

(Translation)



**Minutes of the 2020 Annual General Meeting of Shareholders
of
E for L Aim Public Company Limited**

Date, Time and Venue of the Meeting

The Meeting was arranged on Friday, July 10, 2020 at 09.30 a.m., at Chao Phraya 1 Room, Riverine Place Riverside Service Apartment, 9/280 Moo 7, Phibulsongkram Rd., Suan Yai, Muang, Nonthaburi.

Directors and Executives Attending the Meeting

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|----|----------------------------|---|
| 1. | Mr. Preecha Nuntnarumit | Chairman of the Board, Chief Executive Officer |
| 2. | Mr. Jackrit Lohajaroensub | Director |
| 3. | Mr. Jitkasem Sangsingkeo | Director |
| 4. | Mr. Rujapong Prabhasanobol | Independent Director, Chairman of the Audit Committee |
| 5. | Mr. Sampan Hunpayon | Independent Director, Member of the Audit Committee |
| 6. | Mr. Pipat Yingseree | Independent Director, Member of the Audit Committee |
| 7. | Mr. Apirak Kanchanakongkha | Director, Acting Chief Finance Officer |
| 8. | Mr. Supachai Prukmathakul | Executive Director |

Equal to 100% of the total number of directors (Seven persons)

Directors and Executives Not Attending the Meeting

-None-

Others Attending the Meeting

- | | | |
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| 1. | Mr. Amnaj Boojeera | Director of Wuttisak Clinic Intergroup Company Limited |
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- | | | |
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| 2. | Mr. Teerasak Chuasrisakul | Certified Public Accountant from Grant Thornton Company Limited |
| 3. | Mr. Meesak Prateeb | Legal Consultant from The Far East Law Office (Thailand) Company Limited |
| 4. | Mr. Werawus Churussamee | Legal Consultant from The Far East Law Office (Thailand) Company Limited |

Before the Meeting Started:

Miss Chonticha Pumpreuk delivered a welcome speech to shareholders to the 2020 Annual General Meeting of Shareholders of E for L Aim Public Company Limited and clarified the voting method and the vote counting method to shareholders, as follows:

- 1) Shareholders may cast their votes of approval, disapproval or abstention in ballots received at the time of registration before voting;
- 2) When the Chairman of the Meeting notified shareholders to pass the resolution in each agenda thereof, shareholders who intended to cast votes of disapproval or abstention would be requested to show their hands and to hand over the signed ballots to the Company's staff; whereas, the Company would count only votes of disapproval and abstention of shareholders, then, the number of such votes of disapproval and abstention shall be deducted from the total number of votes of shareholders attending the Meeting and having the voting rights, then, the remaining votes shall be regarded as votes of approval in such agendas; whereby, Miss Chonticha Pumpreuk shall be obliged to notify the results of voting in each agenda thereof to all meeting participants.
- 3) Vote counting method: One share shall be equal to One vote; and for transparency in counting of votes, the Company has assigned Mr. Werawus Churussamee to witness the counting of votes.
- 4) In this Meeting, the meeting agenda was proposed to the Meeting for consideration and approval with different proportions of votes of shareholders as per the requirements and the related laws. Therefore, Miss Chonticha Pumpreuk clarified to the Meeting regarding the total votes required for passing of resolution in each agenda and asked for cooperation from shareholders to consider details of the meeting agenda from ballots received from the Company's personnel upon registration, and, also requested

shareholders to consider and clarify the total votes required for passing of resolution in each agenda.

