



**Minutes of the 2021 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**”), convened the 2021 Annual General Meeting (the “**Meeting**”) on April 27, 2021, at 10.00 a.m., the meeting through an electronic device (E-AGM).

Introduction

Ms. Chantanee Tantasuralerk, acting as a conductor of the Meeting (the “Conductor”), the Conductor welcomed shareholders, proxies 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 record date on March 10, 2020 i.e. the Company had the registered capital of THB 81,562,500, where the Company’s paid-up capital was THB 81,562,356.10 divided into 815,623,561 issued shares, with a par value of THB 0.10 each.

The Conductor informed the Meeting that, in the Meeting, 103 shareholders were present at the Meeting in person and by proxy, holding an aggregate of 634,771,815 shares, or representing 77.8266 percent of the Company’s total issued and sold 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 (of any), 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 Conductor introduced the directors and the advisors of the Company who attended the Meeting as follows:

Directors Present at the Meeting

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|----|----------------------------|---|
| 1. | Mr. Premon Pinskiul | 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 | Director / Chairman of the Audit Committee / Nomination and
Remuneration Committee |
| 4. | Dr. Chatchai Chantajinda | Director / Audit Committee |
| 5. | Mr. Maetup T.Suwan | Director and Managing Director |
| 6. | Ms. Gulapat Kanokwatanawan | Director and Vice Managing Director |
| 7. | Mr. Mill Kanokwatanawan | Director and Assistant Managing Director |
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Executives Present at the Meeting

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

Auditors from EY Office Limited

1. Ms. Sumalee Reewarabundit Audit Partner
2. Ms. Manee Rattanabunnakit Audit Partner
3. Ms. Natanich Teachawaraprasert Audit Manager

and Ms. Vissuta Plodorn, Legal Advisor

The Conductor informed the voting procedures and the vote count method in this electronic meeting, as follows:

1. Shareholders Voting

This meeting is an electronic meeting. Therefore, the shareholders who attended the meeting were requested to vote through the system by clicking on the voting that is displayed on the screen for each agenda item after the Chairman informed to vote on that agenda. When you click on a voting option, the system will have a Pop Up asking one more time whether confirm the vote or not, press OK to confirm the vote. For the agenda to know Attendees will not be able to vote.

- Each shareholder shall have the votes in the number equivalent to the number of shares they each held, where one vote equals to one share.
- Shareholders have the right to only one vote for approval, disapproval or abstention.

2. The Process of Counting Votes

- In the process of counting votes, the Company will deduct the votes for disapproval and abstention from the total votes of shareholders in attendance. Remaining votes shall be deemed as votes for approval. In this regard, the Meeting was conducted in an open ballot system.

3. The resolution for each agenda item requires votes of the shareholders as follows:

- The resolutions for agenda item 1, agenda item 3, agenda item 4, agenda item 5 and agenda item 7 require a simple majority vote of the shareholders attending the Meeting and casting their votes.
 - The resolution for agenda 6 requires a vote of not less than two-third of the total number of votes of the shareholders attending the Meeting.
 - Whereas Clause 35 (1) of the Company's Article of Association 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 consideration of the majority vote of the shareholders, the Company will count only vote for "agree" and "disagree" of the shareholders
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attending the meeting and casting their votes. In case that, there were votes for “abstain”, the Company will not count those votes as base of vote count.

- The shareholder uses proxy must vote as the grantor specified in the proxy form only. Voting of the proxy on any agenda that is not as specified in the proxy form shall be deemed invalid. And it is not considered a vote of the shareholders. If the proxy does not specify the intention to vote in any agenda in the proxy or it is not clearly specified. Proxies have the right to consider and vote on their behalf as they deem appropriate. Except for Agenda No. 5, independent directors who are proxies who have special interests in this agenda will abstain from voting.

4. Inquiring and Propose opinions on that agenda

- Before voting on each agenda, the chairman of the meeting will allow the meeting attendees to raise questions related to that agenda as appropriate. The attendees who wish to inquire or propose their opinions, please send questions on that agenda. While considering that agenda.
- Shareholders can express your opinions through voice by following the steps to in the E-AGM manual that has been sent to everyone by the email you have registered. And before you ask a question or comment, please tell us of your first and last name. In the case of proxies please add the name and surname of the proxy grantor to the meeting before asking or propose opinions every time.

