2018 Annual General Meeting of Shareholders

After You Public Company Limited

On Thursday April 26, 2018 at 10.00 a.m.
At Srinakarin 2, 9th Floor,
The Grand Four Wings Convention Hotel
No. 333 Srinakarin Road, Huamark Sub-district,
Bangkapi District, Bangkok 10240

Registration will start at 08.00 am
For convenience in registration process,
please bring passport or other forms of ID card
and the registration form with barcode to the Meeting

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March 15, 2018

Re: Invitation to the 2018 Annual General Meeting of Shareholders

To: Shareholders of After You Public Company Limited

Enclosures:

1. Copy of the Minutes of 2017 General Meeting of Shareholders
2. 2017 Annual report of the Company and copy of the Company's financial statement ended December 31, 2017 in CD-ROM format
3. Profiles and working experiences of candidates nominated for election as directors replacing those retired
4. Articles of Association of the Company with respect to the shareholders' meeting
5. Guidelines for registration, appointment of proxy, documents to be presented on the meeting date
6. Procedure for attending the shareholders' meeting
7. – 9. Proxy Form A. (General and Simple Form) , Proxy Form B. (Form with fixed and specific details authorizing proxy), and Proxy Form C. (For the shareholders who are specified in the register as foreign investor and has appointed a custodian in Thailand to be a share depository and keeper) respectively.
10. Profiles of independent director for appointment as proxy by the shareholders and definition of the Company's independent director
11. Location map of meeting venue
12. Registration Form (with Barcode please bring to the meeting)

Following the Meeting of the Board of Directors No. 1/2018 of After You Public Company Limited (the "Company") resolved to convene the 2018 Annual General Meeting of Shareholders on Thursday April 26 , 2018 at 10.00 a.m. (registration start time at 08.00 a.m.), at Srinakarin 2 Room, 9th Floor , The Grand Four Wings Convention Hotel located at No. 333 Srinakarin Road, Huamark Sub-district, Bangkapi District, Bangkok 10240, to consider the following agenda items.

Agenda Item No. 1 Message from the Chairman to the Meeting

Remark : This agenda item is for acknowledgement and no casting of vote is required.

Agenda Item No. 2 To adopt the Minutes of 2017 General Meeting of Shareholders

Facts and Rationale : The Company already prepared the Minutes 2017 General Meeting of Shareholders dated 27 April 2017 , the details of which are as shown in Enclosure 1 delivered to all shareholders together with the invitation to the Meeting.

Opinion of the Board of Directors : The Board of Directors considered that the Minutes of 2017 General Meeting of Shareholders dated 27 Apr. 2017 were correctly and completely recorded and deemed it appropriate to propose that the 2018 Annual General Meeting of Shareholders adopt the said minutes, as detailed in Enclosure 1.

Remark : A resolution on this agenda item must be approved by a simple majority vote of the shareholders attending the Meeting and casting their votes.

Agenda Item No. 3 To acknowledge the report on the results of the Company's business operation for the fiscal year 2017

Facts and Rationale : The Company already summarized the results of the Company's business operation and material changes in the fiscal year 2017, the details of which are as shown in Enclosure 2 delivered to all shareholders together with the invitation to the Meeting.

Opinion of the Board of Directors : The Board of Directors considered it appropriate to propose that the 2018 Annual General Meeting of Shareholders to consider and acknowledge the results of the Company's business operation and material changes in the fiscal year 2017, as detailed in Enclosure 2.

Remark : This agenda item is for acknowledgement and no casting of vote is required.

Agenda Item No. 4 To approve the Company's financial statement for the fiscal year ended December 31, 2017

Facts and Rationale : The Company already prepared the Company's financial statement for the fiscal year ended December 31, 2017, audited by the certified auditor, including being reviewed by the Audit Committee and approved by the Board of Directors.

Pursuant to Section 112 of the Public Limited Company Act B.E.2535 (1992) (as amended) (the "PLC Act") and Article 39 of the Company's Articles of Association, the Company shall procure a balance sheet and the comprehensive income statement as at the end of each fiscal year to be proposed to the shareholders' meeting for consideration and approval at an annual general

meeting of every year. Therefore, it deems appropriate to propose that the 2018 Annual General Meeting of Shareholders approve the Company's financial statement for the fiscal year ended December 31, 2017, the details of which are as shown under Financial Statement Section in Enclosure 2 delivered to all shareholders together with the invitation to the Meeting.

In this regard, a summary of the key information of the Company's financial statement for the fiscal year ended December 31, 2017 is detailed as follows:

Details as of December 31, 2017 (THB)	Consolidated financial statement	Separate financial statement
Total assets	1,033,812,475	1,035,198,254
Total liabilities	101,514,478	103,372,555
Shareholders' equity	932,297,997	931,825,699
Sales	723,963,348	723,963,348
Total revenues	735,380,397	739,457,949
Total comprehensive income for the	128,903,062	129,179,191
Earnings per share	0.16	0.16

Opinion of the Board of Directors : The Board of Directors deemed appropriate to propose that the 2018 Annual General Meeting of Shareholders approve the Company's financial statement for the fiscal year ended December 31, 2017, audited by the certified auditor, including being reviewed by the Audit Committee and approved by the Board of Directors, the details of which are as shown in Enclosure 2.

Remark : A resolution on this agenda item must be approved by a simple majority vote of the shareholders attending the Meeting and casting their votes.

Agenda Item No. 5 To approve the allocation of the profits from the Company's business operation for the fiscal year ended December 31, 2017 and the dividend payment

Facts and Rationale : Pursuant to Section 115 of the PLC Act, the Company must not pay dividend if the Company still has accumulated deficit despite having net profit in such particular year. In addition, the Company must set aside at least 5 percent of the annual net profit after deducting deficit brought forward (if any) as a statutory reserve until such statutory reserve should reach at least 10 percent of the registered capital. Additionally, the Company has a policy to pay dividends at the rate of no less than 50 percent of the net profit after income tax and all reserved

fund required by laws and the Company's Articles of Association. Also, the said dividend payment may be changed upon any requirement or factor, as the Board of Directors deems appropriate. Thus, it is deemed appropriate to propose that the 2018 Annual General Meeting of Shareholders approve of the allocation of the profit from the Company's business operation for the fiscal year ended December 31, 2017 as follows:

According to the Company's operating results for the fiscal year ended December 31, 2017, the Company has net profit in accordance with the Company's standalone financial statement in the amount of THB 129,179,191. In order to reward the Company's shareholders pursuant to the Company's dividend policy, it is deemed appropriate to propose that the 2018 Annual General Meeting of Shareholders approve the dividend payment to the Company's shareholders in the amount of not exceeding THB 122,343,534.15 (THB 0.15 per share), equivalent to 94.7 percent of the total net profit after deducting income tax in accordance with the Company's separate financial statement, which is in line with the Company's dividend payment policy.

Such cash dividends shall be subject to withholding tax at the rate prescribed by law and the Company will withhold the whole amount of the withholding tax in respect thereof from the cash dividends.

In this regard, the Company determines the date for determining the name of shareholders who shall be entitled to receive such dividend payment (Record Date) on May 8 , 2018 . The dividend payment date will be made on May 24, 2018.

In addition, Section 116 of the PLC Act and Articles 44 and 45 of the Company's Articles of Association require that the Company must set aside at least 5 percent of the annual net profit after deducting deficit brought forward (if any) as a statutory reserve until such statutory reserve should reach at least 10 percent of the registered capital, unless the Company's Articles of Association or other laws requires a larger reserve.

The company has legal reserve less than 10% of registered capital because its paid-up capital has risen during 2017. Thus, to fulfil such legal reserve to be in line with laws and company's Article of Association , the Board proposed additional THB 906,250 allocation to the company's legal reserve.

Therefore, the Board of Directors proposes to 2018 Annual General Meeting of Shareholders' to set aside THB 906,250 allocation to the company's legal reserve to comply with laws and company's Article of Association

A comparison of the Company's dividend payments are summarized as follows:

Details of dividend payments	Fiscal year ended 31 December 2017	Fiscal year ended 31 December 2016
1. Net Profit (Loss) from Separate F/S	THB 129,179,191	THB 99,094,739
2. Number of total paid-up shares	815,623,561 shares	725,000,000 shares
3. Total dividend	THB 122,343,534.15	THB 92,900,000
4. Dividend Payout Ratio (compare to net profit)	94.70%	93.75%

Opinion of the Board of Directors : The Company has net profit pursuant to the Company's separate financial statement for the fiscal year ended December 31, 2017 in the amount of THB 129,179,191 the Board of Directors considered and deemed appropriate to propose that the 2018 Annual General Meeting of Shareholders approve the allocation of the profits from the Company's business operation for the fiscal year ended December 31, 2017 and the dividend payment as follows:

(1) To approve the allocation of the Company's net profit as the statutory reserve of THB 906,250 which will enable the company's legal reserve totals THB 8,156,250 or 10% of registered capital as required by law.

(2) To approve the dividend payment from the results of the Company's business operation for the fiscal year ended December 31, 2017 in the sum of not exceeding THB 122,343,534.15

Remark : A resolution on this agenda item must be approved by a simple majority vote of the shareholders attending the Meeting and casting their votes.

Agenda Item No. 6 To approve the election of directors to replace those who must retire by rotation

Facts and Rationale : Pursuant to Section 71 of the PLC Act and Article 17 of the Company's Articles of Association, at least one-third of the total number of the directors must retire by rotation at the Annual General Meeting of Shareholders in each year and if it should be impossible

for the number of directors to be divided into three, the number nearest to one-third must retire and the retired directors will be eligible for re-election.

The directors who shall retire in the first and second year after the registration of the Company shall be selected by drawing. In the subsequent years, the directors who have held office longest shall retire.

Subject to compliance with the provision of the said law and the Company's Articles of Association, the Company conducted the drawing and appear that the following 3 directors will retire by rotation at the 2018 Annual General Meeting of Shareholders:

1. Mr. Piched Bhimayothin	Director / Independent Director / Audit Committee and Nomination and Compensation Committee
2. Mr. Wiwat Kanokwatanawan	Director / Nomination and Compensation Committee
3. Mr. Maetup T. Suwan	Director / Managing Director

The Nomination and Compensation Committee has reviewed the qualifications of the directors who will retire by rotation at the 2018 Annual General Meeting of Shareholders and viewed that these 3 directors who will retire by rotation, i.e. Mr. Piched Bhimayothin, Mr. Wiwat Kanokwatanawan, and Mr. Maetup T. Suwan have the knowledge, capacity, experience and skills which would be beneficial to the Company's operations. Therefore, the Board of Directors deemed appropriate to propose that the 2018 Annual General Meeting of Shareholders approve the re-election of these 3 directors.

In this regard, the Nomination and Compensation Committee considered that the said 3 directors who nominated to be re-elected as the Company's directors based on principles and process of nomination and viewed that these 3 directors had full qualifications and did not possess any prohibited characteristics under the PLC Act, the Securities and Exchange Act and the relevant regulations; and that the person who will hold the position of the independent director also possessed the qualifications in accordance with the Definition of the Independent Director of the Company, which is equal to the requirement of the notifications of the Office of the Securities and Exchange Commission (the "SEC") and the Stock Exchange of Thailand (the "SET"), as detailed in Enclosure 4 delivered to all shareholders together with the invitation to the Meeting, including

having full qualifications of the Independent Director as prescribed in the regulation of the SEC and the SET, which is appropriate to be the Company's directors.

Therefore, the Board of Directors deemed appropriate to propose that the 2018 Annual General Meeting of Shareholders approve the re-election of the following persons to be the Company's directors for another term.

Name of person who are nominated for election as directors replacing directors who will retire by rotation		Meeting Attending		
		2017 Board	2017 Sub-committee	Service Years
Mr. Piched Bhimayothin	Director / Independent Director / Audit Committee and Nomination and Compensation Committee	7/7	7/7	2
Mr. Wiwat Kanokwatanawan	Director / Nomination and Compensation Committee	7/7	3/3	2
Mr. Maetup T. Suwan	Director / Managing Director	7/7	-	2

In this regard, profiles of person who are nominated to be re-elected as directors are as shown in Enclosure 3 delivered to all shareholders together with the invitation to the Meeting

Opinion of the Board of Directors : The Board of Directors considers and deems appropriate to propose the 2018 Annual General Meeting of Shareholders to re-elect the following person to be directors of the Company for another term

1. Mr. Piched Bhimayothin - Independent Director / Audit Committee
2. Mr. Wiwat Kanokwatanawan - Director
3. Mr. Maetup T. Suwan - Director

Remark : The resolution for this agenda item must be approved by a simple majority vote of the shareholders attending the Meeting and casting their votes (For the election of the directors to replace those who must retire by rotation, the Company shall propose to the Meeting approve the election of each director individually)

Agenda Item No. 7 To approve the determination of the remuneration of the directors

Facts and Rationale : Pursuant to Section 90 of the PLC Act and Article 22 of the Company's Articles of Association, the Company's directors are eligible to receive remuneration from the Company in the form of reward, meeting allowance, per diem, bonus or in other forms of benefits

as determined by the shareholders' meeting; and that the said remuneration shall be determined as a fixed amount, or the determination of principles, or prescribe the remuneration criteria applicable from time to time or applicable until the shareholders' meeting resolves otherwise.

In this regard, the Nomination and Compensation Committee considered the propriety of the remuneration of the directors by taking into account various factors, i.e. the Company's operating results, the size of the Company's business and the duties and responsibilities in comparison with the remuneration rate of companies in the same industry and with the similar sizes. Upon due consideration, the Board of Directors deemed appropriate to propose that the 2018 Annual General Meeting of Shareholders approve the determination of the remunerations of directors of the Company for year 2018 in the amount not exceeding THB 1,000,000, which comprises of the same quarterly rate as the 2017 remuneration plus attendance fee of THB 10,000 per head each time of meeting starting from Board Meeting # 6 / 2018 as follows : ***- Quarterly Fee***

Position	2018 (propose)	2017
Chairman and Independent Director	THB 45,000 / head / Quarter	THB 45,000 / head / Quarter
Audit Committee Chairman and Independent Director	THB 35,000 / head / Quarter	THB 35,000 / head / Quarter
Independent Director	THB 25,000 / head / Quarter	THB 25,000 / head / Quarter
Non-executive Director	THB 10,000 / head / Quarter	THB 10,000 / head / Quarter
Executive Director	none	none

- Attendance Fee : each meeting starting from Board Meeting # 6 / 2018.

Position	2018 (propose)	2017
Independent Director	10,000 per head each time	none

Opinion of the Board of Directors : The Board of Directors deemed appropriate to propose that the 2018 Annual General Meeting of Shareholders approve the remunerations of directors of the Company for year 2018.

Remark : The resolution for this agenda item must be approved by not less than two-thirds of the total number of votes of the shareholders attending the Meeting.

Agenda Item No. 8 To approve the appointment of the auditors and the determination of the auditors for the fiscal year 2018

Facts and Rationale : According to Section 120 of the PLC Act and Article 36 of the Company's Articles of the Association, the Annual General Meeting of Shareholders must appoint the auditors and determines the audit fee of the Company every fiscal year. It deems appropriate to propose that the 2018 Annual General Meeting of Shareholders approve the appointment of the auditors from EY Office Limited to be auditors of the Company for the fiscal year ended December 31, 2018, where any of the following auditors will be authorized to review and give opinion on the Company's financial statements.

