

ECF

EAST COAST FURNITECH PUBLIC COMPANY LIMITED

The Invitation Letter of the Annual General Meeting of the Shareholders for the year 2019

East Coast Furnitech Public Company Limited

Monday, 22 April 2019 13.00 hours

At Srinakarin 1 Meeting Room, 9th Floor

The Grand Four Wings Convention Hotel

No. 333 Srinagarindra Road, Hua Mark, Bang Kapi, Bangkok 10240



Start the Registration at 11.00 hours

Please bring registration form on the date
of the meeting in order to register conveniently



The Company would like to inform shareholders of no souvenirs distributed at the 2019 Annual General Meeting of Shareholders, in accordance with the campaign of the supervising authorities that a listed company shall review its policy in distributing souvenirs to shareholders at a meeting.

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No. ECF2 014/2019

April 5, 2019

Subject Invitation to Attend the 2019 Annual General Meeting of Shareholders

Dear Shareholders
East Coast Furnitech Public Company Limited

Enclosures

1. Copy of Minutes of the 2018 Annual General Meeting of Shareholders held on April 25, 2018
(Supporting for consideration on Agenda Item 2)
2. The Annual Report for the year 2018 in the form of QR Code including Financial Statements for the Year Ended 31 December 2018
(Supporting for consideration on Agenda 3 and 4)
3. Details of Dividend Payment
(Supporting for consideration on Agenda Item 5)
4. Profiles of nominated candidates for election as Directors and The definition of Independent Director of the Company
(Supporting for consideration on Agenda Item 6)
5. 2019 Annual Director Remuneration
(Supporting for consideration on Agenda Item 7)
6. Appointment of Auditor and Determination of Audit Fee for the Year 2019
(Supporting for consideration on Agenda Item 8)
7. Preliminary information of the Issuance and Offering of Debentures
(Supporting for consideration on Agenda 9)
8. Increasing Capital Report (F53-4)
(Supporting for consideration on Agenda 13, 15 and 16)
9. Information Memorandum regarding the Issuance and Allocation of Newly-issued Ordinary Shares to Accommodate the Right Adjustment of the Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 3 (ECF-W3)
(Supporting for consideration on Agenda 16)
10. The Article of Association regarding to the Meeting of Shareholders
11. Procedure of the 2019 Annual General Meeting of Shareholders
 - Document and Evidence for the Right to Attend the Meeting
 - Proxy and Proxy Method
 - Voting and Vote Count Method
12. Step for Attendance of the 2019 Annual General Meeting of Shareholders
13. Information of the Company's Independent Directors who is Proxy
14. Proxy Form A, B, and C.
15. Request Form for the Book of Annual Report
16. Map of Venue holding the Meeting of Shareholders
17. The Explanation of using QR Code
18. Registration Form (required to be brought on the meeting date)

According to the Board of Directors Meeting of East Coast Furnitech Public Company Limited (the "Company") No. 2/2019 held on January 16, 2019 has resolved to call the 2019 Annual General Meeting of Shareholders on Monday 22 April, 2019 at 13.00 a.m. at Srinikarin 1 Room, 9th Floor, The Grand Fourwings Convention Hotel Bangkok, No. 333 Srinakarin Road, Huamark Sub-district, Bangkok District, Bangkok 10240 (the "Meeting") to consider the following matters pursuant to the following agenda items:

Agenda Item 1 The Matters to be Informed by the Chairman of the Meeting for Acknowledgement

Agenda Item 2 To consider and certify the minutes of the 2018 Annual General Meeting of Shareholders dated 25 April 2018

Objective and Reason the 2018 Annual General Meeting of Shareholders was held on April 25, 2018 and the minutes of the 2018 Annual General Meeting of Shareholders was prepared and sent to the Stock Exchange of Thailand within 14 days from the date of the meeting in accordance with laws. The details were publicly disclosed on the Company's website at www.ecf-furniture.com for acknowledgement and examination of its accuracy by the shareholders.

The Board of Directors' Opinion The record of the minutes of such meeting is accurate and complete. It is deemed appropriate to propose to the 2019 Annual General Meeting of Shareholders to certify the minutes of the 2018 Annual General Meeting of Shareholders. Details thereof are as appeared in the Enclosure No. 1.

Resolution This agenda shall be passed by the majority vote of the shareholders attending the Meeting and casting their votes.

Agenda Item 3 To acknowledge the performance of the Company and its subsidiaries for the year 2018, from January 1, 2018 to January 31, 2018

Objective and Reason The overall operation of the Company and its Subsidiaries in last fiscal year ended 31 December 2018 was concluded. The detail for overall operation of the Company and its subsidiaries was appeared according to 2018 Annual Report sent in the form of QR Code together with Invitation Letter to the Meeting.

The Board of Directors' Opinion They deemed as appropriate to propose the 2019 Annual General Meeting of Shareholders to acknowledge the overall operation in Fiscal Year of 2018 with details appeared as Enclosure No. 2.

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

Agenda Item 4 To consider and approve the Company's Statements of Financial Position as of December 31, 2018 , the Comprehensive Income Statement and the auditor's report, which are audited by the auditor for the year ended December 31, 2018

Objective and Reason According to the Public Limited Companies Act, B.E. 2535 (including the amendments) and the Articles of Association of the Company, the Company must prepare statement of financial position and statement of comprehensive income at the end of the fiscal year, which was audited by an external auditor, and submit them to the shareholders' meeting for approval. The key summary of the financial statements of the Company and its subsidiaries are as below;

Description	December 31, 2018	December 31, 2017	Change
	million baht	million baht	increase/decrease
Total Assets	3,395.53	2,780.29	22.13%
Total Liabilities	1,948.21	1,753.73	11.09%
Total Equity	1,447.32	1,026.56	40.99%
Paid-up Capital	239.85	207.50	15.59%
Sales Revenue – Net	1,454.57	1,444.62	0.69%
Total Revenue	1,504.79	1,477.93	1.82%
Cost of Goods Sold	1,014.99	1,004.20	1.07%
Total Expenses	446.67	414.83	33.96%
Share of profit from investments in associates	-0.87	17.03	-105.13%
Corporate Tax	13.21	11.65	13.37%

Description	December 31, 2018	December 31, 2017	Change
	million baht	million baht	increase/decrease
Net Profit – For the Year	29.05	64.27	-54.80%
Net Profit – For the Year – Owners of the Parent	33.76	70.57	-52.16%
Total Comprehensive Income for the Year	28.63	64.27	-55.46%
Total Comprehensive Income for the Year – Owners of the Parent	33.33	70.57	-52.77%

The Audit Committee's Opinion The Audit Committee has considered and reviewed the Company's and its subsidiaries financial statements for the year ended 31 December 2018, which have been audited and certified by Mr.Akadet Pliensakul a certified public accountant registration No. 5389 of M.R. and Associates Co.,Ltd., and recommended that the Board submit the Company's and its subsidiaries financial statements for the year ended 31 December 2018 to the 2019 Annual General Meeting of Shareholders for approval.

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 2018 which was correct, complete and sufficient pursuant to the generally accepted accounting standards. The financial statements were considered approval by the Audit Committee and audited by a certified auditor.

The details appeared as Enclosure No. 2.

Resolution This agenda shall be passed by the majority vote of the shareholders attending the Meeting and casting their votes.

Agenda Item 5 To consider and approve the annual dividend payment and retained earnings allocation for the Company's performance for the Year 2018, ended December 31, 2018

Objective and Reason Pursuant to the Public Limited Companies Act B.E. 2535 and the Company's Articles of Association, no dividends shall be paid otherwise than out of profits. In the case that the Company still sustains an accumulated loss, no dividends shall be paid. Payment of dividends shall be approved by the shareholder meeting. The Company must allocate not less than 5 percent of the annual profits as reserved funds, less the accumulated losses brought forward (if any), until the reserved fund is not less than 10 percent of the registered capital. The Company has already allocated the net profit as a legal reserve in the amount of Baht 2.50 million or equivalent to 5.15% of the annual profits. Therefore, the company will have accumulated legal reserve according to the law in the amount of Baht 25.60 million or equivalent to 7.23% of registered capital.

The Company has formulated the policy of dividend payment from the separate financial statements in the rate for not less than 40% of net profits after deduction of corporate income tax and legal reserve as determined in the Company's 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.

The Board of Directors' Opinion it was considered and deemed as proper to propose the 2019 Annual General Meeting of Shareholders for consideration on approval of profit appropriation as legal reserve and dividend payment from 2018 annual overall operation as follows.

- (1) Allocate profit to legal reserve at the rate of not less than 5% of annual profits or to be the amount of Baht 2.5 million. Therefore, the company will have accumulated legal reserve according to the law in the amount 25.60 million or equivalent to 7.23% of registered capital.
- (2) Allocate profit to dividend to the Company's shareholders from 2018 performance in the rate of 0.030227 baht per share from profit not been promoted from BOI, which has to pay corporate income tax at the rate of 20% of net profit totaling Baht 29,002,500 by naming the list of shareholders who have right to gain dividend (Record Date) on 30 April 2019 and that dividend will be paid within 21 May 2019. However, the rate of dividend payment of this year is higher than the dividend payment policy and the right of dividend is still uncertain due to wait for the approval from the Shareholders' Meeting.

Resolution This agenda shall be passed by the majority vote of the shareholders attending the Meeting and casting their votes.

Agenda Item 6 To consider and approve for Appointment of the Director in replacement of the Director Required for Vacating from the Office by Term

Objective and Reason According to Public Limited Company Act B.E. 2535 and Clause 17 and 18 of Articles of Association of the Company, 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 the longest period is the one who vacates the office.

Currently, the Board of Directors consists of 9 directors. Therefore, at the 2019 Annual General Meeting of Shareholders, one-third of the directors must vacate their office by rotation. There are 3 members of the Board of Directors who are due to retire by rotation. The resolution was proposed by the Nomination Committee as below:

1. Assoc. Prof. Songklod Jarusombat
2. Mr. Arak Suksawad
3. Miss. Tippawan Suksawad

However, the Company made an announcement to invite the minor shareholders to propose the names of qualified candidates for the positions of the directors via the Stock Exchange of Thailand's media channel and also on the Company's web site (www.ecf-furniture.com) from September 26, 2018 – December 31, 2018 but there are no any minor shareholders to propose the names of qualified candidates.

Nomination Committees' Opinion The Nomination Committee with the exception of the director who has conflicts of interest considered that three directors include Assoc. Prof. Songklod Jarusombat Mr. Arak Suksawad and Miss Tippawan Suksawad are qualified individual as required by Public Limited Company Act B.E. 2535, Proclamation of the Securities and Exchange Commission and Capital Market Supervisory Board, and relevant Proclamation of the Stock Exchange of Thailand. As well as being knowledgeable, competent, dedicated and well experienced in managing the furniture business, it will be beneficial to the Company's business. The three retiring directors should be re-elected as Directors and also same positions for another term.

The Board of Director's Opinion The nominated directors have been passed the scrutinizing process from the Board of Directors with the exception of the director who has conflicts of interest in this agenda considered that the nominated directors are qualified in accordance with the Company's business together with there are no any minor shareholders to propose the names of qualified candidates. Therefore, the Board of Directors agreed with the Nomination Committee's opinion and proposed the following list of the individuals for consideration by the 2019 Annual General 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. Songklod Jarusombat | For the position of Independent Director, Audit Committee, Chairman of the Nomination Committee and Risk Management Committee |
| 2. Mr. Arak Suksawad | For the position of Director, Authorized Director Managing Director, Nomination Committee, Remuneration Committee and Risk Management Committee |
| 3. Miss Tippawan Suksawad | For the position of Director, Authorized Director and Executives Committee |

As such individuals have possessed knowledge, competences, experience and could govern vigorously the Company, devoted time for the meeting, been qualified in accordance with the Company's business as well as participated to opine that will cause benefit to the Company's business operations and shareholders all the time of their director terms. In addition, in the part of proposal of Independent Committee the qualified candidate could give independently opinion in accordance with the relevant criteria.

The biographical details for all three individuals were appeared as Enclosure No. 4.

Resolution This agenda shall be passed by the majority vote of the shareholders attending the Meeting and casting their votes.

(Remark: For the consideration on Approval for appointment of the director in this agenda, the consideration will be executed by each individual.)

Agenda Item 7 To approve the determination of the remuneration of directors for the year 2019

Objective and Reason According to the Articles of Association of the Company No.24 identifies that the Board of Directors has the right to get remuneration from the company according to the approval from the shareholders' meeting.

The Criteria for Determination of Remuneration The Remuneration Committee has mutually considered on the criteria and procedure of remuneration proposal by considering from the Company's turnover

information in the last year, the director's performance and responsibility, the amount of the subsidiaries and the associated that increased related to the business structure and benefit gained by the Company from the director's function. The information of primarily determined remuneration has been taken to compare with the survey report of the directors' remuneration refer to the business category (the Market for Alternative: mai) or business sizes having similar revenues to the Company's revenue and separated by the net profit (loss) of the company prepared by the Research and Policy Department, Thai Institute of Directors for the Year 2018.

Remuneration Committees' Opinion It was deemed as appropriate to propose the 2019 Annual General Meeting of Shareholders to consider on approval for 2019 Annual Director Remuneration in total financial limit for not exceeding 9,000,000 Baht/Year same as the remuneration of 2018 as below;

Monthly Remuneration

Position	Rate of Monthly Remuneration (baht/person/month)
Chairman of the Board	34,000
Director	24,000
Chairman of Audit Committee	29,000
Audit Committee Member	24,000

Remark : Monthly Remuneration Rate is equal to the last year's payment.

Meeting Allowance for every set of Subcommittees : for 7,000 baht/person/time (It is same rate as the last year); It consists of below:

1. Board of Directors
2. Board of Audit Committee
3. Risk Management Committee
4. Nomination Committee
5. Remuneration Committee

Special Compensation or Bonus : Consideration from overall operation

For other benefits Such as health insurance, membership fees ie; golf courses, sports clubs or clubs for leisure or recreation. : – None-

The details appeared as Enclosure No.5.

The Board of Directors' Opinion The Board of Directors agreed to the Remuneration Committees' Opinion and deemed as proper to propose 2019 Annual Director Remuneration for consideration by the 2019 Annual General Meeting of Shareholders, totaling not exceeding 9,000,000 baht per year in accordance with the details as proposed in all respects.

Resolution This agenda shall be passed by the votes of not less than two-third of total votes of the shareholders who attend the meeting.

Agenda Item 8 To consider and appoint the auditor and determination of the audit fee for the year 2019

Objective and Reason According to Public Limited Company Act B.E. 2535, it stipulates that Annual 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, 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 another auditor in that audit firm to replace the existing auditor. However the Company can reappoint such auditor again after a two-year break.

Audit Committees' Opinion The Company's Audit Committee had the opinion that it was proper to appoint Mr.Akadet Pliensakul, Certified Public Accountant No. 5389 or Mr.Methee Rattanasrimetha, Certified Public Accountant No. 3425 or Mr.Phisit Cheewaruangroj, Certified Public Accountant No. 2803 or another auditor who has been deemed as appropriate and proper by MR & Associates Co., Ltd. to 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 for the Year 2019 since there is considerable expertise and experience including reasonable audit fees. Moreover, such auditor's performance over the past yeas was satisfactory. This auditor is 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. 2019 annual audit fee and review fee of quarterly financial statements have been determined to be total amount of 2,550,000 baht.

The Board of Directors' Opinion It was proper to propose the 2019 Annual General Meeting of Shareholders to consider and approve for appointing or Mr.Akadet Pliensakul, Certified Public Accountant No. 5389 or Mr.Methee Rattanasrimetha, Certified Public Accountant No. 3425 or Mr. Phisit Cheewaruangroj, Certified Public Accountant No. 2803 or another 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 the Year 2019. The

audit fee has been determined to be the amount of money for not exceeding Baht 2,550,000. The detail was appeared as Enclosure No. 6.

Resolution This agenda shall be passed by the majority vote of the shareholders attending the Meeting and casting their votes.

Agenda Item 9 To consider and approve the issuance and offer the debenture with the commitment amount not exceeding Baht 2,000,000,000.

Objective and Reason To strengthen the financial position of the company and also increase the liquidity and/or debt payment and/or investment in expansion of the business.

The Board of Directors' Opinion They deemed as appropriate to propose the Meeting of Shareholders to consider on approval for the issuance and offering of debentures totaling not exceed than Baht 2,000 million to strengthen the financial position of the company and also increase the liquidity and/or debt payment and/or investment in expansion of the business. The detail was appeared as Enclosure No. 7.

Resolution This agenda item shall be approved by not less than three-fourths of the total number of votes of shareholders attending the meeting and entitling to vote.

Agenda Item 10 To consider and approve the amendment of the Objectives of the Company and the Memorandum of the Association of the Company Clause 3 (Objectives of the Company) to be in line with the amendment of Objectives of the Company.

Objective and Reason The company wishes to sell products via the internet system in order to expand distribution channels and expand the customer base.

The Board of Directors' Opinion It is considered appropriate for the 2019 Annual General Meeting of Shareholders to consider approving the amendment of the Objectives of the Company be adding the Objective Article 33. as follow;

“Article 33. To operate the business of selling products via the internet”

In addition, It is proper to propose to the shareholders' meeting to consider and approve the amendment to the Memorandum of Association No. 3 (Objectives) of the Company in order to comply with the amendment of the Company's objectives With the following message.

"Article 3. The objectives of the company are 33 items, details according to the form of the Plc. 002 attached"

Resolution This agenda item shall be approved by not less than three-fourths of the total number of votes of shareholders attending the meeting and entitling to vote.

Agenda Item 11 To consider approving the reduction of the registered capital of the Company by Baht 68,425,178.25 from the existing registered capital of Baht 354,137,269 to the registered capital of Baht 285,712,090.75 by deducting 273,700,713 unissued shares with a par value of Baht 0.25 per share.

Objective and Reason According to Public Limited Company Act B.E. 2535 clause 136 determines that the Company shall increase the registered capital by newly-issued shares when total shares of the Company have been paid completely with the exception of such newly-issued shares have been issued for the purpose of allocation to accommodate the convertible debenture or the Warrants. Therefore, in accordance with the Public Limited Company Act in order to increase the registered capital, the Company would like to decrease the registered capital of the Company in the amount of Baht 68,425,178.25 from the previous registered capital Baht 354,137,269 to be Baht 285,712,090.75 by deducting unpaid shares in the amount of 273,700,713 shares at the par value of Baht 0.25 in order that the Company's could increase the registered capital due to the issuance and allocation of newly-issued ordinary shares to specific persons (Private Placement) with General Mandate Basis not exceeding 95,000,000 shares as the details specified in the Agenda Item 15.

In this regard, the deducted shares are the ordinary shares that remain from the allocation to the existing shareholders (Rights Offering) and specific persons (Private Placement) on the General Mandate Basis in accordance with the resolution of the Extraordinary General Shareholders' Meeting No.2/2017 on 2 October 2017. However such resolution of General Mandate Basis expired since the date of the 2018 Annual General Shareholders' Meeting on 25 April 2018.

The Board of Directors' Opinion It is deemed appropriate to propose to the Meeting to consider approving the reduction of the registered capital of the Company by Baht 68,425,178.25 from the existing registered capital of Baht 354,137,269 to the registered capital of Baht 285,712,090.75 by deducting 273,700,713 unissued shares with a par value of Baht 0.25 per share, as the details proposed. However, for the details of the impact analysis of the shareholders' right could be studied for more information from Enclosure No.8 Increasing Capital Report (F53-4).

Resolution This agenda item shall be approved by not less than three-fourths of the total number of votes of shareholders attending the meeting and entitling to vote

Agenda Item 12 To consider approving the amendment of Clause 4 of the Memorandum of Association of the Company to be in line with the reduction of the registered capital of the Company

Objective and Reason To be in line with the reduction of Company's registered capital as per the above Agenda Item 11, the Company has to amend Clause 4 of the Memorandum of Association by adopting the following wording and authorize the person empowered by the Board of Directors in the registration of the amendment of Memorandum of Association with the Department of Business Development, Ministry of Commerce to amend and add wording as directed by the registrar.

“Clause 4. Registered capital	285,712,090.75	Baht	(Two hundred eighty-five million seven hundred twelve thousand ninty Baht seventy-five Satang)
Divided into	1,142,848,363	shares	(One thousand one hundred forty-two million eight hundred forty-eight thousand three hundred sixty three shares)
At a par value of	0.25	Baht	(twenty-five Satang)
Categorized into:			
Ordinary shares	1,142,848,363	shares	(One thousand one hundred forty-two million eight hundred forty-eight thousand three hundred sixty three shares)
Preference shares	-none-	shares	(none)”.