- Resolutions in Agenda 1, Agenda 3, Agenda 4, Agenda 5 and Agenda 7 must be passed with the majority votes of shareholders attending the Meeting and having the voting rights.
 - Resolutions in Agenda 6 must be passed with at least two-thirds of the total votes of shareholders attending the Meeting and having the voting rights; and
 - Agenda 2 of the Meeting was fixed for notification and requiring no passing of resolutions.
- 5) In this Meeting, to prevent and reduce the risk of spreading possibility of COVID-19 virus, Any shareholder wishing to make inquiries or to express opinions was requested to make inquiries or to express opinions relating to such Agenda directly; shareholders are kindly requested to write inquiries or express opinions on the paper provided by the Company together with write their name and surname and state the status of shareholder or a proxy, the staff of the Company shall collect the paper to send to the Chairman of the Meeting and any shareholder wishing to give recommendations or other opinions not relating to such Agenda may express opinions in Agenda 8 “Consideration other issues”, any shareholders are kindly requested to write inquiries or express opinions on the paper provided by the Company and the staff of the Company shall collect the paper to send to the Chairman of the Meeting.
- 6) In case, shareholders additionally attended the Meeting after the start of the Meeting, shareholders or proxies may exercise their voting rights only in Agenda that they attended and resolutions thereof have not yet been passed, whereas, the Company’s personnel shall report the number of shareholders and voting shares to the Chairman of the Meeting before the passing of resolutions.
- 7) After the conclusion of the Meeting, the Company asked for shareholders’ cooperation to return ballots to the staff of the Company, particularly the ballots for Agenda 5 “To consider and approve the re-election of director who will retire by rotation”.

The Meeting Started:

Mr. Preecha Nuntnarumit, the Chairman of the Meeting, addressed to the Meeting that, there were 24 shareholders attending the meeting by themselves, representing 2,014,144,926 shares, and 34 proxies, representing 12,803,123,193 shares, totally 58 shareholders, representing 14,817,268,119 shares or equal to 45.98776% of the total Paid-up Stock of the Company (the total Paid-up Stock of the Company was 32,220,028,763 shares, constituting the quorum; therefore, the Chairman of the Meeting addressed to start the Meeting as per the following agenda:

Agenda 1 **Consider adopting minutes of the Extraordinary General Meeting of Shareholders No. 1/2019**

The Chairman of the Meeting proposed the matter to the Meeting to consider and adopt the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2019 convened on 5 November 2019, the Company has submitted the minutes to the Stock Exchange of Thailand and posted on the Company's website within the time prescribed by the law, which were delivered to all shareholders together with the Invitation for Shareholders' Meeting, Details as set out into Enclosure 1.

The Chairman of the Meeting provided all shareholders with opportunities to make inquiries.

Miss Chonticha Pumpreuk (Master of Ceremony) reported that, in this Agenda, the number of shareholders attending the Meeting has increased by 3 persons, representing 9,707,532 shares, from the start of the Meeting; as a result, there were totally 61 shareholders attending the Meeting, representing 14,826,975,651 shares.

Resolution The Meeting passed its resolution to adopt the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2019, as proposed by the Chairman of the Meeting with the votes as follows:

	Approval	Disapproval	Abstain	Voided Ballot(s)
Share	14,826,975,651	-	-	-
Percentage	100.0000	-	-	-

Agenda 2 **Consider and acknowledge of the 2019 Annual Report and the Company's 2019 operating results.**

The Chairman of the Meeting The Company has prepared the 2019 Annual Report and the Company's 2019 operating results, which have been considered correct, complete, and accurate by the Board of Directors (In QR Code format) appear in Enclosure 7 and the Company has sent to the shareholders together with the Invitation for the meeting. Before starting to report the Company's operating results for the year 2019 to the meeting, I would like to assign Mr. Supachai Prukmathakul, Director of Business Development and Executive Director, informs details of medical device products of the Company of which the Company is the distributors of which brands.

Mr. Supachai Prukmathakul addressed to thank the chairman and welcome the shareholders and present the information of the medical products of the Company as follows:

1. GE Healthcare, USA:

(1) Anesthesia Machine & Monitoring: using in the operation room of which the machines are high quality and ranked in the 1st market shares in the world.

(2) Incubator & Radiant Warmer: using in the famous hospital.

In Mid-year of 2019 the Company has been appointed by GE Healthcare in Singapore to be the distributor of GE products in Enterprise i.e. Heart Information Management System helps to increase efficiency in management medical image and animation information for diagnosis. The Company has distributed the system to Ramathibodi Hospital

2. NIHON KODEN JAPAN: The Company is the distributor for:

(1) Patient Monitor: to monitor vital sign of the patients i.e. blood pressure for diagnosis.