(1) Miss Sumalee Reewarabandith	Certified Public Accountant (Thailand) No. 3970 (who has been the Company's auditor for 4 years); and/or
(2) Miss Manee Rattanabunnakit	Certified Public Accountant (Thailand) No. 5313 (who has been the Company's auditor for 1 years); and/or
(3) Ms. Vilailak Laohasrisakul	Certified Public Accountant (Thailand) No. 6140 (who has never been the Company's auditor).

Referring to the selection of auditors for the fiscal year 2018, the Audit Committee of the Company reviewed and selected the auditors from audit firms who proposed audit fee and the scope of works to the Company based on the qualifications and working experiences of each firm. Upon due consideration, the Audit Committee of the Company viewed that EY Office Limited is independent, skillful in auditing, and the proposed audit fee is reasonable. In addition, these 3 auditors do not have any relationship with or any interest in the Company, subsidiaries, directors, executives, or major shareholders or any related person thereof.

In the case that the above auditors are unable to perform their duties, EY Office Limited will be authorized to appoint any of its auditors to be the auditor of the Company.

In addition, it is deemed appropriate to propose that the 2018 Annual General Meeting of Shareholders approve the determination of the audit fee of the Company for the fiscal year ended on December 31, 2018 in the amount of not exceeding THB 1.7 million (including the audit fee of Aurum and Aurum Company Limited, a subsidiary of the Company), excluding the non-audit

services and the out of pocket expenses, which increases from the audit fee for the fiscal year 2017 in the amount of THB 120,000 in accordance with the expanded scope of audit.

A comparison of the audit fee of the Company between year 2018 and year 2017 set out as follows:

Auditor Fee	For fiscal year ended December 31, 2018	For fiscal year ended December 31, 2017
Audit fee	Not exceeding THB 1,700,000	Not exceeding THB 1,580,000

Opinion of the Board of Directors : The Board of Directors deemed appropriate to propose that the 2018 General Meeting of Shareholders approve the appointment of the auditors from EY Office Limited to be the auditors of the Company for the fiscal year ended December 31, 2018 and determine the audit fee of the Company of not exceeding THB 1,700,000 as detailed above.

Remark : The resolution for this agenda item must be approved by a simple majority vote of the shareholders attending the Meeting and casting their votes

Agenda Item No. 9 Other Matters (if any)

In addition, the Company has published the invitation to the 2018 Annual General Meeting of Shareholders together with the enclosures on the Company's website at http://investor.afteryoudessertcafe.com/en/home. The Company, therefore, hereby invites all shareholders to attend the 2018 Annual General Meeting of Shareholders, on April 26, 2018, at 10.00 a.m., at Srinakarin 2 Room, 9th Floor ,The Grand Four Wings Convention Hotel located at No. 333 Srinakarin Road, Huamark Sub-district, Bangkapi District, Bangkok 10240. The map of the venue is set out in Enclosure 11. In the event that shareholder is unable to attend the meeting and would like to appoint a proxy to attend the meeting and cast vote on his/her behalf, the shareholders shall fill information and sign on either Proxy Form A or Proxy Form B. In case of foreign shareholders who appointed a custodian, such shareholders shall use Proxy Form C, as set out in Enclosure 7 – 9 respectively.

To protect the shareholders' rights and benefits of any shareholders who are unable to attend the meeting and intends to appoint independent director of the Company to attend the meeting in person and would like to appoint the Company's independent director as their proxy to attend and cast vote on his/her behalf, the shareholder can appoint the Company's independent

director whose profile is set out in Enclosure 10 by using Proxy Form B as appeared in Enclosure 8 to grant the Company's independent director to attend the meeting and cast vote on his/her behalf and then submit the form attached with supporting documents, as detailed in Enclosure 5 to the Investor Relations Department, After You Public Company Limited, No.1319 /9 Pattanakarn 25, Pattanakarn Road, Suan Luang Sub-District, Suan Luang District, Bangkok 10250, Telephone No. 0-2318-4488 ext. 206. Additionally, for the purpose of the verification of the documents, please submit all documentation to the Company by April 20, 2018.

It is recommended that the shareholders study the guidelines for registration, appointing a proxy, and the documentations and evidence required to be presented on the meeting date as set out in Enclosure 5, as well as the details on procedures for attendance at the shareholders' meeting as set out in Enclosure 6. The Company will conduct the meeting in accordance with the Company's Articles of Association, Chapter 6 with respect to the Meeting of Shareholders, as set out in Enclosure 4.

For the efficiency of the registration process of the 2018 Annual General Meeting of Shareholders, the Company will allow the shareholder and proxies to register their names from 08.00 a.m. on the date of the meeting, at Srinakarin 2 Room, 9th Floor, The Grand Four Wings Convention Hotel located at No. 333 Srinakarin Road, Huamark Sub-district, Bangkapi District, Bangkok 10240. In addition, since the Company will use the barcode system in the registration and counting of votes at this meeting, the shareholders and proxies are required to present the registration form (has bar code on top) on the date of the meeting along with other documentations as detailed in Enclosure 5

The Company has set the date for determining the names of shareholders who shall have the right to attend the 2018 Annual General Meeting of Shareholders (Record Date) on March 15, 2018.

Sincerely yours,

(SIGNED)

Mr. Premon Pinskul

Chairman of the Board of Directors

Minutes of the 2017 Annual General Meeting of Shareholders
of
After You Public Company Limited

Date, Time and Venue of Meeting

We, After You Public Company Limited (the "**Company**"), had convened the 2017 Annual General Meeting (the "**Meeting**") on April 27, 2017 at 10.00 a.m., at Room Pavilion B, 8th floor, The Grand Fourwings Convention, located at no. 333, Srinakarin Road, Huamak Sub-district, Bangkapi District, Bangkok.

Introduction

Miss Yaowarote Klinboon, acted as the Moderator of the Meeting (the "**Moderator**"), welcomed shareholders and attendees of the Meeting and informed the Meeting about the general information regarding the registered capital and shares of the Company as at the book closure date of March 23, 2017, i.e. the Company has the registered capital of THB 72,500,000, divided into 725,000,000 ordinary shares, where the Company's paid-up capital is THB 72,500,000, divided into 725,000,000 issued shares, with a par value of THB 0.10.

The Moderator informed the Meeting that, in the Meeting, 182 shareholders were present at the Meeting in person and by proxy, holding an aggregate of 583,650,028 shares, or representing 80.5035 percent of the Company's total issued shares. A quorum was, therefore, duly formed in accordance with law and the Company's Articles of Association, which stated that there must be no less than 25 shareholders or no less than a half of the total shareholders attending a meeting in person and by proxy, and they must collectively hold no less than one-third of the total issued shares of the Company.

In this regard, prior to proceeding the meeting agenda, the Moderator introduced the Directors and the Advisors of the Company who attended the Meeting as follows:

Directors Present at the Meeting

1.	Mr. Premon	Pinskul	Chairman of the Board of Directors / Audit Committee / Chairman of the Nomination and Remuneration Committee
2.	Mr. Wiwat	Kanokwatanawan	Vice Chairman / Nomination and Remuneration Committee
3.	Mr. Piched	Bhimayothin	Directors / Chairman of the Audit Committee / Nomination and Remuneration Committee
4.	Dr. Thamnoon	Ananthothai	Directors / the Audit Committee
5.	Mr. Maetup	T.Suwan	Director
6.	Miss Gulapat	Kanokwatanawan	Director
7.	Mr. Mill	Kanokwatanawan	Director

Executive Present at the Meeting

1.	Mr. Songpon	Tasnasathienkij	Director of Operation
2.	Ms. Uraiwan	Samanwong	Director of Manufacturing
3.	Ms. Chamaiporn	Tungkittisuwan	Director of Finance & Accounting

Advisors Present at the Meeting

1. Auditor from EY Office Limited

(1)	Miss Sumalee	Reewarabundit	Audit Partner
(2)	Miss Natanich	Teachawaraprasert	Audit Manager

2. Legal Advisor from The Capital Law Office Limited
Miss Yaowarote Klinboon Partner

The Moderator informed the Meeting that as the Company would use the Barcode System for registration and vote count. Following the Company's good corporate governance practice, prior to casting vote on each agenda item, the Moderator further informed the Meeting about the voting procedures and the vote count methods, where the shareholders and proxies would vote on each agenda item as follows:

1. In the casting a vote in the Meeting, a shareholder shall have a number of votes equal to a number of shares he/she/it held, where one share was equivalent to one vote.

2. A shareholder attending the Meeting in person and by a proxy appointed in accordance with law, shall follow the following voting procedures:

   Before casting a vote on each agenda item, the shareholders shall sign the voting card for transparency in casting a vote.

   In casting a vote on all agenda items, should there are no shareholder disapprove or abstain to vote, it shall be deemed that the shareholders have approved or agreed with the proposed agenda items with the number of votes. A person who disapproved or abstains to vote would be asked to mark in the voting card together with his/her signature and to raise his/her hand so that the officers can collect the voting cards.

   In counting votes, the Company will use the methods of deducting disapprovals and abstentions from all of votes. The remaining votes shall be deemed as approvals. For a person who approved these agenda items would be inquired to keep such voting cards and return such voting cards to the officers after the Meeting was adjourned. In this regard, the Meeting would be conducted in an open ballot system, not a secret ballot, but the voting cards would be collected from all attendees for transparency in counting votes.

   In casting a vote, the following voting cards shall deem void:

   1) The voting card marked in more than one box;
   2) The voting card marked in contradict voting;
   3) The voting card crossed out without signature affixed;
   4) The voting card casted a vote more than entitled votes; and
   5) The voting card with no votes.

   In the case that a person would like to amend to the voting card, he/she shall cross the existing mark together with his/her signature affixed with the amendment.

3. In the case that a shareholder appointed his/her/its proxy, a director or an independent director under Form B, such proxy must cast his/her vote in accordance with the intention of the shareholder or the proxy, the proxy shall cast his/her vote based on such intention.

   In the case that a foreign shareholder who use Proxy form C to appoint a custodian in Thailand to be their share depository and keeper can split his/her/its vote to approve, disapprove or abstain on each agenda item.

4. The resolution for each agenda item requires the following votes:

   For resolutions of Agenda Item No. 2, Agenda Item No.4, Agenda Item No.5, Agenda Item No. 6, Agenda Item No. 8 and Agenda Item No. 11, such resolutions require a simple majority vote of the shareholders attending the Meeting and casting their votes, where Agenda Item No. 6 which was to consider and approve the election of directors to replace those who must retire by rotation, the votes on the election of the directors will be casted individually.

As for Agenda Item No. 7, it shall be approved with an affirmative vote of not less than two-thirds of the total number of votes of the shareholders attending the Meeting.

As for Agenda Item No. 9 and Agenda Item No. 10, it shall be approved with an affirmative vote of not less than three-fourths of the total number of votes of the shareholders attending the Meeting and having a right to vote.

5. Subject to the Article 35 of the Articles of Association of the Company which prescribes that in an ordinary case, the resolution of the Meeting must consist of a majority vote of the shareholders attending the meeting and casting their votes. In the case of tie vote, the Chairman of the meeting shall have an additional vote as casting vote.

   Therefore, in vote counting, the Company will count only vote for "approval" and "disapproval" of the shareholders attending the Meeting and casting their votes. In the case that there are votes for "abstain", the Company will not count that vote as base of vote counting.

6. Should any shareholder wish to leave the Meeting early, or is not present in the meeting room during casting vote of any agenda item, such shareholder can vote by submitting the voting card to the officer before leaving the meeting room.

7. The number of votes on each agenda item shall be varied from the unequal number of attendees in each agenda item, since the gradual attendance of shareholders and proxies in the meeting room

8. In order to promote the Company's good governance, a shareholder has been invited to witness the vote count and the representative from The Capital Law Office Limited which was Miss Kessama Klaewyotha has been invited to witness the vote count.

   Prior to voting on each agenda item, the Chairman will give the shareholders and proxies opportunity to make their comments and inquiries about such agenda item. Any shareholders or proxies who would like to make inquiries or comments shall announce his/her name and the proxy shall further inform the name of proxy to the meeting before the inquiries and comment were made.

The Moderator introduced Mr. Premon Pinskul, the Chairman of the Board of Directors, acted as the Chairman of the Meeting (the "**Chairman**"), to declare the 2017 Annual General Meeting of Shareholders open and proceeded to conduct the Meeting in line with the agenda item as specified as follows:

Agenda Item No. 1 Message from the Chairman to the Meeting

- None

Remark: This agenda item was for acknowledgement and no casting of vote is required.

Agenda Item No. 2 To consider and adopt the Minutes of Extraordinary General Meeting of Shareholders No. 1/2016

The Chairman informed the Meeting that the Company had already prepared the Minutes of Extraordinary General Meeting of Shareholders No. 1/2016 dated October 6, 2016, the details of which were as shown in **Enclosure 1** *(the Minutes of Extraordinary General Meeting of Shareholders No. 1/2016)* delivered to all shareholders together with the Invitation to the Meeting. Therefore, it is deemed appropriate to propose that the Meeting consider and adopt the Minutes of Extraordinary General Meeting of Shareholder No. 1/2016 dated October 6, 2016 as detailed above.

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. However, no opinion or inquiry was made. Then the Moderator requested the Meeting to cast their votes on this agenda item.

Resolution Upon due consideration, the Meeting resolved to adopt the Minutes of Extraordinary General Meeting of Shareholders No. 1/2016, as proposed to the Meeting in all respects, where the voting results were as follows:

Approval	584,197,728	votes	representing	100%
Disapproval	-	votes	representing	-
Abstention	-	votes	representing	-

Remarks:

(1) The resolution for this agenda item had no invalid voting card;

(2) The resolution for this agenda item required a simple majority vote of the shareholders attending the Meeting and casting their votes; and

(3) During the consideration of this agenda item, there were 17 additional shareholders, holding 547,700 shares in total, attending the Meeting. Therefore, there were 199 shareholders, holding 584,197,728 shares in total, attending the Meeting.

Agenda Item No. 3 To consider and acknowledge the report on the results of the Company's business operation for the fiscal year 2016

The Chairman requested Mr. Maetup T.Suwan, the Managing Director, to inform the Meeting about the Company's business operation for the fiscal year 2016. Also, the Chairman informed the Meeting that the Company summarized the results of the Company's business operation and material changes in the fiscal year 2016 in CD-ROM format, the details of which are as shown in **Enclosure 2** (*Annual Report 2016*) delivered to all shareholders together with the Invitation to the Meeting.

Mr. Maetup T.Suwan informed the Meeting about the Company's background and progression from the constitution of the Company until present and reported the Meeting about the results of the Company's business operation for year 2016, i.e. in 2016, the Company had a significant growth, since the Company's new factory started operating in Samut Sakhon province and the Company started operating 2 new branches under the new brand called "Maygori" located at The Commons Thonglor and Siam Square One. In addtion, there were also new branches under After You brand located at Terminal 21 Department Store, Seacon Square Shopping Center and Central Pinklao.