The Board of Directors' Opinion Agreed to propose to the shareholders' meeting to consider approving the amendment of Clause 4 of the Memorandum of Association of the Company to be in line with the reduction of the registered capital of the Company by deducting the unpaid ordinary shares as the details proposed.

Resolution This agenda item shall be approved by not less than three-fourths of the total number of votes of shareholders attending the meeting and entitling to vote.

Agenda Item 13 To consider approving the increase of 26,750,000 registered capital of the Company, which is equivalent to 107,000,000 shares with the par value of Baht 0.25 to be totaling the register capital of Baht 312,462,090.75 divided into 1,249,848,363 shares with the par value of 0.25Baht

Objective and Reason The Company wishes to increase the registered capital of the Company in the amount of Baht 26,750,000 divided into 107,000,000 shares at the par value of Baht 0.25 from the existing registered capital Baht 285,712,090.75 to Baht 312,462,090.75 by issuing the newly-issued ordinary shares to accommodate (1) the adjustment of rights under Warrants to purchase the Company's newly-issued ordinary shares No. 3 for existing shareholders (ECF-W3) which is issued and allotted to the existing shareholders on pro rata basis, totaling not exceeding 12,000,000 shares with a par value of Baht 0.25 and (2) to the specific person under the Private Placement basis under the General Mandate basis, totaling not exceeding 95,000,000 shares with a par value of Baht 0.25.

However, for more information please see the details of increase of capital and allocation of newly-issued ordinary shares from Enclosure No.8 Increasing Capital Report (F53-4).

The Board of Directors' Opinion It is deemed appropriate to propose to the Meeting to consider approving the increase of Baht 26,750,000 registered capital of the Company, which is equivalent to 107,000,000 shares with the par value of Baht 0.25, from the existing registered capital of Baht 285,712,090.75 to Baht 312,462,090.75 as the details proposed.

Moreover, for the details of the opinion of the Board of Directors to the impact on the Company, the impact analysis to the Shareholders' benefit could be studied for more information from Enclosure No.8 Increasing Capital Report (F53-4).

Resolution This agenda item shall be approved by not less than three-fourths of the total number of votes of shareholders attending the meeting and entitling to vote

Agenda Item 14 To consider approving the amendment of Clause 4 of the Memorandum of Association of the Company to be in line with the increase of the registered capital of the Company

Objective and Reason To be in line with the increase of Company's registered capital as per the above Agenda Item 13, the Company has to amend Clause 4 of the Memorandum of Association by adopting the following wording and authorize the person empowered by the Board of Directors in the

registration of the amendment of Memorandum of Association with the Department of Business Development, Ministry of Commerce to amend and add wording as directed by the registrar.

“Clause 4. Registered capital	312,462,090.75	Baht	(Three hundred twelve million four hundred sixty-two thousand ninty Baht seventy-five Satang)
Divided into	1,249,848,363	shares	(One thousand two hundred fourty-nine million eight hundred fourty-eight thousand three hundred sixty three shares)
At a par value of	0.25	Baht	(twenty-five Satang)
Categorized into:			
Ordinary shares	1,249,848,363	shares	(One thousand two hundred fourty-nine million eight hundred fourty-eight thousand three hundred sixty three shares)
Preference shares	-none-	shares	(none)”.

The Board of Directors’ Opinion Agreed to propose to the shareholders' meeting to consider approving the amendment of Clause 4 of the Memorandum of Association of the Company to be in line with the increase of the registered capital of the Company in order to be in line with the increase of registered capital with details as proposed in all respects.

Resolution This agenda item shall be approved by not less than three-fourths of the total number of votes of shareholders attending the meeting and entitling to vote

Agenda Item 15 To consider approving the allocation of not exceeding 95,000,000 newly issued ordinary shares to the specific person under the Private Placement basis under the General Mandate basis.

Objective and Reason In accordance with the Agenda Item 14 proposing to the shareholders’ meeting for the increase of the Company’s registered capital, the Company wishes to propose to the shareholders’ meeting for consideration and approval on the allocation of newly-issued shares in the amount of 95,000,000 shares or equivalent to not exceeding 10 percent of the paid-up registered capital of the Company in order to offer to the specific person under the Private Placement basis under the General Mandate basis.

The Company may either entirely or partially allocate the newly issued ordinary shares, whether in single or sequential allocation. In any case, the aggregate number of newly issued ordinary shares to be allocated to specific persons under the Private Placement basis under the General Mandate basis shall not exceed 95,000,000 shares or 10 percent of the paid-up registered capital of the Company as at the date the board of directors approving the increase of the registered capital under the General Mandate basis.

The specific persons under the Private Placement basis, who shall receive the allocation of the newly issued ordinary shares under the General Mandate basis, must at least possess one of the following qualifications and shall not be the related persons of the Company as specified in the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 Re: Rules on Connected Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546 (2003):

(a) being institutional investors in accordance with the definition prescribed in the Notification of

the Securities and Exchange Commission No. KorChor. 17/ 2551 Re: Determination of Definitions in Notifications relating to Issuance and Offer for Sale of Securities; or

(b) being individual investors or juristic persons that have a stable financial status and a potential to

an actual investment as well as have knowledge, skills, experience or potential in a manner that benefits or supports the Company’s operation.

The subscription price of the newly issued ordinary shares to be allocated to the specific persons under the Private Placement basis under the General Mandate basis must be less than 90 percent of the market price.

“**Market Price**” which means the weighted average price of the Company’s shares trading on the stock exchange of not fewer seven consecutive business days but not more than 15 consecutive business days prior to the date for determination of such subscription price. The weighted average price using in the calculation must be the daily average price for trading. In this regard, the date for determination of the subscription price shall not be earlier than three business days prior to the first subscription date where the shares shall be offered to the investors.

In addition, the Meeting has resolved to approve the authorization to the Board of Directors to take any action relating to the allocation of the newly issued ordinary shares as follows:

(1) to consider and determine details of the allocation of newly issued ordinary shares, such as, the subscription price of newly issued ordinary shares, number of allocations of the newly issued ordinary shares, whether single or sequential allocation, period of the offering, payment of share subscription price, name of specific persons under private placement basis, other conditions and details in connection with the allocation of such newly issued ordinary shares;

(2) to enter into negotiation, agreement and execution of relevant documents and agreements, as well as taking any actions in connection with the allocation of such newly issued ordinary shares; and

(3) to execute applications for permission and waiver, and necessary evidence in connection with the allocation of such newly issued ordinary shares, including the arrangement and submission of applications for such permission or waiver, documents and evidence to the relevant authorities or agencies, listing of such newly issued ordinary shares on the Market for Alternative Investment (mai) and being empowered to take any other action which is required and appropriate for the allocation of such newly issued ordinary shares.

Details thereof are as appeared in the Enclosure No. 8 (Copy of Capital Increase Report Form (F53-4)).

In addition, the Company deemed appropriate to allocate the newly issued ordinary shares under general mandate basis as the Company views that the allocation of newly-issued ordinary shares under general mandate basis can fulfill the financial liquidity, the working capital of the business, the accommodation of the business expansion and also enhance the potential of the Company to invest in any projects immediately after the conclusion of feasibility study is evident. Moreover the General Mandate Basis helps less the amount of newly-issues shares in the case that the investment is waiting for the conclusion which may be unfair and have an impact on the shareholders from Price Dilution or Control Dilution. Whereas the shareholders could gain the benefit of the Company that will increase from the value and return from good investment in any projects.

However, under the newly-issued ordinary shares under the General Mandate basis may have an impact on the shareholders as follows;

1. Price Dilution in the case that determining the offering price under the market price of the Company in the future.
2. Control Dilution in the case that allocating the newly-issues ordinary shares to the specific persons for the proportion not exceeding 10 percent of the paid-up registered capital. The impact to the Control Dilution will occur not exceeding 10 percent.

The Board of Directors' Opinion It is deemed appropriate to propose to the Meeting to consider and approve the allocation of 95,000,000 newly-issued ordinary shares with a par value of Baht 0.25 per share as per the above details.

Resolution This agenda shall be passed by the majority vote of the shareholders attending the Meeting and casting their votes.

Agenda Item 16 To consider approving the allocation of the newly issued ordinary shares of the Company to accommodate the adjustment of rights under Warrants to purchase the Company's newly issued ordinary shares No. 3 for existing shareholders (ECF-W3), which is issued and allotted to the existing shareholders on pro rata basis, totaling not exceeding 12,000,000 shares

Objective and According to the Agenda Item 15, the issuance of newly ordinary shares to the specific person under the Private Placement basis under the General Mandate basis, to be compliant with the rights adjustment conditions of ECF-W3, clause 3.3.1 (b) of the Terms and Conditions, relating to the conditions of rights adjustment of warrants, the Company shall have to proceed to adjust the exercise price and the exercise ratio, throughout the maturity period of the warrant when the Company offers new allotment of ordinary shares to the existing shareholders and/or public and/ or specific individuals (private placement), and the average price of the newly issued ordinary share is lower than 90 percent of "the market price of the Company's ordinary shares", in order to maintain the benefits of the warrant holders. Therefore, the Company is required to allocate newly-issued ordinary shares to accommodate the rights adjustment of ECF-W3 in the number of not exceeding 12,000,000 shares resulting from the issuance of newly-issued ordinary shares to the specific person under the Private Placement basis under the General Mandate basis in the number of not exceeding 95,000,000 shares as the specified details on Agenda Item 15. In case that there are adjustments in exercise price, exercise ratio and the method to calculate the adjustment of exercise price and exercise ratio, as described in Clause 1.1, there shall be no negative impact to the returns or benefits, which the warrant holders or warrant substitute holders shall receive once they exercise their rights.

In this regard, in the case that the offering price of newly-issued ordinary shares under the private placement basis is not lower than 90 percent of the market price of Company's ordinary shares, the Company

shall not adjust rights of ECF-W3, and in that case, the Company shall proceed to reduce its registered capital by cancelling such unallocated shares.

Therefore, it is deemed appropriate to propose the shareholders' meeting to consider and approve the allocation of the newly-issued ordinary shares not exceeding 12,000,000 shares at a par value of Baht 0.25 per share to accommodate the right adjustment of ECF-W3 that may occur.

However, the company is not able to calculate the adjustment ratio of Warrants ECF-W3, since in calculating the price and ratio of new exercise of rights, it shall be calculated from the market price of ordinary shares of the Company which is equivalent to the weighted average price per share of all ordinary shares of the Company which means the value of sell and purchase of ordinary shares divided by the number of ordinary shares of the Company that were traded in the SET during consecutively 7 business days of the SET before the date of calculation, which the Company is currently not able to calculate. The Company shall be able to calculate the price and ratio of exercise of rights on first day that the ordinary share purchaser shall not be entitled to subscribe the newly issued ordinary shares; in other words, the first date of offering the newly issued ordinary shares under the Private Placement basis, which shall be informed by the Company in the SET system later on.

Details thereof are as appeared in the Enclosure No. 9 (Information Memorandum regarding the Issuance and Allocation of Newly-issued Ordinary Shares to Accommodate the Right Adjustment of the Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 3 (ECF-W3)).

The Board of Directors' Opinion It is deemed appropriate to propose to the Meeting to consider and approve the allocation of 12,000,000 new ordinary shares at a par value of 0.25 baht per share as detailed above.

Resolution This agenda shall be passed by the majority vote of the shareholders attending the Meeting and casting their votes.

Agenda Item 17 Any other matters (if any)

The Company would like to invite all shareholders to attend the Meeting at the abovementioned date, time and venue. The registration process shall open at 11.00 a.m. onwards. If you are unable to attend the meeting and wish to appoint a proxy to attend the meeting and vote on your behalf, please fill in details and signing the proxy attached as the Enclosure No. 13 or you can download it from www.ecf-furniture.com and present it together with supporting documents as per details in the Enclosure No. 11. And in order to facilitate and accelerate the registration process, please return them back to the Company within April 12, 2019. The Company also has the service in affixing stamp duty into a proxy for proxy registration process.

Should any shareholders have any queries and demand further clarification on each Agenda Item from the Company, you can send such questions in advance to the Company at e-mail: ir@eastcoast.co.th or facsimile no. 0-2152-7305.

Furthermore, the Company named the list of shareholders who have rights to attend the 2019 Annual General Meeting of Shareholders (Record Date) on March 13, 2019.

Sincerely yours,
East Coast Furnitech Public Company Limited
By Order of the Board of Directors

-Signature-

(Ms. Tippawan Suksawat)
Company Secretary

Company Secretary Department
Tel. 0-2152-7301-4 Ext. 212 Fax. 0-2152-7305

Minutes of 2018 Annual General Meeting of Shareholders East Coast Furnitech Public Company Limited (ECF)

Date, Time and Place of the Meeting

The Meeting was held on Wednesday April 25, 2018 at 9 a.m. at conference room of Srinakarin 1, 9th Floor, the Grand Four Wings Convention, No. 333 Srinakarin Road, Hua Mak Sub-district, Bangkok District, Bangkok 10240.

Before Meeting Commencement

East Coast Furnitech Public Company Limited (the “Company” or “ECF”) informed the 2018 Annual General Meeting of Shareholders (the “Meeting”) as follows:

According to data as of book-closing date of share transfer suspension for determination of right to attend the Meeting, the Company has paid-up authorized capital for 215,413,874.50 Baht which are divided into 861,655,498 distributed ordinary shares at par value of 0.25 Baht per share from total authorized capital of 354,137,269 Baht which are divided into 1,416,549,076 ordinary shares at par value of 0.25 Baht per share.

At the time of meeting commencement, total amount of shareholders and proxies attended the Meeting is 122 persons with total shares 565,837,195 shares or equivalent to 65.6686 percent for the total of 861,655,498 shares by 23 self-attendants and by 99 proxies under below details:

1. The 23 self-attending shareholders were estimated for the total of 447,947,817 shares or 51.9869%
2. The 99 proxies in lieu of shareholders were estimated for the total of 117,889,378 shares or 13.6817%

A quorum was held by the shareholders and proxies in accordance with the Company's Articles of Association. The quorum was deemed to be constituted in accordance with its association of the Company and the registration was still continued.

The Company informed the Meeting for acknowledgement about the below list of attending chairman of the board, directors, executives, financial advisor, legal counsellor, and the legal team who performed inspection and supervision and audited vote count in the Meeting for rightful and transparent voting pursuant to the law and Articles of Association of the Company as follows:

Attending Committee

- | | | |
|--|-------------|--|
| 1. General Terdsak** | Marom | Chairman of the Board, Audit Committee and Independent Director |
| 2. Assoc. Prof. Dr. Montree Sacatyanurak | | Chairman of Audit Committee, Independent Director, Chairman of Risk Management Committee, Chairman of Remuneration Committee |
| 3. Assoc. Prof. Songklod | Jarusombat | Audit Committee, Independent Director and Chairman of Nomination |
| 4. Dr.Ekarin | Vassanasong | Independent Director |
| 5. Mr. Wanlop | Suksawad | Director and Chief of Executive Board |
| 6. Mr. Chalee | Suksawad | Vice-President and Executive Director |
| 7. Mr. Arak | Suksawad | Director, Executive Director and Managing Director |
| 8. Miss Tippawan | Suksawad | Executive director, Deputy Managing Director, Corporate Secretary |
| 9. Mrs. Waraporn | Suksawad | Director |

*The number of directors attending the meeting was 100% of the total number of directors or for the total of 9 persons.

* * General Terdsak Marom as the Chairman of the Board, Audit Committee and Independent Director and the proxies from shareholders.

Directors who did not attend

-None-

Company Executive

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

Certified Public Accountants of the Company for 2017 from MR & Associate Company Limited

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|---------------|------------|
| 1. Mr. Akadet | Pliensakul |
|---------------|------------|

Legal Counselor from Krittatham Legal Office for performing inspection and supervision to be rightful and transparent voting pursuant to law and Articles of Association of the Company consisted of below.

1. Mr. Thanan Chareonrit
2. Miss Siriluck Ghampayung
3. Mr. Wacharapong Foythong

Corporate Secretary

1. Miss Sarisa Thongkittikul Assistant Corporate Secretary

The Company informed the Meeting for the understanding of the rule of the Meeting, voting, vote counting and vote calculation method as follows:

Rule of Meeting

1. The ballots shall be distributed to self-attending shareholders and proxies for voting in the Meeting at the registration point prior-meeting attendance. In the event that the shareholders have already voted in the proxy, ballot shall not be given to the proxy and the said resolution shall be consistent with the shareholder's resolution specified in the proxy.
2. Number of shareholders or proxy in each agenda may not be equal since someone may attend at the later stage the Meeting or leave early. If you intend to leave early prior the ending of the Meeting, kindly register the return and also return unused ballot in front of entrance. Furthermore, the Company shall collect all shareholders' ballots upon completion of the Meeting to be used as evidence and then render to the officer to collect the ballots.
3. Questioning and commenting of shareholders and proxies The shareholders and proxies have the opportunity to ask questions and express their opinions in each agenda without disturbing the shareholders and other proxies. The Company would like to clarify the practices in questioning or expressing opinion.
 - 3.1 Before voting on each agenda. The Company will allow shareholders or proxies to make inquiries on issues related to the agenda. Ask shareholders or proxies to raise their hands for Presence and allow the President to grant permission In case there are shareholders or proxies wishing to make inquiries or express opinions. The chairman of the meeting will be the organizer in case of the shareholder or proxies who have not yet had the opportunity to make inquiries or express their views.
 - 3.2 When the shareholder or proxies have been authorized by the chairman of the meeting. Walk to the microphone located near you. The name and surname for the meeting always ask questions or comments. And if it is a proxy. Please also inform the shareholders of the proxy. The Company will record all minutes of the meeting. Questions or comments must be addressed only to the chairman of the meeting. There will be no arguments against the shareholders or other proxies. And it takes time.
 - 3.3 In case the shareholders have questions or comments other than the agenda they are considering. Ask questions or make comments on other issues at the end of the meeting.

Voting

4. Each shareholder has one vote per one share but in the event that any shareholders have special interest in any matters, they shall have no right to vote in those matters. Please mark either check mark (✓) or cross mark (✗) in disagreeing or abstaining box in the event of disagreement and abstention in any agenda and also affix signature in ballot and then submit to the officer.
5. If the mark is incorrectly and unclearly indicated, the said voting is deemed to be voided ballot.
 - a. Ballots marked with more than one slot.
 - b. Voting cards with opposing intent.
 - c. Voting cards with no stripe and no signature.
6. When voting in any agenda. Staff will collect ballots. To calculate the votes in each agenda.

Vote Counting and Vote Calculation Method

7. Voting method will be counted as 1 share for 1 vote.
 8. Vote result counting according to meeting agenda specified in the Annual General Meeting of Shareholders for 2017 shall be categorized into 3 types as follows.
 - a. Agenda that requires the pass of approval resolution with vote majority of the shareholders who attend and vote, such as Agenda 2, 4, 5, 6 and 8, shall be calculated for vote base by the Company through counting particularly on agreeing and disagreeing votes of the shareholders without counting abstaining votes of the shareholders.
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- b. Agenda that requires the pass of approval resolution with votes not less than 2/3 of total votes of the attending shareholders, such as Agenda 7, shall be calculated for vote base by the Company through counting on agreeing, disagreeing, and abstaining votes of the attending shareholders.
 - c. Agenda that requires the pass of approval resolution with votes not less than 3/4 of total votes of shareholders who attend and vote, such as Agenda 9 shall be calculated for vote base by the Company through counting from agreeing, disagreeing and abstaining votes of the attending shareholders.
9. The Company will reject the disagreement. Or abstain The total number of votes casted is based on the details of the voting base mentioned above. The remainder of the votes will be counted as votes. For those who voted in favor of these agendas. Ask for the ballots to be collected and return them to the staff after the meeting.
 10. According to the Company's compliance with quality evaluation guideline for good shareholders' meeting organizing, Agenda 6 is the agenda for consideration on approval of director appointment in replacement of director who must retires by rotation. The Company shall collect ballots from the attending shareholders whether in the event of agreeing, disagreeing or abstaining votes. The shareholders shall mark either check mark (✓) or cross mark (✗) in agreeing, disagreeing and abstaining box and also affix signature in ballots. After that, the officer will go to collect their ballots. However, if the shareholders do not submit their ballots and do not express objections or otherwise, the Company shall deem that the shareholders agree.
 11. The voting result in each agenda shall appear at the monitor to show for acknowledgement of the shareholders.

The Company shall deliver 2017 Annual Report to shareholders together with invitation letter for Annual General Meeting of this year in CD form. Its book form can be received in the area of registering table of the Company if required by anyone.

