

**Minutes of Annual General Meeting of Shareholders for 2017
of
Sammakorn Public Company Limited**

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The meeting was held on 11 April 2017 at 10.30 hrs. at Monththip 1 Room, 1st Floor, Anantara Siam Bangkok Hotel, No. 155 Ratchadamri Road, Lumpini Sub-district, Pathum Wan District, Bangkok Metropolis 10330.

Mr. Bibit Bijaisoradat, the Director on behalf of Chairman of the Meeting called to order and delivered the gratitude to the shareholders who attended Annual General Meeting of Shareholders for 2017 and notified for acknowledgement that 106 shareholders for 647,294 shares attended the Meeting by themselves and 84 shareholders for 391,884,269 shares authorized other persons to attend the Meeting in lieu of them, totaling to 190 shareholders who attended by themselves or by proxy whereas number of shares were counted for 392,531,563 shares or 66.5973% of total number of sold shares. The quorum was constituted according to the Articles of Association of the Company in Clause 32. which determines that “in the meeting shareholder, the shareholders and proxy by shareholders shall attend the Meeting for not less than 25 people or not less than moiety of total number of shareholders under requirement of total counted shares for not less than 1/3 of total number of sold shares so that it is constituted quorum.”

The Chairman assigned Mr. Kittipol Pramroj Na Ayudhya, the Managing Director to carry on the meeting. The Managing Director notified for acknowledgement that in this time of meeting, eight directors who attended the meeting were as follows.

1. Mr. Sitthichai	Chantravadee	Independent Director / Chairman of Audit Committee / Risk Management Committee Member
2. Mr. Tawatchai	Chongdarakul	Independent Director / Audit Committee Member / Chairman of Nomination and Remuneration Committee / Chairman of Risk Management Committee
3. Mr. Anuthip	Krairikis	Independent Director / Audit Committee Member / Risk Management Committee Member / Nomination and Remuneration Committee Member
4. Mrs. Koonthala	Sasasmit	Independent Director / Audit Committee Member / Risk Management Committee Member / Nomination and Remuneration Committee Member
5. Mr. Satja	Janetumnugul	Director / Executive Director
6. Mr. Thawat	Ungsuprasert	Director / Chairman of Executive Committee

The top executive, the representative from Thai Investors Association as volunteer of shareholder’s right protection, Mr. Surachet Viniyakul, and the auditor from EY Office Company Limited, also attended the meeting.

Before entering into meeting agenda, the Managing Director notified the Meeting for acknowledgement that the Company has executed according to policy guideline of Stock Exchange of Thailand and Thai Institute of Directors (IOD) and gave the shareholders the opportunity to propose meeting agenda and name of proper qualified persons who will hold the director office by disseminating the criteria so that the shareholders were informed about the right and method of nomination of the person who holds the director office to the Board of Directors in advance on the Company’s website from 4 October to 4 December 2016. The result was apparent that none of shareholders proposed meeting agenda and nominated any person for consideration.

The Company disseminated in the Company’s Website and also informed Stock Exchange of Thailand on 10 March 2017 by informing voting practice in each agenda based on the criteria of Stock Exchange of Thailand as follows.

In voting in the Shareholders’ Meeting, Clause 34 of the Company’s Articles of Association determines that a shareholder shall have votes equaling to number of holding or authorized shares whereas one share has one vote. In each agenda of the meeting, the shareholder is entitled to vote for only one of the three ways including agreeing, disagreeing or abstaining.

In the event that any shareholder has special interest in any issue, that shareholder is not entitled to vote in that issue except voting for election of the director that is deemed not to have special interest.

Vote count in each agenda is as follows.

Agenda 1, 3, 4, 6, 7 and Agenda 9 shall consider the majority vote of total number of votes of shareholders who attend the meeting and vote as the meeting's resolution.

Agenda 5 shall consider not less than 3/4 votes of total number of votes of shareholders who attend the meeting as the meeting's resolution.

Agenda 8 shall consider not less than 2/3 votes of total number of votes of shareholders who attend the meeting as the meeting's resolution.

Agenda 2 is the agenda of notification for acknowledgement.

In vote count in each agenda, the Company shall use number of shares of the latest meeting attendants at the voting time as the calculation basis. The Company deems that the attendant who has no intention to object or abstain has agreed resolution according to the proposed agenda without the requirement of his/her vote in ballot. If no one disagrees or abstains, the Company shall conclude the said agenda that every shareholder has unanimous resolution for approval as proposed. However, if any shareholder intends to object or abstain, the Company shall ask that shareholder who intends to object or abstain to vote in distributed ballot while registering. The Company will deduct disagreed and/or abstained votes from total number of votes with meeting attendance and voting for conclusion of voting result in each agenda.

The Company shall inform the Meeting about voting result in each agenda. The counted voting result is the vote including the vote according the intention of the shareholder who attends the meeting by himself/herself or by proxy. In the event that many voters disagree or abstain, the Company may carry on the next agenda during waiting for vote count result and shall inform the shareholders vote count result for immediate acknowledgement after completion of vote count.

After informing the shareholders for acknowledgement on voting practice, the Managing Director proposed the Meeting for consideration on the meeting agenda as follows.