Furthermore, the Company converted from a private company to a public company for the preparation of listing the Company's ordinary shares in the Market for Alternative Investment (MAI) and started a construction of new Company's headquarter, which shall be used for a training center and an exhibition center. In December 2016, the Company successfully listed the Company's ordinary shares in the Market for Alternative Investment (MAI) and offered and issued the Company's newly issued shared for an initial public offering (IPO).

Mr. Maetup T.Suwan explained about the Company's business operation that 98.3 percent of the Company's total revenue were from the retailing sale, where 1.4 percent of the Company's total revenue derived from the provision of the catering services and the manufacturing of the Original Equipment Manufacturer (OEM) and the remaining of 0.3 percent of the Company's total revenue derived from other sources. Currently, the Company operated 20 branches under After You brand which 18 branches of which located in Bangkok and the provinces surrounding Bangkok and 2 branches under Maygori brand. In 2016, the Company renovated a branch under After You brand located at The Crystal Park, since such branch was due to be renovated.

For the provision of the catering services and the manufacturing of the Original Equipment Manufacturer (OEM), the Company had Thai Smile Airways Company Limited which has been its customer for 3 years as a business partner.

In this respect, for the past 4 years, the Company's revenue had the growth of sale, i.e. 47.5 percent, which 46.6 percent were from the year 2015 to year 2016. Moreover, the average revenue of each branch has been gradually increased.

In addition, to be in line with the policy with respect to Corporate Social Responsibility (CSR), the Company continuously attended many events of social aids.

Furthermore, as the Company emphasized the anti-corruption, the Company proceeded to subscribe to be a member of the Collective Action Coalition against Corruption on May 16, 2016 to express the Company's intention to be Collective Action Coalition of Thailand's private sector against corruption, which operated by 8 leading organizations, i.e., Thai Institute of Directors, Thai Chamber of Commerce, International Chamber of Commerce, Thai Listed Companies Association, The Thai Bankers Association, Federation of the Thai Capital Market Organizations, Federation of Thai Industries and Tourism Council of Thailand.

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. However, no opinion or inquiry was made. Then the Moderator requested the Meeting to cast their votes on this agenda item.

Remark: This agenda item was for acknowledgement and no casting of vote was required.

Agenda Item No. 4 To consider and approve the Company's financial statement for the fiscal year ended December 31, 2016

The Chairman requested Mr. Mill Kanokwatanawan to inform the Meeting about the details of the Company's financial statement for the fiscal year ended December 31, 2016.

Mr. Mill Kanokwatanawan, the Vice Managing Director, informed the Meeting that the Company's financial statement for the fiscal year ended December 31, 2016, the details of which were as shown on Page 89-135 in **Enclosure 2**, was audited by the certified auditors and the certified auditors had given unconditional opinion on the Company's financial statement. The Company's financial statement for the fiscal year ended December 31, 2016 were detailed below.

The Company's financial statement for the fiscal year ended December 31, 2016 and December 31, 2015 showed that the Company had the total assets of THB 981.9 million and THB 363.5 million, respectively. The Company's material assets were current assets, i.e. cash and assets equivalent to cash, inventory and non-current assets, such as lands, buildings and equipment. However, the increase of assets occurred from many factors, i.e. cash and assets equivalent to cash in accordance with the proceeds from the offering of the Company's newly issued ordinary shares for an initial public offering (IPO) in the amount of THB 736.8 million and the investment in lands, buildings and equipment in the amount of THB 85 million in approximate, including decorations and equipment for new branches, assets from the construction of the new office, the distribution center and the training center, which was just started constructing in June 2016 and expected to finish in June 2017. For the total liabilities on December 31, 2016 and December 31, 2017 were THB 173.1 million and THB 246.8 million, respectively, which consisted of account payable, other creditor, long-term loan from individual and commercial bank. In this regard, the decrease of total liabilities was mainly from the repayment of long term loan. On December 31, 2016 and December 31, 2015, the Company had shareholders' equity in the amount of THB 808.83 million and THB 116.97 million, respectively. The increase of the shareholders' equity in the amount of THB 691.9 million was mainly from the share premium which the Company derived from the offering of the Company's newly issued ordinary shares for an initial public offering (IPO) in the amount of THB 709.6 million, THB 98.6 million from the net profit and THB 18.5 from the offering of the Company's newly issued ordinary shares to the existing shareholders less by the interim dividend payment in 2016 in the amount of THB 134.8 million.

The comprehensive income statement of the Company for the fiscal year ended December 31, 2016 showed that the Company's incomes consisted of the sale incomes and other incomes, where mostly of which derived from the retailing sale and the provision of the catering service, including the manufacturing of the Original Equipment Manufacturer (OEM). The incomes from the Company's sale were significantly increased from THB 414.3 million in 2015 to THB 606.4 million in 2016, representing 46.4 percent growing comparing with the previous year. Such growth of sales was from the

sales of the existing branches, representing 7.7 percent by launching the new recipe which increased the customer base. Also, such growth was effected from the expansion of the Company's 5 material branches. In addition, the Company had other incomes in the amount of THB 2 million in 2016, which increased from the previous year by THB 0.6, where significant income was from the compensation of the undue construction. Furthermore, the cost of sales of the Company consisted of raw materials, packaging, instant products, materials and equipment, salary and wages of operation manpower, factory depreciation, kitchen utensils, and other expenses for manufacturing infrastructures. However, more than 80 percent of the total cost of sales was raw materials. The cost of sales increased from THB 156.2 million to THB 217.8 million in year 2015 to year 2016 in accordance with the increase of sale. Therefore, the ratio of the cost of sales and the total income was at the rate of 35.8 percent, 1.9 percent decreased from the previous year, where resulted from the improvement of the management of the cost, i.e. the revision of price and the execution of the raw materials purchase agreement. As a result, the Company could purchase such raw materials in a lower price. Also, the launch of the new recipe, "Mango Kagikori", which gave a good margin, was one of the factors increasing the ratio of the cost of sales and the total income. Nevertheless, the Company had key expenses with respect to the Company's sale, i.e. staffs at each branch, rentals of spaces for each branch under After You and Maygori brands, rentals of equipment, utility bills, and miscellany in relation to the sales, such as, expenses for advertising and promoting the sales and depreciation of the Company's assets in each branch. For year 2016, the Company had expenses with respect to the sales in the amount of THB 178.5 million increasing from year 2015 by THB 56.3 million from THB 122.16 million. The ratio of the cost of sales and the total income for year 2016 was at the rate of 29.3 of the total income which increased from the previous year at the rate of 29.4 percent, where the decreased key expenses were the expenses in respect of the premises and equipment. In this regard, since the Company had more bargaining power in negotiating with respect to the space rent and the extension of the existing lease agreements, therefore, the average rentals per a square meter was lower than earlier. For the administrative expenses included personnel expenses in the head office, such as salary; central expenses, i.e. maintenance fee; consulting fee and professional fee; depreciation and amortization; loss of termination of pre-term lease; and other administrative expenses, such as, rental of office building, factories and warehouses, utility bills, office expenses and miscellaneous expenditure on taxation. For year 2016, the Company had administrative expenses in the amount of THB 84.17 million, comparing with year 2015 that the Company had the administrative expenses in the amount of THB 84.2 increasing by THB 58.3 million due to the expansion of employment to accommodate the Company's business expansion which was in line with the increase of the number of branches and the growth of sales.

However, the ratio of the administrative expense to the total income for year 2016 decreased from year 2015, from 14.1 percent to 13.8 percent. Such ratio was close to the ration of the previous year, while the sales had increased in this year, since the Company had improvement in the administrative expenses. The ratio of the administrative expenses to the total income, excluding the expenses of the issuance and offering of the Company's newly issued ordinary shares to the Company's executives and/or employees (ESOP), was at the rate of 12.6 percent which was lower than the ratio of year 2015, where was at the rate of 13.1 percent (excluding loss from the termination of the lease agreement prior to in respect of Crumb Ice Cream in the amount of THB 4.08 million in year 2015). Also, the financial cost for year 2016 and year 2015 were equivalent to THB 6.8 million and THB 5.7 million, or representing 1.1 percent and 1.4 percent of the total income, respectively. The increase of the financial cost was a result of the expenses arising from the long-term loan from the financial institute with an interest at the rate of MLR-1 per annum, which was to accommodate the land purchase and the factory construction, including the purchase of equipment, and the loan from the non-related person with an interest at the rate of 4 percent per annum. As detailed above, it resulted in the significant growth of the Company's net profits, from THB 57.5 million in year 2015 to THB 98.8 million in year 2016, representing 13.9 percent and 16.2 percent, respectively.

In addition, Mr. Mill Kanokwatanawan informed the Meeting that in compliance with Section 112 of the Public Limited Company Act B.E.2535 (1992) (as amended) (the "**PLC Act**") and Article 39 of the Company's Articles of Association, the Company shall procure a balance sheet and the comprehensive income statement at the end of each fiscal year to be proposed to the shareholders' meeting for consideration and approval at an annual general meeting of every year. Therefore, it deemed appropriate to propose that the Meeting consider and approve the Company's financial statement for the fiscal year ended

December 31, 2016, audited by the certified auditor, reviewed by the Audit Committee and approved by the Board of Directors.

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. The shareholders expressed their opinions and made their inquiries, and replied the same were given in summary as follows:

1.	Khun Tassanee Sansuksopa (A shareholder attending the Meeting in person)	A shareholder inquired whether the amount of the profits in accordance with the consolidated financial statement was higher than the amount of the profits in accordance with the standalone financial statement.
	Ms. Chamaiporn Tungkittisuwan (Director of Finance & Accounting)	The Director of Finance & Accounting clarified that since the income shown in the consolidated financial statement must exclude the income deriving from the related party transactions. Nevertheless, the income shown in the standalone financial statement was included the income deriving from the related party transactions and the receipt of the dividend payment from Aurum and Aurum Company Limited, the Company's subsidiary, in the amount of THB 4 million. Therefore, the income shown in the consolidated financial statement was lower due to the deduction of the incomes from Aurum and Aurum Company Limited, which were the related party transactions. As a result, the income shown in the consolidated financial statement was lower than the income shown in the standalone financial statement in the amount of THB 4 million.
2. .	Khun Tassanee Sansuksopa (A shareholder attending the Meeting in person)	A shareholder requested for an explanation about the different amount of the profits shown in the comprehensive income statement of the Company and the Company's net profit of the Company.
	Ms. Chamaiporn Tungkittisuwan (Director of Finance & Accounting)	The Director of Finance & Accounting clarified that since the comprehensive income for the fiscal year did not include the income which was not passed by the comprehensive financial statement. However, the comprehensive income was made based on the actuarial science method which equaled to THB 147,500 million, approximately. As a result, the comprehensive income and the net profits were different.
3.	Khun Jiraporn Amornpattarasilpa (A shareholder attending the Meeting in person)	A shareholder inquired whether the Company planned to utilize the proceeds derived from the issuance and offering of the Company's newly issued ordinary shares to an initial public offering (IPO) while such proceeds was not utilized for the proposed projects.
	Mr. Mill Kanokwatanawan (Director)	A director explained that the Company had a plan to expand nearly 7-8 branches and invested in new distribution centers and the new head office in amount of THB 90-100 million in approximate. The remaining proceeds would be invested in machineries and production line, as well as information technology related to the Company's operation which would be due in year 2017 in amount of THB 35-40 million, in year 2018 in amount of THB 40 million and in year 2019 in amount of THB 150 million, including the repayment of the loan, totaling THB 712 million. Nevertheless, the Company utilized such proceeds for investment in the low-risk fund approved by the Board of Directors of the Company. It deemed utmost beneficial to the Company's and was very low risk investment. The Company therefore would not loss such

investment.

4.	Khun Jaruwat Juengsubpaisarn (A shareholder attending the Meeting in person)	Referring to the previous inquiry, a shareholder inquired whether the director could disclose the location and the commencement of each branch to be expanded as planned.
	Mr. Maetup T. Suwan (Director)	A director explained that for the details of each branch as requested could not be disclosed. However, the director informed about the details of branches operated, i.e. a branch located at Impact Arena, Muang Thong Thani, which started operated for a couple months prior to the Meeting. The other two branches, i.e. a branch located at Bangkok Hospital and a branch located at Esplanade Cineplex, were under decoration. In addition, there was a plan to expand a branch located at Paragon Department Store to accommodate the increase of customers. As for other branches, the director confirmed that those branches were proceeded as planned and confirmed. However, for the interest of the Company's marketing, the Company could not disclose locations of the new branches.
5.	Khun Jaruwat Juengsubpaisarn (A shareholder attending the Meeting in person)	A shareholder requested for the reason why the Company initiated to open a branch in Bangkok Hospital.
	Mr. Maetup T. Suwan (Director)	A director clarified that as the Company saw the opportunities that there were many patients and visitors in Bangkok Hospital and such persons were the same group of customers of branches located Siam Square One and Paragon Department Store, which were the crucial group of the Company's customers. The Company considered that it was a good opportunity to expand the branch and increase the income of the Company.

Subsequently, the Moderator had given the Meeting opportunity to express their additional opinions or make their inquiries about the current agenda item. However, no opinion or inquiry was made. Then the Moderator requested the Meeting to cast their votes on this agenda item.

Resolution Upon due consideration, the Meeting resolved to approve the Company's financial statement for the fiscal year ended December 31, 2016 as proposed to the Meeting in all respects, where the voting results were as follows:

Approval	584,578,728	votes	representing	100%
Disapproval	-	votes	representing	-
Abstention	-	votes	representing	-

Remarks:

(1) The resolution for this agenda item had no invalid voting card;

(2) The resolution for this agenda item required a simple majority vote of the shareholders attending the Meeting and casting their votes; and

(3) During the consideration of this agenda item, there were 8 additional shareholders, holding 381,000 shares in aggregate, attending the Meeting. Therefore, there were 207 shareholders, holding 584,578,728 shares in total, attending the Meeting.

Agenda Item No. 5 To consider and approve the allocation of the profits from the Company's business operation for the fiscal year ended December 31, 2016 and the dividend payment

The Chairman informed to the Meeting that pursuant to Section 115 of the PLC Act, the Company shall not pay dividend if the Company still has accumulated deficit despite having net profit in such particular year. In addition, the Company shall set aside at least 5 percent of the annual net profit after deducting deficit brought forward (if any) as a statutory reserve until such statutory reserve reach at least 10 percent of the registered capital. Additionally, the Company has a policy to pay dividends at the rate of no less than 50 percent of the net profit after income tax and all reserved fund required by laws and the Company's Articles of Association. However, the said dividend payment may be changed upon any requirement or factor, as the Board of Directors deems appropriate

In addition, Section 116 of the PLC Act and Article 44 and 45 of the Company's Articles of Association require that the Company shall set aside at least 5 percent of the annual net profit after deducting deficit brought forward (if any) as a statutory reserve until such statutory reserve reach at least 10 percent of the registered capital, unless the Company's Articles of Association or other laws require a larger reserve.