The Meeting commenced

General Terdsak Marom, the Chairman of the Board, Audit Committee and Independent Director, acts as the Chairman of the Meeting (the "Chairman") gave an opening speech for The Annual General Meeting of Shareholders 2018 and subsequently requested the Meeting to consider the matters in accordance with the following agendas:

Agenda 1 The Matters to be Informed by the Chairman of the Meeting for Acknowledgement

The Chairman informed the Meeting that the Company has publicized the documents used in today's Meeting in the Company's website and informed the Stock Exchange of Thailand ("SET") on March 30, 2018. The Company also delivered the documents in relation to the Meeting to the shareholders not less than 14 days period in advance prior to the date of the Meeting.

The Chairman asked the Meeting to consider the determined agenda of the Meeting in sequence of the total of 10 agendas.

- This Agenda Item was only for acknowledgement, and there would therefore be no voting.-

Agenda 2 To Consider and Certify the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2017 on October 2, 2017

The Chairman proposed the Meeting to consider certifying the Extraordinary General Meeting of Shareholders No. 2/2017 of the Company held on October 2, 2018 and the Company accurately recorded the Minutes of said Meeting and sent to the SET within 14 days from the date of the Meeting, and publicized via website of the Company: www.ecf-furniture.com, detail as Enclosure No. 1 (Minutes of the Extraordinary General Meeting of Shareholders No. 2/2017), which was delivered to the shareholders together with the invitation letter.

The Chairman inquired the shareholders whether there were any shareholders who wished to raise any questions or express any opinions on this agenda, and if none of shareholders raised any questions or express any opinion, the Chairman requested the Meeting to pass the resolution.

-For this agenda, none of shareholders raised any questions or expressed any additional opinion.-

This agenda shall be passed by not less than half of the votes of the shareholders attending the Meeting and casting their votes.

Meeting's Resolution The Meeting resolved to certify Minutes of Extraordinary General Meeting of Shareholders

No. 2/2017 on October 2, 2017 with unanimous votes from total votes of shareholders who attended and voted as follows:

Resolution	Resolved Votes (1 Share=1 Vote)	Percentage of attending shares with right to vote
1. Agree	580,172,245	100.00
2. Disagree	0	0.00
3. Abstain	0	0.00
4. voided ballot	0	0.00

Remark : In this agenda, the number of shareholders attended the Meeting increase from the time of the commencement of the Meeting for 20 shareholders which equal to 14,335,050 shares.

Agenda 3 Acknowledge Report of Overall Operation of the Company and its subsidiaries in the accounting year from 1 January 2017 to 31 December 2017

The President informed the Meeting that the summary of overall operation of the Company and its subsidiaries in last accounting year ended 31 December 2017, and detail of overall operation of the Company and its subsidiaries have been appeared in 2017 Annual Report and delivered in CD-ROM together with Meeting Invitation Letter to the shareholders.

As this agenda is the agenda for acknowledgement of the Company's overall operation, no voting was performed. In this agenda, Mr. Arak Suksawad (the "Managing Director") on behalf of the director, executive director, and managing director, was invited to report overall operation of the Company in the year of 2017 to the Meeting of Shareholders.

The Managing Director informed the overall operation of the Company in the year of 2017 as follows.

In the year of 2017, the followings were significant circumstances.

➤ The Company's total revenues were valued for 1,478.68 million Baht or 6.19% of growth rate when compared with 2016 of which total revenues were 1,392.49 million Baht.

➤ Profit for the period (in part of the holding company) was valued for 73.05 million Baht, increasing for 16.99%.

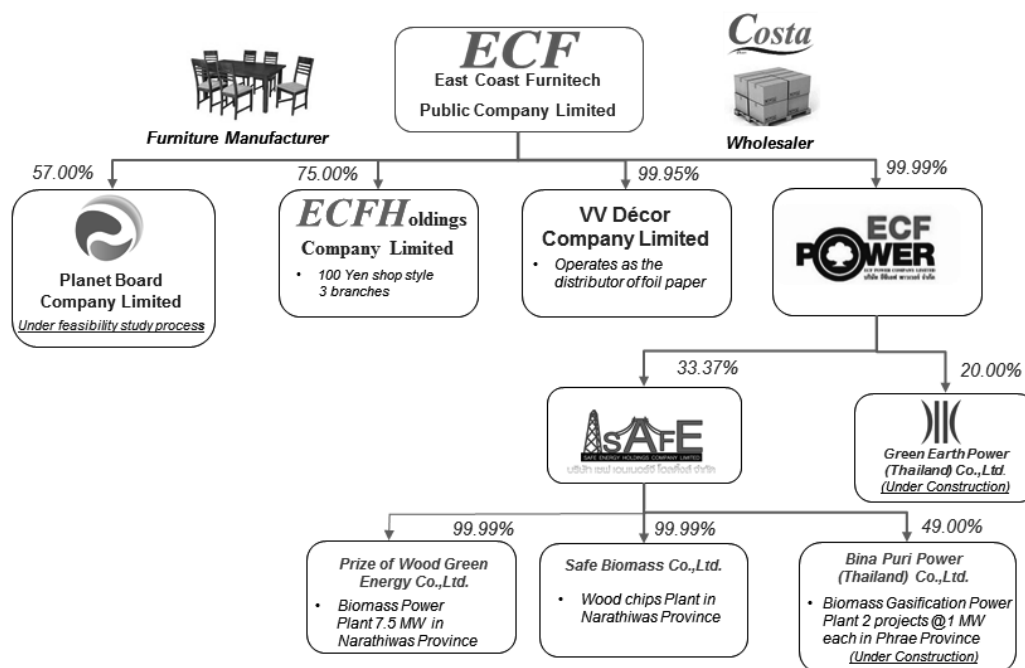
➤ Total comprehensive profit for the period (in part of the holding company) was valued for 73.05 million Baht, decreasing for 67.53% as the result of the Company's gain from asset valuation according to accounting standard in 2017.

- The significant development and change of furniture business occurred in the past 2017.
 - The Company considered adding production line of the product in the group of bedroom for more variety and customer need fulfillment and for market expansion into the member countries in AEC. In the beginning period, the Company will expand market to Malaysia and Philippines.
 - The Company's work plan for customer base expansion into Republic of China has been under discussion on mutual cooperation.

➤ Significant increase of subsidiaries and joint-stock companies

In the past 2017, the Company's number of investments and registrations of subsidiaries and associated companies significantly increased according to investment expansion plan in alternative energy and business that promotes the operation of the main business. The current structure of business operation is as the following diagram.

Current Structure of Business Operation of the Company



The main points of the operation in the associated companies, subsidiaries and projects can be summarized as follows.

- **Prize of Wood Green Energy Company Limited (PWGE)**

The biomass power plant of 7.5 megawatt production capacity size of Prize of Wood Green Energy Company Limited (PWGE), Narathiwat Province under investment via Safe Energy Holdings Company Limited which is the joint-stock company of the Company, has been managed and started to generate commercial revenue from sale of electricity and started to recognize revenues since last June 2017.

- **Bina Puri Power (Thailand) Company Limited (BINA)**

Two gasification biomass power plant projects for 1 megawatt per project of Bina Puri (Thailand) Company Limited have been under construction. The projects are located at Long District and Sung Men District, Phrae Province, under investment via Safe Energy Holdings Company Limited. The revenue recognition was expected to be commenced within 2018. The projects at Long District and Sung Men District, will commence COD within not exceeding May and December, respectively.

- **Green Earth Power (Thailand) Company Limited (GEP)**

Solar power plant project of the first 50 megawatt production capacity size from total of 220 megawatt of Green Earth Power (Thailand) Company Limited or GEP, which is the joint-stock company of the Company under investment in the proportion of 20%, has been under construction. The said project is located at Minbu City, Magway Region, Myanmar.

- **Planet Board Company Limited**

The feasibility of investment in MDF Board and Particle Board Factory via Planet Board Company Limited which is the subsidiary, has been under studied. The said project has been divided into MDF Board Factory where is located at Narathiwat Province and Particle Board Factory where is located at Yala Province. It was expected that the investment in both of the said projects can be approved within 2018.

- **ECF Park**

ECF Park construction project will be completely constructed around the end of April 2018. The objective is to be the community center and provide facilities for service to the employees, people in the area, visitors, and tourists, as good articulation of cohabitation inside the community.

- **Construction of ECF Warehouse, Head Office, Klaeng District, Rayong Province**

The additional warehouse construction project in the area of the Company's head office for more product storage supporting capability was expected to be completely constructed in Quarter 3 of Year 2018.

- **Construction of New ECF Office, Branch 2, Lam Luk Ka District, Pathum Thani Province**

The purpose of the construction project of the Company's new head office which is the Office, Branch 2, located at Lam Luk Ka District, Pathum Thani Province, is to support the Company's growth and enhance product storage area for COSTA Brand. This new office has planned to allot this new head office into product exhibition room of the Company in different opportunities and occasions. The project will be

constructed on the 14 rai area-sized land of which the land ownership has already been transferred. The construction was expected to be commenced soon.

- Other Matters

In addition, the Company has been under studied and development of Online System and Application for product ordering, in order to apply in the Company's business operation. This is the expansion of product distribution channel to facilitate its customers in ordering the Company's products, and is the notification channel for sales promotion details. The Company expected that it will be completed in Quarter 3 of Year 2018 period.

Anti-Corruption Policy

Moreover, the Company reported about Anti-Corruption Policy and development from last year. In 2017, the Company has still maintained Anti-Corruption Policy and notified every party of employees for acknowledgement about the primary principle of prevention and anti-corruption inside the organization. The primary guideline and practice of anti-corruption has been contained in Employee Manual in the topic of "Discipline and Disciplinary Punishment or Complaint" focusing on the issue of the prohibition to receive bribe from / pay bribe to customer / business partner of the Company and non-involvement in performing any act which is regarded as corruption in giving and/or receiving bribe of the government or any private agencies in order to acquire personal interest or competitive advantage. Whistleblowing or Complaint Issue Notification Policy has been prepared so that all stakeholder parties can contact or complain in the issue that may be the offence commitment via various channels. However, even though the Company has not yet been certified as the member of Private Sector Collective Action Coalition against Corruption (CAC) but in the year of 2018, the management will consider assigning the relevant team to monitor for significant development in the certification request procedure accordingly.

Social Participation (CSRs for Society)

The Company aims at business operation together with social responsibility awareness and continuously executes under the said concept. In 2017, the Company has further focused on social assistance and return to stakeholders whether being organizing the thanking event for customers with well and consistent support on the Company by inviting the customers and business partners from nationwide to participate in the said event. In addition, the Company has also taken care of the Company's employees by arranging annual physical checkup for all employees. The activities for good relationship reinforcement and mutual donation of money and educational equipment to the poor students, and donation of medical equipment to Klaeng Hospital, Rayong Province, to be used for community benefit, were organized.

For sustainable development, the Company has focused on additional business expansion for risk diversification from furniture business operation only toward variety of businesses in other areas, such as alternative energy business. The Company has invested in biomass power plant and solar power plant businesses and also planned to develop and extend toward upstream business such as feasibility study for entry into business which is the manufacturer of MDF Board and Particle Board to be used in furniture production, etc.

The President inquired whether any shareholders had any queries or opinions related to this agenda and a shareholder inquired in this agenda as follows.

Mr. Boonserm Chaiyong, the Shareholder, raised three inquiry issues as follows.

1. *Inquired about Time line of gasification biomass power plant construction of Bina Puri Power (Thailand) Company Limited, at Phrae Province, whether when it will be completed and when COD can be commenced.*
2. *When COD will be commenced by solar power plant project of Green Earth Power (Thailand) Company Limited at Minbu City, Myanmar?*
3. *When will customer base expansion to Republic of China be completed?*

The Managing Director replied the queries in each issue as per the following details.

1. *The first gasification biomass power plant project of Bina Puri Power (Thailand) Company Limited, at Phrae Province for one (1) megawatt has already been completely constructed and under waiting for approval from the government sector for COD scheduling accordingly. However, the reason to construct each plant one by one is to build the confidence on construction since the said technology is specific matter with high technical difficulty level. Moreover, the next construction plan will be at Sung Men District, Phrae Province, within this year.*
2. *Solar power plant project of Green Earth Power (Thailand) Company Limited, has been under construction under objective of quickest COD capability for the first 50 megawatt.*
3. *The customer collaboration in Republic of China has not been in the Company's plan from the beginning but it has been the special agenda that the Company has been given the additional opportunity. The Company expected to start recognizing revenue from the said*

operation around the period of May 2018. For future security and progress, the Company has also planned to discuss on long-term collaboration.

The President inquired whether any shareholder had any query or opinion related to this agenda and after none of shareholders required to inquire any query or express any opinion, Agenda 4 was further entered for meeting execution.

-This agenda is the agenda for acknowledgement and no resolution was then resolved.-

Agenda 4 Consider approving statement of financial position, statement of comprehensive income, and the auditor's report of the Company and its subsidiaries for 2017 ended 31 December 2017

The President informed the Meeting that pursuant to Public Limited Company Act B.E. 2535 (1992) and the Company's Articles of Association, they prescribe that the company must prepare statement of financial position and statement of comprehensive income as of the ending date of the Company's accounting year already audited by the auditor, and propose to General Meeting of Shareholders for approval. The materiality in accordance with consolidated financial statements shall be concluded in Meeting Invitation Letter already delivered to the shareholders.

In this agenda, Miss Pachanan Singphu, the Accounting and Finance Director (**the "Accounting and Finance Director"**) reported about statement of financial position, statement of comprehensive income, and the auditor's report of the Company in the year of 2017 to the Meeting of Shareholders.

The Accounting and Finance Director stated to the Meeting of Shareholders that the Audit Committee considered and reviewed annual financial statements of the Company and its subsidiaries ended 31 December 2017 which has already been audited and affixed for certification by Mr. Akkaradech Pliensakul, the Certified Public Accountant No. 5389, who is the auditor from MR & Associate Company Limited. It was deemed appropriate to propose the Board of Directors in order to propose to the 2018 Annual General Meeting of Shareholders for consideration and approval on annual financial statements of the Company and its subsidiaries ended 31 December 2017.

The opinion of the Board of Directors was that they deemed appropriate to propose 2018 Annual General Meeting of Shareholders for consideration and approval on the financial statements of the Company and its subsidiaries for the year ended 31 December 2017 since it was deemed to be proper, complete and adequate in accordance with Generally Accepted Accounting Principles and already passed for consideration and consent from the Audit Committee.

However, the said financial statements have already been presented in Annual Report 2017 and delivered to the shareholders together with invitation letter.

In addition, the information related to financial statements for 2017 ended 31 December 2017 was presented under below details.

- Report of the Certified Public Accountant
 - Report of the Certified Public Accountant expressed unqualified opinion dated 27 February 2018.
 - The auditor remarked the opinion that consolidated financial statements and separate financial statements for financial position as of 31 December 2017, consolidated overall operation and consolidated cash flows for the year then ended were properly and fairly presented in materiality in accordance with Financial Reporting Standards.
- Conclusion of explanation and analysis of the Management
 - In overview of revenues in 2017 period, growth rate was 6% of total revenues. The Company could generate growing revenue from furniture business from the same period of last year. Sales volume increased from sales of domestic products at growth rate of 16%. At present, the Company's proportion of revenues from domestic sales of furnitures was around 48% of total revenues from sales. Moreover, other revenues were increasingly generated from sales of scrap of materials, raw materials, and interest receivable from short-term investment from before.
 - For transaction of gain (loss) sharing from investment in associated company for 2016, the main cause was the entry of ECF Holdings Company Limited on behalf of the Company's subsidiaries, to hold shares in the proportion of 75% and invest in solar power plant business for 1.5 megawatt production capacity size in Himeji City, Japan, at proportion of 51%. Later, on 19 August 2016, the said assets were sold in net price of 82.19 million Baht, resulting in the transaction of net gain (loss) sharing from investment fund in the associated company for 32.83 million Baht in 2016. The said transaction when compared with 2017 period with value of 19.50 million Baht was realized from gain (loss) recognition from investment fund in the associated company as follows.
 - (1) Safe Energy Holdings Company Limited (SAFE) which has been invested by ECF Power Company Limited (ECF-P) on behalf of the Company's subsidiary of 99.99%. ECF-P has invested in SAFE in the proportion of 33.37%. At present, it can recognize the overall operation of the biomass power plant project of 7.5 megawatt production

capacity size of Prize of Wood Green Energy Company Limited (PWGE), Narathiwat Province. The Company recognized profit in accordance with the proportion of full investment fund in Quarter 3 of Year 2017 under investment of SAFE in PWGE in the proportion of 99.99%.

- (2) Green Earth Power (Thailand) Company Limited runs solar power plant business of 220 megawatt production capacity size in Minbu City, Japan. It has been invested by ECF-P on behalf of the subsidiary, in the proportion of 20%. At present, the project has been under constructed and commercial revenue has not yet been commenced for recognition.

The aforesaid details affected the significant change in value of gain (loss) sharing from investment fund in associated companies from comparison to be decreased from before for 41% from 2016.

- For overview of cost and expense incurred in 2017 period, the Company has still been able to manage to reduce the proportion of cost of sales from before, resulting in increase in gross profit margin previously from 28 % in 2015 to be 30% in 2017 as the result of decrease in raw material price and production management inside the factories for reduction of production cost and expenses from before.
 - For distribution cost and administrative expenses, the ratio when compared with total revenues was insignificantly changed. However, the Company's financial cost increased from transaction of short-term loan from other related parties used in revolving the business operation of which its outstanding balance as of 31 December 2017 was 279.64 million Baht. For transaction of income tax ratio when compared with total revenues, there were none of significant changes.
 - In overview of profit generated in 2017 period in part of consolidated financial statements, if considering from profit for the period, the holding company earned profit for 73.05 million Baht, significantly increasing when compared with the same period of last year for 17% as the result of overall operation from furniture business and recognition of gain sharing from investment in biomass power plant via Safe Energy Holdings Company Limited.
 - However, if considering from separate financial statements in part of furniture business, the Company could increasingly generate significant gross profit and profit for the period in the ratio of 14% and 29%, respectively, as the result from management on decreasing ratio of cost of sales to revenue from sales from before.
- The details in part of statement of financial position as of 31 December 2017 and 2016 were as follows.

Assets

- The Company's total assets as of 31 December 2017 were 2,782.77 million Baht, increasing from as of 31 December 2016 for 425.49 million Baht. The important cause included significant increase in transaction of inventory and investment fund in associated companies. In part of investment fund, the continuous changed was started from the period of Quarter 2 to Quarter 3. As of 31 December 2017, the Company's total investment fund in associated companies was valued for 474.69 million Baht, increasing from 31 December 2016 with value of 8.00 million Baht. The said investment fund value has been classified into investment fund in Safe Energy Holdings Company Limited for 157.71 million Baht and investment fund in Green Earth Power (Thailand) Company Limited for 316.98 million Baht.

Liabilities

- The Company's total liabilities as of 31 December 2017 were 1,753.73 million Baht, slightly increasing when compared with as of 31 December 2016 for 55.55 million Baht. The Company's Debt to Equity Ratio was 1.70 times.

Shareholders' Equity

- Shareholders' equity of the Company as of 31 December 2017 was 1,029.03 million Baht, increasing from as of 31 December 2016 for 369.94 million Baht due to increase in transaction of paid-up authorized capital for 65.3 million Baht within 2017 and premium on share from exercise of conversion right of ECF-W1 Warrant which was expired on 28 July 2017 in the exercise price of 0.50 Baht per share, exercise of conversion right of ECF-W2 Warrant No. 1/6 on 25 November 2017 in the exercise price of 3 Baht per share, as well as issuance and offering for sales of shares to the institution investor such as One Asset Management Company Limited for 30 million shares in the price of 5.58 Baht per share.

From the proposed details of financial statements for 2017 ended 31 December 2017 as entirely mentioned, the Meeting was asked for consideration and approval on statement of financial position, statement of comprehensive income and the auditor's report of the Company and its subsidiaries for 2017 ended 31 December 2017.

The President inquired whether any shareholders had any queries or opinions related to this agenda and after none of shareholders required to inquire any query or express any opinion, the shareholders were requested to resolve in this agenda.

-In this agenda, none of any shareholders inquired or expressed additional opinions.-

This agenda required the pass of approval resolution with vote majority of the shareholders who attended the Meeting and voted.

Meeting's Resolution The Meeting resolved to approve statement of financial position, statement of comprehensive income, and the auditor's report of the Company and its subsidiaries for 2017 ended 31 December 2017 with unanimous votes from total votes of the shareholders who attended the Meeting and voted as follows.