1. To Approve Minutes of Extraordinary Meeting No. 1/2016

The Managing Director proposed the Meeting to consider and approve Minutes of Extraordinary Meeting No. 1/2016 held on 20 October 2016. The Company has already prepared Minutes of Meeting and delivered to Stock Exchange of Thailand within deadline required by law, with the copy of the Minutes of Meeting enclosed herewith and disseminated in the Company's website from 3 November 2016 onwards.

The Board of Directors verified the recording of the last Minutes of Meeting prior to submission to the Stock Exchange and deemed as accurate according to the Meeting's resolution in all respects.

The Board of Directors therefore proposed the Meeting to kindly consider certifying the Minutes of Extraordinary Meeting of Shareholders No. 1/2016 according to the copy delivered to the shareholders. The resolution in this agenda shall be approved from the Shareholders' Meeting with majority votes of total votes of the shareholders who attended the Meeting and voted.

The Managing Director gave the shareholders the opportunity to interrogate.

None of any shareholders additionally inquired or requested for amendment.

The Meeting's Resolution The Minutes of Extraordinary Meeting of the Shareholders No. 1/2016 was certified without the request of any shareholder for amendment with unanimous votes under below resolution result.

Agreed	392,538,505	Votes	or in percentage	100.0000
Disagreed	-	Votes	or in percentage	0.0000
Abstained	-	Votes	or in percentage	0.0000

(The shareholders by self-meeting attendance and by proxy were 200 shareholders, totaling to 392,538,505 shares or 66.5985% of number of sold shares.)

2. To Acknowledge Report of the Company's Overall Operation in the Year of 2016

The Managing Director proposed the report of the Company's overall operation in the year of 2016 appeared in Annual Report and delivered to the shareholders for acknowledgement together with Notice to Call for the Meeting under the following summary.

The Company's total revenues in 2016 were approximately 1,247 million Baht, consisting of revenues from sale of single house for 674 million Baht, revenues from sale of townhome for 30 million Baht, revenues from sale of condominium for 179 million Baht, and other revenues for 364 million Baht. Total revenues in 2016 decreased from 2015 due to quite high recognition amount of revenues from sale of condominium which has just completed for construction in 2015. Profit decreased from 122 million Baht to be 111 million Baht.

In the overview of the real estate market for 2016, GDP growth was around 3.2%, similar to prediction of the government sector. Household debt has still been high (81% of GDP), resulting in somewhat concern of the government and bank sectors on increasing NPL. The government measure on reduction of ownership transfer fee for real estate stimulation at the end of last year (October 2016) has still been continuously effective to April 2016. The government sector has continuously invested in public utility particularly in the zone of Bangkok Metropolitan Region such as Green Line and Blue Line electric trains. In last year, there was draught problem together with great loss of the nation that His Majesty the King Bhumibol Adulyadej passed away, resulting in economic deceleration in last quarter period. From the data of Real Estate Information Center, the statistics of ownership transfer for residences in Bangkok Metropolitan Region decreased from 485,063 million Bath in 2015 to be 444,113 million Baht. In 2016, units decreased from 196,642 units in 2015 to be 175,315 units in 2016. It was deemed that the overall market also decreased from graph whereas total ownership transfer of condominium increased and total ownership transfer of single house and townhome decreased. According to increase in total ownership transfer of condominium, it was total purchase in 2-3 years ago. The ownership will be transferred upon completion of building and revenue can be recognized. From monthly figure, it was found that after government stimulation measure did not stimulate people to increasingly make buying decision but stimulated people to make buying decision faster. When compared with total ownership between 2015 and 2016, total ownership transfer value for the whole year decreased -8% but increase of 24% in condominium and decrease of 23% in horizontal house. Upon division into the period of January to April 2016, it was the period with measure and it was found that total ownership transfer value was entirely positive. However, from May to December 2016, the said value was entirely negative. From the aforesaid, the Company was also affected for -25%, similar to market. That was one factor causing decrease in revenues in 2016 from 2015. The second factor was that in 2015, the Company's revenue from ownership transfer of condominium increased, and in 2016, single house projects have started to be closed one after another. The Company has partially completed the development of new projects in the end of 2016, resulting in late ownership transfer.

The Managing Director presented the pictures of the projects in eastern and western zones and presented the projects launched for sale in the future which are Sammakorn Avenue Suvarnabhumi Project, and Sammakorn Avenue Chaiyaphruek-Wongwaen Project. The Company also introduced three Pure Place Community Malls and leasing space in the area of Premier Sammakorn whereas the building has been transferred to Company, consisting of Karunvej Hospital, Siam Commercial Bank, and building which is divided for sub-leasing. The building at the back has been improving for lease by Makro Food Service.

According to activities in 2016, the Company organized two press conferences and joined Opportunity Day Events at Stock Exchange of Thailand for two times. In part of marketing activity, the Company displayed booth at Queen Sirikit National Convention Center for two times and acquired some part of townhome and condominium customers from this event. Open House Events of Sammakorn Avenue Rarm Intra-Wongwaen Project and Sammakorn Chaiyaphruek-Chaengwattana Project were organized. Continuous activities in the community malls such as Children's Day activity, occasional market, and Chinese Vegetarian Festival, were organized in the whole year. In addition, the Company also organized CSR for participation of all employees in social activity doing.

The Managing Director gave the shareholders the opportunity to interrogate.

A shareholder inquired how more or less the growth rate of single house, townhome and condominium projects will be tended in Q2 and by which factor under the Company's expectation due to insecurity on domestic and foreign economy.