(2) Central Monitor System: distributed to hospitals.

(3) ECG Recorder, AED & Defibrillator: for hospitals and at-home use. There are also AED in ICU and Emergency room.

(4) Neurology products i.e. EEG for epilepsy patients, PSG System for snored patients who has risky for Sudden Infant Death Syndrome and EMG.

3. HAMILTON MEDICAL SWISS: ventilator machine, ranked into number one products in the COVID-19 situations. There are machines using in ICU and transport ventilator on the airplane.

4. Vyalre MEDICAL USA, GERMANY: Pulmonary Function Testing which the customer in sport institution to use with its sportsman.

5. eSaote ITALY: ULTRASOUND SCANNER for hospital in outpatient, emergency room, operation room, delivery room. eSaote produced ultrasound over 60 years.

6. SIEMENS GERMANY: the Company is the distributor in part of lab i.e. Chemistry Plasma Proteins Systems Blood Gas

Apart from medical device distributors, the Company also provides services in the hospitals as followings:

- Ceiling pendant installation in ICU, emergency room and recovery room. The Company has provided the installation services of 40 units for Wilailak University, Nakorn Si Thammarat. The Company has put investments in these products to provide for many hospitals in this year.
- Clean room/Digital OR: The Company has built clean room in the operation room called Hybrid operation room at Chaophrayayommarat Hospital, Suphan Buri province, from running charity funding of Kao Kon La Kao. It currently uses full system and to be impressive for the hospital and to be interested for other hospitals. As clean room needs more funding, other hospitals must be wait for funding from donations.

As the government has the policy on Thailand 4.0, the Company has a plan to serve its policy i.e. system to connect digital machines, paperless and operate personal health information into system called Medical Software and developed program with the Company programmer.

- The first program is ECG Viewer System (Electrocardiogram information management) is for collect information in to server which is enable to view, delivery information into the hospital information system (HIS) in automatically of which the doctors can view information on server all the time. This software has been developed and sold to many hospitals. This software also was registered the license at the Department of Intellectual Property on June 2, 2015.

- The second program is Anesthesia Record System which was registered the license at the Department of Intellectual Property on February 28, 2020.
- The third program is Hemodialysis Electronics Data Recording. This system is for collect information for dialysis patients which was registered the license at the Department of Intellectual Property on February 28, 2020.

In addition there is a big famous company, Dialysis machine manufacturer, contacting to appoint the Company as the distributor of dialysis machine. This is in the negotiation process and will be finalised soon.

The next step, I will inform the COVID-19 situation affecting to both of positive and negative impact to the Company. This crisis affected to us to work hard due to the hospital reduced its service i.e. lab and postpone patient appointment. While the opportunity is that the hospitals have more demands for the medical devices i.e. ventilator, monitor devices in COVID-19 situation which must request the budget to order medical devices as special case. This caused salesman and technician of the Company have to provide services to hospitals 24 hours built the impression for customers.

The Chairman of the Meeting. The Company's operating results for the year 2019 were summarized to the meeting as follows:

In 2019, Revenues from sales and services decreased by 7% compared to the previous year, due to the delay approval process of budget expenditure of the government for the 2020 fiscal year in part of medical device business. Whereas the decrease in revenues of beauty business came from the recession in the economy and highly competitive market in beauty business. However, medical device business is still profitable; the Company's separate financial statement has profit before loss on Impairment Baht 89 million.

The Company and its subsidiaries operating results recorded loss due to loss on Impairment from loss performance of beauty business which caused the Company and auditor considering to recognise loss from impairment of beauty business such as goodwill, trademark, and investment. Details of the financial position and the operating results will be presented to the meeting in Agenda 3 "Consider and approve the statement of financial position and the statement of profit or loss and

other comprehensive income for the year ended 31 December 2019, audited by the Certified auditor and the Auditor's report".