The Conductor then asked Mr. Premon Pinskiul, the Chairman of the Board of Directors, who shall act as the Chairman of the Meeting (the “Chairman”), to declare the 2021 Annual General Meeting of Shareholders open, and proceed to conduct the Meeting in line with the following agenda items.

Agenda 1 To adopt the Minutes of the 2020 Annual General Meeting of Shareholders held on June 19, 2020

The Chairman informed the Meeting that the Company had already prepared the Minutes of 2020 Annual General Meeting of Shareholders held on June 19, 2020, the details of which were as shown in Enclosure 1 which delivered to all shareholders together with the invitation to the Meeting. Therefore, it was deemed appropriate to propose that the Meeting adopt the Minutes of 2020 Annual General Meeting of Shareholders held on June 19, 2020 as detailed above.

The Conductor then gave the Meeting an opportunity to make their comments and inquiries about the current agenda item. However, no comments or queries were made. The Conductor then requested the Meeting to cast their votes in this agenda item.

Resolution After the due consideration, the Meeting resolved to adopt the Minutes of 2020 Annual General Meeting of Shareholders held on June 19, 2020, where the voting results were as follows:

Approval	627,486,415	votes	representing	100.0000
Disapproval	0	votes	representing	0.0000
Invalid ballots	0	votes	representing	0.0000
Abstention	7,606,400	votes	representing	0.0000

Remarks: (1) The resolution for this agenda item has no invalid voting card.
 (2) The resolution for this agenda item requires a simple majority vote of the shareholders attending the Meeting and casting their votes.

Agenda 2 To acknowledge the report on the results of the Company’s business operation for year 2020

The Chairman asked Mr. Maetup T. Suwan, the Managing Director, to present details of the Company’s business operation for the fiscal year 2020 to the Meeting. The Chairman then informed the Meeting that the Company had already summarized the results of the Company’s business operation and material changes in the fiscal year 2020 in the Company’s Annual Report in a form of QR Code delivered to all shareholders together with the invitation to the Meeting (Enclosure 2).

Mr. Maetup T. Suwan informed the Meeting of the Company’s business operation in the year 2020 in summary as follow:

- Opened 4 new branches in Bangkok: MRT Jatujak, Zen @ Central World, Samyan Mitrtown and Platinum.
- Expanded Mikka coffee shop by opening 44 new branches. 12 branches were operated under the Company’ group and 32 branches were operated under the franchise agreement.
- Closed After You Durian at Siam Paragon since the rental agreement was expired and the landlord had the plan to renovate the area.
- Started new business model by allocating some part of the store to become like a convenience store. Customers could buy products; both Company own and from other manufacturers (consignment), for their daily lives, under the name of “After You Marketplace”.
- During the COVID-19 situation, the company has reduced costs in every part, such as the negotiation to adjust the rent in every branch. The company also has invented and developed new products with a focus on groups suitable for takeout Including creating partnerships to joint out products.

The Conductor then gave the Meeting an opportunity to make their comments and inquiries about the current agenda item. There are some shareholders who had queries about detailed information regarding this agenda.



K. Korakoch Kulniti

Shareholder attending the meeting via electronic media in person inquired about the following matters.

1. How does the Company charge for income of the products sold in After You Marketplace which are not the Company's own?

Mr. Maetup T.Suwan – Products sold in After You Marketplace are charged for the percentage of GP which is the same standard of general consignment. The fee charged is used for operation cost, rent, and management cost.

2. Will the first Hong Kong branch be able to open in mid-2021 as planned? How many branches will be opened at the end of 2021?

Mr. Maetup T.Suwan – In case of no unforeseen situation such as prohibition to travel across country, the first Hong Kong branch will be fully opened in the third quarter. The open of the next branch will depend on the situation in Hong Kong regarding the economic condition.

K. Tirapat Nikamanon

Shareholder attending the meeting via electronic media in person gave an opinion about Mikka Cafe that the taste of the beverage of the branches opened lately is not as delicious as the same first branches. This may be because salespeople often ask customers whether they want less sweet leading customers to say yes. Therefore, taste of beverage is changed and not delicious as it should be. In addition, some beverages are designed to be drunk from a glass without using a straw. When salespeople put straw for customers, it changes the taste and smell that customers perceive.