The Managing Director replied this query that from the situation, it expected that growth rate will tend to be unchanged and quite difficult for prediction according to the evaluation of Bank of Thailand on GDP of 2017 which will be equal to 2016. However, the Company is concerned about the potential of buyers. Actually, the Company's projects have still been saleable but there will be problem of credit refusal from the bank when it is time of loan application. The current personal debts have been quite high, resulting in rarely pass for residential credit, or approval in not full credit line. The Company's sales volume in 2016 exceeded 1,000 million Baht but could be recognized as revenue for 883 million Baht since the customers were rejected for credit. Now, the Company must be careful about liquidity. The Company has managed construction in phase and the Company has continuously been liquid due to the Company's leasing business operation in last 10 years ago.

Mr. Hangchai Ukkhawassakul, the shareholder in the name of Thai Shareholder Association, inquired whether tax which has been newly issued by the government will affect the Company or not.

The Managing Director replied this query that tax mentioned by the shareholder is land and construction tax which has tended to be promulgated in next year but actually enforced for collection in

2019 as presented by news. This tax will affect the owner of land and construction. If it is the development project that is sold out and established as juristic person, the common area shall be exempted for tax. The Company must pay land and construction tax for leasing area and must cancel property tax and then pay new tax instead. The Company's Sammakorn Bang Kapi which is the old project with quite large area has not yet been established as juristic person. The additional detail must be studied but in principle, if common area is belonged to juristic person, tax must not be paid. The law is enacted for tax exemption to the entrepreneur that develops real estate in the first three years, the entrepreneur then will turn to develop smaller project since it must be completed within three years. At present, the Company has also targeted for 3 years for non-requirement of tax payment. The Company has still had small cheap empty lands. Therefore, tax issue is not the main point that will affect the Company. Besides the Company, this has also affected the owner of the expensive land in the city which has not yet been constructed according to the potential of that plot of land. People will take this type of land for long-term lease. The government has now been extending lease period from 30 years to be 50 years. This may attract the foreigner's interest. New tax and property tax have not much been different without impact on 90% of people in the country. This tax will cause the Company the possible opportunity of good land purchase for project development.

Mr. Sittichoke Boonyavanit, the shareholder, inquired whether the Company has tended to develop Hi End Condominium or not.

The Managing Director replied this query that it is feasible for Hi End Condominium since it will not be sold particularly to Thai people but also sold to foreigners. The location must sold by itself. The Company has still continuously searched for studying areas and in the past, the Company has diversified to the field of lease more than condominium development.

None of shareholders additionally inquired. The Managing Director therefore requested the Meeting to acknowledge the overall operation of the Company in the year of 2016 without requirement of shareholders to resolve in this agenda since this agenda is the agenda of notification for acknowledgement.

3. To Consider and Approve Statement of Financial Position and Statement of Comprehensive Income for the Year Ended 31 December 2016

The Managing Director proposed the Meeting to consider approving statement of financial position, and statement of comprehensive income of the Company for the year ended 31 December 2016 which were audited and certified by the Company's auditor under unqualified opinion. The said financial statements have already been passed for consideration of the Audit Committee under consent of the Board of Directors as details appeared in Annual Report of the Company (Form 56-2) received by the shareholders together with Invitation Letter for Shareholders' Meeting.

The Company delivered these statement of financial position and statement of comprehensive income to Stock Exchange of Thailand on 16 February 2017.

The Managing Director additionally explained that in 2016, the Company purchased shares of Pure Sammakorn Development Company Limited (PSDC), causing 100% of shareholding by Sammakorn. The figures which were changed from 2015 included temporary investment due to considerable ownership transfer of Sammakorn S9 Condominium Project in 2015 whereas this part of money was used by the Company to invest in unit trust in open-end fund at the end of 2015, but it decreased from 200 Million Baht in 2015 to be remained 32 million Baht in 2016. Cost of real estate project development increased from 1,214 million Baht in 2015 to be 2,115 million Baht due to adjustment from non-current asset to be current asset according to the Company's policy. If land is purchased for project development, it shall be firstly recorded as non-current asset. After the said project is granted for Development Permit, it shall be recorded as current asset. Therefore, current asset in 2016 was 2,234 million Baht, increasing from 2015, and non-current asset consisted of bank deposit with guarantee obligation for 10 million Baht which is LG guarantee of the old projects and now, the Company has been executing project finance. Lands waiting for development decreased and other transaction was not the materiality.

In part of liabilities, overdraft loan and short-term loan from financial institution increased from 2 million Baht in 2015 to be 236 million Baht. Most of them have been bills of exchange issued by the bank for 200 million Baht. Previously, interest rate of bills of exchange was quite cheap and the Company requested to roll bills of exchange every 3 months until at the end of last year, problem started to be arisen in bill of exchange market. The Company therefore began to change from bills of exchange to be borrowing Project Finance. This is the management of cost in term of interest. Account payable was small changed. Short-term loans from other businesses have been bills of exchange but being divided between loan from financial institution and non-financial institution which may be the group of fund or person,

increasing from 394 million Baht to be 466 million Baht. Other transactions were not materiality. Non-current liabilities consisted of increase in short-term loans from 370 million Baht to be 437 million Baht, decrease in transaction of reserve for long-term employee benefit from 54 million Baht to be 19 million Baht due to the Company's management on partial employee pension to be exhausted for similar and entire use of provident fund system, resulting in decrease in this transaction. Generally, liabilities increased from 1,374 million Baht to be 1,593 million Baht and proportion of Liabilities to Shareholders was not high. However, the Company has still been careful about cash flow.

