



(Translation)

**Minutes of 2017 Annual General Meeting of Shareholders
Of
Vintcom Technology Public Company Limited**

Time and Place

The 2017 Annual General Meeting of Shareholders (the “**Meeting**”) was convened on April 28, 2017 at 10:00 a.m. at the conference room of the office of Vintcom Technology Public Company Limited (the “**Company**”), located at 159/21 Sermmmit Tower, Unit 1401, 14th Floor, Sukhumvit 21 (Asoke) Road, Khlong Toei Nuea Sub-District, Watthana District, Bangkok.

Directors Present

- | | |
|------------------------------|----------|
| 1. Mr. Sopon Punyaratabandhu | Director |
|------------------------------|----------|

Shareholders Present

- | | |
|---|-------------|
| 1. Vnet Capital Company Limited | Shareholder |
| 2. Mrs. Wanna Ongprasert | Shareholder |
| 3. Thai Incubator Dot Com Company Limited | Shareholder |

Attendees Present

- | | |
|-----------------------------------|--|
| 1. Miss Marisa Tharathornbunpakul | Auditor of KPMG Phoomchai Audi Company Limited |
| 2. Miss Mukda Tantipisalkul | Auditor of KPMG Phoomchai Audi Company Limited |

Opening of the Meeting

As the Chairman of the Company’s Board of Directors could not attend the Meeting and the Company did not have a vice chairman, the Meeting thereof appointed Mr. Sopon Punyaratabandhu, who acted as a proxy for Vnet Capital Company Limited, as the chairman of the Meeting (the “**Chairman**”). The Chairman informed the Meeting that there were shareholders attending the Meeting in person and by proxy, representing a total of 220,000,000 shares or equivalent to 100 percent of the total amount of shares issued by the Company. The quorum was therefore constituted according to the regulations of the Company and the Meeting was duly convened in accordance with the following agenda items:

Agenda Item 1 Approval of Minutes of 2016 Annual General Meeting of Shareholders and Minutes of Extraordinary General Meeting of Shareholders No. 1/2016

The Chairman proposed to the Meeting for approval of the Minutes of 2016 Annual General Meeting of Shareholders that was held on April 18, 2016 and the Minutes of Extraordinary General Meeting of Shareholders No. 1/2016 that was held on September 1, 2016, with details as presented in Attachment 1 and 2 that had been delivered to all shareholders together with the letter of invitation to the Meeting.

Resolution Upon consideration, the Meeting had a unanimous resolution to approve the Minutes of 2016 Annual General Meeting of Shareholders and the Minutes of Extraordinary General Meeting of Shareholders No. 1/2016 in accordance with the details as proposed in all matters.

Agenda Item 2 Acknowledgement of the Company's 2016 operating performance

The Chairman informed the Meeting that the Company had concluded its 2016 operating performance as at December 31, 2016 in the 2016 Annual Report, with details as presented in Attachment 3 that had been delivered to all shareholders together with the letter of invitation to the Meeting. Hence, it was deemed appropriate to propose to the Meeting for acknowledgement of the Company's 2016 operating performance as at December 31, 2016.

Resolution Upon consideration, the Meeting had a unanimous resolution to acknowledge the Company's 2016 operating performance as at December 31, 2016 in accordance with the details as proposed in all matters.

Agenda Item 3 Approval of the Company's 2016 audited financial statements

The Chairman informed the Meeting that, in order to comply with Section 112 of Public Limited Companies Act B.E. 2535 (including any amendment thereto) ("**Public Limited Companies Act**"), which prescribed that the Company shall prepare the balance sheet and income statement as of the last day of the accounting cycle to be proposed to the Annual General Meeting of Shareholders for approval; the Company thereof prepared the 2016 financial statements as at December 31, 2016, with details as presented in Attachment 4 that had been delivered to all shareholders together with the letter of invitation to the Meeting. The foregoing financial statements had been certified by the auditor of the Company, reviewed by the Audit Committee, and approved by the Board of Directors. Hence, it was deemed appropriate to propose to the Meeting for approval of the Company's 2016 audited financial statements.