Ms. Gulapat Kanokwatanawan – Salesperson in several branches ask customers whether they want less sweet or not to create choice for them. Customers may choose normal level of sweetness. About the straw, salespeople did not provide it to customer in the beginning. They rather have the straw in the shop as the alternative for customers. However, most customers have asked for the straw since the COVID situation. The Company therefore provides the straw to all customers. However, the Company will take the comments as a guideline to improving the service.

K. Khanut Kasemsut

Shareholder attending the meeting via electronic media in person inquired whether sale of Mikka reached the target and how many glasses are sold per day?

Mr. Maetup T.Suwan – Mikka was started not long before COVID situation and has been operated in the time of COVID. Target customers of Mikka are at office buildings both government and private sections. During the COVID situation, people have to work from home periodically, leading to unstable amount of sale. Mikka is also in early stage. Sale target of Mikka is 100 – 200 glasses per day. Some branches can reach but some cannot. However, due to the uncertainty in the current situation, the Company will have to wait to see the result.

The meeting facilitator then requested the meeting to vote on this agenda.

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

Agenda 3 To approve the Company’s financial statement for the fiscal year ended December 31, 2020

The Chairman asked Mr. Mill Kanokwatanawan to present the Company’s financial statements for the fiscal year ended December 31, 2020.

Mr. Mill Kanokwatanawan, the Assistant Managing director, informed the Meeting of the Company’s financial statements for the fiscal year ended December 31, 2020, the details of which were as shown in Enclosure 2. Such financial statements were audited by the certified auditor and the certified auditor had given unconditional opinion on the Company’s financial statements. Key essences of the Company’s financial statements for the fiscal year ended December 31, 2020 were detailed as follows.

Details as of 31 December 2020 (Baht)	Consolidated financial statements	Separated financial statements
Total assets	1,303,219,982	1,282,472,614
Total liabilities	452,517,507	437,065,097
Shareholders’ equity	850,702,475	845,407,517
Sales	767,937,916	745,510,960
Total revenues	773,437,818	753,889,615
Total comprehensive income for the year	53,882,344	48,343,796
Earnings per share	0.07	0.06

Moreover, Mr. Mill Kanokwatanawan informed the Meeting that pursuant to Section 112 of the Public Limited Company Act B.E. 2535 (1992) (as amended) (the “PLC Act”) and Clause 39 of the Company’s Articles of Association, the Company shall prepare financial statements and the comprehensive profit and loss 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 was deemed appropriate to propose that the 2020 Annual General Meeting of Shareholders consider and approve the Company's financial statements for the fiscal year ended December 31, 2020, audited by the certified auditor and reviewed by the Audit Committee.

The Conductor then gave the Meeting an opportunity to make their comments and inquiries about the current agenda item. However, no comments or queries were made. The Conductor then requested the Meeting to cast their votes in this agenda item.

Resolution After due consideration, the Meeting resolved to approve the Company's financial statements for the fiscal year ended December 31, 2020 as proposed, where the voting results were as follows:

Approval	635,092,816	votes	representing	100.0000
Disapproval	0	votes	representing	0.0000
Invalid ballots	0	votes	representing	0.0000
Abstention	0	votes	representing	0.0000

Remarks: (1) The resolution for this agenda item has no invalid voting card.
 (2) The resolution for this agenda item requires a simple majority vote of the shareholders attending the Meeting and casting their votes.

Agenda 4 To approve the allocation of profit according to the Company's Operating Results for the year ended December 31, 2020 and dividend payment.

The Chairman informed the Meeting that pursuant to Section 116 of the PLC Act, 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. As, the Company has already allocated the reserve fund in the sufficient amount in accordance with legal requirements, the Company is not required to allocate additional net profit as a reserve fund.

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 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.

In this regard, the Board of Directors Meeting No. 1/2021 on February 22, 2021 has resolved to approve the dividend payment according to the Operating Results for the year ended December 31, 2020, in the total amount of Baht 48,937,413.66 which at the rate of 0.06 per

share. The Company determines the date for determining the name of shareholders who shall be entitled to receive such dividend payment (Record Date) on May 10, 2021. The dividend payment date will be made on May 25, 2021

Therefore, it deemed appropriate to propose to the 2021 Annual General Meeting of Shareholders to

- 1) Consider to approve the suspension of the allocation of profit as the legal reserve in accordance with the Operating Results for the year ended December 31, 2020 as the legal reserve of the Company has already reached the legal requirements
- 2) Consider to approve the dividend payment in accordance with the Operating Results for the year ended December 31, 2020 at the rate of 0.06 per share, or equivalent to 98.06 percent of the net profit in the Company's separated financial statement. Total amount of dividend is Baht 48,937,413.66

The Conductor then gave the Meeting an opportunity to make their comments and inquiries about the current agenda item. However, no comments or queries were made. The Conductor then requested the Meeting to cast their votes in this agenda item.