Shareholders' equity decreased from 2,374 million Baht to be 2,254 million Baht due to the Company's merger with PSDC. The portion which is capital discount due to change in shareholding proportion in subsidiary was 67 million Baht, including increase of liabilities and shareholders' equity from 3,748 million Baht to be 3,847 million Baht.

In part of revenues, revenues from sale of real estate decreased from 1,252 million Baht to be 882 million Baht, but revenues from transfer acceptance for leasing building was 79 million Baht, resulting in 1,246 million Baht of total revenues in 2016, decreasing from 1,508 million Baht.

In part of expenses, the Company attempted to control expenses to be lowered, such as selling expenses, administrative expenses. Due to merger, the Company attempted to additionally assign several jobs to the employees for working, resulting in control of administrative cost, and decrease in expenses from 1,316 million Baht to be 1,072 million Baht. Profit before financial expense and income tax expense was at 174 million Baht from 192 million Baht.

Finally, comprehensive profit and loss for the year in consolidated financial statements was at 111 million Baht when compared with 122 million Baht in previous year. Earnings per Share were 0.17 Baht in 2016.

The Managing Director gave the shareholders the opportunity to interrogate.

Mr. Sathaporn Phangniran, the shareholder, remarked his opinion that he agreed with the report of Managing Director on expense control, and inquired about Note 9 and Note 10 to financial statements in Page 83-84 of Annual Report that it was found that aging of account receivable of unrelated business was mostly at 6-12 months and more than 12 months, resulting in the Company's requirement to set more reserve for doubtful accounts from 340,000 Baht to be 2,905,000 Baht.

The second issue requiring to be informed is what is accrued revenue of unrelated business and is it collectible faster?

The third issue is Note 10 to financial statements in Page 84. It was found that according to the cost of real estate development, if turnover is generated faster, dividend will be more in the same way. Upon considering the page of financial highlight, it was found that Return on Assets was 2.67 which was quite low.

The Managing Director replied the query about Note 9 and Note 10 to financial statements that there are two parts consisting of account receivable of unrelated business whereas 6-12 months of aging was unlikely concerned but more than 12 months of aging was entered into debt collection process. The lower account receivable is the common service charge outstanding for payment by the inhabitants. The inhabitants of the Company's old project such Sammakorn Bang Kapi Project, have not yet paid for service charge in the considerable number of hundred figure. However, when compared with number of 3,500 households, it was not high percent. Nevertheless, for this project, revenues from service charge has still been adequate for expenses. In part of Note 10, the Company has attempted to make Asset Turnover quicker.

Mr. Sitthichoke Boonyavanit, the shareholder, inquired whether the Company has invested capital of employee fund by itself or hired the investment management company.

The Managing Director replied this query that employee fund is provident fund. The Company has assigned Aberdeen Asset Management Company Limited to manage. It is the money of the employees in one part and of the Company in the other part. The Company shall pay the contribution in the proportion based on service duration. In this investment, the employee can select to invest by him/her based on risk acceptable by each employee. For instance, in the event of non-risk preference, the employee can select to invest in debt instrument fund. If the employee prefers to risk, he/she can select to invest in stock fund. This welfare is standard and not inferior to other public limited companies.

Mr. Sitthichoke Boonyavanit, the shareholder, inquired whether the Company is interested in investment in ocean park.

The Managing Director replied this query that the investment is high with high risk and high maintenance. The land must be large at cheap price. This should be developed by other company that is expert in this field.

Mr. Sakchai Sakulrimontri, the shareholder, inquired to be informed about the reason of change in figure of temporary investment from 200 million Baht to be 32 million Baht in Annual Report in Page 63, or the change was due to impairment.

The Managing Director replied this query that in the end of 2015, the Company started to transfer the ownership of many condominiums, resulting in cash surplus. This part of cash was used to invest in unit trust of open-end fund in order to yield return which was in other revenues. Later in 2016, the Company needed to use cash. Then, this part of cash was used in the business, resulting in the balance of 32 million Baht at the end of 2016.

Mr. Sakchai Sakulrimontri, the shareholder, inquired whether the remaining lands waiting for development from 1,400 million Baht to be remained for 694 million Baht was due to land impairment or separation for selling out.

The Managing Director replied this query that according to the aforesaid clarification, one part was the cost of real estate project development that increased from 1,200 million Baht to be 2,100 million Baht without land impairment.

Mr. Sakchai Sakulrimontri, the shareholder, inquired that in shareholders' equity, the transaction in part of capital discount due to change in shareholding proportion in subsidiaries for 67 million Baht was unavailable in 2015.

The Managing Director invited Miss Varaporn Prapasirikul, the auditor, to reply this query instead. The said transaction is the transaction invested by the Company in PSDC. This company is Sammakorn's existing subsidiary and the Company additionally purchased. In the event that PSDC is the subsidiary, its financial data will be consolidated in preparing consolidated financial statements. Therefore, in the event of increase in purchasing proportion, if there is difference between purchasing price and book value which is combined to be consolidated in consolidated financial statements, the said difference shall be presented in the line of the shareholders' equity of this transaction on accounting basis.