According to the Company's operating results for the fiscal year ended December 31, 2016, the Company had net profit in accordance with the Company's standalone financial statement in the amount of THB 99,094,739. In order to reward the Company's shareholders pursuant to the Company's dividend policy, it deemed appropriate to propose that the Meeting consider and approve the dividend payment to the Company's shareholders in the amount of not exceeding THB 92,900,000, equivalent to 93.75 percent of the total net profit after deducting income tax in accordance with the Company's standalone financial statement, which was in line with the Company's dividend payment policy, detailed as follows:

(1) To consider and approve the dividend payment from the results of the Company's business operation for the fiscal year ended December 31, 2016 in the sum of not exceeding THB 92,900,000;

(2) In this regard, the Company had already paid the interim dividend to shareholders as the Board of Directors' Meeting of the Company No. 8/2016, held on December 7, 2016 resolved to approve the payment of the interim dividend in accordance with the unaudited financial statement made for the management (Management Account) ended November 30, 2016, which the Company had retained earnings in the amount of THB 97,000,000, to shareholders whose name appeared in the shareholders' registered book on December 7, 2016 in the sum of THB 78,400,000 and the said dividend payment was made on December 27, 2016 at the rate of THB 0.14 per share;

(3) In addition, the Company set aside the net profit in an amount of THB 1,850,000 as statutory reserve. Thus, the Company's statutory reserve equaled to THB 7,250,000, or representing 10 percent of the registered capital, which rendered the Company's statutory reserve reached the minimum threshold required by law; and

(4) After the deduction of interim dividend payment mentioned above, there remained the final dividend for fiscal year ended December 31, 2016 in the amount of not exceeding THB 14,500,000, or at the rate of THB 0.02 per share. Therefore, it deemed appropriate to propose that the Meeting consider and approve the final dividend payment, which would be paid in stock dividends and cash dividends, as detailed as follows:

(a) The Company would pay the stock dividends by issuing up to 90,625,000 newly issued ordinary shares, with a par value of THB 0.10 per share, to the Company's shareholders, at the ratio of every existing share for 1 stock dividend, in the total amount of not exceeding THB 9,062,500, or equivalent to the cash dividends at the rate of THB 0.0125 per share. Any fractional shares therefrom received cash at the rate of THB 0.0125 per share in lieu of the stock dividends; and

(b) The Company would pay cash dividends at the rate of THB 0.0075 per share or its total amount of not exceeding THB 5,437,500.

The stock dividends and cash dividends shall be subject to withholding tax at the rate prescribed by law and the Company would withhold the whole amount of the withholding tax in respect thereof from the cash dividends.

In this regard, the Company determined the date for determining the name of shareholders who shall be entitled to receive such dividend payment (Record Date) on May 9, 2017 and the date for gathering the names of shareholders under Section 225 of the Securities and Exchange Act B.E. 2535 (as amended) (the "**Securities and Exchange Act**") by closing the share register book would be on May 11, 2017. The dividend payment date would be made on May 25, 2017.

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. However, no opinion or inquiry was made. Then the Moderator requested the Meeting to cast their votes on this agenda item.

Resolution Upon due consideration, the Meeting resolved to

1. Approve the dividend payment from the results of the Company's business operation for the fiscal year ended December 31, 2016 in the sum of not exceeding THB 92,900,000 as detailed above;

2. Acknowledge the interim dividend payment made on December 27, 2016 in total amount of THB 78,400,000 and the allocation of profits as the statutory reserve in the amount of THB 1,850,000, resulting the total Company's reserve fund equaled to THB 7,250,000, or equivalent to 10 percent of the registered capital, which rendered the Company's statutory reserve reached the minimum threshold required by law;

3. Approve the declaration of the non-allocation of the Company's net profit as the statutory reserve since the Company's statutory reserve reached 10 percent of the registered capital, as required by law; and

4. Approve the final dividend payment (after deducting the interim dividend payment) in the sum of not exceeding THB 14,500,000, or equivalent to THB 0.02 per share, which would be paid in the stock dividends and the cash dividends, as detailed as proposed above with the following votes:

Approval	584,577,428	votes	representing	99.9998%
Disapproval	-	votes	representing	-
Abstention	1,300	votes	representing	0.0002%

Remarks:

(1) The resolution for this agenda item had no invalid voting card;

(2) The resolution for this agenda item required a simple majority vote of the shareholders attending the Meeting and casting their votes; and

(3) During the consideration of this agenda item, there was no additional shareholders attending the Meeting. Therefore, there were 207 shareholders, holding 584,578,728 shares in total, attending the Meeting.

Agenda Item No. 6 To consider and approve the election of directors to replace those who must retire by rotation

The Chairman informed the Meeting that for the Company's good corporate governance, the directors who must retire shall leave the meeting room during the consideration in this agenda item. Therefore, the Chairman asked Mr. Wiwat Kanokwatanawan, the Vice Chairman, to act as the Chairman of the Meeting in this agenda item.

Mr. Wiwat Kanokwatanawan clarified that pursuant to Section 71 of the PLC Act and Article 17 of the Company's Articles of Association, at least one-third of the total number of the directors must retire by rotation at an annual general meeting of shareholders in each year and if it should be impossible for the number of directors to be divided into three, the number nearest to one-third must retire and the retired directors will be eligible for re-election.

In this regard, there were 3 directors who must retire by rotation at the Meeting as follows:

1.	Mr. Premon	Pinskul	Position	Chairman of the Board of Directors/ Independent Director/ Audit Committee/ Chairman of Nomination and Remuneration Committee
2.	Dr. Thamnoon	Ananthothai	Position	Director/ Independent Director/ Audit Committee
3.	Mr. Mill	Kanokwatanawan	Position	Director

In this regard, the Nomination and Remuneration Committee had reviewed the qualifications of the directors who will retire by rotation at the Meeting and viewed that these 3 directors had the knowledge, capacity, experience and skills which would be beneficial to the Company's operations and did not possess any prohibited characteristics under the PLC Act, the Securities and Exchange Act and the relevant regulations; and the person who will hold the position of the independent director also possessed the qualifications in accordance with the Definition of the Independent Director of the Company, which is equal to the requirement of the notifications of the Office of the Securities and Exchange Commission (the "**SEC**") and the Stock Exchange of Thailand (the "**SET**"), as detailed in **Enclosure 4** (*the Definition of the Independent Director of the Company*) delivered to all shareholders together with the Invitation to the Meeting

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. However, no opinion or inquiry was made. Then the Moderator requested the Meeting to cast their votes on this agenda item.

Resolution Upon due consideration, the Meeting resolved to approve the re-election of Mr. Premon Pinskul, Dr. Thamnoon Ananthothai and Mr. Mill Kanokwatanawan to be the Company's directors for another term, where the voting results were as follows:

1. Approve Mr. Premon Pinskul as the Company's director, detailed as follows:

Approval	584,577,428	votes	representing	99.9998%
Disapproval	-	votes	representing	-
Abstention	1,300	votes	representing	0.0002%

Remarks:

(1) The resolution for this agenda item had no invalid voting card;

(2) The resolution for this agenda item required a simple majority vote of the shareholders attending the Meeting and casting their votes;

(3) During the consideration of this agenda item, there was 1 additional shareholders, holding 400 shares in aggregate, attending the Meeting. Therefore, there were 208 shareholders, holding 584,579,128 shares in total, attending the Meeting.

2. Approve Dr. Thamnoon Ananthothai as the Company's director, detailed as follows:

Approval	584,577,718	votes	representing	99.9998%
Disapproval	-	votes	representing	-
Abstention	1,410	votes	representing	0.0002%

Remarks:

(1) The resolution for this agenda item had no invalid voting card.

(2) The resolution for this agenda item required a simple majority vote of the shareholders attending the Meeting and casting their votes.

(3) During the consideration of this agenda item, there was no additional shareholder attending the Meeting. Therefore, there were 208 shareholders, holding 584,579,128 shares in total, attending the Meeting.

3. Approve Mr. Mill Kanokwatanawan as the Company's director, detailed as follows:

Approval	584,577,718	votes	representing	99.9998%
Disapproval	-	votes	representing	-
Abstention	1,410	votes	representing	0.0002%

Remarks:

(1) The resolution for this agenda item had no invalid voting card;

(2) The resolution for this agenda item required a simple majority vote of the shareholders attending the Meeting and casting their votes; and

(3) During the consideration of this agenda item, there was no additional shareholders. Therefore, there were 208 shareholders, holding 584,579,128 shares in total, attending the Meeting.

Agenda Item No. 7 To consider and approve the determination of the remuneration of the directors and the audit committees

The Chairman as the Nomination and Remuneration Committee clarified about the remuneration of directors and the audit committees that pursuant to Section 90 of the PLC Act and Article 22. of the Company's Articles of Association, the Company's directors are eligible to receive remuneration from the Company in the form of reward, meeting allowance, per diem, bonus or and in other forms of benefits as determined by the shareholders' meeting; and that the said remuneration shall be determined as

a fixed amount, or the determination of principles, or prescribe the remuneration criteria applicable from time to time or applicable until the shareholders' meeting resolves otherwise.

In this regard, the Nomination and Remuneration Committee considered the propriety of the remuneration of the directors and the audit committees by considering various factors, i.e. the Company's operating results, the size of the Company's business and the duties and responsibilities of the Board of Directors and the Audit Committee in comparison with the remuneration rate of companies in the same industry and with the similar sizes. Therefore, it deemed appropriate to propose that the Meeting consider and approve the determination of the remunerations of Company's directors and the Company's Audit Committee for year 2017, which was at the same rate as the remuneration of the Company's directors and the Company's Audit Committee for year 2016, except the remunerations of the Chairman of the Board of Directors and the Chairman of the Audit Committee, as set out as follows:

Remuneration for the Board of Directors: Quarterly Basis

Position	Year 2017	Year 2016
Chairman of the Board of Directors	THB 20,000/ person/quarter	THB10,000/ person/quarter
Non-executive Directors	THB 10,000/ person/quarter	THB 10,000/ person/quarter
Executive Directors	None	None
Independent Directors	None	None

Remuneration for the Audit Committee: Quarterly Basis

Position	Year 2017	Year 2016
Chairman of the Audit Committee	THB 35,000/person/quarter	THB 35,000/person/quarter
Member of the Audit Committee	THB 25,000/person/quarter	THB 25,000/person/quarter

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. The attendee of the Meeting expressed her opinion and made her inquiry, and replied the same were given in summary as follows:

1.	Khun Jiraporn Amornpattarasilpa (A volunteer from Thai Investor Association)	An attendee inquired whether, in addition to the remuneration of the Company's directors and the Audit Committee as detailed above, the Company had a policy to provide other forms of compensation to the Company's directors and the Audit Committee, i.e. bonus or attendance allowance. In addition, the attendee further inquired how the Company paid the remuneration to a director holding more than one position, and whether the Company would pay to the Nomination and remuneration Committee.
	Mr. Premon Pinskul (The Chairman)	The Chairman clarified that the Company did not have other forms of remuneration except for the remuneration mentioned above. In addition, the Company would compensate a director holding more than one position by including the remuneration of each position all together. Also, the Company did not have policy to pay the Nomination and Remuneration Committee.

Subsequently, the Moderator had given the Meeting opportunity to express their additional opinions or make their inquiries about the current agenda item. However, no opinion or inquiry was made. Then the Moderator requested the Meeting to cast their votes on this agenda item.

Resolution Upon due consideration, the Meeting resolved to approve the determination of the remuneration of the Company's directors and the Audit Committee, as proposed to the Meeting in all respects, where the voting results were as follows:

Approval	528,577,428	Votes	representing	99.9997%
Disapproval	300	Votes	representing	0.0001%
Abstention	1,400	Votes	representing	0.0002%

Remarks:

(1) The resolution for this agenda item had no invalid voting card;

(2) The resolution for this agenda item required a vote of not less than two-thirds of the total number of votes of the shareholders attending the Meeting; and

(3) During the consideration of this agenda item, there was no additional shareholders. Therefore, there were 208 shareholders, holding 584,579,128 shares in total, attending the Meeting.

Agenda Item No. 8 To consider and approve the appointment of the auditors and the determination of the auditors for the fiscal year 2017

The Chairman requested Mr. Piched Bhimayothin, the Chairman of the Audit Committee, informed the Meeting about the details.

Mr. Piched Bhimayothin clarified that according to Section 120 of the PLC Act and Article 36 of the Company's Articles of the Association, an annual general meeting of shareholders shall appoint the Company' auditors and determines the audit fee in every year. Therefore, it deemed appropriate to propose that the Meeting consider and approve the appointment of the auditors from EY Office Limited to be the Company's auditors for the fiscal year ended December 31, 2017, where any of the following auditors would be authorized to review and give opinion on the Company's financial statements.

1. Miss Sumalee Reewarabandith; Certified Public Accountant (Thailand) No. 3970; and/or
2. Miss Manee Rattanabunnakit; Certified Public Accountant (Thailand) No. 5313; and/or
3. Mrs. Poonnard Paocharoen; Certified Public Accountant (Thailand) No. 5238.

In consideration of the selection of the Company's auditors for the fiscal year 2017, the Audit Committee had considered by taking into account qualifications, experience and the proposed audit fee, and the Audit Committee viewed that EY Office Limited was independent and competent in auditing. In addition, these 3 auditors did not have any relationship with or any interest in the Company, subsidiaries, directors, executives, or major shareholders or any related person thereof, and the proposed audit fee was suitable to the scope of audit.

Also, it deemed appropriate to propose that the Meeting consider and approve the determination of the auditor fee of the Company for the fiscal year ended on December 31, 2017 in the amount of not exceeding THB 1,580,000 (including the audit fee of Aurum and Aurum Company Limited, a subsidiary of the Company), excluding the non-audit services and the out of pocket expenses

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. However, no opinion or inquiry was made. Then the Moderator requested the Meeting to cast their votes on this agenda item.

Resolution Upon due consideration, the Meeting resolved to the appointment of the auditors and the determination of the auditors for the fiscal year 2017, as proposed to the Meeting in all respects, where the voting results were as follows:

Approval	584,578,828	votes	representing	99.9997%
Disapproval	300	votes	representing	0.0001%
Abstention	1,300	votes	representing	0.0002%

Remarks:

(1) The resolution for this agenda item had no invalid voting card;

(2) The resolution for this agenda item required a simple majority vote of the shareholders attending the Meeting and casting their votes; and

(3) During the consideration of this agenda item, there was 1 additional shareholders, holding 1,300 shares in aggregate, attending the Meeting. Therefore, there were 209 shareholders, holding 584,580,428 shares in total, attending the Meeting.

Agenda Item No. 9 **To consider and approve the increase of the Company's registered capital by THB 9,062,500, from the existing registered capital of THB 72,500,000 to THB 81,562,500, by issuing up to 90,625,000 newly issued ordinary shares, with a par value of THB 0.10, to accommodate the stock dividend payment**

The Chairman requested the Moderator to inform the details of this agenda item to the Meeting.

The Moderator clarified to the Meeting that, to accommodate the stock dividend payment, it deemed appropriate to propose that the Meeting consider and approve the increase the Company's registered capital by THB 9,062,500, from the existing registered capital of THB 72,500,000 to THB 81,562,500, by issuing up to 90,625,000 newly issued ordinary shares, with a par value of THB 0.10, to accommodate the stock dividend payment, the details of which are as shown in **Enclosure 3** *(Capital Increase Report Form)* delivered to all shareholders together with the Invitation to the Meeting.