Resolution After due consideration, the Meeting resolved to approve the suspension of the allocation of profit as the legal reserve in accordance with the Operating Results for the year ended December 31, 2020 as the legal reserve of the Company has already reached the legal requirements and approved the dividend payment in accordance with the Operating Results for the year ended December 31, 2020 at the rate of 0.06 per share, in the total amount of Baht 48,937,413.66. The resolution was passed with a simple majority vote of the shareholders attending the Meeting and casting their votes, detailed as follows:

Approval	635,092,816	votes	representing	100.0000
Disapproval	0	votes	representing	0.0000
Invalid ballots	0	votes	representing	0.0000
Abstention	0	votes	representing	0.0000

Remarks: (1) The resolution for this agenda item has no invalid voting card.
 (2) The resolution for this agenda item requires a simple majority vote of the shareholders attending the Meeting and casting their votes.

Agenda 5 To approve the appointment of directors in place of those retiring by rotation

The Chairman informed the Meeting that pursuant to Section 71 of the PLC Act and Clause 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 would be eligible for re-election.

In this regard, at the 2021 Annual General Meeting of Shareholders of the Company, there were three directors who must retire by rotation as follows:

1. Mr. Piched Bhimayothin Independent Director / Chairman of Audit Committee
/ Nomination and Remuneration Committee
2. Ms. Gulapat Kanokwatanawan Director / Deputy Managing Director
3. Mr. Mill Kanokwatanawan Director / Assistant Managing Director

The Chairman informed the Meeting that in order to be in line with the good corporate governance and for transparency, the three directors who would retire by rotation as named above, who were the interested persons in this agenda item, shall now leave the Meeting room until the consideration of this agenda item were finished.

The Chairman informed the Meeting that the Nomination and Remuneration Committee had reviewed the qualifications of the directors who would retire by rotation at the 2021 Annual General Meeting of Shareholders and viewed that these three 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 notifications; and the person who would hold the position of the independent director, he/she must also possessed the qualifications in accordance with the definition of the Independent Director of the Company, which shall be as prescribed in the requirement of the notifications of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand.

Therefore, it was deemed appropriate to propose that the Meeting consider and approve the election of all three directors who must retire by rotation to resume their position, having details as appeared in Enclosure 3 that delivered to all shareholders together with the invitation to the Meeting.

The Conductor then gave the Meeting an opportunity to make their comments and inquiries about the current agenda item. However, no comments or queries were made. The Conductor then requested the Meeting to cast their votes in this agenda item.

Resolution After due consideration, the Meeting resolved to approve the election of Mr. Piched Bhimayothin, Ms. Gulapat Kanokwatanawan and Mr. Mill Kanokwatanawan, where the voting results were as follows:

1. Approve the re-election of Mr. Piched Bhimayothin as the Company's Director with a simple majority vote of the shareholders attending the Meeting and casting their votes, detailed as follows:

Approval	635,092,816	votes	representing	100.0000
Disapproval	0	votes	representing	0.0000
Invalid ballots	0	votes	representing	0.0000
Abstention	0	votes	representing	0.0000

2. Approve the re-election of Ms. Gulapat Kanokwatanawan as the Company's Director with a simple majority vote of the shareholders attending the Meeting and casting their votes, detailed as follows:

Approval	635,092,816	votes	representing	100.0000
Disapproval	0	votes	representing	0.0000
Invalid ballots	0	votes	representing	0.0000
Abstention	0	votes	representing	0.0000

3. Approve the re-election of Mr. Mill Kanokwatanawan as the Company's Director with a simple majority vote of the shareholders attending the Meeting and casting their votes, detailed as follows:

Approval	635,092,816	votes	representing	100.0000
Disapproval	0	votes	representing	0.0000
Invalid ballots	0	votes	representing	0.0000
Abstention	0	votes	representing	0.0000

- Remarks:
- (1) The resolution for this agenda item has no invalid voting card.
 - (2) The resolution for this agenda item requires a simple majority vote of the shareholders attending the Meeting and casting their votes.