Miss Varaporn Prapasirikul, the auditor, clarified that it is the accounting basis applied by the Company since PSDC is the subsidiary, when the parent company purchases additional shares for 100%, it is unable to be recorded as goodwill according to accounting basis. However, the transaction of premium on net book value of the subsidiary shall be presented in the line of shareholders' equity as a transaction in equity, not being asset or goodwill if we purchase expensive than that part. It is different from the way that the Company has never acquired that company before and then takes over that company to be its subsidiary, goodwill is evaluated. Therefore, it can be considered that goodwill is available.

Mr. Sakchai Sakulrimontri, the shareholder, inquired to be informed about other revenues which were increased from 19 million Baht to be 25 million Baht, consisted of which transactions, and asked to present detail of other revenues in notes to financial statements.

The Managing Director replied this query that other revenues consisted of performance security of the contractor which has been outstanding more than 2 years whereas the Company has followed up but the contractor did not get the said performance security in return, it was then adjusted to be revenue, property tax and insurance premium collected from the lessor (community mall), damage from the customers that cancelled sale contracts for houses and condominiums, and other which is profit from temporary investment.

After none of any other queries was raised, the Managing Director requested the shareholders to consider approving statement of financial position and statement of comprehensive income for the year ended 31 December 2016 which have already been certified by the auditor.

The resolution in this agenda required resolution approval from the Meeting of Shareholders with majority vote of total number of votes of the shareholders who attended the meeting with voting rights.

The Meeting's Resolution approved statement of financial position and statement of comprehensive income as proposed by the Managing Director with unanimous votes under below resolution result.

Agreed	393,001,810	Votes	or in	100.0000
			percentage	
Disagreed	-	Votes	or in	0.0000
			percentage	

Abstained - Votes or in 0.0000
percentage

(The shareholders by self-meeting attendance and by proxy were 234 shareholders, totaling to 393,001,810 shares or 66.6771% of number of sold shares.)

4. To Consider and Approve Annual Dividend Payment for Overall Operation for 2016 in Form of Stock Dividend and Cash

The Managing Director reported the Meeting that from turnover in last year under detail in statement of financial position and statement of comprehensive income delivered to shareholders (separate statement), the Company's net profit was 98.35 million Baht and Earnings per Share was 0.17 Baht which was estimated from registered capital for 589,410,340 shares. Dividend can be paid to the shareholders at the rate of 0.10 Baht per share for total amount of not exceeding 58,941,035 Baht in stock dividend and cash as follows.

1. Dividend payment in ordinary shares of the Company not exceeding 52,392,686 shares at par value of 1 Baht to the shareholders of the Company in the rate of 11.25 existing shares per 1 stock dividend, totaling to value not exceeding 52,392,686 Baht which was estimated to be the rate of dividend payout for 0.08889 Baht per Share. However, in the event that any shareholder has fraction of existing shares after allocation of stock dividend, dividend shall be paid in cash instead in the rate of 0.08889 Baht per share.

2. Dividend payment in cash in the rate of 0.01111 Baht per share or in the amount of not exceeding 6,548,349 Baht

Total payment was in the rate of 59.93% of profit. When compared with turnover of 2015, the Company's profit was 118.89 million Baht and Earnings per Share was 0.20 Baht. Dividend was paid to shareholders for 0.12 Baht per share in the rate of 59.49% of profit in total amount of 70.73 million Baht. Annual dividend payment for 2016 was similar to the Company's policy that determines dividend payment in the approximate rate of 60% of net profit of separate financial statements after reserve deduction.

The said dividend shall be paid to shareholders particularly the person who entitled to receive dividend according to Articles of Association of the Company as name list is appeared as on the date of which name list of the persons who are entitled to receive dividend is named (Record Date) on 21 April 2017 and closed the registration book for share transfer suspension on 24 April 2017 for right to receive dividend. Dividend payment has been scheduled to be paid on 9 May 2017.

Detail of Dividend Payment

Detail of Dividend Payment	2016	2015
1. Net Profit (Baht)	98,349,955 Baht	118,891,509 Baht
2. Number of Shares (Shares)	589,410,340 Shares	589,410,340 Shares
3. Dividend per Share (Baht : Share)		
3.1 Dividend Payment in Cash	0.01111	0.12
3.2 Dividend Payment in Stock	0.08889	-
Total Dividend per Share (Baht : Share)	0.10	0.12
4. Total Paid Dividend (Baht)	Not exceeding 58,941,035 Baht	70,729,240.80 Baht
5. Proportion of Dividend Payment	59.93%	59.49%

The Managing Director gave the shareholders the opportunity to interrogate.

Mr. Sathaporn Phangniran, the shareholder, proposed his opinion that he agreed with the said dividend payment but more increase in number of shares will cause too expensive SAMCO stock price if the Company is unable to increase revenues in higher proportion accordingly. He asked to accelerate the generation of more total revenues in this year so that Earnings per Share will be increased.

None of shareholders additionally inquired or requested for amendment.

The resolution in this agenda required resolution approval from the Meeting of Shareholders with majority vote of total number of votes of the shareholders who attended the meeting with voting rights.