Resolution Upon consideration, the Meeting had a unanimous resolution to approve the Company's 2016 audited financial statements in accordance with the details as proposed in all matters.

Agenda Item 4 Approval of the appointment of directors in place of those who are due to retire by rotation

The Chairman informed the Meeting that, pursuant to Section 71 of Public Limited Companies Act, which prescribed that: at every annual general meeting, one-third of the directors shall retire from office. If the number of directors is not a multiple of three, the number nearest to one-third shall retire from office. Directors who had been retired by rotation may be reelected to hold office. Directors who are to retire from office in the first and second years after the registration of the company shall be drawn by lots. In the subsequent years, directors who have been holding office for the longest period of time shall retire; and with respect to the fact that this 2016 Annual General Meeting of Shareholders was the first meeting of the Company after registration as a public limited company, directors who shall retire by rotation according to the drawing of lots were as follows:

1. Mr. Sapon Punyaratabandhu Director
2. Mrs. Songsri Srirungruangjit Director and Managing Director
3. Mr. Punn Kasemsup Independent Director

Concerning the fact that the three aforementioned persons are competent, experienced, and beneficial to the Company's operations, with qualifications and without any disqualifications according to related laws, it was therefore deemed appropriate to propose to the Meeting for approval of the appointment of the foregoing persons to reassume the position of directors for a second term of office.

Resolution Upon consideration, the Meeting had a unanimous resolution to approve the appointment of directors in place of those who are due to retire by rotation, in accordance with the details as proposed in all matters.

Agenda Item 5 Approval of directors' remuneration

The Chairman informed the Meeting that, according to Section 90 of Public Limited Companies Act and Clause 22 of the Company's regulations, which prescribed that directors shall be entitled to receive remuneration from the company in the forms of bonus, meeting allowance, or other forms of remuneration in accordance with the resolution of the meeting of shareholders; and after due consideration, it was deemed appropriate to propose to the Meeting for approval of the directors' remuneration as detailed below:

	Chairman of the Board	Directors
Directors' Remuneration (Baht/Person/Month)	15,000	15,000
Directors' Meeting Allowance (Baht/Person/Meeting)	10,000	10,000
Audit Committee's Meeting Allowance (Baht/Person/Meeting)	10,000	10,000

Non-independent directors shall receive remuneration since on the month of which the Company has obtained approval for the offering of newly issued shares to the public in MAI Stock Exchange.

Resolution Upon consideration, the Meeting had a unanimous resolution to approve the directors' remuneration in accordance with the details as proposed in all matters.

Agenda Item 6 Approval of the appointment of the company's auditors and auditing fees for 2017

The Chairman informed the Meeting that, pursuant to Section 120 of Public Limited Companies Act, which prescribed that the annual general meeting of shareholders shall appoint an auditor and determine the auditing fees of the company every year, and in appointing the auditor, the former auditor may be reappointed; it was therefore deemed appropriate to propose to the Meeting for approval of the appointment of the Company's auditors from KPMG Phoomchai Audi Company Limited, as follows:

1. Miss Marisa Tharathornbunpakul Auditor Registration No. 5752 And/Or
2. Mr. Bundit Tungpakorn Auditor Registration No. 8509 And/Or
3. Miss Orrawan Sirirattanawongse Auditor Registration No. 3757

And to propose to the Meeting for approval of the auditing fees of the Company for the accounting period ending December 31, 2017, as follows:

Annual auditor's fee for the year ended December 31, 2017	400,000	baht
Quarterly auditor's fee (Ended March 31, 2017, June 30, 2017, and September 30, 2017)	600,000	baht
Total Auditing Fees	2,000,000	baht

Resolution Upon consideration, the Meeting had a unanimous resolution to approve the appointment of the Company's auditors and auditing fees for 2017.