Resolution	Resolved Votes (1 Share=1 Vote)	Percentage of attending shares with right to vote
5. Agree	587,445,645	100.00
6. Disagree	0	0.00
7. Abstain	0	0.00
8. voided ballot	0	0.00

Remark : In this agenda, the shareholders who attended the Meeting increased from the former agenda for 11 persons or number of shareholders of 7,273,400 shares.

Agenda 5 Consider approving dividend payment for annual overall operation for 2017 ended 31 December 2017

The President informed the Meeting that the Company proposed details supporting the consideration of this agenda in Meeting Invitation Letter already delivered to the shareholders. In part of reason supporting the consideration in this agenda, Miss Sarisa Thongkittikul, the Assistant Company Secretary (**the "Assistant Company Secretary"**), was invited to clarify the detail to the Meeting of Shareholders.

The Assistant Company Secretary informed the Meeting of Shareholders about fact and reason supporting the notification for acknowledgement on retained earning appropriation and consideration for approval of dividend payment as follows.

The Company's dividend payment policy under consideration of the Company's separate financial statements is in the rate of not less than 40% of net profit after deduction of corporate income tax and legal reserve as required by law in the Articles of Association of the Company. However, the said dividend payment may be varied depending on overall operation, financial position of the Company, liquidity, investment plan and management-related factors, necessity and other appropriateness in the future.

Pursuant to Public Limited Company Act B.E. 2535 (1992) and Articles of Association of the Company, they prescribes that the dividend payment of the company must be paid from profit. If the Company has total accumulated loss, it is prohibited to pay dividend. However, dividend payment must be approved from the Meeting of Shareholders and the company must appropriate annual net profit as the capital reserve for not less than 5% of annual net profit deducted with total accumulated loss brought forward (if any) until this capital reserve amount is not less than 10% of authorized capital. The Company has already appropriated profit to be legal capital reserve for 3.6 million Baht or 5.04% of annual net profit.

Therefore, in this agenda, the Company proposed the Meeting of Shareholders to consider and acknowledge the appropriation of profit to be legal capital reserve and consider approving dividend payment from profit for annual overall operation for 2017 as follows.

- Profit will be appropriated to be legal capital reserve in the rate of not less than 5% of annual net profit or 3,600,000 Baht.
- Profit will be appropriated to be dividend in the rate of 0.0603 Baht, being classified into payment from BOI part for 0.0173 Baht per share and Non-BOI part for 0.0430 Baht per share which is the part required for the business's payment of corporate income tax in the rate of 20% of net profit in total amount of not more than 51,957,827 Baht (Fifty One Million Nine Hundred and Fifty Seven Thousand Eight Hundred and Twenty Seven Baht Only).
- The Company will appropriate the profit balance to be unappropriated retained earnings accordingly.

The comparative information of dividend payment between 2016 and 2017 was presented as follows.

The Company's net profit of separate financial statements in the year of 2015 and 2016 was 55.36 million Baht and 71.49 million Baht, respectively.

The appropriation of legal reserve in 2015 was 2.90 million Baht and in 2016, the complete legal reserve has already been appropriated.

Now, the number of paid-up authorized shares for capital increase was 861.66 million shares, increasing from last year with number of shares for 568.83 million Baht.

Total dividend amount per share in 2016 and 2017 was estimated to be 0.0535 Baht per share and 0.0603 Baht per share, respectively.

Total dividend payment was 30.43 million Baht and 51.96 million Baht, respectively. It was seen that both in the year of 2016 and 2017, the Company could pay dividend payment in comparison with net profit after deduction of legal reserve in the higher dividend payout ratio than what is determined by the dividend payment policy.

The Board of Directors deemed appropriate to propose the said dividend payment from annual overall operation for 2017 to Annual General Meeting of Shareholders for consideration and approval by scheduling Record Date for name list of shareholders who are entitled to receive dividend on 4 May 2018 and payment date of dividend to shareholders within 24 May 2018.

Therefore, the Meeting was proposed to consider and acknowledge the retained earnings appropriation and approve dividend payment of annual overall operation for 2017 as proposed.

The President inquired whether any shareholder had any query or opinion related to this agenda and after none of shareholders required to inquire any query or express any opinion, the shareholders were requested to resolve in this agenda.

-In this agenda, none of shareholders inquired any inquiry or expressed any opinion.-

In this agenda, it required the pass of approval resolution with majority votes of the shareholders who attended the Meeting and voted.

Meeting Resolution The Meeting resolved to acknowledge the appropriation of retained earnings as legal capital reserve and approve dividend payment for 2017 overall operation ended 31 December 2017 with unanimous votes from total votes of the shareholders who attended the Meeting and voted as follows.

Resolution	Resolved Votes (1 Share=1 Vote)	Percentage of attending shares with right to vote
1. Agree	587,445,645	100.00
2. Disagree	0	0.00
3. Abstain	0	0.00
4. voided ballot	0	

Agenda 6 Consider approving the appointment of director in replacement of director who shall retire by rotation

The President informed the Meeting that prior-commencement of the Meeting in this agenda, all of three directors including Assoc. Prof. Dr. Montri Sacatyanurak, Mr. Chalee Suksawad and Mrs. Waraporn Suksawad, notified their intentions to leave the meeting room for considering this agenda.

The Company presented the detail supporting the consideration for this agenda in Meeting Invitation Letter already delivered to the shareholders.

In this agenda, the Chairman of the Nomination Committee, Assoc. Prof. Songklod Jarusombat (“**Assoc. Prof. Songklod**”), was invited to present detail supporting the consideration in this agenda to the Meeting of Shareholders.

Assoc. Prof. Songklod informed the Meeting of Shareholders about the reason supporting the consideration and approval on appointment of director in replacement of director who shall retire by rotation as follows.

Pursuant to Public Limited Company Act B.E. 2535 (1992) and the Articles of Association of the Company in Clause 17 and 18, the essence was concluded that in every time of Annual General Meeting of Shareholders, the directors shall retire from their offices for 1/3 of number of the directors at that time. If number of directors cannot be divided into 3 portions, they shall retire in nearest number to 1/3 portion. The directors who retire from the office may be selected to resume their offices again. The director who shall retire from his/her office in the first year and the second year after registration of the Company shall draw lots, and in the following years, the director who holds the office for longest time shall be the director who retires from his/her office.

At present, the Board of Directors consists of 9 members in total. In 2018 Annual General Meeting of Shareholders, there were three directors who shall retire by rotation under the name list of directors who shall retire by rotation in this round in accordance with resolution of consideration and nomination by the Nomination Committee as follows.

1. Assoc. Prof. Dr. Montri Sacatyanurak
2. Mr. Chalee Suksawad

3. Mrs. Waraporn Suksawad

The Company announced to invite the shareholders who intended to nominate the candidate deemed to be qualified for consideration and selection as the director of the Company. The announcement was posted to show in the Company's website from 26 September to 31 December 2017. However, it appeared that none of any shareholders nominated the candidate deemed to be qualified for consideration in this time of the Annual General Meeting of Shareholders.

The Nomination Committee excluding the directors with gain and loss considered and deemed that all of three directors in accordance with the nominated name list are qualified persons pursuant to Public Limited Company Act B.E. 2535 (1992), Proclamation of the Securities and Exchange Commission, Capital Market Supervisory Board, and the related and stipulated Proclamation of Stock Exchange of Thailand. They are also good knowledgeable and competent, dedicate and experienced in managing furniture business, that will result in benefit to the Company's business. It was reasonable to select all of the said three directors who retired by rotation to resume to be the directors in the former office for another term.

The Board of Directors excluding the directors with gain and loss in this agenda considered and deemed appropriate to propose the name list of the following persons for consideration of 2018 Annual General Meeting of Shareholders in electing the directors who retired by rotation to resume the former office for another term.

- | | | |
|--|----------|--|
| 1. Assoc. Prof. Dr. Montree Sacatyanurak | Suksawad | For holding the office of Chairman of Audit Committee and Independent Director |
| 2. Mr. Chalee | Suksawad | For holding the office of the Director and Authorized Signatory Director |
| 3. Mrs. Waraporn | Suksawad | For holding the office of the Director and Authorized Signatory Director |

As the nominated persons are knowledgeable, competent, and experienced in mutually and vigorously govern the business, devote time to attend the meeting, have properly qualified for business operation of the Company, and fully participate in expression of opinion which is beneficial to the Company and the shareholders throughout their office holding term. In part of nomination for appointment as independent director, the opinion can be independently given in accordance with the relevant criteria.

Thus, it was deemed proper to propose the Meeting of Shareholders to consider appointing them to further holding the office.

The Meeting of Shareholders was proposed to consider and select individual director in accordance with ballot in order to facilitate the exercise of voting right for further election of individual director.

For the Company's compliance with quality evaluation guideline of good meeting holding, in Agenda 6 which is the agenda for consideration and appointment of director in replacement of director who shall retire by rotation, the Company will collect ballots from shareholders who attend the Meeting whether in the event of voting for agreement, disagreement or abstention. However, the shareholders will be requested to mark check mark or cross mark in the box of agreement, disagreement or abstention and also affix the signatures in ballots. After that, the officer will go to collect ballots. However, if the shareholder does not submit ballot and does not express opinion to object or otherwise express other opinion, the Company shall deem that the shareholder agrees. The proxy who does not receive resolution ballot since registering is due to the event that the shareholder has already voted to resolve in the Proxy, the said resolution will be consistent with resolution specified by the shareholder in the said Proxy.

The President inquired whether any shareholder had any query or opinion related to this agenda. In this agenda, a shareholder inquired the following queries.

Miss Chayanuch Kanhapakorn, the Shareholder Right Protection Volunteer, the proxy from Thai Investors Association raised the query issue to the Chairman of Nomination Committee whether the Company has currently discussed on number of years for director office term of the independent director and in which clause of governing information, and whether the clear regulation is issued. She admired the Company regarding the smooth meeting execution as excellent sample.

The Chairman of Nomination Committee clarified in the said query issue that the Company strictly complies with the prescribed regulation and asked the Assistant Company Secretary to clarify the additional details of relevant information.

The Assistant Company Secretary notified the Meeting of Shareholders that the Company has established the policy and specifies the said information in 2017 Annual Report, Page 118 – 119 on Nomination of Director and Top Executive in Clause 1.5 Consider office term of the independent director. If the former independent director resumes the office for another term, the office shall be held continuously from the appointment date of the first independent director office holding for not exceeding 9 years. The reasonability and necessity shall be considered if appointing the said independent director to further resume the office.

The President additionally notified the Meeting on the said issue that that practice has already been prescribed. The Company establishes the Committee that regularly performs the governing duty and considering on review of regulations.

The President inquired whether any shareholder had any query or opinion related to this agenda and after none of shareholders required to inquire any query or express any opinion, the shareholders were requested to resolve in this agenda. In this agenda, it required the pass of approval resolution with majority votes of the shareholders who attended the Meeting and voted (in considering election of the director in replacement of the director who shall retire by rotation, the Company will consider individually approving).

Meeting Resolution The Meeting resolved to approve the appointment of the director in replacement of the director who shall retire by rotation with unanimous votes from total votes of shareholders who attended the Meeting and voted as follows.

Assoc. Prof. Dr. Montree Sacatyanurak

Resolution	Resolved Votes (1 Share=1 Vote)	Percentage of attending shares with right to vote
1. Agree	587,445,645	100.00
2. Disagree	0	0.00
3. Abstain	0	0.00
4. voided ballot	0	

Mr. Chalee Suksawad

Resolution	Resolved Votes (1 Share=1 Vote)	Percentage of attending shares with right to vote
1. Agree	587,445,645	100.00
2. Disagree	0	0.00
3. Abstain	0	0.00
4. voided ballot	0	

Mrs. Waraporn Suksawad

Resolution	Resolved Votes (1 Share=1 Vote)	Percentage of attending shares with right to vote
1. Agree	587,445,645	100.00
2. Disagree	0	0.00
3. Abstain	0	0.00
4. voided ballot	0	

Agenda 7 **Consider approving determination of annual director remuneration for 2018**

The President informed the Meeting that according to this agenda, the Company presented the detail supporting this agenda in Meeting Invitation Letter already delivered to shareholders.

Assoc. Prof. Dr. Montri Sacatyanurak, the Chairman of the Remuneration Committee (“**Assoc. Prof. Dr. Montri**”), was invited to present the detail supporting the consideration in this agenda to the Meeting of Shareholders.

Assoc. Prof. Dr. Montri notified the Meeting of Shareholders that pursuant to the Company’s Articles of Association in Article 24, the Board of Directors has right to receive director remuneration from the Company as considered and resolved for approval by the Meeting of Shareholders.

For criteria and procedure of consideration on remuneration proposal, the Remuneration Committee proposed remuneration by considering from data of the Company’s turnover in last year, performance and responsibility of the director, consideration on increasing number of subsidiaries and associated companies based on structure of the business operation, and benefit of the Company acquired from the director’s function. The data of primary determined remuneration was taken to compare and refer to the data of survey result summary of the directors and executives of the listed companies for director remuneration being classified according to business category – Market for Alternative Investment (MAI), classified according to revenue scale of the companies, and classified according to net profit (loss) scale of the companies, which was prepared by Stock Exchange of Thailand for 2016.

In last 2017, for holding the Meeting of the Board of Directors, Audit Committee, Risk Management Committee, Nomination Committee and Remuneration Committee, the Company paid total remuneration to the Board/Committees for 4,295,000 Baht as per details of remuneration payment as appeared in Annual Report. The said remuneration payment was within the financial limit considered and approved not exceeding 4,500,000 Baht.

However, for good checks and balances including for compliance with good governance, the Company has established the Remuneration Control Policy for Directors and Executives apart from monthly remuneration, meeting allowance and bonus specified and in accordance with the existing approval power. Any additional remuneration with value of more than 1,000,000 Baht/person/year shall be proposed to be the meeting agenda to the Meeting of the Board of Directors for consideration and approval by specifying detail and reasonability for payment of the said additional welfare. In this 2018, financial limit of the director remuneration will be proposed for consideration in total of not more than 9,000,000 Baht as per detail of remuneration determination as follows.

The remuneration of the Board of Directors is classified into monthly remuneration, meeting allowance and special remuneration or bonus as follows.

- 1) Monthly Remuneration :
 - Chairman of the Board 34,000 Baht/month, increasing for 6,000 Baht/month
 - Director 24,000 Baht/month, increasing for 6,000 Baht/person/month
 - Chairman of the Audit Committee 29,000 Baht/month, increasing for 6,000 Baht/month
 - Audit Committee Member 24,000 Baht/month, increasing for 6,000 Baht/person/month
- 2) Meeting Allowance for all Sub-Committees : for 7,000 Baht/person/time (whereas the former rate has been maintained to be same as last year) consists of:
 1. The Board of Directors
 2. The Audit Committee
 3. The Risk Management Committee
 4. The Nomination Committee
 5. The Remuneration Committee
- 3) Special Remuneration or Bonus: it has been considered from overall operation.

However, the director remuneration has been determined in total financial limit of not more than 9,000,000 Baht, increasing from last year where the financial limit was determined to be not more than 4,500,000 Baht.

The reason to propose the additional financial limit of director remuneration has been due to the consideration on increasing number of subsidiaries and associated companies. In last 2017, the increasing subsidiaries and associated companies are as follows.

1. Two additional subsidiaries are ECF Power Company Limited and Planet Board Company Limited.
2. Two additional associated companies are Safe Energy Holdings Company Limited and Green Earth Power (Thailand) Company Limited.
3. Within the associated company which is Safe Energy Holdings Company Limited, it also consists of three additional subsidiaries under SAFE, comprising of Prize of Wood Green Energy Company Limited, Safe Biomass Company Limited and Binu Puri Power (Thailand) Company Limited.

The current structure of business operation of the Company has been in Page 32 of Annual Report.

In addition, in 2017 particularly the number of holdings of the Board of Directors' Meeting increased over than 60% from workloads required for consideration and request for approval from additional agenda for consideration in the Board of Directors' Meeting.

According to the opinion of the Board of Directors, it considered and consented in accordance with the opinion of the Remuneration Committee and deemed appropriate to propose the 2018 Annual General Meeting of Shareholders to consider and approve annual director remuneration for 2018 in total financial limit of not more than 9,000,000 Baht per year.

Thus, the Meeting was proposed to consider approving the determination of annual director remuneration for 2018 as proposed.

The President inquired whether any shareholder had any query or opinion related to this agenda and after none of shareholders required to inquire any query or express any opinion, the shareholders were requested to resolve in this agenda.

-In this agenda, none of shareholders inquired any inquiry or expressed any opinion.-

In this agenda, it required the pass of approval resolution with not less than two-third (1/3) votes of total number of votes of the shareholders who attended the Meeting.

Meeting Resolution The Meeting resolved to approve the determination of annual director remuneration for 2018 with unanimous votes from total votes of the shareholders who attended the meeting as follows.

Resolution	Resolved Votes (1 Share=1 Vote)	Percentage of attending shares with right to vote
1. Agree	587,445,645	100.00
2. Disagree	0	0.00
3. Abstain	0	0.00
4. voided ballot	0	

Agenda 8 Consider approving the appointment of auditors and determination of annual audit fee for 2018

The President informed the Meeting that according to this agenda, the Company presented the detail supporting this agenda in Meeting Invitation Letter already delivered to shareholders.

Assoc. Prof. Dr. Montri Sacatiyanurak, the Chairman of the Audit Committee (“**Assoc. Prof. Dr. Montri**”), was invited to present the detail of reason supporting the consideration in this agenda to the Meeting of Shareholders.

Assoc. Prof. Dr. Montri informed the Meeting of Shareholders that pursuant to Public Limited Company Act B.E. 2535 (1992), it stipulates that Annual General Meeting of Shareholders shall appoint the auditor and determine audit fee every year. Moreover, pursuant to the Proclamation of the Securities and Exchange Commission, it stipulates that the Company shall arrange the rotation of the auditor if the former auditor has consecutively performed his/her duty in review or audit and expression of opinion toward the Company’s financial statements for 5 accounting years. New auditor under the same audit firm as the former auditor can be appointed. However, the Company shall appoint the auditor who retires from his/her function by rotation of the auditor to be the Company’s auditor after passing at least 2 accounting years period from the retirement date of the said auditor from his/her function.

In the year of 2017, Mr. Akkaradech Pliensakul, the Certified Public Accountant No. 5389, who is the auditor from MR & Associate Company Limited, performed his work as the auditor of the Company for the first year for 2017. According to the opinion of the Audit Committee, it deemed appropriate to appoint Mr. Akkaradech Pliensakul, the Certified Public Accountant No. 5389, or Mr. Methee Rattanasrimetha, the Certified Public Accountant No. 3425, or Mr. Pisit Cheewaraengroj, the Certified Public Accountant No. 2803, or other auditor deemed appropriate by MR & Associate Company Limited to be the auditor of the Company and subsidiaries for 2018 due to their experts and experiences in audit at the appropriate rate of audit fee. In addition, they also well performed their duties in last year, and have been the auditors under consent from the Office of Securities and Exchange Commission, without relationship or gain and loss with the Company / subsidiaries / major shareholders / executives or related parties with the said persons at all. The audit fee of yearly financial statements and review fee of quarterly financial statements have been determined for total of not more than 2,450,000 Baht.

However, according to the opinion of the Board of Directors, it considered and consented in accordance with the opinion of the Audit Committee.

Thus, the Meeting was proposed to consider and approve the appointment of auditors and determination of annual audit fee for 2018 as aforementioned.

- The President inquired whether any shareholder had any query or opinion related to this agenda and after none of shareholders required to inquire any query or express any opinion, the shareholders were requested to resolve in this agenda.

-In this agenda, none of shareholders additionally inquired any inquiry or expressed any opinion.-

In this agenda, it required the pass of approval resolution with majority votes of the shareholders who attended the Meeting and voted.

Meeting Resolution The Meeting resolved to approve the appointment of directors and determination of annual audit fee for 2018 with unanimous votes from total votes of the shareholders who attended the Meeting and voted as follows.

Resolution	Resolved Votes (1 Share=1 Vote)	Percentage of attending shares with right to vote
1. Agree	587,865,645	100.00
2. Disagree	0	0.00
3. Abstain	0	0.00
4. voided ballot	0	

Note : In this agenda, the shareholder who attended the meeting in addition from the previous agenda was 1 person or 420,000 shares.

Agenda 9 Consider approving revision of Article 6. and Article 35. of the Company’s Articles of Association

The President informed the Meeting that for this agenda, the Company presented detail supporting consideration in this agenda in Meeting Invitation Letter already delivered to the shareholders. In part of reason supporting the consideration in this agenda, Miss Sarisa, the Assistant Company Secretary (the “Assistant Company Secretary”), was invited to clarify the detail to the Meeting of Shareholders.