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. However, no opinion or inquiry was made. Then the Moderator requested the Meeting to cast their votes on this agenda item.

Resolution Upon due consideration, the Meeting resolved to approve the increase of the Company's registered capital by THB 9,062,500, from the existing registered capital of THB 72,500,000 to THB 81,562,500, by issuing up to 90,625,000 newly issued ordinary shares, with a par value of THB 0.10, to accommodate the stock dividend payment, as proposed to the Meeting in all respects, where the voting results were as follows:

Approval	584,578,918	votes	representing	99.9997%
Disapproval	110	votes	representing	0.0000%
Abstention	1,600	votes	representing	0.0003%

Remarks:

(1) The resolution for this agenda item had no invalid voting card;

(2) The resolution for this agenda item requires a vote of not less than three-fourths of the total number of votes of the shareholders attending the Meeting and having a right to vote; and

(3) During the consideration of this agenda item, there was 1 additional shareholders, holding 200 shares in aggregate, attending the Meeting. Therefore, there were 210 shareholders, holding 584,580,628 shares in total, attending the Meeting.

Agenda Item No. 10 To consider and approve the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the capital increase

The Chairman requested the Moderator to inform the details of this agenda item to the Meeting.

The Moderator clarified to the Meeting that, to be in line with the increase of the Company's registered capital, it deemed appropriate to propose that the Meeting consider and approve the amendment to Clause 4 of the Company's Memorandum of Association, by adopting the following wording in replacement thereof:

"Clause 4	Registered capital	THB 81,562,000	(Eighty-one million five hundred sixty-two thousand Baht)
	Divided into	815,625,000 shares	(Eight hundred fifteen million six hundred and twenty-five thousand shares)
	Par value per share	THB 0.10	(Ten Satang)
	Divided into		
	Ordinary shares	815,625,000 shares	(Eight hundred fifteen million six hundred and twenty-five thousand shares)
	Preferred shares	-	(-)"

In this regard, the person(s) authorized by the Board of Directors to register the amendment to the Company's Memorandum of Association with the Department of Business Development, the Ministry of Commerce, is empowered to amend or add wording in compliance with the Registrar's directions.

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. However, no opinion or inquiry was made. Then the Moderator requested the Meeting to cast their votes on this agenda item.

Resolution Upon due consideration, the Meeting resolved to amend Clause 4 of the Company's Memorandum of Association to be in line with the capital increase, as proposed to the Meeting in all respects, where the voting results were as follows:

Approval	584,565,218	votes	representing	99.9974%
Disapproval	-	votes	representing	-
Abstention	15,410	votes	representing	0.0026%

Remarks:

(1) The resolution for this agenda item had no invalid voting card;

(2) The resolution for this agenda item required a vote of not less than three-fourths of the total number of votes of the shareholders attending the Meeting and having a right to vote; and

(3) During the consideration of this agenda item, there was no additional shareholders. Therefore, there were 210 shareholders, holding 584,580,628 shares in total, attending the Meeting.

Agenda Item No. 11 To consider and approve the allocation of the Company's newly issued ordinary shares

The Chairman requested the Moderator to inform the details of this agenda item to the Meeting.

The Moderator clarified to the Meeting that since the Company wished to increase its registered capital to accommodate the stock dividend payment, it was deemed appropriate to propose that the Meeting consider and approve the allocation of up to 90,625,000 newly issued ordinary shares of the Company, with a par value of THB 0.10 per share, to the Company's shareholders.

In this regard, the Company deemed appropriate to propose that Meeting consider and authorize the Board of Directors or the Managing Director or the person(s) designated by the Board of Directors or the Managing Director to consider and determine details in connection with the allocation of the said newly issued shares, i.e. (1) to determine the conditions and other details which are necessary in connection with the allocation of the newly issued shares; (2) to enter into negotiations, agreement and execution of the relevant documents and agreements that are necessary for the allocation of the said newly issued shares and to take any other actions in connection with the allocation of the said newly issued shares; and (3) to execute the applications and relevant evidences that are necessary for the allocation of the said newly issued shares, including the arrangement and the submission of applications to the competent authorities or relevant agencies and the listing of the Company's newly issued shares on the SET; and shall authorize to take any other actions which would be necessary and appropriate for the allocation of the said newly issued shares in accordance with the requirement by laws and/or relevant regulations.

The Moderator gave the Meeting an opportunity to express their opinions and make their inquiries about the current agenda item. However, no opinion or inquiry was made. Then the Moderator requested the Meeting to cast their votes on this agenda item.

Resolution Upon due consideration, the Meeting resolved to the allocation of the Company's newly issued ordinary shares to accommodate the stock dividend payment, as proposed in all respects, where the voting results were as follows:

Approval	584,562,018	votes	representing	99.9968%
Disapproval	110	votes	representing	0.00000%
Abstention	18,500	votes	representing	0.0032%

Remarks:

(1) The resolution for this agenda item had no invalid voting card;

(2) The resolution for this agenda item required a simple majority vote of the shareholders attending the Meeting and casting their votes; and

(3) During the consideration of this agenda item, there was no additional shareholders. Therefore, there were 210 shareholders, holding 584,580,628 shares in total, attending the Meeting.

Agenda Item 12 Other matters (if any)

The Moderator informed the Meeting that the meeting agenda proposed by the Company as specified in the Invitation to the Meeting were completely proceeded, and gave the Meeting an opportunity to express their opinion and make their inquiries about the current agenda item. The shareholders expressed their opinions and made their inquiries, and replied the same were given in summary as follows:

1.	Khun Tassanee Sansuksopa (A shareholder attending the Meeting in person)	A shareholder inquired about the production capacity of the new factory and whether such production capacity would be sufficient to accommodate the expansion of business. Additionally, the shareholder questioned about distance between the factory and branches, and the period to reach the breakeven point.
	Mr. Maetup T.Suwan (Director)	A director clarified that the 1st floor of the new factory located in Samut Sakhon province was fully used for manufacturing. For this year, the Company planned to expand the manufacturing to the 2nd floor of the factory to accommodate the increase of production. However, the production capacity of the said factory was still sufficient to the Company's production, since production capacity could accommodate more than 40 branches. In addition, the Company had already purchased lands in the same area with the new factory to prepare for expanding the factory if there was an expansion of production required. Nevertheless, due to the transfer of goods, it was unnecessary to set up the branches nearby the factory, as the goods was well prepared for the distant transfer. In this regard, the breakeven point of each branch was approximately12-18 months.
2.	Khun Tassanee Sansuksopa (A shareholder attending the Meeting in person)	A shareholder inquired about the Company's plan of the business expansion to overseas, i.e. by selling franchise
	Mr. Maetup T.Suwan (Director)	A director clarified that the process was under plan and study.
3.	Khun Tassanee Sansuksopa (A shareholder attending the Meeting in person)	A shareholder inquired about the expansion of the channels in selling product of the Company
	Mr. Maetup T.Suwan (Director)	A director clarified that the Company had the channels to sell products, such as, cookies and instant food, which were now on process to proceed to sell such products through convenient store
4.	Khun Tassanee Sansuksopa (A shareholder attending the Meeting in person)	A shareholder inquired whether the Company had policy to give a discount to the shareholders
	Mr. Maetup T.Suwan (Director)	A director clarified that the Company did not have such policy, since the Company aimed to maintain the Company's value.
5.	Khun Jaruwat Juengsubpaisarn (A shareholder attending the Meeting in person)	A shareholder inquired whether the Company had the policy to increase the price of the product in year 2017 and how many percent would that the Company plan to increase.

	Mr. Maetup T.Suwan (Director)	A director clarified that the Company had the policy to increase the price of products. In this regard, the Company would increase the price at the rate of not exceed 5 percent of the current price.
6.	Khun Jaruwat Juengsubpaisarn (A shareholder attending the Meeting in person)	A shareholder inquired whether the Company planned to expand the Company's business other than the expansion of branches under After You brand and Maygori brand.
	Ms. Gulapat Kanokwatanawan (Director)	A director informed the Meeting that the Company always had plan to initiate the new business. However, the Company would start the new products which would be operated under After You Durian brand located at Paragon Department Store in order to accommodate the demand of customers.
7.	Khun Jaruwat Juengsubpaisarn (A shareholder attending the Meeting in person)	A shareholder inquired about the feedback of milk tea with bubbles and the margin of such milk tea with bubbles.
	Mr. Maetup T.Suwan (Director)	A director clarified that the milk tea with bubbles get good feedback from the customers and had the good margin. However, the sales of such milk tea with bubbles did not meet the target, since the price and standard of such milk tea with bubbles was higher than normal milk tea with bubbles in the market.
8.	Khun Jaruwat Juengsubpaisarn (A shareholder attending the Meeting in a person)	A shareholder inquired whether the Company had plan to list the Company's shares on the SET.
	Mr. Maetup T.Suwan (Director)	A director clarified that the Company did not have a plan.
9.	Khun Pracha Damrongsuttipong (A shareholder attending the Meeting in person)	A shareholder inquired about the products to be served under After You Durian and the source of materials.
	Ms. Gulapat Kanokwatanawan (Director)	A director clarified that in After You Durian, there would be famous products of the Company, such as, Honey Toast or Kakigori, but made from durian. The Company intended to separate After You Durian from After You in order to avoid the disturbance of durian smell from any customers who disliked durian. In addition, the Company had sources to provide durian from many provinces and not relied on a source from only one province. As a result, the material matter was well-prepared throughout the year. Moreover, the Company had durian processed into lump and frozen. Therefore, the Company would have the raw material as the processed durian which could be kept throughout the year.

Since no shareholder made further inquiry, the Chairman then thanked shareholders for attending the Meeting and declared the Meeting adjourned at 12.15 p.m.

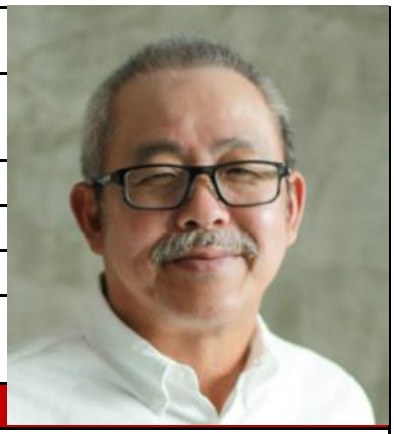
- Signature -
(Mr. Premon Pinskul)
Chairman of the Meeting

- Signature -
(Ms. Chamaiporn Tungkittisuwan)
The Company Secretary
Minutes Taker

Profiles and Working Experience of Candidate Nominated for Election as Directors Replacing Directors Who Will Retire by Rotation (1/3)

Name - Surname	Mr. Piched Bhimayothin
Type of Director to be nominated for Election	Independent Director/ Audit Committee
Current Position	Independent Director/ and Audit Committee
Age	59
Nationality	Thai
Educational Qualification	Bachelor Degree in Science, Kasetsart University
Director Accreditation Program	IOD Training Program: Director Accreditation Program (DAP)
Shareholding in the Company	562,500 shares or 0.07% as at 10 January 2018
Number of Years in Office	2 Years
Working Experiences	
2014 - Present	Advisor, Pakfood Public Company Limited (Frozen Food Manufacture)
1993 – 2014	Plant Manager, Pakfood Public Company Limited (Frozen Food Manufacture)
Relationship with the Company's executive, or major shareholders of the Company or its subsidiary	-none-
Current directorship/ executive position in other companies	Advisor, Pakfood Public Company Limited (Frozen Food Manufacture)
Directorship/executive position in other companies potentially having conflict of interest with the Company	- none-
Meeting attendance in the past year (times)	Board Meeting 7 / 7 , Audit Committee 4 / 4, Nomination and Compensation Committee 3 / 3

Profiles and Working Experience of Candidate Nominated for Election as Directors Replacing Directors Who Will Retire by Rotation (2/3)



Name - Surname	Mr. Wiwat Kanokwatanawan
Type of Director to be nominated for Election	Director
Current Position	Director
Age	63
Nationality	Thai
Educational Qualification	Bachelor Degree of Engineering, University of Kentucky, USA.
Shareholding in the Company	4,275,000 shares or 0.52% as at 10 January 2018
Number of Years in Office	2 Years
Working Experiences	
1979 – Present	Director and Chief Executive Officer, Pakfood Public Company Limited (Frozen Food Manufacture)
Present	Director, Okeanos Food Co. (Seafood and Frozen Food)
Present	Director, Chaophraya Cooling Co. (Property Rental)
Present	Director, Thaksin Samut Co. (Property Rental)
Present	Director, Look Larn Charoen Co. (Food Business)
Present	Director, Kanokthorn Foods Industry Co. (Food Business)
Relationship with the Company's executive, or major shareholders of the Company or its subsidiary	Father of Ms. Gulapat Kanokwatanawan, a major shareholder director and Deputy Managing Director. Father of Mr. Mill Kanokwatanawan, a major shareholder , director and Assistant Managing Director
Current directorship/ executive position in other companies	Director and Chief Executive Officer, Pakfood Public Company Limited (Frozen Food Manufacture) Director, Okeanos Food Co. (Seafood and Frozen Food) Director, Chaophraya Cooling Co. (Property Rental) Director, Thaksin Samut Co. (Property Rental) Director, Look Larn Charoen Co. (Food Business) Director, Kanokthorn Foods Industry Co. (Food Business)
Directorship/executive position in other companies potentially having conflict of interest with the Company - none -	
Meeting attendance in the past year (times)	Board Meeting 7 / 7, Nomination and Compensation Committee 3 / 3

Profiles and Working Experience of Candidate Nominated for Election as Directors Replacing Directors Who Will Retire by Rotation (3/3)

Name - Surname	Mr. Maetup T. Suwan
Type of Director to be nominated for Election	Director
Current Position	Director
Age	44
Nationality	Thai
Educational Qualification	- Master Degree, Industrial Design at Pratt Institute, USA. - Bachelor Degree, Interior Architecture , School of Visual Arts , New York, USA. - Bachelor Degree, Business Administration, University of Saint Thomas Aquinas, USA
Director Accreditation Program	IOD Training Program: Director Accreditation Program (DAP)
Shareholding in the Company	239,793,750 shares or 29% as at 10 January 2018
Number of Years in Office	2 years
Working Experiences	
2010 – 27 March 2016 – Present	Director and Managing Director, After You Co. - After You Pcl.
2015 – Present	Director, Aurum and Aurum Co.
2016 - Present	Director, M&M 2007 Co.
2004 – Present	Director, Prima Publishing Co. (Publisher)
Relationship with the Company's executive, or major shareholders of the Company or its subsidiary	Cousin of major shareholders , Directors and executives (Ms. Gulapat Kanokwatanawan and Mr. Mill Kanokwatanawan)
Directorship/executive position in other companies potentially having conflict of interest with the Company	- none -

Articles of Association of After You Public Company Limited

CHAPTER 6
General Meeting of Shareholders

31. The Board of Directors shall convene an Annual General Meeting of Shareholders within four (4) months from the end of every fiscal year of the Company.