Agenda Item 7 Approval of 2016 dividend payment and allocation of legal reserves

The Chairman informed the Meeting that, according to the Company's dividend policy, the payment of dividend to shareholders shall not be less than 50 percent of the Company's net profit after deducting income taxes and all types of legal reserves based on the Company's financial statements; and pursuant to Section 116 of Public Limited Companies Act and Clause 45 of the Company's regulations (in summary), the company shall allocate no less than 5 percent of its annual net profit less the accumulated deficit brought forward (if any) to a reserve fund until such fund attains an amount of no less than 10 percent of the registered capital.

As of December 31, 2016, the Company had the net profit of 36,206,467 baht, retained earnings of 20,440,192 baht, and legal reserves of 12,162,271 baht. Hence, The Chairman proposed to the Meeting for approval of 2016 dividend payment and allocation of legal reserves, as follows:

1. The dividend shall be paid out from the Company's 2016 retained earnings to shareholders whose names were in the Company's shareholder register on the date of the Meeting, at the rate of 8.25 baht per share, amounting to 18,150,000 baht. The dividend payment was scheduled to be made on May 5, 2017.

2. 5 percent of the Company's net profit shall be allocated to the legal reserves, which totaled 1,820,000 baht. After such allocation of legal reserves, the Company would have a total amount of 13,982,271 baht in the reserves.

Resolution Upon consideration, the Meeting had a unanimous resolution to approve 2016 dividend payment and allocation of legal reserves, in accordance with the details as proposed in all matters.

Agenda Item 8 Approval of the Company's capital reduction from the original registered capital of 140,000,000 baht to 110,000,000 baht through the cancellation of 60,000,000 unissued shares at par value of 0.50 baht

The Chairman informed the Meeting regarding the matter of which the Stock Exchange of Thailand had amended the listing criteria for companies that are to be listed on MAI Stock Exchange, which prescribed that companies shall distribute shares to minority shareholders (free float) in the amount of no less than 25 percent of the registered capital. As of present, the Company's unissued shares were insufficient for the distribution of minority shareholding as stipulated by the Stock Exchange of Thailand. Hence, it was necessary to increase the Company's registered capital to be in accordance with the regulations of the Stock Exchange of Thailand concerning the Listing of Ordinary Shares or Preferred Shares as Listed Securities B.E. 2558.

Moreover, pursuant to Section 136 of Public Limited Companies Act, the company may increase the amount of its registered capital by issuing new shares after all shares have been completely issued and paid-up in full, or in the case that the shares have not been completely issued, the remaining shares shall be issued for the exercise of rights under convertible debentures or share warrants.

Accordingly, prior to the increase of the Company's registered capital, the Company must decrease its registered capital from 140,000,000 baht to 110,000,000 baht through the cancellation of 60,000,000 unissued shares at the par value of 0.50 baht.

Resolution Upon consideration, the Meeting had a unanimous resolution to approve the reduction of the Company's registered capital from 140,000,000 baht to 110,000,000 baht through the cancellation of 60,000,000 unissued shares at the par value of 0.50 baht, in accordance with the details as proposed in all matters.

Agenda Item 9 Approval of the amendment to Clause 4 of the Company’s Memorandum of Association to correspond to the reduction of the Company’s registered capital

The Chairman informed the Meeting that, in order to correspond to the reduction of the Company’s registered capital through the cancellation of unissued shares as detailed in Agenda Item 8, it was deemed appropriate to propose to the Meeting for approval of the amendment to Clause 4 of the Company’s Memorandum of Association to be as follows:

“Clause 4. Registered capital 110,000,000 baht (One hundred ten million baht)
Divided into 220,000,000 Shares (Two hundred twenty million shares)
Par value of 0.50 baht (Fifty satang)
Divided into:
Ordinary shares 220,000,000 Shares (Two hundred twenty million shares)
Preferred shares - Shares”

Accordingly, the person designated by the Company’s Board of Directors to register the amendment to the Memorandum of Association at Department of Business Development, Ministry of Commerce, shall have the authority to amend and add appropriate statements to comply with the order of the registrar.