The Assistant Company Secretary notified the Meeting of Shareholders for objective and reason to support consideration approving revision of Article 6 and Article 35 of the Company’s Articles of Association as per the following details.

Article 6. As informed by Law Department of Stock Exchange of Thailand, it was deemed appropriate for the Company to revise the Company’s Articles of Association by specifying that “the Company’s shares are the named shares” since pursuant to the regulation of the Stock Exchange on Security Acceptance prescribing the qualification of the ordinary shares that will be requested for registration to be named shares (Article 6 of the Company’s Articles of Association mentioned particularly “Share Certificate”, not “Share”).

Article 35. In consistency with Public Limited Company Act B.E. 2535 (1992) in Section 100, which is revised by the order of the Leader of National Council for Peace and Order No. 21/2560 on revision of law for facilitation of business operation. The revision of Article 35 of the Company’s Articles of Association (particularly in the former Paragraph three) is the revision in accordance with the order of the Leader of NCPO No. 21/2560 in Clause 9, which is effective on 4 April 2017.

Present Statements	Statements after Revision
<p>Article 6. <i>Every share certificate of the Company shall name the shareholders</i> and be affixed with the signature and finger printed by at least one (1) director. However, the Board of Directors can entrust the Registrar of Securities pursuant to Securities and Exchange Law to affix with the signature or finger printed instead. The said signing or finger print shall be in line with what is prescribed by the Registrar of Securities.</p>	<p>Article 6. <i>The shares of the Company shall be named shares</i> and affixed with signature of at least one (1) director or finger printed. However, the Board of Directors can entrust the Registrar of Securities pursuant to Securities and Exchange Law to affix with signature or finger printed instead. The said signing or finger print shall be in line with what is prescribed by the Registrar of Securities.</p>
<p>Article 35. The Board of Directors shall hold the meeting of shareholders to be Annual General Meeting of Shareholders within four (4) months from the ending date of the year of the Company.</p> <p>The meeting of shareholders in other occasion apart from Paragraph one shall be called “Extraordinary Meeting”. The Board of Directors shall call the meeting of shareholders as extraordinary meeting whenever as deemed appropriate.</p> <p>The shareholders who hold total counted shares not less than one-fifth (1/5) of total number of sold shares or not less than twenty five (25) shareholders who hold total counted shares not less than one-tenth (1/10) of total number of sold shares, can submit a joint letter to request the Board of Directors to call the meeting of shareholders as extraordinary meeting whenever but the reason to request for calling the meeting shall be clearly specified in the said letter. In such case, the Board of Directors shall hold the meeting of shareholders within one (1) month from the received date of the said letter from the said shareholders.</p>	<p>Article 35. The Board of Directors shall hold the meeting of(the remaining statements shall be remained as before)....., etc.</p> <p>The meeting of shareholders in other occasion apart from Paragraph one (the remaining statement shall be remained as before)....., etc.</p> <p><i>“One or several shareholder(s) who hold total counted shares not less than ten (10) percent of total number of sold shares can submit the joint letter to request the Board of Directors to call the meeting of shareholders as extraordinary meeting whenever but issue and reason to request for calling the meeting shall be clearly specified in the said letter. In such case, the Board of Directors shall hold the meeting of shareholders within forty five (45) days from the received date of the letter form the shareholder(s).</i></p> <p><i>In case where the Board of Directors fails not to hold the meeting within deadline in Paragraph three, total shareholders who submit the joint letter or other shareholders in combination to reach the enforced number of shares can call the meeting by themselves within forty five (45) days from the expiry date of deadline in Paragraph three. In such case, it shall be deemed to be the meeting of shareholders called by the Board of Directors for meeting. The Company shall be responsible for necessary expenses incurred from holding the meeting and facilitation as appropriate.</i></p> <p><i>In case where it appears that the meeting of</i></p>

Present Statements	Statements after Revision
	<p><i>shareholders which is called for meeting by the shareholder(s) in Paragraph four in any time, number of shareholders who attend the meeting is not constituted to have a quorum as prescribed in Article 37, the shareholder(s) in Paragraph four shall mutually take responsibility to reimburse the Company the expenses incurred from holding the meeting in that time."</i></p>

Thus, the Meeting was proposed to consider and approve in accordance with all presented details.

The President inquired whether any shareholder had any query or opinion related to this agenda and after none of shareholders required to inquire any query or express any opinion, the shareholders were requested to resolve in this agenda.

-In this agenda, none of any shareholders inquired any inquiry or expressed any opinion.-

In this agenda, it required the pass of approval resolution with not less than three-fourth (3/4) votes of total votes of the shareholders who attended the Meeting with voting rights.

Meeting Resolution The Meeting resolved and approved the revision of the Company’s Articles of Association in Article 6. and Article 35. with unanimous votes from total votes of the shareholders who attended the Meeting with voting rights as follows.

Resolution	Resolved Votes (1 Share=1 Vote)	Percentage of attending shares with right to vote
1. Agree	587,865,645	100.00
2. Disagree	0	0.00
3. Abstain	0	0.00
4. voided ballot	0	

Agenda 10 Other issues (if any)

In this agenda, the President invited Mr. Arak Suksawad, the Managing Director (**the “ Managing Director”**) to additionally clarify the Company’s information to the Meeting of Shareholders.

The Managing Director clarified the Meeting of Shareholders on behalf of the management team’s representative about the management guideline of the Company. Apart from the Company’s current emphasis on investment for business growth, the Company has also foreseen the significance of management and governance in other areas that take part in furtherance and supporting force for increasing growth of the Company. The said areas are classified into 4 parts as follows.

1. Part of customer consisting of major customers, minor customers, and domestic customers and foreign customers
2. Part of every level of the Company’s employees and third parties whereas third parties may not be the direct employees but the related parties of the Company such as advisors in various areas
3. Part of shareholders that are the Company’s investors
4. Part of society in cohabitation in society whether being donation of properties and articles to the persons in trouble, donation of medical equipment to hospital, granting the scholarship to students both in part of surrounding communities and the employee families, as well as volunteer spirit activity doing for society assistance, etc.

All of the four aforesaid items are the key principle emphasized by the management team and continuously undertaken all the time.

In part of management, the shareholders were informed that in last year period, the Company has extended its business and invested in more businesses for several projects. The investment in each project has been considered under wisely discretion on appropriateness, worthiness in investment. Investment in every project is long-term investment and the Company has established work plan to support the Company’s growth both in term of growing revenue and profit.

Reason and background of the investment in various businesses are for risk diversification and result in the Company’s ability to firmly and sustainably exist, and generate maximum benefit to all parties of stakeholders.

The President inquired whether any shareholder had any query or opinion requiring for additional proposal. A shareholder inquired the following query in this agenda.

The Annual Report for Year 2018

*Attached with Financial Statements
for the year ended 31 December 2018*

(QR Code)

Enclosure No. 3
Supporting Agenda 5

The Company has formulated the policy of dividend payment at the rate not less than 40 percent 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 percent 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.

For the Year 2018, The Company has profit from operation from the Company's financial statements in the amount of 48.54 million baht. In accordance with Section 116 of Public Limited Company Act and Article 39 of the Company's Articles of Association, the Company has to allocate not less than 5 percent of annual net profits deducted by brought forward accumulated loss amount (if any) to be the legal reserved fund until the amount of this reserved fund is not less than 10 percent of the authorized capital. For the year 2018, the Company has allocated net profits to be legal reserve in the amount of 2.5 million baht.

Therefore this agenda the Company would like to propose to the Shareholders Meeting for approval the legal reserve and dividend payment from the net profits from operating of the Year 2018 as follows;

- Allocate profit to legal reserve at the rate amount is 2,500,000 Baht. (Two million five hundred thousand baht.) equivalent to 5.15% of Annual net profit. The company will have accumulated reserves according to the law, including the amount 25.60 million Baht or equivalent to 7.23% of registered capital.
- Pay from earnings not been promoted from BOI Baht 0.030227 per share, this part of earnings the Company was obliged to pay corporate income tax 20 percent of net profit. Totaling not exceeding 29,002,500, by determining the record date for shareholder's name for the rights to receive dividend on the date of 30 April 2019 and the dividend payment will be made within 21 May 2019.

Comparison Information of Dividend Payment Details during the Year of 2017 and Year 2018.

Details of Dividend Payment	Year 2017	Year 2018
Net Profits of Separate Financial Statements (Million Baht)	71.49	48.54
Allocation of 5% Legal Reserve (Million Baht)	3.60	2.50
Number of Shares (Million Shares)	861.66	959.49
Total Dividend per Share (Baht per Share)	0.0603	0.030227
Total Estimated Dividend (Million Baht)	51.96	29.00
Ratio of Dividend Payment Compared with Net Profits After Deduction of Reserve (%)*	76.53%	62.99%

Remark : The Company's dividend payment ratio has been in line with the dividend payment policy for both Year 2017 and Year 2018.

Biography of the Director Nominated to Hold the Position

Assoc. Prof. SongklodJarusombat
Type of Director Nominated for Appointment
: Director / Audit Committee / Independent Director /
Chairman of the Nomination Committee/ Risk Management Committee



Age	55 years old
Nationality	Thai
Position in the Company	Director / Audit Committee / Independent Director / Chairman of the Nomination Committee / Risk Management 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	2012 – Present <i>Director / Audit Committee / Independent Director / Chairman of the Nomination Committee / Risk Management Committee</i> East Coast Furnitech Public Company Limited 1996 – Present <i>Director of Center of Excellence for Academics in Hevea</i> <i>Specialist of Industrial Technology Assistant Program (iTAP),</i> National Science and Technology Development agency <i>Advisor of Thai Furniture Industries Association</i> <i>Advisor of Thai Hevea Wood Association</i> <i>Director of Thai Economic Wood Certification Board</i> Thailand Forest Certificate Council
Expertise	Forestry industry
Positions in other <u>listed</u> companies	- None -
Positions in other <u>non-listed</u> companies	- None -
Holding positions in other businesses that may cause conflicts of interest or having a business competition	- None -
Ratio of shareholding in the Company (Percent)	- None – (Including spouse and under-aged child)
Family relationship between executives	- None -
Number of years ever holding director position	6 years and 6 months from the date of 2019 Annual General Meeting of Shareholders
Meeting attendance in last year	The Board of Directors in the ratio of 93 percent (13/14 times) Audit Committee in the in the ratio of 75 percent (3/4 times) Risk Management Committee in the ratio of 100 percent (2/2 times)
Relationship with the Company and the Subsidiaries that have conflicts, at present or in the past	- No : Being a director that take part in managing day-to-day operation, or being an employee, or advisor who receive a regular salary or fee - No : Being a professional service provider (i.e., auditor, lawyer)

2 years (For consideration to the appointment of Independent Director) - None : Having the significant business relations that may affect the ability to perform independently

Biography of the Director Nominated to Hold the Position

2. Mr. Arak Suksawad

Type of Director Nominated for Appointment
: Director / Authorized Director / Nomination Director / Remuneration Director
Risk Management Director / Managing Director / Executive Director



Age	48 years old
Nationality	Thai
Position in the Company	Director / Authorized Director / Nomination Director / Remuneration Director Risk Management Director / Managing Director / Executive Director
Education	<p><u>Master's Degree</u> Master of Economics Ramkhamhaeng University</p> <p><u>Bachelor's Degree</u> Bachelor of Economics in Monetary Economics Program Ramkhamhaeng University</p> <p><u>Certificate</u></p> <ul style="list-style-type: none"> • Executive Program Capital Market Academy (CMA), Batch 16 • Expert and Specialist for Member of Parliament Course, Batch 6, King Prajadhipok's Institute • Executive Course of Energy Technology, Thailand Energy Academy (TEA) • Course "Bahumipalung Phandin" for Executives, Batch 4, Chulalongkorn University • Master of Investment Courses (Ultra Wealth Group, Batch 3) • Management science courses for senior management (Batch 1) Course, Faculty of Public Administration, National Institute of Development Administration (NIDA)
Training of the director's role and duty	Director Accreditation Program (DAP), Batch No. 95/2012, Institute of Thai Directors (IOD)
Work background	<p>1999 – Present <i>Director / Authorized Director / Nomination Director / Remuneration Director / Risk Management Director / Managing Director / Executive Director / Director of Sales and Marketing Department (Acting)</i> East Coast Furnitech Public Company Limited</p> <p>2015 – Present <i>Director</i> ECF Holdings Co.,Ltd. as the subsidiary</p> <p>2017 – Present <i>Director</i> ECF Power Co.,Ltd. as the subsidiary</p> <p>2017 – Present <i>Director</i> SAFE Energy Holdings Co.,Ltd. as the associated</p> <p>2017 – Present <i>Director</i> Prize of Wood Green Energy Co.,Ltd. as the subsidiary of the associated (SAFE Energy Holdings Co.,Ltd.)</p> <p>2017 – Present <i>Director</i> Green Earth Power (Thailand) Co.,Ltd. as the associated</p> <p>2017 – Present <i>Director</i> Planet Board Co.,Ltd. as the associated</p> <p>2007 – Present <i>Director</i> Council of Asia Furniture associations (CAFA)</p> <p>2012 – 2016 <i>President</i> Thai Furniture Industries Association</p>
Expertise	Business operation as a furniture manufacturer and distributor.

Position holding in other businesses <u>which are listed</u> companies	- None -
Position holding in other businesses <u>which are not listed</u> companies	6 companies as described above
Position holding in other businesses that may cause conflict of interest toward the Company	- None
Ratio of shareholding in the Company (Percent)	15.78% (including spouse and under-aged child)
Family relationship between executives	The son of Mr.Wanlop Suksawad and Mrs.Waraporn Suksawad, younger brother of Mr. Chalee Suksawad and elder brother of Miss Tippawan Suksawad.
Number of years ever holding director position	6 years and 6 months counted until the date of 2019 Annual Ordinary General Meeting of Shareholders
Meeting attendance in last year	The Board of Directors in the ratio of 100 percent (14/14 times) Nomination Committee in the ratio of 100 percent (3/3 times) Remuneration Committee in the ratio of 100 percent (2/2 time) Risk Management Committee in the ratio of 100 percent (3/3 times)

Biography of the Director Nominated to Hold the Position

3. Miss Tippawan Suksawad

Type of Director Nominated for Appointment

: Director / Authorized Director / Executive Director / Deputy Managing Director

Corporate Secretary



Age	45 years old
Nationality	Thai
Position in the Company	Director / Authorized Director / Executive Director / Deputy Managing Director / Corporate Secretary
Education	<u>Bachelor's Degree</u> Accounting, Bangkok University
Training of the director's role and duty	Director Accreditation Program (DAP), Batch No. 94/2012, Thai Institute of Directors (IOD)
Work background	<p>1999 – Present <i>Director / Authorized Director / Executive Director / Deputy / Managing Director / Corporate Secretary</i> East Coast Furnitech Public Company Limited</p> <p>2015 – Present <i>Director</i> ECF Holdings Co.,Ltd. as the subsidiary</p> <p>2017 – Present <i>Director</i> ECF Power Co.,Ltd. as the subsidiary</p> <p>2017 – Present <i>Director</i> Planet Board Co.,Ltd. as the associated</p>
Expertise	Business operation as a furniture manufacturer and distributor and financial Accounting
Position holding in other businesses <u>which are listed</u> companies	- None -
Position holding in other businesses <u>which are not listed</u> companies	3 companies as described above
Position holding in other businesses that may cause conflict of interest toward the Company	- None -
Ratio of shareholding in the Company (Percent)	15.6541% (including spouse and under-aged child)
Family relationship between executives	The daughter of Mr.Wanlop Suksawad and Mrs.Waraporn Suksawad , younger sister of Mr.Chalee Suksawad and Mr.Arak Suksawad
Number of years ever holding director position	6 years and 6 months counted until the date of 2019 Annual General Meeting of Shareholders
Meeting attendance in last year	The Board of Directors in the ratio of 93 percent (13/14 times)

**Definition of Independent Committee of the Company
(In Accordance with the minimum regulation of the Securities and Exchange Commission and the Stock Exchange of Thailand)**

- Holding shares not over 1% 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.

The term ‘business relationship’ aforementioned under paragraph one includes any normal business transaction, rental or lease of immovable property, transaction relating to assets or services or grant or receipt of financial assistance through receiving or extending loans, guarantee, providing assets as collateral, including any other similar actions, which result in the applicant or his counterparty being subject to indebtedness payable to the other party in the amount of 3 percent or more of the net tangible assets of the applicant or 20 million Baht or more, whichever is lower. The amount of such indebtedness shall be calculated according to the calculation method for value of connected transactions under the Notification of Capital Market Supervisory Board concerning Rules on Connected Transactions. The combination of such indebtedness shall include indebtedness taking place during the course of 1 years prior to the date on which the business relationship with the person commences

- 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.

2019 Annual Director Remuneration

Comparative table of Directors' remuneration

Year 2019 (Proposed for Consideration)	Year 2018	Change
1) Monthly Remuneration <ul style="list-style-type: none"> • Chairman of the Board 34,000 baht/month • Director 24,000 baht/person/month • Chairman of Audit Committee 29,000 baht/month • Audit Committee Member 24,000 baht/person/month 	1) Monthly Remuneration <ul style="list-style-type: none"> • Chairman of the Board 34,000 baht/month • Director 24,000 baht/person/month • Chairman of Audit Committee 29,000 baht/month • Audit Committee Member 24,000 baht/person/month 	same as the Year 2018 same as the Year 2018 same as the Year 2018 same as the Year 2018
1) Meeting Allowance for every set of Subcommittees : for 7,000 baht/person/time It consists of below: <ol style="list-style-type: none"> 1) Board of Directors 2) Board of Audit Committee 2) Risk Management Committee 3) Nomination Committee 4) Remuneration Committee 	2) Meeting Allowance for every set of Subcommittees : for 7,000 baht/person/time It consists of below: <ol style="list-style-type: none"> 1) Board of Directors 2) Board of Audit Committee 3) Risk Management Committee 4) Nomination Committee 5) Remuneration Committee 	same as the Year 2018
3) Special Compensation or Bonus : Consideration from overall operation	3) Special Compensation or Bonus : Consideration from overall operation	Original principles
4) Total Remuneration in the amount not exceeding 9,000,000 baht	4) Total Remuneration in the amount not exceeding 9,000,000 baht	same as the Year 2018

For other benefits Such as health insurance, membership fee i.e. golf courses, sports clubs or clubs for leisure or recreation clubs. : – None-

However, for the year 2018 the company has paid director's remuneration to Board of Directors, Board of Audit Committee, Risk Management Committee, Nomination Committee and Remuneration Committee in totaling 5,102,000 baht. The details of payment to directors of the year 2018 will be elaborate in Annual Report for the year 2018, Part: Management and Corporate Governance, Subject: Director and Management Remuneration (Enclosure No. 2)

However, 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.

Appointment of Auditor and Determination of Remuneration for the year 2019

From the Meeting of Audit Committee No. 1/2019 on 27 February 2019, the Audit Committee held the Meeting to consider and select the auditor of the Company and its subsidiaries for Year 2019 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. Akadet Pliensakul, the auditor from MR & Associates Co., Ltd., as the Company's auditor from 2018 (for total duration of 2 years) which was the latest year that performed the duty of the auditor for the Company and its Subsidiaries. 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 2019 (Proposed for Consideration)	Year 2018
Name of Audit Firm	MR & Associates Co., Ltd.	MR & Associates Co., Ltd.
Auditor	Mr. Akadet Pliensakul Certified Public Accountant No. 5389	Mr. Akadet Pliensakul Certified Public Accountant No. 5389
	Or Mr. Methee Rattanasrimetha Certified Public Accountant No. 3425	
	Or Mr. Phisit Cheewaruangroj Certified Public Accountant No. 2803	
	Or another auditor 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. They also have the freedom to perform their duties without the influence of others who raise doubts about the impartiality or the integrity of the auditors.

Therefore, the meeting of Audit Committee No. 1/2019 resolved to propose the opinion to the Board of Directors in the Board of Directors' Meeting No. 3/2019 in order to appoint Mr. Akadet Pliensakul, Certified Public Accountant No. 5389 or Mr. Methee Rattanasrimetha, Certified Public Accountant No. 3425 or Mr. Phisit Cheewaruangroj, Certified Public Accountant No. 2803 or another 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 2019.