The Meeting's Resolution The Meeting approved the dividend payment from turnover for 2016 at share value of 0.10 Baht in comparison with dividend payment from turnover for 2015 at share value of 0.12 Baht with unanimous votes under below resolution result.

Agreed 394,149,576 Votes or in percentage 100.0000
Disagreed - Votes or in percentage 0.0000
Abstained - Votes or in percentage 0.0000

(The shareholders by self-meeting attendance and by proxy were 239 shareholders, totaling to 394,149,576 shares or 66.8718% of number of sold shares.)

5. To Consider and Approve Increase in Registered Capital and Amendment of Memorandum of Association of the Company in Clause 4 in Consistency with Increase in Registered Capital

The Managing Director reported to the Meeting of Shareholders that due to Agenda 4, the Board of Directors resolved to propose the Meeting of Shareholders to consider approving on increase in registered capital of the Company for another 52,392,686 Baht, being classified into 52,392,686 ordinary shares at par value of 1 Baht per share for allocation of stock dividend to the existing shareholders.

From former registered capital of 589,410,340 Baht to be new registered capital of 641,803,026 Baht, classified into 641,803,026 ordinary shares at par value of 1 Baht per share and amendment of Clause 4 of the Company's Memorandum of Association to be consistent with increase in registered capital as follows.

Clause 4 Registered Capital for	641,803,026 Baht	(One Hundred and Forty One Million Eight Hundred and Three Thousand and Twenty Six Baht Only)
Classified into	641,803,026 Shares	(One Hundred and Forty One Million Eight Hundred and Three Thousand and Twenty Six Shares)
Value per Share	1 Baht	(One Baht)
	<u>Classified into</u>	
Ordinary Shares	641,803,026 Shares	(One Hundred and Forty One Million Eight Hundred and Three Thousand and Twenty Six Shares)
Preference Shares	- Shares	(.....-.....)

The Managing Director gave the shareholders the opportunity to interrogate.

None of shareholders additionally inquired or requested for amendment.

The resolution in this agenda required approval resolution from the Meeting of Shareholders with votes **not less than 3/4 of** total number of votes of the meeting-attending shareholders.

The Meeting's Resolution The Meeting approved increase in registered capital and amendment of Clause 4 of the Company's Memorandum of Association to be consistent with increase in registered capital with unanimous votes under below resolution result.

Agreed	394,149,576	Votes	or in percentage	100.0000
Disagreed	-	Votes	or in percentage	0.0000
Abstained	-	Votes	or in percentage	0.0000

(The shareholders by self-meeting attendance and by proxy were 239 shareholders, totaling to 394,149,576 shares or 66.8718% of number of sold shares.)

6. To Consider and Approve on Allocation of Ordinary Shares for the Company's Capital Increase to Support Dividend Stock Payment

The Managing Director reported the Meeting that due to Agenda 4 and 5, the Board of Directors resolved to propose the Meeting of Shareholders to consider approving allocation of 52,392,686 ordinary shares for the Company's capital increase to support stock dividend payment.

The Managing Director gave the shareholders the opportunity to interrogate.

None of shareholders additionally inquired or requested for amendment.

The resolution in this agenda required the approval resolution from the Meeting of Shareholders with majority vote of total number of votes of the shareholders who attended the meeting with voting rights.

The Meeting's Resolution The Meeting approved the allocation of ordinary shares for the Company's capital increase for 52,392,686 shares to support stock dividend payment.

Agreed	394,149,576	Votes	or in percentage	100.0000
Disagreed	-	Votes	or in percentage	0.0000
Abstained	-	Votes	or in percentage	0.0000

(The shareholders by self-meeting attendance and by proxy were 239 shareholders, totaling to 394,149,576 shares or 66.8718% of number of sold shares.)

7. To Consider Appointment of Directors in Replacement of Retired Directors by Rotation

The Managing Director reported that since Mr. Tawatchai Chongdarakul, the Chairman of the Nomination and Remuneration Committee, was the director who retired by rotation, the Managing Director then presented instead in this agenda. Pursuant to Clause 16 in the Company's Articles of Association, it determines that in every time of Annual General Meeting, the one-third numbers of directors shall vacate the office. If the number of directors cannot be identically divided into three portions, the directors in the number which is nearest to one-third portion shall vacate the office. For compliance with good corporate governance, the director whose term is expired shall be deemed as the stakeholder in this agenda and shall leave the meeting room until the shareholder will complete considering this agenda.

For this year, the directors who must retire by rotation have been four persons as follows.

1. Mr. Sitthichai Chantravadee Independent Director
2. Mr. Anuthip Krairikis Independent Director
3. Mr. Tawatchai Chongdarakul Independent Director
4. Mrs. Koonthala Sasasmit Independent Director

However, since Mr. Sitthichai Chantravadee notified his intention to request for retirement by rotation. The number of the Company's directors has been adequate for management and then it was unnecessary to select anyone for replacement.

The Managing Director informed the Meeting for acknowledgement that the Company selected the persons based on the complete element of the Board of Directors, consisting of qualification, experience and expertise useful for the Company's operation, according to nomination process. The nominated person shall be qualified without legal prohibited characteristic pursuant to Public Limited Company Law and Proclamations of Securities and Exchange Commission and Stock Exchange. The Nomination and Remuneration Committee considered the appropriateness of each director upon consent of the Board with unanimous resolution to propose the shareholders' meeting to consider appointing the three directors who retired by rotation to resume the post of director since they deemed that all of the three persons are complete qualified persons according to the Company's requirement. The detail and qualification of the nominated directors to resume taking the post of director were appeared in Shareholder's Meeting Invitation Letter in Page 20 to 22 being already delivered to the shareholders.