The Conductor then asked the three directors to return to the Meeting room.

Agenda 6 To approve Directors' remuneration

The Chairman as the Chairman of the Nomination and Remuneration Committee informed the Meeting on the remuneration of the Company's directors and the Audit Committee for the year 2021 that pursuant to Section 90 of the PLC Act and the Company's Articles of Association, the Company's directors were 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 approved by the shareholders' meeting; and that the said remuneration shall be determined as a fixed amount, or as guideline, or to be determined from time to time or to

be determined and applicable until the shareholders' meeting resolves otherwise. In addition, the directors may receive allowances and welfares pursuant to the Company's regulation(s).

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 2021 Annual General Meeting of Shareholders approve the determination of the remunerations of directors of the Company for year 2021 in the amount not exceeding Baht 1,000,000. The directors' remuneration shall be made on a quarterly basis. Details thereof were as follows:

Position	Remunerations of Directors in 2021		Remunerations of Directors in 2020	
	Meeting Allowance THB/Person/Quarter	Meeting Allowance (Baht/Person/Year)	Meeting Allowance THB/Person/Quarter	Meeting Allowance (Baht/Person/Year)
Chairman and Independent Director	55,000	220,000	55,000	220,000
Audit Committee Chairman and Independent Director	45,000	180,000	45,000	180,000
Independent Director	35,000	140,000	35,000	140,000
Non-executive Director	10,000	40,000	10,000	40,000
Executive Director	-	-	-	-
Total	145,000	580,000	145,000	580,000

The Conductor then gave the Meeting an opportunity to make their comments and inquiries about the current agenda item. However, no comments or queries were made. The Conductor then requested the Meeting to cast their votes in this agenda item.

Resolution After due consideration, the Meeting resolved to approve the determination of the remuneration of the directors and the Audit Committee as proposed, where the voting results were as follows:

Approval	635,092,816	votes	representing	100.0000
Disapproval	0	votes	representing	0.0000
Invalid ballots	0	votes	representing	0.0000
Abstention	0	votes	representing	0.0000

Remarks: (1) The resolution for this agenda item has no invalid voting card

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

Agenda 7 To approve the appointment of the Company's auditor for 2021 and fixing of the auditor's remuneration

The Chairman asked Mr. Piched Bhimayothin, the Chairman of Audit Committee to present the details to the Meeting.

Mr. Piched Bhimayothin informed the Meeting that according to Section 120 of the PLC Act and Clause 36 of the Company's Articles of the Association, the Annual General Meeting of Shareholders shall appoint the auditors and determines the audit fee of the Company every fiscal year. It was deemed appropriate to propose that the 2021 Annual General Meeting of Shareholders consider and approve the appointment of the auditors from EY Office Limited to be auditors of the Company for the fiscal year ended December 31, 2021, where any of the following auditors would be authorized to review and opine on the Company's financial statements. In case that the above auditors cannot perform their duty, EY Office Limited would appoint other auditors of EY Office Limited to be the Company's auditor.

- (1) Ms. Manee Rattanabunnakit Certified Public Accountant No. 5313 and/or
- (2) Mrs. Poonnard Paocharoen Certified Public Accountant No. 5238 and/or
- (3) Ms. Vissuta Jariyathanakorn Certified Public Accountant No.3853

In selecting the auditors for the fiscal year 2021, the Audit Committee had considered the qualification, working experience and the proposed audit fee and viewed that EY Office Limited was independent and skillful in auditing. In addition, these three auditors did not have any relationships with or any interests in the Company, the Company's subsidiaries, directors, executives, or major shareholders or any related person thereof. None of these auditors had been the Company's auditor for more than 7 years. The proposed audit fee was also reasonable to the work performed.

Therefore, it was deemed appropriate to propose that the 2021 Annual General Meeting of Shareholders consider and approve the determination of the auditors' remuneration in the amount of not exceeding THB 1,710,000 (not including subsidiary), excluding the non-audit services and the out of pocket expenses.

The detail of 2021 audit fee compared to 2020 was as follow.