In consideration on audit fee, Audit Committee considered the quotation of Audit Fee for Year 2019 offered by MR & Associates Co., Ltd. for Audit Fee of the Company and its Subsidiaries for Year 2019 in the amount for not more than 2,550,000 Baht/Year. It was increased when compared with 2017 Annual Audit Fee in the amount of not more than 100,000 Baht /Year due to more quantity of job content, step and duration for audit from Year 2018. It has been likely reasonable to offer such audit fee rate to propose the 2019 Annual General Shareholders' Meeting for consideration and approval of 2019 Annual Audit Fee in part of the Company and its Subsidiaries for Year 2019 in the amount of not more than 2,550,000 Baht per year for further consideration on approval.

Items	Year 2019 (Proposed for Consideration)	Year 2018
Audit Fee	1,740,000	1,670,000
Other Non-Audit Fee	810,000	780,000
Total Audit Fee of the Company and its Subsidiaries	2,550,000	2,450,000

According to this propose of appointment of Auditor, the Company and its subsidiaries will use the same auditor. So the Company will have well plan, including coordination with the auditor closely and follow up continuously to ensure that the financial statements will be finished on time.

Biography of the Auditors from MR & Associates Co., Ltd.

Name	Mr. Akadet Pliensakul	Mr. Methae Rattanasrimetha	Mr. Phisit Cheewaruangroj
Position	Executive Director	Managing Director (Head of Auditor Company)	Executive Director
Age	45 years old	60 year old	71 years old
Qualification	<ul style="list-style-type: none"> Bachelor of Accountancy, Thammasat University Ordinary Member, Federation of Accounting Professions Certified Public Accountant No. 5389 Certified Public Accountant under Securities and Exchange Commission, Thailand 	<ul style="list-style-type: none"> Bachelor of Accountancy, Thammasat University Ordinary Member, Federation of Accounting Professions Certified Public Accountant No. 3425 Certified Public Accountant under Securities and Exchange Commission, Thailand 	<ul style="list-style-type: none"> Bachelor of Accountancy, Thammasat University Ordinary Member, Federation of Accounting Professions Certified Public Accountant No. 2803 Certified Public Accountant under Securities and Exchange Commission, Thailand
Training	Training Program about Certified Public Accountant, Accounting, Tax and business law in domestic and overseas.	Training Program about Certified Public Accountant, Accounting, Tax and business law in domestic and overseas.	Training Program about Certified Public Accountant, Accounting, Tax and business law in domestic and overseas.
Work Background	23 years (1995 – Present) <ul style="list-style-type: none"> SGV Na Thalang Co.,Ltd. (1995 - 2003) KPMG Phoomchai Audit (2003 - 2004) MR & Associates Co., Ltd. (2004 – Present) 	38 years (1980 - Present) <ul style="list-style-type: none"> SGV Na Thalang Co.,Ltd. (1980 - 2003) MR & Associates Co., Ltd. (2003 – Present) 	48 years (1970 – Present) <ul style="list-style-type: none"> SGV Na Thalang Co.,Ltd. (1970 - 2003) KPMG Phoomchai Audit (2003 - 2009) MR & Associates Co., Ltd. (2009 - Present)

Enclosure No. 7
Supporting consideration on Agenda 9

The Issuance and Offering of Debentures totaling not exceed than 2,000 million baht with the preliminary features as follows;

- Objective : For increase the liquidity and/or debt payment and/or investment in expansion of the business.
- Type : All types and all kinds of debentures which can be subordinated or unsubordinated, characterized as an amortization or bullet payment, secured or unsecured, debentures, with or without debenture holder's representative, subject to the prevailing market conditions at the time of issue and offering of the relevant debentures.
- Amount : The principal amount of the debentures which are not redeemed at any time will not exceed 2,000 million baht (Two Thousand million baht) or the equivalent amount in other currencies.
- Interest Rate : Subject to the prevailing market condition at the time of issue and offering.
- Maturity : For short term debentures : not exceeding 270 days. For long term debentures : not exceeding 10 years.
- Offering : The debentures will be offered domestically to the public and/or on the private placement basis and/or to the institutional investors and/or the high net worth investors either in whole or in part which could be single or multiple offerings in compliance with the rules and regulations of The Securities and Exchange Commission (SEC).
- Early Redemption : Subject to conditions of the debentures at each time of issuance.
- Other Conditions : Additional restrictions and conditions of the debentures such as the type of debentures to be issued each time, par value, offered price per unit, interest rate, appointment of debenture holder's representative, allocation method, details of the offering, early redemption, registration on the secondary markets (if any), shall be determined and fixed by the Managing Director to determine or amend the terms and conditions relating to the issuance and offering of the debentures including to have the power to do any acts and things necessary for and in relation to carrying out the issuance and offering of the debentures in compliance with the applicable law, as well as to have the power to appoint the underwriter, to enter into and execute the Underwriting Agreement, or Placement Agreement and/or other relevant agreements, to prepare and submit the application and other documents to The Securities and Exchange Commission (SEC) other relevant government authorities, and/or other relevant person(s) ect. The details as above will be proposed to shareholders on the year 2019 Annual General Shareholder Meeting (AGM) for consideration and approval.

(F 53-4)

Capital Increase Report Form
East Coast Furnitech Public Company Limited
29 March 2019

We, East Coast Furnitech Public Company Limited, (the “ **Company**”) hereby reports the resolution of Board of Directors Meeting No. 4/2019, held on 29 March 2019 in respect of a capital increase and share allotment as follows:

1. Capital Decrease and Increase

Capital Decrease

The Board of Directors Meeting has passed a resolution to approve the decrease of the Company’s registered capital amounting to Baht 68,425,178.25 from Baht 354,137,269.00 to Baht 285,712,090.75 by cancelling unissued ordinary shares of the Company amounting 273,700,713 shares with a par value of Baht 0.25 per share.

The cancellation of the unissued ordinary shares shall not include the ordinary shares of the Company allocated for the accommodation of the exercise of the rights under the Warrant to purchase ordinary shares of the Company No. 2 (“ **ECF-W2**”) which approved by the Extraordinary General Meeting of Shareholders No. 2/2017 on 2 October 2017, which have not yet exercised, amounting to 53,484,650 shares, and the Warrant to purchase ordinary shares of the Company No. 3 (“ **ECF-W3**”) which approved by the Extraordinary General Meeting of Shareholders No. 2/2017 on 2 October 2017, which have not yet exercised, amounting to 129,958,631 shares.

Capital Increase

The Board of Directors Meeting has passed a resolution to approve the increase of the Company’s registered capital from Baht 285,712,090.75 to Baht 312,462,090.75 by means of increasing the registered capital in the amount of Baht 26,750,000 divided into 107,000,000 newly issued ordinary shares with a par value of Baht 0.25 per share. The Details of each type of capital increase are as follows:

Type of capital increase	Type of share	Number of share (shares)	Par value (Baht/share)	Total (Baht)
<input checked="" type="checkbox"/> Specifying the purpose of utilizing proceeds	Ordinary share	not exceeding 12,000,000	0.25	not exceeding 3,000,000.00
<input checked="" type="checkbox"/> General Mandate	Ordinary share	not exceeding 95,000,000	0.25	not exceeding 23,750,000.00

2. Allotment of new shares

2.1 If specifying the purpose of utilizing proceeds

A. Details of allocation

Allotted to	Number of share (shares)	Ratio (Old : New)	Sale Price (Baht/share)	Subscription and payment period	Remark
To accommodate the adjustment of rights of ECF-W3	12,000,000	-	free of charge	-	Remark

Remark: To accommodate the adjustment of rights of ECF-W3 issued and allocated to the existing shareholders on a pro rata basis as at the book closing date according to the conditions of the rights adjustment specified in the terms and conditions thereof. Currently, the company is not able to calculate the adjustment ratio of Warrants ECF-W3, since in calculating the price and ratio of new exercise of rights, it shall be calculated from “the market price of Company’s ordinary shares” which is equivalent to “the weighted average market price per share of the Company’s ordinary shares” which means the value of sell and purchase of ordinary shares divided by the number of ordinary shares of the Company that were traded in the SET during consecutively 7 business days of the SET before the date of calculation, which the Company is currently not able to calculate. The Company

shall be able to calculate the price and ratio of exercise of rights on first day that the ordinary share purchaser shall not be entitled to subscribe the newly issued ordinary shares; in other words, the first date of offering the newly issued ordinary shares under the Private Placement basis, which shall be informed by the Company in the SET system later on

B. The Company’s plan in case where there are fractions of shares remaining
any fractions shall be rounded down.

2.2 Allotment of new shares under the General Mandate

Allotted to	Type of Shares	Number of share (shares)	Percentage of paid-up capital	Remarks
1. Private Placement	Ordinary Shares	Not exceeding 95,000,000	Not exceeding 9.90 percent	Remarks Nos. 1, 2,3 and 4

Remarks:

1. The Company may either entirely or partially allocate the newly issued ordinary shares, whether in single or sequential allocation. In any case, the aggregate number of newly issued ordinary shares to be allocated to specific persons under the Private Placement basis under the General Mandate basis shall not exceed 95,000,000 shares or 9.90 percent of the paid-up registered capital of the Company as at the date the board of directors approving the increase of the registered capital under the General Mandate basis.
2. The specific persons under the Private Placement basis, who shall receive the allocation of the newly issued ordinary shares under the General Mandate basis, must at least have one of the following qualifications and shall not be the related persons of the Company as specified in the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 Re: Rules on Connected Transaction and the Notification of the Stock Exchange of Thailand Re: Disclosure of Information and Practices of Listed Company in Respect of Connected Transaction B.E. 2546 :
 - (a) being institutional investors in accordance with the Notification of the Securities and Exchange Commission No. KorChor. 17/2551 Re: Determination of Definitions in the Notification Relating to Issuance and Offer for Sale of Securities; or
 - (b) being individual investors or juristic persons that have a stable financial status and a potential to an actual investment as well as have knowledge, skills, experience or potential in a manner that benefits or supports the Company’s operation.
3. The offering price of the newly issued ordinary shares to the specific investors by means of the Private Placement under the General Mandate shall be “**Market Price**” which means the weighted average price of the Company’s shares trading on the stock exchange of not fewer seven consecutive business days but not more than 15 consecutive business days prior to the date for determination of such subscription price. The weighted average price using in the calculation must be the daily average price for trading. In this regard, the date for determination of the subscription price shall not be earlier than three business days prior to the first subscription date where the shares shall be offered to the investors. In the case that the Board of Directors of the Company deems that there is an appropriate cause by taking into account of the best interests of the Company, the Board of Directors may determine the offering price with a discount of not more than 10 percent of the market price, provided that the Board of Directors has taken into consideration of the market status at that time in determining such discount, pursuant to the Notification No. TorChor. 72/2558.
4. The Board of Directors’ Meeting has resolved to approve the authorization to the board of directors to take any action relating to the allocation of the newly issued ordinary shares as follows:
 - (1) to consider and determine details of the allocation of newly issued ordinary shares, such as, the subscription price of newly issued ordinary shares, number of allocations of the newly issued ordinary shares, whether single or sequential allocation, period of the offering, payment of share subscription price, name of specific persons under private placement basis, other conditions and details in connection with the allocation of such newly issued ordinary shares;
 - (2) to enter into negotiation, agreement and execution of relevant documents and agreements, as well as taking any actions in connection with the allocation of such newly issued ordinary shares; and
 - (3) to execute applications for permission and waiver, and necessary evidence in connection with the allocation of such newly issued ordinary shares, including the arrangement and submission of applications for such permission or waiver, documents and evidence to the relevant authorities or agencies, listing of such newly issued ordinary shares on the SET and being empowered to take any other action which is required and appropriate for the allocation of such newly issued ordinary shares.

3. Schedule for shareholders meeting to approve the capital increase/allotment

The 2019 Annual General Meeting of Shareholders shall be held on 22 April 2019 at 13.00 hours. at The Grand Fourwings Convention Hotel, Srinakarindra 1 Room, 9th Floor, 333 Srinakarin Road, Huamak Sub-district, Bangkapi District, Bangkok 10240. The record date for determining the right of shareholders to attend the 2019 Annual General Meeting of Shareholders shall be on 13 March 2019

4. Approval of the capital decrease and increase/ share allotment by relevant governmental agency and conditions thereto

- 1) The Company will apply for the registration of the capital decrease and increase of the paid-up capital with the Department of Business Development, the Ministry of Commerce.
- 2) The Company will apply for the approval from the SET to list such newly issued ordinary shares on the SET.

5. Objectives of the capital decrease and increase and the use of proceeds from the capital increase

- 1) to accommodate the rights adjustment of ECF-W3 according to the conditions of the rights adjustment in the terms and conditions.
- 2) The capital increase under a general mandate is to be used as a working capital and increase the liquidity of the Company as well as to be used as the fund for expanding its core business such as the investment for semi-automatic machines to add up in production process and/or the business relevant to the core business and/or the investment in any businesses in the energy industry such as solar power plant in Myanmar that the Company has invested 20 percent of total share of Green Earth Power (Thailand) Company Limited and the investment in the associates (SAFE Energy Holding Company Limited : SAFE) that is held by the subsidiary (ECF Power Company Limited) 33.37 percent of total shares. In this regard, SAFE plans to invest in more other projects and is on the process of feasibility study.

6. Benefits to the Company related to the capital increase/share allotment.

This capital increase under a general mandate will assist the Company in enhancing the Company’s financial liquidity and being a working capital, as well as strengthening the Company’s balance sheet for the expansion in its core business and/or the business relevant to its core business and investment in energy industry for a long term.

7. Benefits which the shareholders will receive from the capital increase/share allotment:

Please see Clause no. 6 of this Capital Increase Report Form.

8. Other details necessary for shareholders to approve the capital increase/share allotment.

-None-

9. Schedule of actions where the board of directors of the Company passed a resolution approving the capital increase or allotment of new shares:

Procedures	Date
1) The date of the Meeting of Board of Directors No. 4/2019	29 March 2019
2) The date to determine shareholders entitled to attend the 2019 Annual General Meeting of Shareholders (Record Date)	13 March 2019
3) The date of 2019 Annual General Meeting of Shareholders	22 April 2019
4) Proceed the registration for capital decrease with the Ministry of Commerce	within 14 days since receiving the resolution from the shareholder’s meeting
5) Proceed the registration for the paid-up capital received on a private placement basis and other matters in relation to the MOC	within 14 days since receiving the subscription payment

The Company hereby certifies that the information contained in this report is true and complete in all respects.

(Authorized Director
signed with the
Company’s Seal affixed)

(Mr.Chalee Suksawad)
Authorized Director

(Mr. Arak Suksawad)
Authorized Director

Information Memorandum regarding the Issuance and Allocation of Newly-issued Ordinary Shares to Accommodate the Right Adjustment of the Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 3 (ECF-W3)

As the Board of Directors' Meeting No. 2/2019 of East Coast Furnitech Public Company Limited (the "Company") held on 16 January 2019 has resolved to approve the capital increase and allocation of newly-issued shares in the number of 12,000,000 shares to accommodate the right adjustment of the Warrants to purchase the Company's newly issued ordinary shares No. 3 (ECF-W3) ("ECF-W3") issued and allocated to the existing shareholders according to in proportion to their shareholding. Such right adjustment will be in accordance with the terms and conditions governing rights and obligations of issuer and holders of warrants to purchase the Company's newly issued ordinary shares No. 3 (ECF-W3) (the "Terms and Conditions") as a result of the Company wishing to issue and offer newly-issued ordinary shares to specific persons under Private Placement basis by issuing and allocating newly-issued ordinary shares to offer for specific persons under Private Placement basis under the General Mandate basis in the number of not exceeding 95,000,000 shares.

The increase of registered capital of the Company shall be approved by the meeting of the Company's shareholders with the vote of not less than three-fourths of the total votes of the shareholders attending the meeting and having the right to vote, and the issuance and offering of ECF-W3 shall be approved by the meeting of the Company's shareholders with the majority vote of the shareholders presented at the meeting and casting their votes.

In this regard, the information material to the shareholders' decision is as follows.

1. Details of the Issuance and Offering of the Newly Issued Shares to Accommodate the Rights Adjustment of the Warrant to Purchase Ordinary Shares

1.1 Details of the Offering

1.1.1 The Company will allocate newly-issued shares in the number of 12,000,000 shares to accommodate the rights adjustment that may occur under the Terms and Conditions of ECF-W3 allocated to the existing shareholders in proportion to their shareholding on October 20, 2017, the details thereof are as follows:

Type of Securities	:	Warrant to purchase ordinary shares of East Coast Furnitech Public Company Limited No. 3
Type of Warrant	:	Specified the name of the holder and transferable
Number of Warrant in Issuance and Offering	:	129,958,631 units
Offering Price per Unit	:	Baht 0.00
Current Exercise Ratio	:	1 unit of warrant has the right to purchase 1 new ordinary share
Current Exercise Price	:	Baht 5 per share
Date of Issuance	:	20 October 2017
Maturity Period of Warrant	:	3 years 4 months
Allocation Method	:	Offered to the existing shareholders of the Company, at the ratio of 6 ordinary shares to 1 Warrant (In the event there are fractions, the fractions shall be discarded).
Exercise Period	:	Warrant holders can exercise their rights to purchase the company's ordinary shares on 25 May 2019 as the first exercise date from the date of issuance. The Warrant holders can exercise their rights under the warrants for the other seven times until the maturity date of the warrants. The exercise date will be on 25 August 2019 / 25 November 2019 / 25 February 2020 / 25 May 2020 / 25 August 2020 / 25 November 2020 and the last exercise date will be on the maturity date of the warrants is 25 February 2021. In case that any exercise date does not fall on a business day of the company, such date shall be moved to the business day prior to such exercise date. The

Secondary Market for the Warrant

Company will not extend the term of the warrants and there is no requirement demanding the warrant holders to exercise their rights prior to the exercise date.
: The Market for Alternative Investment (mai)

In this regard, according to Clause 3.3.1 (b) of the Terms and Conditions relating to the conditions of rights adjustment of the warrant, the Company shall have to proceed to adjust the exercise price and the exercise ratio, throughout the maturity period of the warrant when the Company offers new allotment of ordinary shares to the existing shareholders and/or public and/ or specific individuals (private placement), and the average price of the newly issued ordinary share is lower than 90 percent of “the market price of the Company’s ordinary shares”, in order to maintain the benefits of the warrant holders. The adjustment in the exercise price and exercise ratio will take effect immediately, starting from the first day of the offering to specific persons (Private Placement). Therefore, the Company is required to allocate newly-issued ordinary shares to accommodate the rights adjustment of ECF-W3 in the number of not exceeding 12,000,000 shares. In case that there are adjustments in exercise price, exercise ratio and the method to calculate the adjustment of exercise price and exercise ratio, as described hereinafter, there shall be no negative impact to the returns or benefits, which the warrant holders or warrant substitute holders shall receive once they exercise their rights.

1. The exercise price shall be adjusted based on the formula and calculation method as follows:

$$Price1 = Price0 \times \frac{[(A \times MP) + BX]}{[MP(A + B)]}$$

2. The exercise ratio shall be adjusted based on the formula and calculation method as follows:

$$Ratio1 = Ratio0 \times \frac{[MP(A + B)]}{[(A \times MP) + BX]}$$

Where *Price0* is the exercise price before the adjustment

Price1 is the new exercise prices after the adjustment

Ratio0 is the exercise ratio before the adjustment

Ratio1 is the new exercise ratio after the adjustment

MP is “the market price of the Company’s ordinary shares”

A is the number of fully-paid ordinary shares as of the date prior to the book closing date, for shares subscription, for the offering to the existing shareholders. In case of general public offering and/or private placement, it is the date prior to the first date of the shares offering.

B is the number of newly issued ordinary shares offered to the existing shareholders and/or general public and/or specific individuals (private placement).

BX is total proceeds, after deducting all expenses (if any), obtained from the offering of newly issued ordinary shares to the specific individuals (Private Placement).

“The market price of Company’s ordinary shares” is determined to be in equivalent to “The weighted average market price per share of the Company’s ordinary share”. Meaning that, “The weighted average market price per share of the Company’s ordinary share” is the total trading value of the Company’s ordinary shares divided by the number of Company’s ordinary shares that were traded in the MAI exchange (the “SET”) during the duration of 7 consecutive Business Days (the day on which the stock market is opened for the stock trading) prior to the date used for the calculation.

“The average price per newly issued ordinary shares” shall be calculated from the total proceeds received by the Company deriving from the securities offering, less expenses incurred from the offering (if any), divided by the number of newly issued shares to accommodate those rights.

“The date that is used for the calculation” means the first date of the offering of the newly issued ordinary shares to the private placement.