Details of the management discussion and analysis were available in pages 114 through 130 of the 2019 Annual Report (Both in Book and QR Code). The 2019 Annual Report which was submitted by the Company in QR Code to all shareholders, together with the Invitation for Shareholders' Meeting.

Miss Chonticha Pumpreuk (Master of Ceremony). In this Agenda, there were 4 additional shareholders attending the Meeting, representing 6,001,006 shares; as a result, there were totally 65 shareholders attending the Meeting, representing 14,832,976,657 shares.

Resolution the Meeting acknowledged the 2019 Annual Report and the Company's 2019 operating results.

Agenda 3 **Consider and approve the statement of financial position and the statement of profit or loss and other comprehensive income for the year ended 31 December 2019, audited by the Certified auditor and the Auditor's report;**

The Chairman of the Meeting. The statement of financial position and statement of profit or loss and other comprehensive income for the year ended 31 December 2019 presented in the annual report (QR Code format in registration form) sent to the shareholders together with the Invitation to this meeting. The financial statements for the year ended 31 December 2019 has been audited by Mr. Teerasak Chuasrisakul, certified auditor No. 6624 of Grant Thornton Company Limited, deemed to be correct and complete in accordance with the generally accepted accounting standard.

Summary of detailed materiality as follows:

Statement of Financial Position

Asset: Current assets of the consolidated and separate financial statements have decreased from the same period of last year due to decrease in trade accounts receivable and inventory from the collection plan and reduced quantity inventory plan. This caused the decreasing in total current assets of consolidated and separate financial statements.

The decreasing in total assets of consolidated financial statements came from the accounting provision of intangible assets (trademark) of Baht 455 million.

The decreasing in total assets of separate financial statements resulted from the accounting provision of investment in subsidiary, Siam Snail Co., Ltd., and loans to beauty business.

Liabilities: In 2019, total liabilities of the consolidated and separate financial statements decreased because the Company made the repayment loan to financial institutions.

Equity attributable to the Company's shareholders In 2019, Equity attributable to the Company's shareholders was Baht 324 million decreased from the last year due to impairment in subsidiary.

Profit and loss statements

The separate financial statements: Decreasing in revenue from last year due to the delay approval process of the budget expenditure of the government for the 2020 which is later than schedule. However, the Company had still the gross margin of Baht 580 million and profit before accounting provision of Baht 89 million.

The net profit of the separate financial statements for the year end 2019 recorded loss on impairment of investment and loan to subsidiary of Baht 360.43 million mainly consisted of the provision of impairment of investment in Siam Snail Co., Ltd. of Baht 10.2 million and loss on loan to subsidiary of Baht 350 million.

Consolidated financial statements for the year end 2019: The revenue The Company and its subsidiaries had decreased in revenue than last year due to decrease revenue and financial performance of the beauty business. This also caused to provide the provision of intangible assets (trademark) of Baht 455 million. However, the financial cost decreased than last period from the repayment during last year.

Details of the operating result of the year 2019 and the management discussion and analysis were available in pages 114 through 130 of the 2019 Annual Report (Both in Book and QR Code).

The Chairman of the Meeting opened an opportunity for shareholders to ask additional questions. If no shareholders increase inquiries, therefore proposed to the 2020 Annual General Meeting of Shareholders to approve the financial statements for the year ended 31 December 2019, detailed in the 2019 Annual Report.

Resolution The Meeting passed its resolution to approve the statement of financial position and the statement of profit or loss and other comprehensive income for the year ended 31 December 2019, audited by the Certified auditor and the Auditor's report, with the votes as follows:

	Approval	Disapproval	Abstain	Voided Ballot(s)
Share	14,832,976,657	-	-	-
Percentage	100.0000	-	-	-

Agenda 4 **Consider and approve the omission of annual dividend payment for the operation of 2019 and the suspension of profit allocation for legal reserve.**

The Chairman of the Meeting. According to the Company's operation of 2019, the Company had losses amounted to Baht 358.15 million, as explained to the meeting in Agenda 2 and Agenda 3. Details in the 2019 Annual Report, sent by the Company in QR Code appear in Enclosure 7 to the shareholders together with the Invitation for the meeting.; therefore, the Company was unable to pay dividends for the 2019 operating results.