Audit Fee	For the year ended December 31, 2020	For the year ended December 31, 2021
The Company's audit fee	Amount not exceeding THB 1,710,000	Amount not exceeding THB 1,710,000



The Conductor then gave the Meeting an opportunity to make their comments and inquiries about the current agenda item. However, no comments or queries were made. The Conductor then requested the Meeting to cast their votes in this agenda item.

Resolution After due consideration, the Meeting resolved to the appointment of the auditors from EY Office Limited and the determination of the auditors' remuneration for the fiscal year 2021 as proposed, where the voting results were as follows:

Approval	635,092,816	votes	representing	100.0000
Disapproval	0	votes	representing	0.0000
Invalid ballots	0	votes	representing	0.0000
Abstention	0	votes	representing	0.0000

Remarks: (1) The resolution for this agenda item has no invalid voting card.
(2) The resolution for this agenda item requires a simple majority vote of the shareholders attending the Meeting and casting their votes.

Agenda 8 Other Matters (if any)

The Conductor informed the Meeting that all the agenda items to be proposed at the Meeting as specified in the Notice of 2021 Annual General Meeting of Shareholders were complete and then gave the Meeting an opportunity to make their comments and inquiries. The summary of inquiries, replies and comments were as follows:

K. Jakkit Phungtua Shareholder attending the meeting via electronic media in person inquired about the demand to open the Mikka Café and how confident of the management to open the new 100 branches in 2021. How many number of branches which have been already approved?

Mr. Maetup T.Suwan – The demand to open Mikka café is consistently good especially in the COVID situation. Many people who look for the start in retail or food and beverage business and people who want to own their coffee shop are interested in Mikka franchise model. The number of approved branches is more than 30 branches; some of which are already opened while some are already signed for contract and some are under construction. If there is no severe crisis causing the business interruption, the Company is confident to achieve the target of 100 branches.

K. Paniang Pongsatha Shareholder attending the meeting via electronic media in person inquired about the following matters.

1. After operating Mikka for a while, does the Company see any new opportunity? Or will there be any change in the target?



Mr. Maetup T.Suwan - The target of Mikka is not changed. The Company created Mikka brand to reach all consumers. Products can be consumed every day. Stores can be opened in many areas. The Company therefore still operates as planned and believes to see the clear picture when opening the branch in upcountry. The reason is because Mikka also presents the lifestyle and the unique of brand in addition to its core product as coffee.

2. Is sale of After You Marketplace compensated with the lost revenue?

Mr. Maetup T.Suwan – The Company opens After You Marketplace in more than 10 branches. Each marketplace can compensate with 2 – 3 tables at most. Therefore, sale of marketplace in some branches cannot compensate with the total decrease in revenue. However, marketplace can increase sale from customers who are waiting for their service in the store. It also stimulates sale from people who just walk pass the store and do not intend to have the service in the store since they can buy take-home products. Sale from marketplace must at least compensate with the sale from the lost tables. In addition, when the Company's take home products, previously placed in many shelves, are now put together in the marketplace, it can improve sale due to better buying environment. Overall, the Company is satisfied with the marketplace and will continue the plan and continuously develop it. In addition, products in marketplace are circulated all the time. In the long term, the Company believes that marketplace model will benefit the Company because it serves as the distribution channel, the place to test new products. The Company can also collect product data to improve its work.

K.Supeeranut Kaveevat

Shareholder attending the meeting via electronic media in person asked the Company to update new products.

Ms. Gulapat Kanokwatanawan – The Company has launched more take-home products since COVID situation has occurred. Previously, most new products were for dine-in. When there was COVID situation, the Company adopted itself to develop ready-to-cook and ready-to-eat products which have the taste nearly to the dine-in products. Since last year until the third wave of COVID, the Company has continuously launched take-home products; for example, various buns, pancake mix and to-go drinks. Marketplace enables the Company to show more products on the shelf. In addition, the Company collaborates with other famous chefs to create



new products such as Joe's banoffee and peanut butter brownie. This year the Company returns to launch dine-in products starting from kakigori menus; Mayongchid (Marian plum), Tangthai which is the new menu, Mango with Nampla Wan (sweet fish sauce).

K. Sitthichai Kijpaisansak

Shareholder attending the meeting via electronic media in person inquired about the view of the Company regarding the current COVID situation whether the adjustment of the Company is sufficient to handle the impact.