In this agenda, the Managing Director asked for permission to give thanks to Mr. Sitthichai Chantravadee in lieu of all directors and shareholders in his devotion with the Company for 10 years and over, and wish him continual healthiness.

Mr. Surachet Viniyakul, the volunteer of the shareholder's right protection from Thai Investors Association, inquired whether according to the issue that the person who is elected to resume the post, for example, Mr. Anuthip Krairikis who has been in this position for 12 years, the Board has discussed on the issue that the independent director who performs duty more than 9 years in order to maintain the issue of independence, and defined position holding framework particularly independent director to maintain his/her independence from the Company's director or not.

Mr. Bibit Bijaisoradat, the Chairman of the Board, replied this query that the Board well considered on his issue and all directors have already passed the qualifications as prescribed by Stock Exchange and The Office of the Securities and Exchange Commission.

Mr. Sitthichai Boonyavanit, the shareholder, inquired whether all directors must always pass the examination of IOD and framework of independent directorship must not exceed 9 years or not.

The Managing Director replied this query that it is not the regulation but all of the Company's directors must pass training of IOD and each director is independent.

If none of additional queries are raised, the Meeting of Shareholders shall consider approving the appointment of all three directors who must retire by rotation, consisting of Mr. Anuthip Krairikis, Mr. Tawatchai Chongdarakul, and Mrs. Koonthala Sasasmit to resume the post for another term as proposed.

To be in line with the principle of good governance in voting in this agenda, the shareholder who intends to perform disagreed or abstained vote only shall vote in distributed ballot for election of individual director, and shall show his/her hands so that the officer of the Company shall collect his/her ballot. The shareholder who agrees must not send ballot.

The resolution in this agenda required the approval resolution from the Meeting of Shareholders with majority vote of total number of votes of the shareholders who attended the meeting with voting rights.

The Meeting's Resolution The shareholders individually voted to elect all three directors who retired by rotation to resume to hold the director position for another term with majority vote of total number of votes of the shareholders who attended the Meeting with voting rights under below resolution result.

1. Mr. Anuthip Krairik

Agreed	393,948,576	Votes	or in percentage	99.9490
Disagreed	1,000	Votes	or in percentage	0.0003
Abstained	200,000	Votes	or in percentage	0.0507

2. Mr. Tawatchai Chongdarakul

Agreed	394,149,576	Votes	or in percentage	100.0000
Disagreed	-	Votes	or in percentage	0.0000
Abstained	-	Votes	or in percentage	0.0000

3. Mrs. Koonthala Sasasmit

Agreed	394,149,576	Votes	or in percentage	100.0000
Disagreed	-	Votes	or in percentage	0.0000
Abstained	-	Votes	or in percentage	0.0000

(The shareholders by self-meeting attendance and by proxy were 239 shareholders, totaling to 394,149,576 shares or 66.8718% of number of sold shares.)

The Managing Director reported to conclude the name list of seven directors as follows.

1. Mr. Bibit Bijaisoradat Chairman of the Board / Executive Director
2. Mr. Anuthip Krairik Independent Director / Audit Committee Member / Risk Management Committee Member / Nomination and Remuneration Committee Member
3. Mr. Tawatchai Chongdarakul Independent Director / Audit Committee Member / Chairman of Nomination and Remuneration Committee / Chairman of Risk Management Committee
4. Mrs. Koonthala Sasasmit Independent Director / Audit Committee Member / Risk Management Committee Member / Nomination and Remuneration Committee Member
5. Mr. Satja Janetumnugul Director / Executive Director
6. Mr. Tawat Ungsuprasert Director / Chairman of Executive Committee
7. Mr. Kittipol Pramroj Na Ayudhya Director / Managing Director

The name list and number of the signatory authorized directors who bind with the Company has been unchanged whereas two-fourth of the said directors consisting of Mr. Bibit Bijaisoradat or Mr. Satja Janetumnugul or Mr. Tawat Ungsuprasert or Mr. Kittipol Pramroj Na Ayudhya, shall countersign and affix the Company's seal.

8. To Consider and Approve Remuneration of the Board of Directors and Subcommittees for 2017

The Managing Director reported that the Board thoroughly considered according to the opinion of the Nomination and Remuneration Committee on the scope of duty and responsibility of the Board of Directors and Subcommittees under details in Section of Corporate Governance in Annual Report. In addition, the overview of economic situation was also considered in comparison with remuneration of the Board of Directors both in the same type of business and other businesses with similar size. He therefore deemed as proper to propose the shareholders to determine remuneration of the Board of Directors and Subcommittees for 2017 to be increased from 2016 under the following details.

Remuneration of the Board of Directors

Chairman of the Board	372,000 Baht per year or 31,000 Baht per month
Director	276,000 Baht per year or 23,000 Baht per month

Remuneration of Audit Committee

Chairman of the Committee	288,000 Baht per year or 24,000 Baht per month
Committee Member	264,000 Baht per year or 22,000 Baht per month

The remuneration of the audit committee member with qualification for verification of financial statements is 22,000 Baht per time/per quarter of the mutual conference with the auditor.