However, currently the company is not able to calculate the adjustment ratio of Warrants ECF-W3, since in calculating the price and ratio of new exercise of rights, it shall be calculated from “the market price of Company’s ordinary shares” which is equivalent to “the weighted average market price per share of the Company’s ordinary shares” which means the value of sell and purchase of ordinary shares divided by the number of ordinary shares of the Company that were traded in the SET during consecutively 7 business days of the SET (the day on which the stock market is opened for the stock trading) before the first date of offering newly-issued shares to specific persons under Private

Placement basis, which the Company is currently not able to calculate. The Company shall be able to calculate the price and ratio of exercise of rights on first day that the ordinary share purchaser shall not be entitled to subscribe the newly issued ordinary shares; in other words, the first date of offering the newly issued ordinary shares under the Private Placement basis. The adjustment of exercise price and exercise ratio shall be effective immediately on the first day of offering newly-issued ordinary shares under the Private Placement basis, which shall be informed by the Company through the SET system later on.

In this regard, in the case that the offering price of newly-issued ordinary shares under the private placement basis is not lower than 90 percent of the market price of Company's ordinary shares, the Company shall not adjust rights of ECF-W3, and in that case, the Company shall proceed to reduce its registered capital by cancelling such unallocated shares.

1.2 Determination of Offering Price and Appropriateness of the Adjusted Exercise Price and Exercise Ratio

The details of calculation methods used to determine the adjustment of exercise price and exercise ratio shall be in accordance with Clause 3.3.1 (b) of the Terms and Conditions as specified in 1.1. However, the Company is currently not able to calculate the adjustment ratio of ECF-W3, since in calculating the price and ratio of new exercise of rights, it shall be calculated from "the market price of Company's ordinary shares" which is equivalent to "the weighted average market price per share of the Company's ordinary shares" which means the value of sell and purchase of ordinary shares divided by the number of ordinary shares of the Company that were traded in the SET during consecutively 7 business days of the SET (the day on which the stock market is opened for the stock trading) before the first date of offering newly-issued shares to specific persons under Private Placement basis, which the Company is currently not able to calculate. The Company shall be able to calculate the price and ratio of exercise of rights on first day that the ordinary share purchaser shall not be entitled to subscribe the newly issued ordinary shares; in other words, the first date of offering the newly issued ordinary shares under the Private Placement basis. The adjustment of exercise price and exercise ratio shall be effective immediately on the first day of offering newly-issued ordinary shares under the Private Placement basis, which shall be informed by the Company through the SET system later on.

In this regard, in the case that the offering price of newly-issued ordinary shares under the private placement basis is not lower than 90 percent of the market price of Company's ordinary shares, the Company shall not adjust rights of ECF-W3, and in that case, the Company shall proceed to reduce its registered capital by cancelling such unallocated shares.

2. Purpose of Issuing Newly Issued Ordinary Shares, Plan for Using Proceeds, and Project Details

2.1 Purpose of Issuing Newly Issued Ordinary Shares, Plan for Using Proceeds, and Details on Projects the Company and/or its Subsidiaries will Invest the Proceeds obtained from the Capital Increase therein

To be compliant with the rights adjustment conditions of ECF-W3, clause 3.3.1 (b) of the Terms and Conditions, relating to the conditions of rights adjustment of warrants, the Company shall have to proceed to adjust the exercise price and the exercise ratio, throughout the maturity period of the warrant when the Company offers new allotment of ordinary shares to the existing shareholders and/or public and/ or specific individuals (private placement), and the average price of the newly issued ordinary share is lower than 90 percent of "the market price of the Company's ordinary shares", in order to maintain the benefits of the warrant holders. Therefore, the Company is required to allocate newly-issued ordinary shares to accommodate the rights adjustment of ECF-W3 in the number of not exceeding 12,000,000 shares. In case that there are adjustments in exercise price, exercise ratio and the method to calculate the adjustment of exercise price and exercise ratio, as described in Clause 1.1, there shall be no negative impact to the returns or benefits, which the warrant holders or warrant substitute holders shall receive once they exercise their rights.

With respect to the plan for using proceeds and project details that the Company and/or its subsidiaries would utilize the proceeds from capital increase in the Company's projects, the details are shown in Information Memorandum regarding the Issuance and Offering of (1) the Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 2 (ECF-W2) and (2) the Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 3 (ECF-W3) for the Extraordinary General Meeting of shareholders No. 2/2017, held on October 2, 2017.

2.2 Effects that may Occur in Case where Project cannot be Accomplished and Risk from Project Operation

The details are shown in Information Memorandum regarding the Issuance and Offering of (1) the Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 2 (ECF-W2) and (2) the

Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 3 (ECF-W3) for the Extraordinary General Meeting of shareholders No. 2/2017, held on October 2, 2017, since it is the same project as the utilization of proceeds from the issuance and offering of the Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 2 (ECF-W2) (“ECF-W2”) and ECF-W3.

2.3 All Budgets Expected to be Used at the Beginning and All Budgets Expected to be Used in order for Project to Generate Revenue to the Company

The details are shown in Information Memorandum regarding the Issuance and Offering of (1) the Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 2 (ECF-W2) and (2) the Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 3 (ECF-W3) for the Extraordinary General Meeting of shareholders No. 2/2017, held on October 2, 2017, since it is the same project as the utilization of proceeds from the issuance and offering of ECF-W2 and ECF-W3.

3. Information of Dilution Effect from Issuance and Offering of the ECF-W2 and ECF-W3

3.1 Price Dilution

Currently the company is not able to calculate the adjustment ratio of Warrants ECF-W3, since in calculating the price and ratio of new exercise of rights, it shall be calculated from “the market price of Company’s ordinary shares” which is equivalent to “the weighted average market price per share of the Company’s ordinary shares” which means the value of sell and purchase of ordinary shares divided by the number of ordinary shares of the Company that were traded in the SET during consecutively 7 business days of the SET before the first date of offering newly-issued shares to specific persons under Private Placement basis. The company is currently not able to calculate the price dilution.

3.2 Control Dilution

$$= \frac{\text{Number of newly-issued shares}}{\text{Number of paid-up shares} + \text{Number of newly-issued shares}}$$

$$= \frac{12,000,000}{959,405,082 + 12,000,000 + 129,958,631}$$

$$= 1.09 \text{ Percent}$$

If the rights adjustment takes place and the warrant holders of ECF-W3 exercise their rights in full, the control dilution would be 1.09 percent.

3.3 Earnings Per Share Dilution : EPS Dilution

$$= \frac{\text{Earnings per share (pre-offering)} - \text{Earnings per share (post-offering)}}{\text{Earnings per share (pre-offering)}}$$

$$= \frac{0.0498 - 0.0493}{0.0498}$$

$$= 1.09 \text{ percent}$$

If the rights adjustment takes place and the warrant holders of ECF-W3 exercise their rights in full, the earnings per share dilution would be 1.09 percent.

4. The Opinions of the Board of Directors on Various Matters according to the Notification of the Capital Market Supervisory Board No. TorChor. 73/2558 Re: List of Information Disclosed in the Notice of the Shareholders’ Meeting of the Listed Company for Seeking Approval of the Issuance and Offering of Securities

4.1 Background of the Determination of the Offering Price and Appropriateness of the Issuance of Newly-issued Ordinary Shares to Accommodate the Rights Adjustment of ECF-W3 in the Number of not Exceeding 12,000,000 shares

The adjustment of exercise price and exercise ratio of ECF-W3 as a result of the issuance and allocation of newly-issued shares to specific persons under the private placement basis under the general mandate basis in the number of not exceeding 95,000,000 shares shall be in accordance with Clause 3.3.1 (b) of the Terms and Conditions, the calculation detail of which is shown in Clause 1.1 which is appropriate. However, the Company is currently not able to calculate the adjustment ratio of Warrants ECF-W3, since in calculating the price and ratio of new exercise of rights, it shall be calculated from “the market price of Company’s ordinary shares” which is equivalent to “the weighted average market price per share of the Company’s ordinary shares” which means the value of sell and purchase of ordinary shares divided by the number of ordinary shares of the Company that were traded in the SET during consecutively 7 business days of the SET before the first date of offering newly-issued shares to specific persons under Private Placement basis, which the Company is currently not able to calculate.

The Company shall be able to calculate the price and ratio of exercise of rights on first day that the ordinary share purchaser shall not be entitled to subscribe the newly issued ordinary shares; in other words, the first date of offering the newly issued ordinary shares under the Private Placement basis. The adjustment of exercise price and exercise ratio shall be effective immediately on the first day of offering newly-issued ordinary shares under the Private Placement basis, which shall be informed by the Company through the SET system later on.

4.2 Reason and Necessity of the Issuance of newly-issued ordinary shares to accommodate the rights adjustment of ECF-W3 in the number of not exceeding 12,000,000 shares

To be compliant with the rights adjustment conditions of ECF-W3, clause 3.3.1 (b) of the Terms and Conditions, relating to the conditions of rights adjustment of warrants, the Company shall have to proceed to adjust the exercise price and the exercise ratio, throughout the maturity period of the warrant when the Company offers new allotment of ordinary shares to the existing shareholders and/or public and/ or specific individuals (private placement), and the average price of the newly issued ordinary share is lower than 90 percent of “the market price of the Company’s ordinary shares”, in order to maintain the benefits of the warrant holders. Therefore, the Company is required to allocate newly-issued ordinary shares to accommodate the rights adjustment of ECF-W3 in the number of not exceeding 12,000,000 shares. In case that there are adjustments in exercise price, exercise ratio and the method to calculate the adjustment of exercise price and exercise ratio, as described in Clause 1.1, there shall be no negative impact to the returns or benefits, which the warrant holders or warrant substitute holders shall receive once they exercise their rights.

In this regard, in the case that the offering price of newly-issued ordinary shares under the private placement basis is not lower than 90 percent of the market price of Company’s ordinary shares, the Company shall not adjust rights of ECF-W3, and in that case, the Company shall proceed to reduce its registered capital by cancelling such unallocated shares.

4.3 Possibility of the Plan for Using Proceeds which are derived from the Issuance of newly-issued shares to accommodate the rights adjustment of ECF-W3 in the number of not exceeding 12,000,000 shares

The details are shown in Information Memorandum regarding the Issuance and Offering of (1) the Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 2 (ECF-W2) and (2) the Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 3 (ECF-W3) for the Extraordinary General Meeting of shareholders No. 2/2017, held on October 2, 2017, since it is the same project as the utilization of proceeds from the issuance and offering of ECF-W2 and ECF-W3.

4.4 Reasonability of the Capital Increase and Sufficiency of the Source of Investment Funds in case the Capital received from the Issuance of Newly-issued Ordinary Shares to Accommodate the Rights Adjustment of ECF-W3 in the Number of 12,000,000 Shares Do Not Cover All of the Budget Required for the Operation of the Project

The details are shown in Information Memorandum regarding the Issuance and Offering of (1) the Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 2 (ECF-W2) and (2) the Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 3 (ECF-W3) for the Extraordinary General Meeting of shareholders No. 2/2017, held on October 2, 2017, since it is the same project as the utilization of proceeds from the issuance and offering of ECF-W2 and ECF-W3.

4.5 Expected Effects on the Operation of Business of the Company, including the Financial Status and Overall Operation of the Company, which are Derived from the Increase in Capital Accommodate the Rights Adjustment of ECF-W3 in the Number of 12,000,000 Shares and Operation according to the Proceeds Utilization Plan

The details are shown in Information Memorandum regarding the Issuance and Offering of (1) the Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 2 (ECF-W2) and (2) the Warrant to Purchase Newly Issued Ordinary Shares of the Company No. 3 (ECF-W3) for the Extraordinary General Meeting of shareholders No. 2/2017, held on October 2, 2017, since it is the same project as the utilization of proceeds from the issuance and offering of ECF-W2 and ECF-W3.

5. Directors’ Warranty

The Board of Directors of the Company hereby warrants that the Board of Directors of the Company has performed its duties with honesty and in good faith with due care to protect and preserve the Company’s benefits on the matter relevant to this capital increase. However, should such performance of duties causes damage to the Company, shareholders may sue to claim damages from such particular director on behalf of the Company pursuant to Section 85 of the Securities and Exchange Act B.E. 2535 (1992). In addition, should the performance of duties results in the director or any relevant persons receiving unlawful benefits, shareholders may sue to claim back such benefits from such particular director on behalf of the Company pursuant to Section 89/18 of the Securities and Exchange B.E. 2535 (1992).

Please be informed accordingly.

Yours sincerely,

.....
(Mr.Chalee Suksawad, Mr.Arak Suksawad)
Authorized Directors

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

- 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.

One or several shareholder(s) who hold total counted shares not less than ten (10) percent of total number of sold shares can submit the joint letter to request the Board of Directors to call the meeting of shareholders as extraordinary meeting whenever but issue and reason to request for calling the meeting shall be clearly specified in the said letter. In such case, the Board of Directors shall hold the meeting of shareholders within forty five (45) days from the received date of the letter form the shareholder(s).

In case where the Board of Directors fails not to hold the meeting within deadline in Paragraph three, total shareholders who submit the joint letter or other shareholders in combination to reach the enforced number of shares can call the meeting by themselves within forty five (45) days from

the expiry date of deadline in Paragraph three. In such case, it shall be deemed to be the meeting of shareholders called by the Board of Directors for meeting. The Company shall be responsible for necessary expenses incurred from holding the meeting and facilitation as appropriate.

In case where it appears that the meeting of shareholders which is called for meeting by the shareholder(s) in Paragraph four in any time, number of shareholders who attend the meeting is not constituted to have a quorum as prescribed in Article 37, the shareholder(s) in Paragraph four shall mutually take responsibility to reimburse the Company the expenses incurred from holding the meeting in that time.

- 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.
- (2) 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.
 - A. Sale or transfer all or some major parts of the Company's businesses to other person.
 - B. Purchase or being transferred for private company or other public companies to be owned by the Company
 - C. 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.
 - D. Revision and addition of Memorandum of Association or Articles of Association
 - E. Increase or decrease in the Company's authorized capital
 - F. Winding up the Company

- G. Issuance of the Company's debentures
- H. 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 the 2019 Annual 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.

Ordinary Person

1. In case of attendance in person

- Identification Card or Governmental Identification or Driver License or Passport (in case of foreigner) which is valid.

Please bring the Barcode Registration Form as shown in the enclosure 18 on the date of Meeting in order to be convenient for registration of the shareholders.

2. In case of appointment of a Proxy

- The Proxy Form as attached to shareholders with completely filled in and signed by shareholders and Proxy and affixed the stamp duty.
- Certified true copy of Identification Card or Governmental Identification or Driver License or Passport (in case of foreigner) which is valid and signed by shareholder and Proxy.

Please bring the Barcode Registration Form as shown in the enclosure 18 on the date of Meeting in order to be convenient for registration of the shareholders.

Juristic Person

1. Representative of Shareholder (Authorized Director) Attending the Meeting

- Certified true copy of Identification Card or Governmental Identification or Driver License or Passport (in case of foreigner).
- Copy of corporate affidavit or certificate of Incorporation (in case of foreign company), issued within 60 days by the Department of Business Development, Ministry of Commerce certified true copy by the authorized director(s).

Please bring the Barcode Registration Form as shown in the enclosure 18 on the date of Meeting in order to be convenient for registration of the shareholders.

2. In case of appointment of a Proxy

- The Proxy Form as attached to shareholders with completely filled in and signed which affixed the stamp duty.
- Certified true copy of Identification Card or Governmental Identification or Driver License or Passport (in case of foreigner) with signature from Authorized Director(s) and the Proxy.
- Certified true copy of corporate affidavit or certificate of Incorporation (in case of foreign company), issued within 60 days by the Department of Business Development, Ministry of Commerce certified true copy by the authorized director(s).

Please bring the Barcode Registration Form as shown in the enclosure 18 on the date of Meeting in order to be convenient for registration of the shareholders.

The copy must be certified true copy. If the documents prepared in overseas, that should be notarized by The Notary Public.

➤ **Proxy and Proxy Method**

The Company delivers the Proxy Form A, B and C to the shareholders in accordance with Department of Business Development, Ministry of Commerce. If the shareholders are unable to attend the meeting in person, the shareholders can appoint the Proxy as instruction following:

- Please use the proxy form B as attached and delivered by the Company.
- 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

25/28 Moo 12 Bungkamproy Sub District, Lam Lukka District, Pathumthani Province, 12150.

Please submit the completed Proxy Form and return it to the Corporate Secretary by April 12th 2019.

- 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.

Meeting Registration

The officers of the Company will commence for registration to attend the meeting not less than 1 hour before the meeting or from 11.00 hrs.

Meeting Venue : at the conference room of Srinakharin 1, 9th Floor, The Grand Four Wings Convention Hotel, No. 333 Srinagarindra Road, Hua Mak Sub-district, 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.

Except : Voting for Agenda 6 Consideration on Approval for Appointment of the Director in replacement of the Director Required for Vacating from the Office by Term, the Company will collect ballots from all shareholders attending the Meeting (All of agree, disagree and abstain).

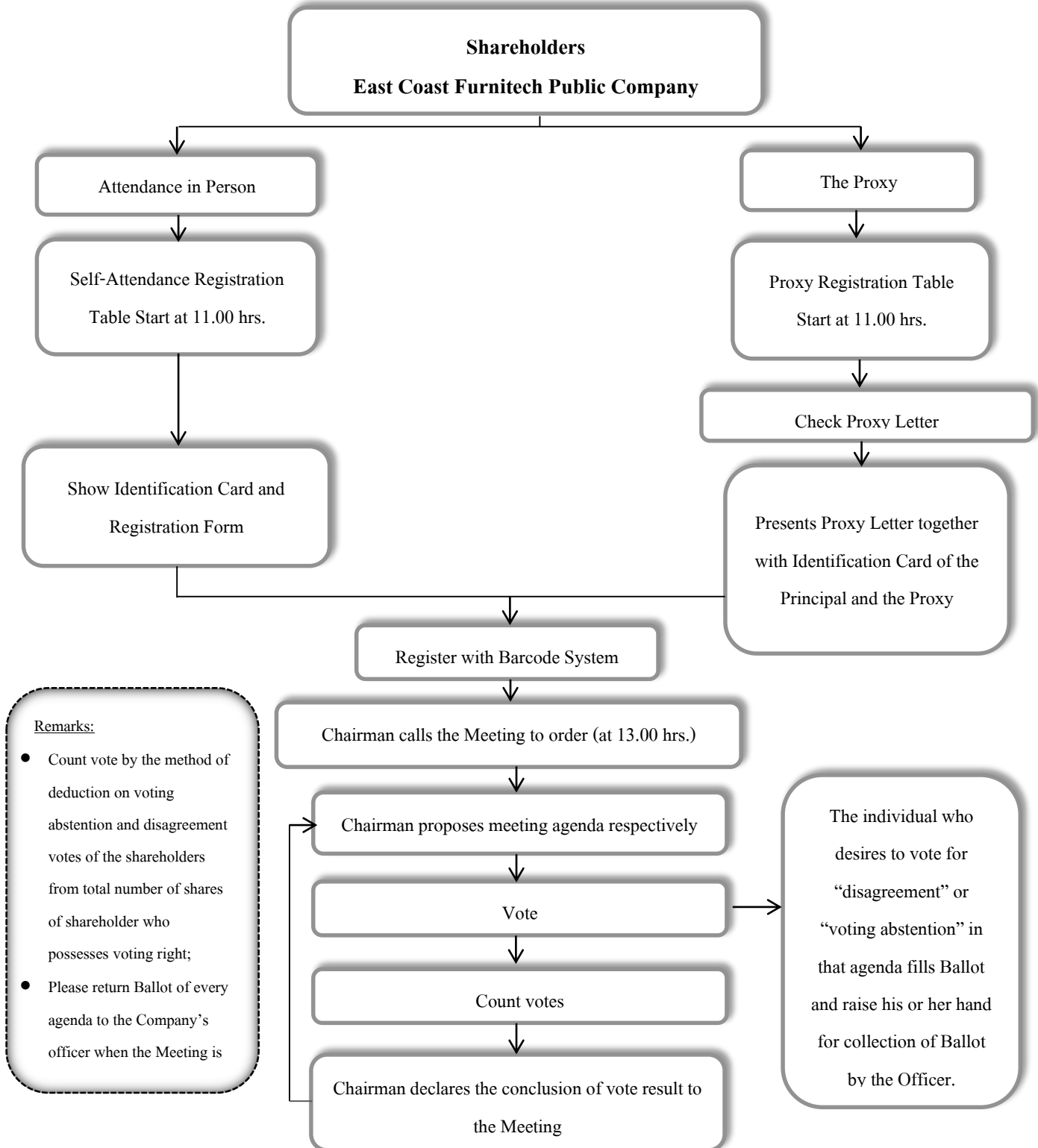
Remark : The Company registers and counts the votes of the Meeting of Shareholders by Barcode System.