Mr. Maetup T.Suwan – The Company's sale last year dropped due to decrease in foreign tourists. Domestic sale also decreased because of the lock down, social distancing and economic slowdown. The Company implemented several plans to decrease as much expense as possible, enabling the Company to make some profit. This success was due to support from all parties such as the landlord, employee and supplier with the hope to pass the difficult situation. In the Company's view, the current situation is more difficult than last year due to its more severe. However, the Company still tries to implement all necessary policy and measure to pass this difficulty. Examples of policy are cost saving policy, change in several plans such as change of sale channel through small outlets which have more mobility than opening new branches, launch of new take-home products, launch of the Company's application, expansion of Mikka café and oversea business.

K.Vitton Ngammekchai

Shareholder attending the meeting via electronic media in person asked about the new brand that the Company's management ever mentioned in the opportunity day. Will the new brand be the same or alike to what After You currently does or will it be the new business model? Does the Company have the plan to grow in inorganic method like M&A?

Mr. Maetup T.Suwan – The Company is in the process of developing the new brand to be launched within this year. The new brand is still in the food business which is the Company's expertise. The Company will disclose more information when having more progress. Regarding the M&A, the Company has always been open for M&A opportunity. However, the Company has not yet found any company that should be well support to the Company's business. If there is the interesting business or the company that can support the Company's operation, the Company is ready to consider the M&A.



K. Paniang Pongsatha

Shareholder attending the meeting via electronic media in person gave his opinion and inquired about the following matters:

1. Thank and encourage all After You team and management for their effort to have new business models, best allocation of store area, launch Mikka brand, marketplace and collaboration with partners to launch new products.

2. What is the benefit of After You Application? How does the application can increase the sale? Is there any interesting function?

Mr. Mill Kanokwatanawan – The first page in After You application will update the information including new menus. The Company will develop it to be like Instagram which allows customers to post video with like or share functions. The next page will contain detail about the Company's branches and maps. Customers can check the queue of each branch, get the queue and go anywhere during the waiting time. In the future, the Company will include the marketing and promotion campaign which may be different in each branch.

In term of delivery function, there are two parts. The first one is delivery function not different from Grab and Linemen. The another is EMS for upcountry customers. Delivery time is 3 – 7 days depending on each area. Delivery function can calculate the shipping cost without no need to put the products in the cart. In the future, the Company will improve the application so that customers can search what branches provide products they need.

Also, there is pre-order function which has two parts. For the first one, customers select the product they want, pay and then choose the branch and time to pick up. The second part enables customers to select products in advance. Customers then scan and pay for their products at the cashier with reducing time. In case of take-home products, customers can choose products they want and pay at the cashier without waiting for the queue to order.

Regarding wallet and royalty program, customers can redeem points for discount or reward. The Company can also use information about buying history of customers to improve function in the future.

K. Sitthichai Kijpaisansak

Shareholder attending the meeting via electronic media in person inquired the following matters.



1. The progress on expansion to China.

Mr. Maetup T.Suwan – Investors in China have contacted the Company periodically. Currently there is an investor that the Company thinks is possible to grant the franchise license in the region of this investor due to the same interest. The Company is in process to draft the agreement for further discussion and expect to finish the agreement process in the third quarter or within this year at the latest.

2. Recently, there was news about the cooperation with OR. Is there any possibility?

Mr. Maetup T.Suwan - The Company has continuously discussed with several potential partners including OR for sales potential. However, No agreement has been dealt.

K. Jakkit Phungtua

Shareholder attending the meeting via electronic media in person inquired whether the Company ever considered to open the branch in EV charging station.

Mr. Maetup T.Suwan – Nowadays, gas stations try to improve their look in term of service and variety. There are several retail stores in the gas station. If the EV charging station is in the gas station that can match the condition to open the new branch of the Company, it is possible for the Company to open the branch in that gas station.

Once there were no further comments or queries from the shareholders, the Chairman then thanked all the shareholders for having sacrificed their time to attend the Meeting and adjourned the 2021 Annual General Meeting at 12.00 a.m.

A handwritten signature in blue ink, appearing to read 'Premon Pinskul'.

(Mr. Premon Pinskul)
Chairman of the Meeting

Signed

A handwritten signature in blue ink, appearing to read 'Mill Kanokwatanawan'.

(Mr. Mill Kanokwatanawan)

Director and Company Secretary
Recorder of the Minutes
