of the entire Board of Directors,
- Approve Disapprove Abstain
- The election of the individual certain directors
- Name of Director.....Assoc.Prof.Dr. Montri Saktiyanurak.....
- Approve Disapprove Abstain
- Name of Director.....Assoc.Prof. Songklod Jarusombut.....
- Approve Disapprove Abstain
- Name of Director.....Mr. Wallop Suksavas.....
- Approve Disapprove Abstain

- Agenda 6** To consider and approve the remuneration of directors for the year 2015
 - (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
 - (b) To have the proxy holder vote as per my/our intention as follows:-
- Agenda 7** To appoint auditors and approve auditors' fees for the year 2015
 - (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
 - (b) To have the proxy holder vote as per my/our intention as follows:-
 - Approve Disapprove Abstain
- Agenda 8** To consider and approve the augmentation of Company's goals
 - (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
 - (b) To have the proxy holder vote as per my/our intention as follows:-
 - Approve Disapprove Abstain
- Agenda 9** To consider and approve the augmentation of the memorandum of association section 3 to conform to the augmentation of Company's goals
 - (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
 - (b) To have the proxy holder vote as per my/our intention as follows:-
 - Approve Disapprove Abstain
- Agenda 10** Other matters (if any)
 - (a) To have the proxy holder consider and vote on my/our behalf as appropriate in all respects.
 - (b) To have the proxy holder vote as per my/our intention as follows:-
 - Approve Disapprove Abstain

- (3) The proxy holder's vote on any agenda item, which is not in accordance with my/our intention as specified in this Proxy, shall be deemed invalid and shall not be treated as my/our vote, as a shareholder.
- (4) In case that I/we have not specified my/our voting intention for any agenda item or in case the meeting considers or passes resolutions on any matters other than those specified above, including any case for which there is any amendment or addition of any facts, the proxy holder shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.

Signed.....Proxy Grantor
(.....)

Signed.....Proxy Holder
(.....)

Signed.....Proxy Holder
(.....)

Signed.....Proxy Holder
(.....)

Remarks

- (1) This Letter of Authorization Form C. can only be used in case foreign shareholders who have custodian in Thailand are the custodians.
- (2) Evidence to be attached with the Letter of Authorization Form C. are
 1. Letter of Authorization from the Proxy Grantor to Custodians for being the Proxy Holders.
 2. Letter of Proof stating the Proxy Holders are granted Custodian.
- (3) The shareholder appointing proxy holder must authorize only one proxy holder to attend and vote at the meeting as a whole or individually and may not split the number of shares to several proxy holders for splitting votes.
- (4) In the agenda for election of directors, directors may be elected as a whole or individually.
- (5) If there is any other agenda to be considered in the meeting other than to those specified above, the attached Supplement to Proxy Form B. shall be used.

Allonge to the Letter of Authorization Form C

Grant of proxy as shareholders of East Coast Furnitech Public Company Limited.

At the Annual General Meeting of Shareholders 2015 to be held on April 16, 2015 at 14.00 hours at the Conference Room B on the 3rd Floor, The Grand Four Wings Convention Hotel, 333 Srinakarin Road, Huamark, Bangkok, Bangkok, 10240, or at any adjournment thereof to any other date time and venue.

- Agenda Subject
 - (A) The Proxy may consider the matters and vote on my / our behalf as the Proxy deems appropriate in all.
 - (B) The Proxy may consider the matters and votes in accordance with the following:
 - Approve Disapprove Abstain

 - Agenda Subject
 - (A) The Proxy may consider the matters and vote on my / our behalf as the Proxy deems appropriate in all.
 - (B) The Proxy may consider the matters and votes in accordance with the following:
 - Approve Disapprove Abstain

 - Agenda Subject
 - (A) The Proxy may consider the matters and vote on my / our behalf as the Proxy deems appropriate in all.
 - (B) The Proxy may consider the matters and votes in accordance with the following:
 - Approve Disapprove Abstain

 - Agenda Subject
 - (A) The Proxy may consider the matters and vote on my / our behalf as the Proxy deems appropriate in all.
 - (B) The Proxy may consider the matters and votes in accordance with the following:
 - Approve Disapprove Abstain

 - Agenda Subject ... Voting of directors (cont.).....
 - Name of director.....
 - Approve Disapprove Abstain

 - Name of director.....
 - Approve Disapprove Abstain

 - Name of director.....
 - Approve Disapprove Abs
-

Location of Meeting

Conference Room B, 3rd Floor The Grand FourWings Convention Hotel Bangkok

No. 333, 3rd Floor, Sri Nakarin Road, Hua Mak Sub-district, Bang Kapi District,

Bangkok Metropolis 10240

Tel : +662-378-8000 Fax : +662-378-8084