Resolution Upon consideration, the Meeting had a unanimous resolution to approve the amendment to Clause 4 of the Company’s Memorandum of Association to correspond to the reduction of the Company’s registered capital, in accordance with the details as proposed in all matters.

Agenda Item 10 Approval of the increase of the Company’s registered capital by 40,000,000 baht from 110,000,000 baht to 150,000,000 baht through the issuance of 80,000,000 new shares at par value of 0.50 baht

The Chairman informed the Meeting that, in order to comply with the regulations of the Stock Exchange of Thailand on the Listing of Ordinary Shares or Preferred Shares as Listed Securities B.E. 2558 concerning the listing criteria on the distribution of minority shareholdings, it was necessary for the Company to increase its registered capital by 40,000,000 baht from the original registered capital of 110,000,000 baht to 150,000,000 baht by issuing 80,000,000 new shares at the par value of 0.50 baht, in order to support the initial public offering.

The Chairman therefore deemed that it was appropriate to propose to the Meeting for the approval of the increase of the Company’s registered capital by 40,000,000 baht from the original registered capital of 110,000,000 baht to 150,000,000 baht by issuing 80,000,000 new shares at the par value of 0.50 baht, in order to support the initial public offering.

Resolution Upon consideration, the Meeting had a unanimous resolution to approve the increase of the Company's registered capital by 40,000,000 baht from the original registered capital of 110,000,000 baht to 150,000,000 baht by issuing 80,000,000 new shares at the par value of 0.50 baht, in order to support the initial public offering, according to the details as proposed in all matters.

Agenda Item 11 Approval of the amendment to Clause 4 of the Company's Memorandum of Association to correspond to the increase of the Company's registered capital

The Chairman informed the Meeting that, in order to correspond to the increase of the Company's registered capital as detailed in Agenda Item 10, it was deemed appropriate to propose to the Meeting for approval of the amendment to Clause 4 of the Company's Memorandum of Association to be as follows:

“Clause 4. Registered capital 150,000,000 baht (One hundred fifty million baht)
Divided into 300,000,000 Shares (Three hundred million shares)
Par value of 0.50 baht (Fifty satang)
Divided into:
Ordinary shares 300,000,000 Shares (Three hundred million shares)
Preferred shares - Shares”

Accordingly, the person designated by the Company's Board of Directors to register the amendment to the Memorandum of Association at Department of Business Development, Ministry of Commerce, shall have the authority to amend and add appropriate statements to comply with the order of the registrar.

Resolution Upon consideration, the Meeting had a unanimous resolution to approve the amendment to Clause 4 of the Company's Memorandum of Association to correspond to the increase of the Company's registered capital, in accordance with the details as proposed in all matters.

Agenda Item 12 Approval of the allocation of newly issued ordinary shares of the Company

The Chairman informed the Meeting that, according to the increase of the Company's registered capital by 40,000,000 baht from the original registered capital of 110,000,000 baht to 150,000,000 baht, as detailed in Agenda Item 10, it was deemed appropriate to propose to the Meeting for approval of the allocation of 80,000,000 newly issued ordinary shares at the par value of 0.50 baht in the initial public offering.

With that respect, the Company's Board of Directors or managing directors, or persons designated by the Company's Board of Directors or Executive Committee, shall have the authority to determine other details pertaining to the foregoing allocation of newly issued ordinary shares, such as: (1) determining the allocation of newly issued shares either on a one-time basis or occasional basis, period of offering, public offering price, payment for shares, and other conditions and details pertaining to the foregoing allocation of newly issued ordinary shares; (2) entering into negotiations or agreements, signing documents and other contracts pertaining to

the foregoing allocation of newly issued ordinary shares, proceeding with matters relating to the allocation of newly issued ordinary shares, and appointing security underwriting managers and consultants; and (3) signing application forms and documentary evidences that are necessary and related to the foregoing allocation of newly issued ordinary shares, including communicating and filing such application forms and documentary evidences to the government agencies or related agencies, and listing the Company's newly issued ordinary shares in MAI Stock Exchange and proceeding with other matters that are necessary and appropriate to the foregoing allocation of newly issued ordinary shares.