Therefore, the Chairman of the Meeting proposed the matter to the 2020 Annual General Meeting of Shareholders to consider and approve the omission of annual dividend payment for the operation of 2019 and the suspension of profit allocation for legal reserve, due to the operation of 2019, the Company had losses amounted to Baht 358.15 million.

The Chairman of the Meeting provided all shareholders with opportunities to make inquiries.

Miss Chonticha Pumpreuk (Master of Ceremony). In this Agenda, there were 1 additional shareholder attending the Meeting, representing 42,666 shares; as a

result, there were totally 66 shareholders attending the Meeting, representing 14,833,019,323 shares.

Resolution The Meeting passed its resolution to approve the omission of annual dividend payment for the operation of 2019 and the suspension of profit allocation for legal reserve, with the votes as follows:

	Approval	Disapproval	Abstain	Voided Ballot(s)
Share	14,833,019,323	-	-	-
Percentage	100.0000	-	-	-

Agenda 5 **Consider and approve the re-election of directors who will retire by rotation.**

The Chairman of the Meeting. Pursuant to Article 18 of the Articles of Association, at each annual general meeting of shareholders, one-third of the total number of directors shall vacate the office, and directors who have longest been in office shall vacate the office but may be re-elected. In this year, there were 3 directors who must retire by rotation, i.e.

1. Mr. Rujapong Prabhasanobol Chairman of the Audit Committee,
Member of the Nomination and Remuneration Committee,
Member of the Risk Management Subcommittee.
2. Mr. Pipat Yingseree Member of the Audit Committee,
Member of the Nomination and Remuneration Committee.
3. Mr. Jitkasem Sangsingkeo Director.

The Company has announced on its website on 17 November 2019 inviting the shareholders to nominate persons they deemed appropriate to be Directors, as well as to propose any agenda. However, no nomination or proposal of agenda was received by the Company.

The Board of Directors (excluding 3 of retired directors by rotation) approved the proposal of Nomination and Remuneration Committee. The Board of Directors has considered that Mr. Rujapong Prabhasanobol, Mr. Pipat Yingseree and Mr. Jitkasem

Sangsingkeo, the 3 persons who shall retire from directorship are those with the knowledge, capability, experience, and expertise which are beneficial to the Company's operation.

In addition, Mr. Rujapong Prabhasanobol and Mr. Pipat Yingseree have the independent qualification under the regulation of SEC and SET and suitable for the director position of the Company by providing the independent opinion with fully qualification of related regulation. The details of the persons nominated as directors appear in the Invitation to Shareholders' Meeting which were delivered to all shareholders.

Therefore, the Chairman of the Meeting proposed the matter to the Meeting to consider and approve the re-election of Mr. Rujapong Prabhasanobol, Mr. Pipat Yingseree and Mr. Jitkasem Sangsingkeo, to be a director in another term. Detail as follows;

<u>Mr. Rujapong Prabhasanobol</u>	Chairman of the Audit Committee, Member of the Nomination and Remuneration Committee, Member of the Risk Management Subcommittee.
<u>Mr. Pipat Yingseree</u>	Member of the Audit Committee, Member of the Nomination and Remuneration Committee.
<u>Mr. Jitkasem Sangsingkeo</u>	Director

The Chairman of the Meeting provided all shareholders with opportunities to make inquiries.

Mr Chavala Tungyupuvadon (Proxy from Thai investor) How many terms of Mr. Rujapong Prabhasanobol acts as the independent director.

The Chairman of the Meeting Mr. Rujapong Prabhasanobol has acted as the independent director for 4 terms and the chairman invited the shareholders raising questions but no questions to be raised.

The Chairman of the Meeting. Proposed to the Meeting to consider voting and clarifying the vote it could be used to appoint each individual director.