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 16 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 3 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 7 Consideration on approval for determination of remuneration for director** with the votes not less than two-thirds of total votes of the shareholders who attend the Meeting and have voting rights.
4. **Agenda 9, 10 (Consideration on Approval for Amendment to the Memorandum of Association Article 3 Company's objectives.), 11, 12, 13 and 14** with the votes not less than three-fourths of total votes of the shareholders who attend the Meeting and have voting rights.
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.
6. 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.
7. 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.
8. 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.
9. 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. 12

Step to Attend the 2019 Annual General Meeting of Shareholders



Information of the Company's Independent Director who are Proxy

General Terdsak Marom

Chairman of the Board Company / Audit Committee Member / Independent Director



Age	83 years old
Nationality	Thai
Education	<ul style="list-style-type: none"> - Honorary Degrees Innovation for Education Technology Rajamangala University of Technology Phra Nakhon - 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 Defense College of Thailand
Training of the director's role and duty	Director Accreditation Program (DAP) Batch No. 10/2004, Thai Institute of Directors (IOD)
Work background	<p>2012 – Present <i>Chairman of the Board / Independent Director / Audit Committee Member</i> East Coast Furnitech Public Company Limited</p> <p>2004 – Present <i>Chairman of the Board</i> T.Krung Thai Industry Pcl.</p> <p>1986 – Present <i>Advisory Chairman and Director</i> E.Tech Co.,Ltd. (Eastern College of Technology (E.Tech))</p> <p>1977 – Present <i>President, the Lions Clubs International</i> District 310 Thailand</p> <p>1986 – Present <i>Special Military Officer under the 21st Infantry Regiment</i></p> <p>1992 – Present <i>Chairman of TraiKaew Foundation (Education)</i> Thammavathee School</p> <p>2004 – Present <i>President of Vietnam War Veterans Association Under Royal Patronage of His Majesty the King</i></p> <p>2013 – Present <i>President and Advisor</i> The Lions Foundation in Thailand</p>
Expertise	Management
Position holding in other businesses which are listed companies	2 companies as described above
Position holding in other businesses which are not listed companies	1 company as described above
Position holding in other businesses that may cause conflict of interest toward the Company	- None -
Ratio of shareholding in the Company (Percent)	- None – (Including spouse and under-aged child)
Family relationship between executives	- None -
Number of years ever holding director position	6 years and 6 month counted until the date of 2019 Annual Ordinary General Meeting of Shareholders
Meeting attendance in last year	The Board of Directors in the ratio of 100 percent (14/14 times) Audit Committee in the ratio of 100 percent (4 times)

Communicable Address

25/28 Moo 12 Bungkamproy Sub-District, Lamlukka District,
Pathumthani 12150

**Any conflict of interest in all of Agenda
Items for the 2019 Annual General
Shareholders' Meeting**

- None -

Information of the Company's Independent Director who are Proxy

Assoc. Prof. Dr. Montree Socratyanurak

Chairman of Audit Committee / Independent Director / Chairman of Risk Management Committee / Chairman of Remuneration Committee



Age	61 years old
Nationality	Thai
Education	<ul style="list-style-type: none"> - Doctor's Degree PhD. (Economics) University of Minnesota, U.S.A. - Master's Degree MA (Economics) University of Minnesota, U.S.A. - Master's Degree Master of Development Administration (Development Economics) National Institute of Development Administration (NIDA) - Bachelor's Degree Bachelor of Economics (Economics) Thammasart University
Training of the director's role and duty	Director Accreditation Program (DAP) Batch No. 69/2008, Thai Institute of Directors (IOD)
Work background	<p><i>2012 – Present</i> <i>Chairman of Audit Committee / Independent Director / Chairman of Risk Management Committee / Chairman of Remuneration Committee</i> East Coast Furnitech Public Company Limited</p> <p><i>2013 – Present</i> <i>Chairman of the Board</i> Ocean Commerce Public Company Limited</p> <p><i>2013 – Present</i> <i>Independent Director</i> Union Auction Public Company Limited</p> <p><i>2014 – Present</i> <i>Chairman of Audit Committee / Independent Director</i> TV Thunder Co.,Ltd.</p> <p><i>2015 – Present</i> <i>Chairman of Audit Committee / Independent Director</i> Magachem (Thailand) Public Company Limited</p> <p><i>2016 – Present</i> <i>Chairman of Audit Committee</i> Thai Plastic Industry Public Company Limited</p> <p><i>2011 – Present</i> <i>Director</i> Learn Tech Co.,Ltd.</p> <p><i>2015 – Present</i> <i>Audit Committee Member / Independent Director</i> Ban Suay Group (Suratthani) Public Company Limited</p> <p><i>2017 – Present</i> <i>Chairman of the Board Company</i> PCN Public Company Limited</p>
Expertise	Management
Position holding in other businesses which are listed companies	6 companies as described above
Position holding in other businesses which are not listed companies	3 company as described above
Position holding in other businesses that may cause conflict of interest toward the	- None -

Company	
Ratio of shareholding in the Company (Percent)	- None – (Including spouse and under-aged child)
Family relationship between executives	- None -
Number of years ever holding director position	6 years and 6 month counted until the date of 2019 Annual Ordinary General Meeting of Shareholders
Meeting attendance in last year	The Board of Directors in the ratio of 100 percent (14/14 times) Audit Committee in the ratio of 100 percent (4/4 times) Risk Management Committee in the ratio of 100 percent (3/3 times) Remuneration Committee in the ratio of 100 percent (3/3 times)
Communicable Address	25/28 Moo 12 Bungkamproy Sub-District, Lamlukka District, Pathumthani 12150
Any conflict of interest in all of Agenda Items for the 2019 Annual General Shareholders' Meeting	- None -

Stamp Duty
20 Baht

Proxy Form A

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 belowOrdinary 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 2019 on April 22, 2019 at 13.00 hrs, at the Srinakarin 1, 9th 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.

All acts undertaken by the proxy holder at the meeting, except they had been undertaken by myself/ourselves in all respects.

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



Proxy 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 (May grant proxy to the Company's Independent Director of which details as shown in Enclosure 13)

(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 2019 on April 22, 2019 at 13.00 hrs, at the Srinakarin 1, 9th floor, The Grand Fourwings Convention Hotel, 333 Srinakarin Road, Hua Mak Sub district, Bangkapi District, Bangkok, 10240 or on other date, time and place as maybe postponed or changed.

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

- Agenda 1** The Matters to be Informed by the Chairman of the Meeting for Acknowledgement
- Agenda 2** To consider and certify the minutes of the 2018 Annual General Meeting of Shareholders dated 25 April 2018
 - (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 3** To acknowledge the performance of the Company and its subsidiaries for the year 2018, from January 1, 2018 to January 31, 2018
 - (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 4** To consider and approve the Company's Statements of Financial Position as of December 31, 2018, the Comprehensive Income Statement and the auditor's report, which are audited by the auditor for the year ended December 31, 2018
 - (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 5** To approve the annual dividend payment and retained earnings allocation for the Company's performance in 2018, ended December 31, 2018

- (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 6** To consider and elect the directors who retire from their tenure.
 - (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
 - The election of the individual certain directors
 - Name of Director Assoc. Prof. Songklod Jarusombat
 - Approve Disapprove Abstain
 - Name of Director Mr. Arak Suksawad
 - Approve Disapprove Abstain
 - Name of Director Miss Tippawan Suksawad
 - Approve Disapprove Abstain
- Agenda 7** To approve the determination of the remuneration of directors for the year 2019.
 - (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 8** To consider and appoint the auditor and to determine the audit fee for the year 2019
 - (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 9** To consider approving the issuance and offer the debenture with the commitment amount not exceeding Baht 2,000,000,000
 - (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 10** To consider approving amendment of the Objectives of the Company and the Memorandum of the Association of the Company Clause 3 (Objectives of the Company) to be in line with the amendment of Objectives of the Company.
 - (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 11** To consider approving the reduction of the registered capital of the Company by Baht 68,425,178.25 from the existing registered capital of Baht 354,137,269 to the registered capital of Baht 285,712,090.75 by deducting 273,700,713 unissued shares with a par value of Baht 0.25 per share.
 - (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 12** To consider approving the amendment of Clause 4 of the Memorandum of Association of the Company to be in line with the reduction of the registered capital of the Company
 - (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 13** To consider approving the increase of 26,750,000 registered capital of the Company, which is equivalent to 107,000,000 shares with the par value of Baht 0.25, from the existing registered capital of Baht 285,712,090.75 to Baht 312,462,090.75.

- (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 14** To consider approving the amendment of Clause 4 of the Memorandum of Association of the Company to be in line with the increase of the registered capital of the Company
 - (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 15** To consider approving the allocation of not exceeding 95,000,000 newly issued ordinary shares to the specific person under the Private Placement basis under the General Mandate basis.
 - (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 16** To consider approving the allocation of the newly issued ordinary shares of the Company to accommodate the adjustment of rights under Warrants to purchase the Company's newly issued ordinary shares No. 3 for existing shareholders (ECF-W3), which is issued and allotted to the existing shareholders on pro rata basis, totaling not exceeding 12,000,000 shares
 - (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 17** Any other matters (if any)
 - (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

5. 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.

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

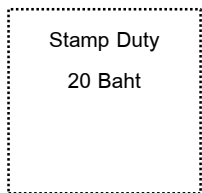
Remarks:

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.

Supplemental Proxy Form B

Grant of proxy as shareholders of East Coast Furnitech Public Company Limited.
At the Annual General Meeting of Shareholders 2019 on April 22, 2019 at 13.00 hrs. at Srinakarin 1 on the 9th 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 ... Voting of directors (cont.).....
 - Name of director.....
 - Approve Disapprove Abstain
 - Name of director.....
 - Approve Disapprove Abstain
 - Name of director.....
 - Approve Disapprove Abstain
-



Proxy Form C

Written at _____
Date _____ Month _____ Year _____

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

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 _____

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 2019 on April 22, 2019 at 13.00 hrs, at the Srinakarin 1, 9th 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.

3. I/we hereby authorize the proxy holder to attend the meeting and cast their votes. as follows:

- Grant proxy the total amount of shares holding and entitled to vote.
 - Grant partial shares of
 - Ordinary share _____ shares and have the rights to vote equal to _____ votes
 - Preferred share _____ shares and have the rights to vote equal to _____ votes
- Total voting rights _____ votes

4. I/We hereby authorize the proxy holder to cast the votes on my/our behalf at this meeting as follows:

- Agenda 1** The matters to be informed by the Chairman of the meeting for acknowledgement.
- Agenda 2** To consider and certify the minutes of the 2018 Annual General Meeting of Shareholders dated 25 April 2018
 - (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 3** To acknowledge the performance of the Company and its subsidiaries for the year 2018, from January 1, 2018 to January 31, 2018
 - (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 4** To consider and approve the Company's Statements of Financial Position as of December 31, 2018, the Comprehensive Income Statement and the auditor's report, which are audited by the auditor for the year ended December 31, 2018.
 - (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 5** To approve the annual dividend payment and retained earnings allocation for the Company's performance in 2018, ended December 31, 2018
 - (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 6** To consider and elect the directors who retire from their tenure.
 - (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
 - The election of the individual certain directors
 - Name of Director..... Assoc. Prof. Songklod Jarusombuti.....
 - Approve Disapprove Abstain
 - Name of Director..... Mr. Arak Suksawad.....
 - Approve Disapprove Abstain
 - Name of Director..... Miss Tippawan Suksawad.....
 - Approve Disapprove Abstain
 - Agenda 7** To approve the determination of the remuneration of directors for the year 2019.
 - (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 8** To consider and appoint the auditor and to determine the audit fee for the year 2019
 - (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 9** To consider approving the issuance and offer the debenture with the commitment amount not exceeding Baht 2,000,000,000
 - (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 10** To consider approving amendment of the Objectives of the Company and the Memorandum of the Association of the Company Clause 3 (Objectives of the Company) to be in line with the amendment of Objectives of the Company.
 - (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 11** To consider approving the reduction of the registered capital of the Company by Baht 68,425,178.25 from the existing registered capital of Baht 354,137,269 to the registered capital of Baht 285,712,090.75 by deducting 273,700,713 unissued shares with a par value of Baht 0.25 per share.
 - (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 12** To consider approving the amendment of Clause 4 of the Memorandum of Association of the Company to be in line with the reduction of the registered capital of the Company.
 - (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 13** To consider approving the increase of 26,750,000 registered capital of the Company, which is equivalent to 107,000,000 shares with the par value of Baht 0.25, from the existing registered capital of Baht 285,712,090.75 to Baht 312,462,090.75.
 - (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 14** To consider approving the amendment of Clause 4 of the Memorandum of Association of the Company to be in line with the increase of the registered capital of the Company
 - (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 15** To consider approving the allocation of not exceeding 95,000,000 newly issued ordinary shares to the specific person under the Private Placement basis under the General Mandate basis.
 - (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 16** To consider approving the allocation of the newly issued ordinary shares of the Company to accommodate the adjustment of rights under Warrants to purchase the Company's newly issued ordinary shares No. 3 for existing shareholders (ECF-W3), which is issued and allotted to the existing shareholders on pro rata basis, totaling not exceeding 12,000,000 shares.
 - (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 17** Any other matters (if any)
 - (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
5. 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.
6. 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..... Grantor
(.....)
Signed.....Proxy
(.....)
Signed.....Proxy
(.....)
Signed.....Proxy
(.....)
Signed.....Proxy
(.....)

Remarks:

- (1) The Proxy Form C. only use for shareholders whose names appearing in the foreign investors registration and he/she appointed a custodian in Thailand to be responsible for safeguarding shares only.
- (2) Documents and evidences to be enclosed with the proxy form are:

1. Power of attorney from the shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder
 2. Letter of certification to certify that the Proxy Form have a permit to act as a custodian.
 - (3) 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.
 - (4) If there is any other agenda to be considered in the meeting other than to those specified above, the attached Supplement to Proxy Form C. shall be used.
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Enclosure No. 15

Form For Request Book of Annual Report

Dear Shareholders
East Coast Furnitech Public Company Limited

In case the shareholders would like to request for Annual Report in form of hard copy, the shareholders could inform by fill in your information in this form attached with the invitation letter of the 2019 Annual General Shareholder Meeting. Then please fax this form to number. 0-2152-7305 or e-mail : ir@eastcoast.co.th. After the Company has got your requirement, the Company will send Annual Report to you by postal method.

Shareholder's Name

Address

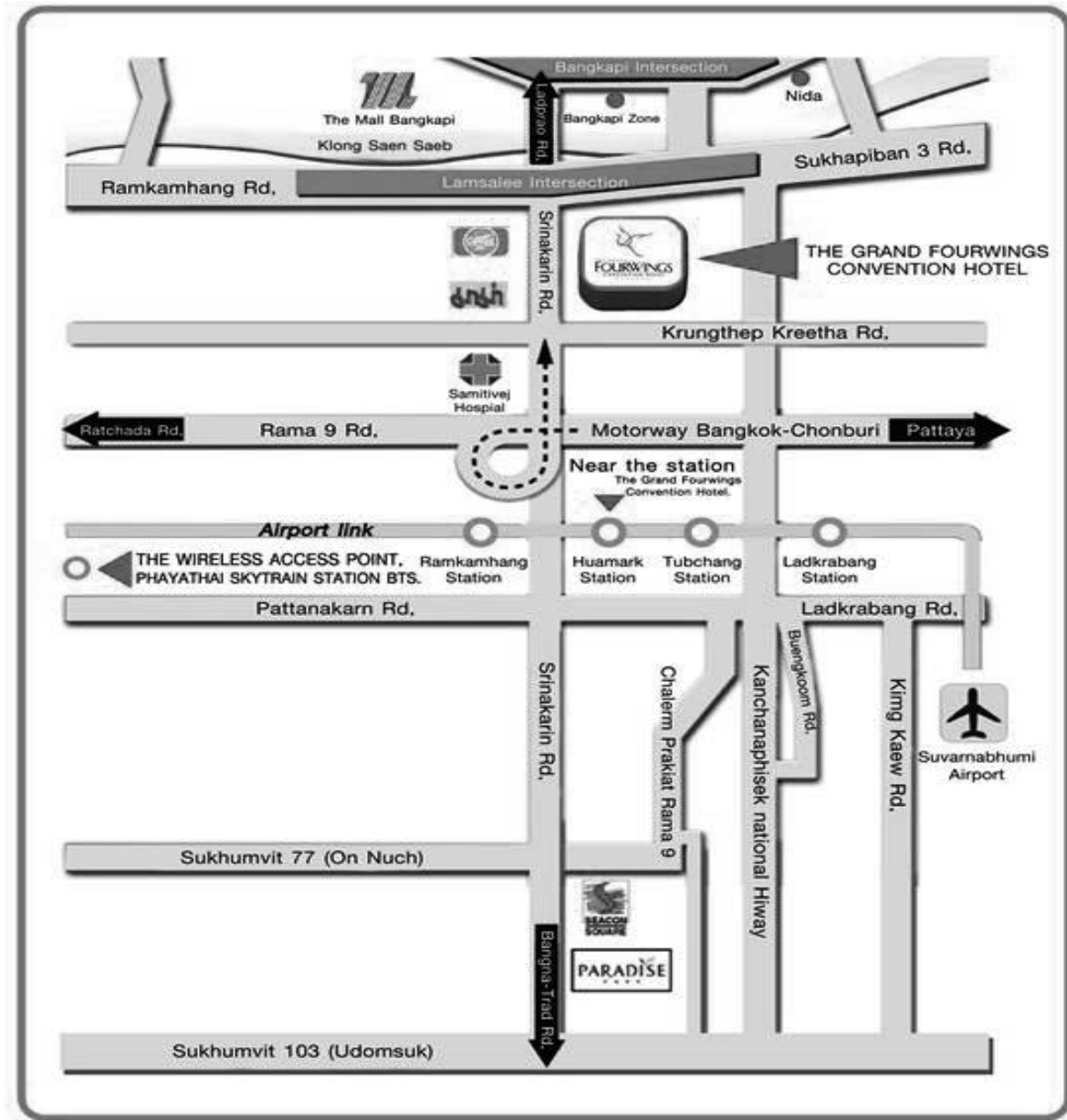
Telephone Number

Or the Shareholders can contact in person at

The office of corporate secretary
East Coast Furnitech Public Company Limited
25/28 Moo. 12, T.Bungkamproy, A.Lamlukka, Pathumthani, 12150.

Map of Venue holding the Meeting of Shareholders

Srinakarin 1, 9th Floor, The Grand Four Wings Convention Hotel Bangkok
No. 333, Sri Nakarin Road, Hua Mak Sub-district, Bang Kapi District, Bangkok Metropolis 10240
Tel : +662-378-8000 Fax : +662-378-8084



**Using QR code (QR Code) for downloading
Annual Report 2018 and Sustainable Development Report for the year 2018**

According to the Stock Exchange of Thailand by the Thailand Securities Depository (Thailand) Company Limited, as a securities registrar, has developed a system for listed companies in the Stock Exchange of Thailand in order to send the shareholders' meeting documents and annual report in electronic form via QR code so that the shareholders could access information easily and quickly.

For the year 2019, the company has started using the annual report 2018 by QR Code. In this regard, the Company would like to clarify about the method to download the information via QR code (as per the shareholders' meeting documents as the attached) as the following steps;

For iOS system (iOS 11 and above)

1. Open the camera on the mobile phone.
2. Scan (Turn the camera to scan) at QR code.
3. The screen will show a notification on the top, click on the message to view the 2018 Annual Report.

Remark : In the absence of notification on mobile phone, shareholder could scan QR Code from applications such as QR Scanner, Line etc.

For Android system

1. Open the QR Scanner or Line application.
Steps to scan QR Code via Line
→ Go to Line and choose add friends → select QR Code → scan QR Code.
2. Scan QR Code to view the 2018 Annual Report

ECF

EAST COAST FURNITECH PUBLIC COMPANY LIMITED

บริษัท อีสต์โคสต์เฟอร์นิเทค จำกัด (มหาชน)
EAST COAST FURNITECH PUBLIC COMPANY LIMITED

สำนักงานใหญ่ / Head Office & Factory

37/9 หมู่ 10 ถนนบ้านบึง-แกลง ตำบลทางเกวียน อำเภอแกลง จังหวัดระยอง 21110

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37/9 Moo 10 Banbueng-Klaeng Road, Thang Kwian Subdistrict, Klaeng District, Rayong Province 21110

Telephone : +66 3867 5181-4 Fax : +66 3867 8220

สำนักงานฝ่ายการตลาด / Marketing Office

25/28 หมู่ที่ 12 ตำบลบึงคำพร้อย อำเภอลำลูกกา จังหวัดปทุมธานี 12150

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