Remuneration of the Executive Committee

Chairman of the Committee 720,000 Baht per year or 60,000 Baht per month
(being equal to 2016)

Committee Member 720,000 Baht per year or 60,000 Baht per month
(being equal to 2016)

Remuneration as Meeting Allowance of Risk Management Committee and Nomination and Remuneration Committee

Chairman of the Committee 24,000 Baht per time of the meeting

Committee Member 22,000 Baht per time of the meeting

Total of special remuneration for 2016 (except the Managing Director) 700,000 Baht (being equal to 2015)

The Managing Director gave the shareholders the opportunity to interrogate.
None of shareholders additionally inquired or requested for amendment.

Therefore, the Meeting was requested for consideration and approval on remuneration of the Board of Directors and Subcommittees whereas the director with interest abstained his/her vote in this agenda.

The resolution in this agenda required the approval resolution from the Meeting of Shareholders with votes **not less than 2/3** of total number of votes of the meeting-attending shareholders.

The Meeting's Resolution Remuneration of the Board of Directors and Subcommittees was approved as proposed by the Board of Directors with votes not less than two-third of total number of votes of the meeting-attending shareholders under below resolution result.

Agreed	393,003,243	Votes	or in percentage	99.7092
Disagreed	-	Votes	or in percentage	0.0000
Abstained	1,146,333	Votes	or in percentage	0.2908

(The shareholders by self-meeting attendance and by proxy were 239 shareholders, totaling to 394,149,576 shares or 66.8718% of number of sold shares.)

9. To Consider and Approve Appointment of Auditor and Determination of Audit Fee for 2017

The Managing Director reported that the Board of Directors under consent from the Audit Committee proposed the Meeting to consider appointing the auditor from EY Office Company Limited to be the Company's auditor under the following name list of the auditors.

1. Miss Varaporn Prapasirikul Certified Public Accountant No. 4579; and/or
2. Miss Siraporn Ueanankul Certified Public Accountant No. 3844; and/or
3. Mrs. Chollaros Santiussavaraporn Certified Public Accountant No. 4523

Any one of the above auditors is the auditor and expresses opinion toward the Company's financial statements. In the event that the auditors in the aforesaid name list fail to perform their duties, EY Office Company Limited shall supply other certified public accountant to perform instead.

Number of years being the Company's auditor

No. 1 was for third year, No. 2 was for the third year, and No. 3 was for the zero year.

Auditing remuneration has been determined as follows.

Item	2017	2016	2015
	EY	EY	EY
Audit Fee of the Company	900,000	843,000	843,000
Audit Fee of its Subsidiaries	244,000	232,000	232,000
Total	1,144,000	1,075,000	1,075,000
Increase from Last Year (Baht)	69,000	-	55,000
Increasing Rate in %	6.42%	0.00%	5.39%

The Managing Director gave the shareholders the opportunity to interrogate.

Mr. Sathaporn Phanniran, the shareholder, remarked his opinion that on monitor showing Agenda 9 where the first year was written, the clearer number of years as mentioned by the Managing Director should be explicated.

None of shareholders inquired, added or requested for amendment.

The resolution in this agenda required the approval from the Meeting of Shareholders with majority vote of total number of votes of the shareholders who attended the meeting with voting rights.

The Meeting's Resolution The Meeting approved EY Office Company Limited consisting of Miss Varaporn Prapasirikul, the certified public accountant no. 4579 and/or Miss Siraporn Ueaanankul, the certified public accountant no. 3844, and/or Mrs. Chollaros Santiussavaraporn, the certified public accountant no. 4523, to be the Company's auditor in 2017. In addition, the remuneration for audit and verification of the Company's financial statements for 1,144,000 Baht was also approved under below resolution result.

Agreed	394,084,576	Votes	or in percentage	99.9835
Disagreed	65,000	Votes	or in percentage	0.0165
Abstained	-	Votes	or in percentage	0.0000

(The shareholders by self-meeting attendance and by proxy were 239 shareholders, totaling to 394,149,576 shares or 66.8718% of number of sold shares.)

10. To Consider Other Issues

Mr. Sitthichoke Boonyavanit, the shareholder, inquired whether it is the advantage for the Company to have the opportunity to prepare money for land and construction tax.


The Managing Director replied this query that it has been considered as opportunity and must depend on market situation at that time, proper time, and location that which type of real estate can be developed.


Mr. Hangchai Ukkhawassakul, the shareholder in the name of Thai Shareholder Association, firstly delivered his gratitude on the issue of XD with resolution after Annual General Meeting of Shareholders due to non-compliance of some listed companies of the Company. Secondly, he requested the Company to consider the auditor to be local firm.

After none of shareholders inquired and proposed any other issue for consideration, the Managing Director therefore requested for approval of the Chairman of the Meeting to adjourn the Meeting.

The Chairman stated to deliver the gratitude to the shareholders who attended the Meeting and proposed useful opinions as well as approved the proposal of the Board of Directors in different issues without trouble.

The Meeting was adjourned at 12.55 hrs.

Signed  Chairman of the Meeting
(Mr. Bibit Bijaisoradat)
Chairman of the Meeting

Signed  Secretary of the Meeting
(Mrs. Khaimook Prammanee)
Company Secretary