Any shareholders' meetings other than the one referred to in the first paragraph shall be called an "Extraordinary General Meeting". The Board of Directors may call the Extraordinary General Meeting any time as the Board of Directors deems appropriate.

Any shareholder(s) holding shares of no less than one-fifth (1/5) of the total amount of issued shares or no less than twenty five (25) shareholders holding shares of no less than one-tenth (1/10) of the total amount of issued shares, may submit a request in writing to the Board of Directors to convene the Extraordinary General Meeting at any time as they deem appropriate, provided that the reason to convene such Extraordinary General Meeting is clearly stated in the request. In this case, the Board of Directors shall hold the Extraordinary General Meeting within one (1) month from the receipt of shareholder's request.

32. Regarding the calling of a general meeting, the Board of Directors shall prepare an invitation specifying the venue, date and time of the meeting, including the business to be transacted at the meeting and the business to be proposed at the meeting with sufficient details. The agenda shall be specified clearly whether it is submitted to the meeting for acknowledgement, approval, or consideration, as the case may be, including the opinion of the Board of Directors on such matter. The invitation shall be sent to the shareholders and the registrar at least seven (7) days prior to the meeting date. In addition, the invitation of a shareholders' meeting shall be advertised on a newspaper for three (3) consecutive days in the newspaper, for at least three (3) days prior to the meeting date.

The venue of the shareholders' meeting shall be held in the province in which the Company's head office located, or any other province nearby determined by the Board of Directors.

33. In every shareholders' meeting, a quorum shall consist of the presence of the shareholders and proxies (if any) of at least twenty five (25) persons or at least half (1/2) of the total number of shareholders, and shareholders attend the meeting must hold at least one-third (1/3) of the total number of the issued shares.

If within one (1) hour from the time scheduled for the meeting a quorum is not presented, if the meeting is called by request of the shareholders, such meeting shall be adjourned. However, if such meeting is not called by the request of the shareholders, the meeting shall be rescheduled. The invitation to such meeting shall be sent in writing to every shareholder at least seven (7) days before the meeting date. In such postponed meeting, the quorum is not required.

34. The Chairman of the Board of Directors shall be a chairman of the general meeting. In the case that the Chairman of the Board of Directors is not present at the general meeting or is unable to perform his/her duty, the Vice Chairman of the Board of Directors shall act as the

chairman of the general meeting. If the Vice Chairman is not present or is unable to perform his/ her duty, a shareholder shall be elected to be the Chairman of the general meeting.

35. Regarding the casting of votes in a general meeting, each shareholder shall have one (1) vote for each share he/she holds. If any shareholder has any conflict of interest in any agenda, such shareholder shall be prohibited from casting his/her vote on that agenda. Except in the voting for the election of directors, the affirmative vote of a resolution of a general meeting shall be made as follows:

(1) In ordinary case, a simple majority vote of the shareholders who attend the meeting and cast their votes. In the event of a tied vote, the Chairman shall have a casting vote;

(2) Each of the following matters requires at least three-fourths (3/4) of the total votes of the shareholders who attend the meeting and have the rights to vote:

(a) The sale or transfer of the whole or substantial part of business of the Company to other persons;

(b) The purchase or acquisition of the business of other private companies or public companies by the Company;

(c) The execution, amendment, or termination of contract with respect to the granting of a lease of the whole and substantial part of business of the Company, the assignment of other person(s) to manage the business of the Company, or the amalgamation of the Company's business with other persons with the purpose of sharing benefits or deficits.

(d) The amendment to the Company's Memorandum of Association or Articles of Association;

(e) The increase or decrease of the registered capital of the Company;

(f) The dissolution of the Company;

(g) The issuance of debentures of the Company; or

(h) The amalgamation of the Company with another company;

36. The following businesses are to be transacted at the annual general meeting of the shareholders:

(1) To consider and acknowledge the report of the Board of Directors relating to the Company's performance in the past fiscal year;

(2) To consider and approve the balance sheet and the profit and loss statement;

(3) To consider and approve the allocation of profits and dividend payment;

(4) To consider and approve the appointment of directors who retire by rotation;

(5) To consider and approve the determination of the directors' remunerations;

(6) To consider and approve the appointment of the auditor and the determination of audit fee; and

(7) To consider any other matters.

Guidelines for Registration, Appointment of Proxy,
Documents to Be Presented on the Meeting Date.

Registration

After You Public Company Limited (the "**Company**") will allow the shareholders and/or proxies to register to attend the meeting from 8.00 a.m. onwards on April 26, 2018, at Srinakarin 2 Room, 9th Floor, The Grand Four Wings Convention Hotel located at No. 333 Srinakarin Road, Huamark Sub-district, Bangkapi District, Bangkok 10240, as detailed in **Enclosure 11**.

Appointment of Proxy

In the event that any shareholder is unable to attend the meeting in person, such shareholder can appoint any person as his/her proxy to attend the meeting and cast the votes on his/her behalf. The Company has prepared 3 types of Proxy Form as prescribed by the Department of Business Development, Ministry of Commerce, and enclosed together with this invitation as set out in **Enclosure 7 - 8**. In addition, shareholders can download 3 types of Proxy Form from the Company's website at http://investor.afteryoudessertcafe.com/en/home

The features of each Proxy Form are as follows:

- Form A. is a general form that is simple and uncomplicated;
- Form B. is an explicit form that sets out specific details of authorization;
- Form C. is a form to be used specifically by shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository.

The appointment of proxy can be done as follows:

1. Ordinary shareholders may choose to use either Proxy Form A. or Form B. In any case, only one type of the Proxy Forms can be chosen. The Company recommends that shareholders use Proxy Form B. and instruct the vote casting for each agenda item;

2. Shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository can only choose Form C.

3. A shareholder who appoints a proxy shall appoint only one proxy to attend and vote in the meeting and may not split his/her votes to multiple proxies to vote separately.

4. A shareholder can appoint any person to be his/her proxy as he/she wishes, or appoint an independent director of the Company whose details are shown in **Enclosure 10** to be his/her proxy. If the shareholders choose to appoint an independent director of the Company to be his/her proxy, the Company recommends the shareholder to use Proxy Form B, indicate his/her vote on each agenda item, and deliver the Proxy Forms together with supporting documents to Investor Relations Department, After You Public Company Limited, No. 1319 / 9 , Soi Phatthakan 25, Phatthakan Rd., Suan Luang Sub-district, Suan Luang District, Bangkok, Telephone No. 0-2318-4488 ext 206. For convenience purposes of reviewing documents, please have the documents delivered to the Company no later than April 20, 2018.

5. A Proxy Form must be correctly and completely filled in, signed by a grantor and a proxy (ies), and affixed with THB 20 stamp duty, which must be crossed out and dated upon appointment of the proxy.
6. A proxy must present a Proxy Form and supporting documents as specified under section **Documents to Be Presented on the Meeting Date** at registration desk for proxy on the meeting date.

Documents to Be Presented on the Meeting Date

Individual

1. In case a shareholder attends the meeting in person:

   The shareholder is required to present his/her valid identification card or government identification card, driving license or passport (in case of foreign shareholders). In case of name or surname change, documentary evidence to such effect must also be presented.

2. In case a shareholder appoints a proxy to attend the meeting:

   It is required to present the following documents:

   1) The Proxy Form, correctly and completely filled in and signed by the grantor and the proxy, and already affixed with stamp duty;

   2) Copy of valid identification card or government officer card or driving license or passport (in case of foreigner) of the grantor, certified as true and correct copy by the grantor; and

   3) Valid identification card or government officer card or driving license or passport (in case of foreigner) of the proxy.

Juristic Person

1. In case an authorized representative(s) attends the meeting in person:

   It is required to present the following documents:

   1) Copy of valid identification card or government officer card or driving license or passport (in case of foreigner) of the authorized representative(s), certified as true and correct copy by the representative(s); and

   2) Copy of the shareholder's affidavit, issued by the Ministry of Commerce, certified as true and correct copy by the authorized representative(s), with the statement showing that such authorized representative(s) who attends the meeting is empowered to act on behalf of such juristic shareholder.

2. In case attendance by proxy:

   It is required to present the following documents:

1) The Proxy Form that has been correctly and completely filled in, signed by the grantor and the proxy, and already affixed with stamp duty;

2) Valid identification card or government officer card or driving license or passport (in case of foreigner) of the authorized representative(s) and proxy, certified as true and correct copy by such representative(s);

3) Valid identification card or government officer card or driving license or passport (in case of foreigner) of the proxy; and

4) Copy of the shareholder's affidavit, issued by the Ministry of Commerce, certified as true and correct copy by the authorized representative(s), with the statement showing that such authorized representative(s) who signs the Proxy Form is empowered to act on behalf of such juristic shareholder.

3. In case shareholders who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper appoint a proxy by using Proxy Form C., it is required to present the following documents:

3.1 Documents from custodian

1) The Proxy Form C. that has been correctly and completely filled in, signed by the custodian's authorized representative(s) as the grantor and the proxy(ies), and already affixed with stamp duty;

2) Document confirming that the person who signed the Proxy Form is permitted to operate the custodian business;

3) Copy of the custodian's affidavit, which must be issued no later than 6 months prior to the meeting date, certified as true and correct copy by the authorized representative(s) of the custodian,- with the statement showing that the person who signs the Proxy Form is empowered to act on behalf of the custodian; and

4) Copy of valid identification card or government officer card or driving license or passport (in case of foreigner) of the authorized representative(s) of custodian, certified as true and correct by such custodian's authorized representative(s).

3.2 Documents from shareholder who is foreign investor

1) Power of attorney from the shareholder authorizing the custodian to sign the Proxy Form on his/her behalf;

2) Copy of the shareholder's affidavit, which must be issued no later than 6 months prior to the meeting date, certified as true and correct copy by the authorized representative(s), with the statement showing that such authorized representative(s) who signs the power of attorneys is empowered to act on behalf of such juristic shareholder;

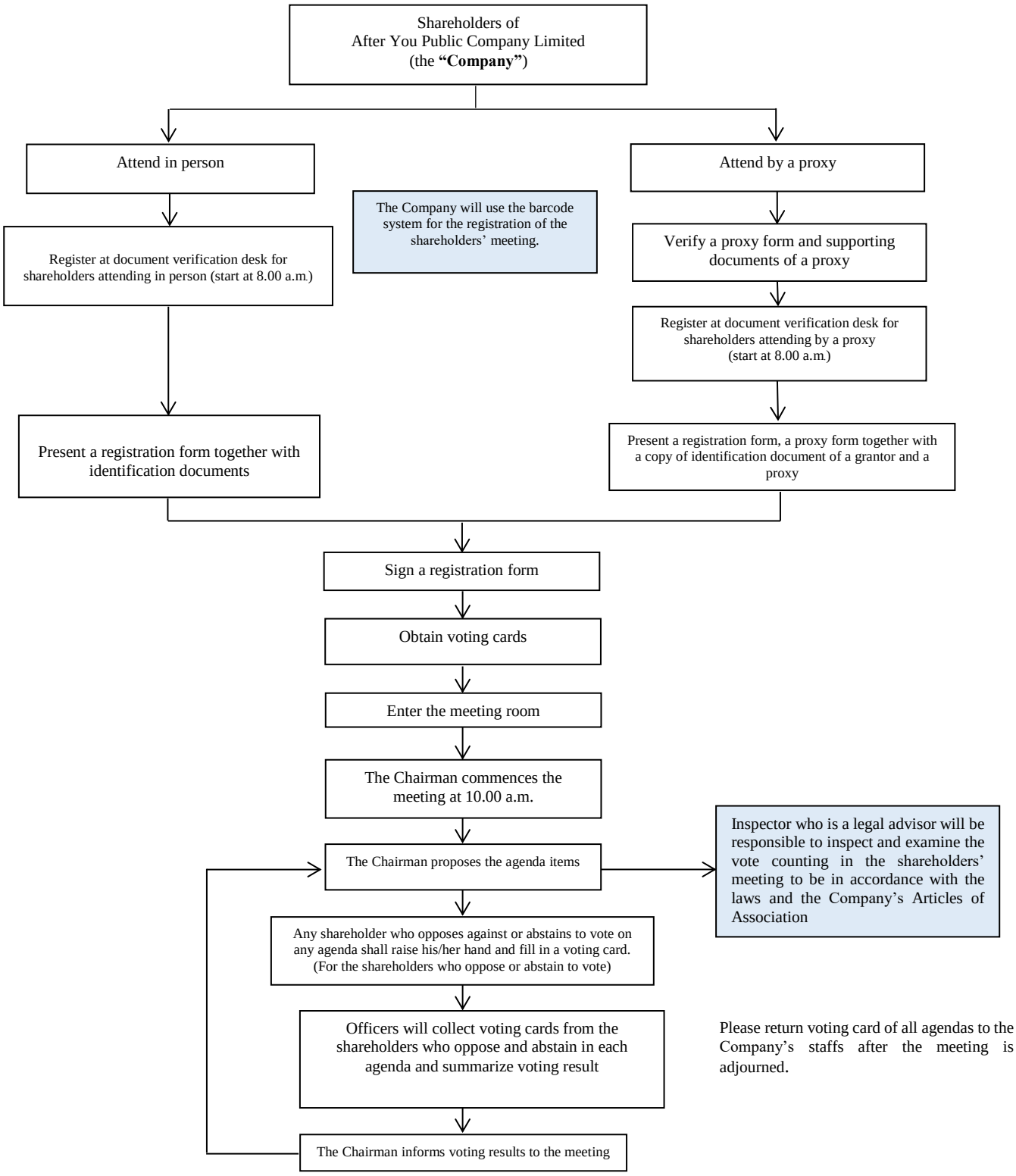
3) Copy of valid identification card or government officer card or driving license or passport (in case of foreigner) of the authorized representative(s), certified as true and correct copy by the representative.

3.3 Documents from proxy

It is required to presented Copy of valid identification card or government officer card or driving license or passport (in case of foreigner) of the proxy, certified as true and correct copy by the proxy.

Procedure for Attending the Shareholders' Meeting

After You Public Company Limited
on April 26, 2018 at 10.00 a.m.



สิ่งที่ส่งมาด้วย 7
Enclosure 7

หนังสือมอบฉันทะ แบบ ก.
Proxy Form A.
(แบบทั่วไปซึ่งเป็นแบบที่ง่ายและไม่ซับซ้อน)
(General and Simple Form)

ปิดอากรแสตมป์)20 บาท(
(Please attach stamp duty of Baht 20)

เลขทะเบียนผู้ถือหุ้น_____
Shareholder registration number

เขียนที่_____
Written at
วันที่_____เดือน_____พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า_____สัญชาติ _____ อยู่เลขที่ _____ ซอย _____
I/We nationality residing/located at no. Soi
ถนน_____ตำบล/แขวง_____ อำเภอ/เขต _____ จังหวัด _____
Road Tambol/Kwaeng Amphur/Khet Province
รหัสไปรษณีย์_____
Postal Code

(2) เป็นผู้ถือหุ้นของ**บริษัท อาฟเตอร์ ยู จำกัด (มหาชน)** (“**บริษัท**”)
Being a shareholder of After You Public Company Limited (“Company”)
โดยถือหุ้นจำนวนทั้งสิ้นรวม_____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ_____เสียง ดังนี้
Holding the total number of shares and have the rights to vote equal to votes as follows
☐ หุ้นสามัญ_____หุ้น และออกเสียงลงคะแนนได้เท่ากับ_____เสียง
ordinary share shares and have the rights to vote equal to votes
☐ หุ้นบุริมสิทธิ_____หุ้น และออกเสียงลงคะแนนได้เท่ากับ_____เสียง
preference share shares and have the rights to vote equal to votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)
Hereby appoint (Please choose one of following)

กรณีเลือกข้อ .1 กรุณาทำเครื่องหมาย ✓ ที่ ☐ 1. และระบุชื่อผู้รับมอบอำนาจ
If you make proxy by choosing No.1, please mark ✓ at ☐ 1. and give the details of proxy (proxies).