Resolution Upon consideration, the Meeting had a unanimous resolution as follows:

1. To approve the allocation of 80,000,000 newly issued ordinary shares at the par value of 0.50 baht in the initial public offering;

2. To approve the Company's Board of Directors or managing directors, or persons designated by the Company's Board of Directors or Executive Committee, to have the authority to determine other details pertaining to the foregoing allocation of newly issued ordinary shares, such as: (1) determining the allocation of newly issued shares either on a one-time basis or occasional basis, period of offering, public offering price, payment for shares, and other conditions and details pertaining to the foregoing allocation of newly issued ordinary shares; (2) entering into negotiations or agreements, signing documents and other contracts pertaining to the foregoing allocation of newly issued ordinary shares, proceeding with matters relating to the allocation of newly issued ordinary shares, and appointing security underwriting managers and consultants; and (3) signing application forms and documentary evidences that are necessary and related to the foregoing allocation of newly issued ordinary shares, including communicating and filing such application forms and documentary evidences to the government agencies or related agencies, and listing the Company's newly issued ordinary shares in MAI Stock Exchange and proceeding with other matters that are necessary and appropriate to the foregoing allocation of newly issued ordinary shares.

Agenda Item 13 Approval of the listing of the Company's ordinary shares on MAI Stock Exchange

The Chairman informed the Meeting that the Company was currently in the process of preparing to be listed on MAI Stock Exchange and had not yet submitted a request for the initial public offering to the Securities and Exchange Commission. Moreover, the resolution of 2016 Annual General Meeting of Shareholders held on April 18, 2016, which approved the listing of the Company's ordinary shares on MAI Stock Exchange, was soon to reach its one-year term on April 17, 2017 and the Company had approved the increase of the registered capital as detailed in Agenda Item 8.

Accordingly, in order to ensure that the request for the approval of initial public offering is in accordance with the regulations of the Securities and Exchange Commission, it was deemed appropriate to propose to the Meeting for approval of the listing of the Company's ordinary shares on MAI Stock Exchange and the appointment of the Company's Board of Directors or managing directors, or persons designated by the Company's

Board of Directors or Executive Committee, to have the authority to request for such approval from related agencies and proceed with other matters that are deemed necessary and related to such proceeding.

The Chairman additionally informed the Meeting that, in order to list the Company's ordinary shares on MAI Stock Exchange, the Company must execute an agreement on the listing of securities with MAI Stock Exchange; whereby the Company must comply with all other regulations imposed on listed companies by the Securities and Exchange Commission or MAI Stock Exchange.

The Chairman thereby proposed to the Meeting for approval of the execution of an agreement on the listing of securities with MAI Stock Exchange and the appointment of the Company's Board of Directors or managing directors, or persons designated by the Company's Board of Directors or Executive Committee, to have the authority to execute and sign off such agreement, including other related documents.

Resolution Upon consideration, the Meeting had a unanimous resolution as follows:

1. To approve the listing of the Company's ordinary shares on MAI Stock Exchange in accordance with the details as proposed in all matters;
2. To approve the execution of an agreement on the listing of securities with MAI Stock Exchange and the appointment of the Company's Board of Directors or managing directors, or persons designated by the Company's Board of Directors or Executive Committee, to have the authority to execute and sign off such agreement, including other related documents, in accordance with the details as proposed in all matters.

Agenda Item 14 Other matters

The Chairman asked whether there were any shareholders who would like to propose other matters for consideration. It appeared that none of the shareholders wished to propose other matters for consideration. The Chairman therefore thanked all of the shareholders who attended the Meeting and adjourned the Meeting at 10:45 a.m.



(Mr. Sapon Punyaratabandhu)
Chairman of the Meeting