Resolution the Meeting considered the matter and passed its resolution, as follows:

1. Approved on appointment of Mr. Rujapong Prabhasanobol as a Chairman of the Audit Committee, Member of the Nomination and Remuneration Committee, Member of the Risk Management Subcommittee, with the votes as follows:

	Approval	Disapproval	Abstain	Voided Ballot(s)
Share	14,832,746,083	273,340	-	-
Percentage	99.9982	0.0018	-	-

2. Approved on appointment of Mr. Pipat Yingseree as a Member of the Audit Committee, Member of the Nomination and Remuneration Committee, with the votes as follows:

	Approval	Disapproval	Abstain	Voided Ballot(s)
Share	14,832,747,083	272,340	-	-
Percentage	99.9982	0.0018	-	-

3. Approved on appointment of Mr. Jitkasem Sangsingkeo as a Director, with the votes as follows:

	Approval	Disapproval	Abstain	Voided Ballot(s)
Share	14,832,747,083	272,340	-	-
Percentage	99.9982	0.0018	-	-

Miss Chonticha Pumpreuk (Master of Ceremony). Invited Mr. Rujapong Prabhasanobol, Mr. Pipat Yingseree and Mr. Jitkasem Sangsingkeo back to the meeting room.

Agenda 6 **Consider and approve the Directors' remuneration for the year 2020.**

The Chairman of the Meeting. As per the Company's Regulations, Clause 34, members of committees shall be entitled to receive remunerations from the Company in terms of rewards, meeting allowances, commission, bonuses, or other benefits which may be fixed for exact amounts or prescribed as criteria or from time to time or may be effective until further notice. The Company had its

remuneration policy with adequate and competitive rates in the same industry to attract and maintain quality members of committees by taking account of fairness and appropriateness for payment of remunerations to members of committees in accordance with the operating results of the Company, whereas, monthly remunerations of members of committees for the year 2020 with details as follows:

Comparison of 2019 and 2020 Director's remuneration										
Remuneration Baht/month/ person	2019					2020 (Year to be proposed)				
	Board of Directors	Audit Committee	Subcommittee on Risk Management	Executive Committee	Nomination and Remuneration Committee*	Board of Directors	Audit Committee	Subcommittee on Risk Management	Executive Committee	Nomination and Remuneration Committee*
Chairman	30,000	30,000	20,000	15,000	20,000	30,000	30,000	20,000	15,000	20,000
Director	25,000	25,000	15,000	10,000	15,000	25,000	25,000	15,000	10,000	15,000
	Not exceeding Baht 5,000,000					Not exceeding Baht 5,000,000				

* The Nomination and Remuneration Committee and the Executive Committee remuneration is considered remuneration for each meeting.

The 2020 Director Remuneration was the same rate as 2019 proposed by the Nomination and Remuneration Committee and deemed it appropriate to propose to the Annual General Meeting of Shareholder to assign the authorization to the Company's director to allocate 2020 Remuneration for the Company's Directors and Board-committees within the budget approved by the Shareholders.

As the spreading of COVID-19 affected to economics including to the business of the Company, the Company has the policy to reduce expenses during this situation complied with the reduction of director remuneration and staff benefit by 10%. If this crisis is recovered, the Company will consider providing the director remuneration at the rate approved by the shareholders. In addition, the Company will pay the reduction amount back to all employee.

The Chairman of the Meeting. Provided all shareholders with opportunities to make inquiries. No shareholder increase inquiries.

Resolution the Meeting passed its resolution to approve the Directors' remuneration for the year 2020 at the amount not exceeding Baht 5,000,000. And authorize the Board of

Directors to have authority to consider and allocate the Directors' remuneration for other sub-committee at the amount not exceeding Baht 5,000,000. with the votes as follows:

	Approval	Disapproval	Abstain	Voided Ballot(s)
Share	14,833,009,623	10,000	-	-
Percentage	99.9999	0.0001	-	-

Agenda 7 **Consider and approve the appointment of the Auditor and the Audit Fees for the year 2020.**

The Chairman of the Meeting. Pursuant to Section 120 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) the Annual General Meeting of Shareholders shall appoint the auditor and fix the audit fees every year. Regarding the appointment of such auditor, the existing auditor may be reappointed. In addition, according to the Securities and Exchange Commission (SEC) has announced of amendments to the rules regarding auditor rotation, An auditor of a listed company must be rotated every 7 fiscal years (regardless of consecutiveness) and must cease performing audit services for such listed company for 5 consecutive fiscal years.