☐ 1. ชื่อ _____อายุ_____ปี อยู่บ้านเลขที่_____
Name age years residing/located at no.
ถนน _____ ตำบล/แขวง_____ อำเภอ_____
Road Tambol/Kwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

หรือ/Or

ชื่อ _____ อายุ_____ปี อยู่บ้านเลขที่_____
Name age years residing/located at no.
ถนน _____ ตำบล/แขวง _____อำเภอ _____
Road Tambol/Kwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

คนหนึ่งคนใดเพียงคนเดียว
Anyone of these persons

กรณีเลือกข้อ 2 กรุณาทำเครื่องหมาย . ✓ ที่ ☐ 2.
If you make proxy by choosing No. 2, please mark ✓ at ☐ 2.

☐ 2. มอบฉันทะให้กรรมการอิสระของบริษัท คือ นาย ธรรมนูญ อานันโทไทย
Appoint Mr. Thamnoon Ananthothai, Member of the Independent Directors of the Company

(รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 10 ของหนังสือเชิญประชุมสามัญผู้ถือหุ้น ประจำปี 2561) (Details of members of the Independent Directors of the Company are specified in Enclosure 10 of the Notice of the 2018 Annual General Meeting of Shareholders)

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าใน**ประชุมสามัญผู้ถือหุ้น ประจำปี** 2561 **ในวันที่** 26 **เมษายน** 2561 **เวลา** 10.00 **น. ห้องศรีนครินทร์** 2 **ชั้น** 9 **โรงแรมเดอะ แกรนด์ โฟร์วิงส์ คอนเวนชั่น ตั้งอยู่เลขที่** 333 **ถนนศรีนครินทร์ แขวงหัวหมาก เขตบางกะปิ กรุงเทพมหานคร** 10240 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy ("proxy") to attend and vote on my/our behalf at the 2018 Annual General Meeting of Shareholders on April 26, 2018 at 10.00 a.m. at Srinakarin 2, 9th Floor, The Grand Four Wings Convention Hotel located at 333 Srinakarin Road, Huaykwang Sub-district, Bangkapi District, Bangkok 10240, or such other date, time and place as the meeting may be held.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/Signed .....ผู้มอบฉันทะ/Grantor

(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ Signed .....ผู้รับมอบฉันทะ/Proxy

(.....)

หมายเหตุ/Remarks

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.

หนังสือมอบฉันทะ แบบ ข.
Proxy Form B.
(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนและตายตัว)
(Form with fixed and specific details authorizing proxy)

(ปิดอากรแสตมป์ 20 บาท)
(Please attach stamp duty of Baht

เลขทะเบียนผู้ถือหุ้น_____
Shareholder registration number

เขียนที่_____
Written at
วันที่_____เดือน_____พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า_____สัญชาติ _____ อยู่เลขที่ _____ ซอย _____
I/We nationality residing/located at no. Soi
ถนน_____ตำบล/แขวง_____ อำเภอ/เขต_____จังหวัด_____
Road Tambol/Kwaeng Amphur/Khet Province
รหัสไปรษณีย์_____
Postal Code

(2) เป็นผู้ถือหุ้นของ**บริษัท อาฟเตอร์ ยู จำกัด (มหาชน)** (“**บริษัท**”)
Being a shareholder of After You Public Company Limited (“Company”)
โดยถือหุ้นจำนวนทั้งสิ้นรวม_____หุ้น และออกเสียงลงคะแนนได้เท่ากับ_____เสียง ดังนี้
Holding the total number of shares and have the rights to vote equal to votes as follows
☐ หุ้นสามัญ_____หุ้น และออกเสียงลงคะแนนได้เท่ากับ_____เสียง
ordinary share shares and have the rights to vote equal to votes
☐ หุ้นบุริมสิทธิ_____หุ้น และออกเสียงลงคะแนนได้เท่ากับ_____เสียง
preference share shares and have the rights to vote equal to votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)
Hereby appoint (Please choose one of following)

กรณีเลือกข้อ 1. กรุณาทำเครื่องหมาย ✓ ที่ ☐ 1. ระบุชื่อผู้รับมอบอำนาจ
If you make proxy by choosing No.1, please mark ✓ at ☐ 1. and give the details of proxy (proxies).

☐ 1. ชื่อ _____อายุ_____ปี อยู่บ้านเลขที่_____
Name age years residing/located at no.
ถนน _____ ตำบล/แขวง_____อำเภอ_____
Road Tambol/Kwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

หรือ/Or

ชื่อ _____ อายุ_____ปี อยู่บ้านเลขที่_____
Name age years residing/located at no.
ถนน _____ ตำบล/แขวง _____อำเภอ _____
Road Tambol/Kwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

คนหนึ่งคนใดเพียงคนเดียว
Anyone of these persons

กรณีเลือกข้อ 2 กรุณาทำเครื่องหมาย . ✓ ที่ ☐ 2.
If you make proxy by choosing No. 2, please mark ✓ at ☐ 2.

☐ 2. มอบฉันทะให้กรรมการอิสระของบริษัท คือ นาย ธรรมนูญ อานันโทไทย
Appoint Mr. Thamnoon Ananthothai, Member of the Independent Directors of the Company
(รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 10 ของหนังสือเชิญประชุมสามัญผู้ถือหุ้น ประจำปี 2561) (Details of members of the Independent Directors of the Company are specified in Enclosure 10 of the Notice of the 2018 Annual General Meeting of Shareholders)

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าใน**ประชุมสามัญผู้ถือหุ้น ประจำปี** 2561 **ในวันที่** 26 **เมษายน** 2561 **เวลา** 10.00 **น. ณ ห้องศรีนครินทร์** 2 **ชั้น** 9 **โรงแรมเดอะ แกรนด์ โฟร์วิงส์ คอนเวนชั่น ตั้งอยู่เลขที่** 333 **ถนนศรีนครินทร์ แขวงหัวหมาก เขตบางกะปิ กรุงเทพมหานคร** 10240 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย
as my/our proxy ("proxy") to attend and vote on my/our behalf at the 2018 Annual General Meeting of Shareholders on April 27, 2018 at 10.00 a.m. at Srinakarin 2, 9th Floor, The Grand Four Wings Convention Hotel located at No. 333 Srinakarin Road, Huaykwang Sub-district, Bangkapi District, Bangkok 10240, or such other date, time and venue as the meeting may be held.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our desire as follows:

วาระที่ 1 **เรื่องที่ประธานแจ้งให้ที่ประชุมทราบ**
Agenda Item No. 1 Message from the Chairman to the Meeting
(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 2 **รับรองรายงานการประชุม สามัญผู้ถือหุ้น ประจำปี** 2560
Agenda Item No. 2 To adopt the Minutes of the 2017 General Meeting of Shareholders

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย Approve ☐ ไม่เห็นด้วย Disapprove ☐ งดออกเสียง Abstain

วาระที่ 3 **รับทราบรายงานผลการดำเนินงานของบริษัทฯ ประจำปี** 2560
Agenda Item No. 3 To acknowledge the result of the Company's business operation report for the fiscal year 2017

(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 4 **อนุมัติงบการเงินของบริษัทฯ สำหรับรอบปีบัญชี สิ้นสุด วันที่** 31 **ธันวาคม** 2560
Agenda Item No. 4 To approve the financial statement of the Company for the fiscal year ended December 31, 2017

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย Approve ☐ ไม่เห็นด้วย Disapprove ☐ งดออกเสียง Abstain

วาระที่ 5 **อนุมัติการจัดสรรผลกำไรจากการดำเนินงานของบริษัทฯ สำหรับรอบปีบัญชี สิ้นสุดวันที่** 31 **ธันวาคม** 2560 **และการจ่ายปันผล**
Agenda Item No. 5 To approve the allocation of the profits from the Company's business operation for the fiscal year ended December 31, 2017 and the dividend payment

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย Approve ☐ ไม่เห็นด้วย Disapprove ☐ งดออกเสียง Abstain

วาระที่ 6 **อนุมัติการเลือกตั้งกรรมการแทนกรรมการที่ต้องออกจากตำแหน่งตามวาระ**

Agenda Item No. 6 To approve the election of the directors to replace those who must retire by rotation

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

ก. ☐ เลือกตั้งกรรมการทั้งชุด

A. Election of entire nominated directors

☐ เห็นด้วย Approve ☐ ไม่เห็นด้วย Disapprove ☐ งดออกเสียง Abstain

ข. ☐ เลือกตั้งกรรมการเป็นรายบุคคล

B. Election of each nominated directors

1. ชื่อกรรมการ นายพิเชษฐ ภีมะโยธิน
Director's name Mr. Piched Bhimayothin
☐ เห็นด้วย Approve ☐ ไม่เห็นด้วย Disapprove ☐ งดออกเสียง Abstain

2. ชื่อกรรมการ นายวิวัฒน์ กนกวัฒนาวรรณ
Director's name Mr. Wiwat Kanokwatanawan
☐ เห็นด้วย Approve ☐ ไม่เห็นด้วย Disapprove ☐ งดออกเสียง Abstain

3. ชื่อกรรมการ นายแม่ทัพ ตสุวรรณ .
Director's name Mr. Maetup T. Suwan
☐ เห็นด้วย Approve ☐ ไม่เห็นด้วย Disapprove ☐ งดออกเสียง Abstain

วาระที่ 7 **อนุมัติการกำหนดค่าตอบแทนกรรมการบริษัทฯ**

Agenda Item No. 7 To approve the determination of the remuneration of the directors

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย Approve ☐ ไม่เห็นด้วย Disapprove ☐ งดออกเสียง Abstain

วาระที่ 8 **อนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2561**

Agenda Item No. 8 To approve the appointment of the auditors and the determination of the auditors for the fiscal year 2018

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย Approve ☐ ไม่เห็นด้วย Disapprove ☐ งดออกเสียง Abstain

วาระที่ 9 **พิจารณาเรื่องอื่น ๆ (ถ้ามี)**

Agenda Item No. 9 Other matters (if any)

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย Approve ☐ ไม่เห็นด้วย Disapprove ☐ งดออกเสียง Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I/we have not specified my/our voting intention on any agenda item or have not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/Signed .....ผู้มอบฉันทะ/Grantor

(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ Signed .....ผู้รับมอบฉันทะ/Proxy

(.....)

หมายเหตุ/Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

   The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.

2. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

   In case where the statement exceeds those specified above, additional details may be specified in the Attachment to this Proxy Form B. provided.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.
Attachment to Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท อาฟเตอร์ ยู จำกัด (มหาชน)

A proxy is granted by a shareholder of After You Public Company Limited

ในประชุมสามัญผู้ถือหุ้น ประจำปี 2561 ในวันที่ 26 เมษายน 2561 เวลา 10.00 น. ห้องศรีนครินทร์ 2 ชั้น 9 โรงแรมเดอะ แกรนด์ โฟร์วิงส์ คอนเวนชั่น ตั้งอยู่เลขที่ 333 ถนนศรีนครินทร์ แขวงหัวหมาก เขตบางกะปิ กรุงเทพมหานคร 10240 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At the 2018 Annual General Meeting of Shareholders on April 26, 2018 at 10.00 a.m. at Srinakarin 2, 9th Floor , The Grand Four Wings Convention Hotel located at No. 333 Srinakarin Road, Huaykwang Sub-district, Bangkapi District, Bangkok 10240, or such other date, time and venue as the meeting may be held.

☐ **วาระที่** _____ **เรื่อง** _____

Agenda item no. Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย Approve ☐ ไม่เห็นด้วย Disapprove ☐ งดออกเสียง Abstain

☐ **วาระที่** _____ **เรื่อง** _____

Agenda item no. Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย Approve ☐ ไม่เห็นด้วย Disapprove ☐ งดออกเสียง Abstain

☐ **วาระที่** _____ **เรื่อง** _____

Agenda item no. Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย Approve ☐ ไม่เห็นด้วย Disapprove ☐ งดออกเสียง Abstain

☐ **วาระที่** _____ **เรื่อง** _____

Agenda item no. Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย Approve ☐ ไม่เห็นด้วย Disapprove ☐ งดออกเสียง Abstain

สิ่งที่ส่งมาด้วย 9
Enclosure 9

แบบหนังสือมอบฉันทะ แบบ ค.
Proxy Form C.
(ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น)
(For the shareholders who are specified in the register as foreign investor and has appointed a custodian in Thailand to be a share depository and keeper)

(ปิดอากรแสตมป์ 20 บาท)
(Please attach stamp duty of THB 20)

เลขทะเบียนผู้ถือหุ้น_____
Shareholder registration number

เขียนที่_____
Written at
วันที่_____เดือน_____พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า_____สัญชาติ _____ อยู่เลขที่ _____ ซอย _____
I/We nationality residing/located at no. Soi
ถนน_____ตำบล/แขวง_____ อำเภอ/เขต _____ จังหวัด _____
Road Tambol/Kwaeng Amphur/Khet Province
รหัสไปรษณีย์_____ Postal Code
ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ_____
As the custodian of _____
ซึ่งเป็นผู้ถือหุ้นของ**บริษัท อาฟเตอร์ ยู จำกัด (มหาชน)** (“**บริษัท**”)
Being a shareholder of After You Public Company Limited (“Company”)
โดยถือหุ้นจำนวนทั้งสิ้นรวม_____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ_____เสียง ดังนี้
Holding the total number of shares and have the rights to vote equal to votes as follows
☐ หุ้นสามัญ_____หุ้น และออกเสียงลงคะแนนได้เท่ากับ_____เสียง
ordinary share shares and have the rights to vote equal to votes
☐ หุ้นบุริมสิทธิ_____หุ้น และออกเสียงลงคะแนนได้เท่ากับ_____เสียง
preference share_____ shares and have the rights to vote equal to _____ votes

(2) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)
Hereby appoint (Please choose one of following)

กรณีเลือกข้อ 1. กรุณาทำเครื่องหมาย ✓ ที่ ☐ 1. ระบุชื่อผู้รับมอบอำนาจ
If you make proxy by choosing No.1, please mark ✓ at ☐ 1. and give the details of proxy (proxies).

☐ 1. ชื่อ _____อายุ_____ปี อยู่บ้านเลขที่_____
Name age years residing/located at no.
ถนน _____ตำบล/แขวง_____อำเภอ_____
Road Tambol/Kwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

หรือ/Or

ชื่อ _____อายุ_____ ปี อยู่บ้านเลขที่_____
Name age years residing/located at no.
ถนน _____ ตำบล/แขวง _____อำเภอ _____
Road Tambol/Kwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province _____ Postal Code

คนหนึ่งคนใดเพียงคนเดียว
Anyone of these persons

กรณีเลือกข้อ 2 กรุณาทำเครื่องหมาย . ✓ ที่ ☐ 2.
If you make proxy by choosing No. 2, please mark ✓ at ☐ 2.

☐ 2.มอบฉันทะให้กรรมการอิสระของบริษัท คือ นาย ธรรมนูญ อานันโทไทย
Appoint Mr. Thamnoon Ananthothai, Member of the Independent Directors of the Company (รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 10 ของหนังสือเชิญประชุมสามัญผู้ถือหุ้น ประจำปี 2561) (Details of members of the Independent

directors of the Company are specified in Enclosure 10 of the Notice of the 2018 Annual General Meeting of Shareholders)

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าใน**ประชุมสามัญผู้ถือหุ้น ประจำปี 2561 ในวันที่ 26 เมษายน 2561 เวลา 10.00 น. ณ ห้องศรีนครินทร์ 2 ชั้น 9 โรงแรมเดอะ แกรนด์ โฟร์วิงส์ คอนเวนชั่น ตั้งอยู่เลขที่ 333 ถนนศรีนครินทร์ แขวงหัวหมาก เขตบางกะปิ กรุงเทพมหานคร** 10240 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy ("proxy") to attend and vote on my/our behalf at the 2018 Annual General Meeting of Shareholders on April 27, 2018 at 10.00 a.m. at Srinakarin 2, 9th Floor, The Grand Four Wings Convention Hotel located at No. 333 Srinakarin Road, Huaykwang Sub-district, Bangkapi District, Bangkok 10240, or such other date, time and venue as the meeting may be held.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้
I/We grant my/our proxy to attend this Meeting and cast votes as follows:

☐ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้
Grant all of my/our proxy in accordance with the amount of shares with voting right I/we hold

☐ มอบฉันทะบางส่วน คือ
Grant certain of my/our proxy as follows:

☐ หุ้นสามัญ_____หุ้น และมีสิทธิออกเสียงลงคะแนนได้_____เสียง
ordinary share shares and have the rights to vote equal to votes

☐ หุ้นบุริมสิทธิ_____หุ้น และมีสิทธิออกเสียงลงคะแนนได้_____เสียง
preference share_____shares and have the rights to vote equal to _____ votes

รวมสิทธิออกเสียงลงคะแนนทั้งหมด_____เสียง
Total voting right_____Votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ดังนี้
In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

วาระที่ 1 **เรื่องที่ประธานแจ้งให้ที่ประชุมทราบ**
Agenda Item No. 1 **Message from the Chairman to the Meeting**
(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 2 **รับรองรายงานการประชุม สามัญผู้ถือหุ้น ประจำปี 2560**
Agenda Item No. 2 **To adopt the Minutes of the 2017 General Meeting of Shareholders**

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย_____ เสียง ☐ งดออกเสียง_____ เสียง
Approve_____ Votes Disapprove_____ Votes Abstain_____ Votes

วาระที่ 3 **รับทราบรายงานผลการดำเนินงานของบริษัทฯ ประจำปี 2560**
Agenda Item No. 3 To acknowledge the result of the Company's business operation report for the fiscal year 2017

(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 4 **อนุมัติงบการเงินของบริษัทฯ สำหรับรอบปีบัญชี สิ้นสุด วันที่ 31 ธันวาคม 2560**
Agenda Item No. 4 **To approve the financial statement of the Company for the fiscal year ended December 31, 2017**

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย_____ เสียง ☐ งดออกเสียง_____ เสียง
Approve_____ Votes Disapprove_____ Votes Abstain_____ Votes

วาระที่ 5 **อนุมัติการจัดสรรผลกำไรจากการดำเนินงานของบริษัทฯ สำหรับรอบปีบัญชี สิ้นสุดวันที่ 31 ธันวาคม 2560 และการจ่ายปันผล**

Agenda Item No. 5 To approve the allocation of the profits from the Company's business operation for the fiscal year ended December 31, 2017 and the dividend payment

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย_____ เสียง ☐ งดออกเสียง_____ เสียง
Approve_____ Votes Disapprove_____ Votes Abstain_____ Votes

วาระที่ 6 อนุมัติการเลือกตั้งกรรมการแทนกรรมการที่ต้องออกจากตำแหน่งตามวาระ

Agenda Item No. 6 To approve the election of the directors to replace those who must retire by rotation

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

ค. ☐ เลือกตั้งกรรมการทั้งชุด

B. Election of entire nominated directors

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย_____ เสียง ☐ งดออกเสียง_____ เสียง
Approve_____ Votes Disapprove_____ Votes Abstain_____ Votes

ง. ☐ เลือกตั้งกรรมการเป็นรายบุคคล

B. Election of each nominated directors

1. ชื่อกรรมการ นายพิเชษฐ ภีมะโยธิน
Director's name Mr. Piched Bhimayothin
☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย_____ เสียง ☐ งดออกเสียง_____ เสียง
Approve_____ Votes Disapprove_____ Votes Abstain_____ Votes

2. ชื่อกรรมการ นายวิวัฒน์ กนกวัฒนาวรรณ
Director's name Mr. Wiwat Kanokwatanawan
☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย_____ เสียง ☐ งดออกเสียง_____ เสียง
Approve_____ Votes Disapprove_____ Votes Abstain_____ Votes

3. ชื่อกรรมการ นายแม่ทัพ ตสุวรรณ .
Director's name Mr. Maetup T. Suwan
☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย_____ เสียง ☐ งดออกเสียง_____ เสียง
Approve_____ Votes Disapprove_____ Votes Abstain_____ Votes

วาระที่ 7 **อนุมัติการกำหนดค่าตอบแทนกรรมการบริษัทฯ**

Agenda Item No. 7 To approve the determination of the remuneration of the directors

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย_____ เสียง ☐ งดออกเสียง_____ เสียง
Approve_____ Votes Disapprove_____ Votes Abstain_____ Votes

วาระที่ 8 **อนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2561**

Agenda Item No. 8 To approve the appointment of the auditors and the determination of the auditors for the fiscal year 2018

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย _____ เสียง ☐ ไม่เห็นด้วย_____ เสียง ☐ งดออกเสียง_____ เสียง
Approve_____ Votes Disapprove_____ Votes Abstain_____ Votes

วาระที่ 9 **พิจารณาเรื่องอื่น ๆ (ถ้ามี)**

Agenda Item No. 9 Other matters (if any)

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น
If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
In the event that I/we have not specified my/our voting intention on any agenda item or have not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/Signed .....ผู้มอบฉันทะ/Grantor
(.....)
ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy
(.....)
ลงชื่อ/ Signed .....ผู้รับมอบฉันทะ/Proxy
(.....)
ลงชื่อ Signed .....ผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ/Remarks

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
This Proxy form C. is only used for the shareholder who is specified in the register as a foreign investor and has appointed a custodian in Thailand to be a share depository and keeper.
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
The documents needed to be attached to this Proxy form are:
(1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Power of attorney from the shareholder empowering the custodian to sign this Proxy form on his/her behalf
(2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
Document confirming that the person who signed the proxy form is permitted to operate the custodian business
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.
4. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ
In case where the statement exceeds those specified above, additional details may be specified in the Attachment to Proxy Form C. provided.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.
Attachment to Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท อาฟเตอร์ ยู จำกัด (มหาชน)
A proxy is granted by a shareholder of After You Public Company Limited

ในประชุมสามัญผู้ถือหุ้น ประจำปี 2561 ในวันที่ 26 เมษายน 2561 เวลา 10.00 น. ห้องศรีนครินทร์ 2 ชั้น 9 โรงแรมเดอะ แกรนด์ โฟร์วิงส์ คอนเวนชั่น ตั้งอยู่เลขที่ 333 ถนนศรีนครินทร์ แขวงหัวหมาก เขตบางกะปิ กรุงเทพมหานคร 10240 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At the 2018 Annual General Meeting of Shareholders on April 26, 2018 at 10.00 a.m. at Srinakarin 2, 9th Floor , The Grand Four Wings Convention Hotel located at No. 333 Srinakarin Road, Huaykwang Sub-district, Bangkapi District, Bangkok 10240, or such other date, time and venue as the meeting may be held.

☐ **วาระที่** _____ **เรื่อง** _____

Agenda item no. Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย _____ เสียง Approve Votes ☐ ไม่เห็นด้วย _____ เสียง Disapprove Votes ☐ งดออกเสียง _____ เสียง Abstain Votes

☐ **วาระที่** _____ **เรื่อง** _____

Agenda item no. Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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☐ **วาระที่** _____ **เรื่อง** _____

Agenda item no. Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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☐ **วาระที่** _____ **เรื่อง** _____

Agenda item no. Re :

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:

☐ เห็นด้วย _____ เสียง Approve Votes ☐ ไม่เห็นด้วย _____ เสียง Disapprove Votes ☐ งดออกเสียง _____ เสียง Abstain Votes

Profiles of Independent Director for Appointment as Proxy by the Shareholders

Name	Dr. Thamnoon Ananthothai
Age	61
Address	1319/9 Patanakarn 25 Suanluang, Suanluang , Bangkok 10250 Thailand
Conflict of interest in any of the proposed agendas	None
Position	Independent Director and Audit Committee
Educations & Training	- Ph.D. in International Management, Walden University Naples, Florida, USA - Master of Business Administration, The University of Sarasota, Sarasota City, Florida, USA - Bachelor Degree in Accountancy & Management, Eckerd College-St. Petersburg, Florida, USA ➢ IOD Program, Thai Institute of Directors - Directors Certification Program (DCP) - Director Accreditation Program (DAP) - Audit Committee Program (ACP) - The Role of Chairman Program (RCP) - Understanding the Fundamental of Financial Statement (UFS)
Shareholding	AU 562,500 shares or 0.07% on 10 Jan. 2018

Work experiences	Positions	Company / Organization
2015 - Present	Independent Director, and Audit Committee Member	After You PCL.
Others 2014 - Present 2014 - Present	 Executive Committee Executive Committee	 Merchant Partners Asset Management Co.,Ltd. (Financing business) Merchant Partners Co.,Ltd. (Financing business)

2007 - Present	Vice Chairman of the Board and Chairman of Audit Committee	Better World Green PLC. (Services business)
2007 - Present	Vice Chairman of the Board and Chairman of Audit Committee	IFS Capital (Thailand) PCL. (Financing business)
2004 - Present	Executive Committee	Merchant Partners Securities PCL. (Financing business)
2004 - Present	Independent Director, Audit Committee Member, and Chairman of the Nomination and Remuneration Committee	Thai Union Group PCL. (Seafood and frozen food business)
2001 - 2015	Subcommittee of the Executive Board and Subcommittee of Clearing House	The Agricultural Futures Exchange of Thailand
1997 - Present	Executive Committee of Investment and Debt Restructuring and Development Equity Market	The Federation of Thai Industries
2009 - 2015	Audit Committee Member	Bangkok University
2005 - 2015	Independent Director, and Audit Committee Member	Property Perfect PCL. (Real estate business)

Definition of the Company's Independent Director

1. The Board of Directors of After You Public Company Limited (the "Company") determined the definition of Independent Directors of the Company in accordance with the minimum requirements of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand, detailed as follows:Must not hold more than 1 percent of the total number of shares with the voting rights of the Company, parent company, subsidiaries, associated companies, or juristic person who are major shareholders or controlling persons of the Company. In this case, for the purpose of calculation, the number of shares held by the related person of such independent director shall also be included;
2. Must not be or have been a director who takes part or used to take part in management, an employee, a member of staff, an advisor who regularly receives salary, or a person who have a control over the Company, its parent company, subsidiaries, associated companies, subsidiaries in the same level, major shareholders or the controlling person of the Company, unless such director has ceased from such position for at least 2 years;
3. Must not be a blood-related person nor legally related as father, mother, spouse, sibling and child, including being the spouse of the child of other directors, executives, major shareholders, controlling persons or the persons who will be nominated as director, executive or controlling person of the Company or its subsidiary;
4. Must not have or have had any business relationship with the Company, its parent company, subsidiaries, associated companies, major shareholders, or controlling persons in a manner that may obstruct the exercise of his/her independent judgment as a member of the Audit Committee, and must neither being,

nor used to be a key shareholder or controlling person of any person who have business relationship with the Company, its parent company, subsidiaries, associated companies, major shareholders, or controlling persons, unless such director has ceased from such position for at least 2 years

In this regard, the definition of the terms "business relationship" as stated in the first paragraph shall include conducting ordinary transactions, offering or taking on leases of any immovable properties, conducting transactions relating to assets or services, or granting or accepting any financial supports by way of offering or taking on loans, guarantees, asset-based collaterals, including any other similar actions, which result in the Company or the counterparty being indebted to the other party in the amount of 3 percent or more of the net tangible assets of the Company or THB 20 million or more, whichever is lesser, where the consideration of such indebtedness shall include the indebtedness taking place during a period of 1 year prior to the commencement date of business relationship with such person;

5. Must not be or have been the auditor of the Company, its parent company, subsidiaries, associated companies, major shareholders, or controlling persons, or a key shareholder, controlling person or partner of the audit office having the auditor providing auditing service to the Company, its parent company, subsidiaries, associated companies, major shareholders, or controlling persons, as a member, unless such director has ceased from such position for at least 2 years;

6. Must not be or have been a provider of any professional services including the legal advisory or financial advisory who receives or has received fees in the amount of more than THB 2 million per year from the Company, its parent company, subsidiaries, associated companies, major shareholders, or controlling persons, or being shareholder, the controlling person, or partner of such professional services provider, unless such director has ceased from such position for at least 2 years;

7. Must not be a director who has been appointed as a representative of the Company, major shareholders or shareholders relating to major shareholders;

8. Must not engage in the business of the same nature as and in significantly competition with the business of Company or its subsidiaries, and not being a key partner in partnership or an executive director who involves in the management, employee, a member of staff, , and an advisor who receives regular salary, or holds more than 1 percent of the total number of shares having voting rights of a company that operates the business having the same nature and in significantly competition with the business of the Company or its subsidiaries; and

9. Must not have other characteristics that may obstruct the independent expression of opinion on the Company's operation.

After being appointed as an independent director, such independent director may be assigned by the Board of Directors to make a decision with regard to the business operations of the Company, its parent company, subsidiaries, associated companies, subsidiaries which are on the same level, majors shareholders, or controlling person of the Company, by which such decision shall be a collective decision.

Location Map
for the 2018 Annual General Meeting of Shareholders
After You Pcl.
At Srinakarin 2, 9th Floor, The Grand Four Wings Convention Hotel,
located at No. 333 Srinakarin Road, Huamark Sub-district,
Bangkapi District, Bangkok 10240
Tel. +66 (0) 2 378 8000 Fax. +66 (0) 2 378 8084