The Audit Committee had proposed the appointment of auditors for the year 2020 to the Board of Directors for further proposal to the shareholders' meeting. The names of the auditors are as follows:

1. Mr. Somkid Tiatrakul, Certified Public Account No.2785; or
2. Ms. Kanyanat Sriratchatchawan, Certified Public Account No.6549; or
3. Mr. Narin Juramongkol Certified Public Account No.8593; or
4. Ms. Saranya Aharamahaphanit Certified Public Account No.9919; or
5. Ms. Amornjid Baolorpet Certified Public Account No.10853

of Grant Thornton Co., Ltd., as the auditor of the Company for the fiscal year 2020 and the interim period of 3 quarters; and such auditor shall review, audit, and give opinions on financial statements of the Company. In the event that none of these auditors is available, Grant Thornton shall delegate another representative to review and audit financial statement of the Company.

The auditors mentioned above have no relationship and/or interest with the Company, its subsidiaries, executive, major shareholder, or any person related to such persons, and thus is able to conduct an independent audit and offer independent opinion in the Company's Financial Statement.

Therefore, propose to the shareholders' meeting to consider appointing the auditors mentioned above to become the auditor of the Company for the fiscal year 2020. The auditor's fee for the year 2020 is Baht 2,730,000 increased 8% from the year 2019 due to there are new several accounting standards to be applied to the financial statements of the Company which the auditors must take time to audit the information of which the detail as follows:

Audit Financial Statement for the year	Baht 1,200,000
Review Financial Statement for 3 quarters	Baht 1,480,000
Review 56-1	Baht 50,000

Total: Baht 2,730,000 (excluding out-of-pocket expenses)

The Chairman of the Meeting provided all shareholders with opportunities to make inquiries.

Mr. Sangiam Siripanitsutha (a shareholder). What is the reason for the increasing rate of audited fees as the accounting transaction and the staff salary has decreased whereas the accounting standard has changed one time a year?

The Chairman of the Meeting assigned to Mr. Teerasak Chuasrisakul, the auditor, clarify to the shareholders.

Mr. Teerasak Chuasrisakul (the auditor) As the Company has many lease agreements complied with TFRS 16 and such standards must be appraised the conditions of agreements taken more time to review. In addition, there is also another TFRS of financial instrument which directly affects to financial statements of the Company in term of accounts receivable. This accounting standard requires to collect the information last 3 years to analyse which must take time to review as the debtors of the Company were government sectors.

Mr. Sangiam Siripanitsutha (a shareholder). As current economic crisis from spreading of COVID-19, I propose to not increase the audit fees.

The Chairman of the Meeting. Provided all shareholders with opportunities to make inquiries. No shareholder increase inquiries.

Resolution the Meeting passed its resolution to approve the appointment of the auditors. The names of the auditors are as follows:

- | | | |
|----|--------------------------------|--------------------------------------|
| 1. | Mr. Somkid Tiatrakul, | Certified Public Account No.2785; or |
| 2. | Ms. Kanyanat Sriratchatchawan, | Certified Public Account No.6549; or |
| 3. | Mr. Narin Juramongkol | Certified Public Account No.8593; or |
| 4. | Ms. Saranya Aharamahaphanit | Certified Public Account No.9919; or |
| 5. | Ms. Amornjid Baolorpet | Certified Public Account No.10853 |

of Grant Thornton Co., Ltd., as the auditor of the Company for the fiscal year 2020 and the interim period of 3 quarters, the auditor's fee for the year 2020 as follows:

Audit Financial Statement for the year	Baht 1,200,000
Review Financial Statement for 3 quarters	Baht 1,480,000
Review 56-1	Baht 50,000

Total: Baht 2,730,000 (excluding out-of-pocket expenses), with the votes as follows:

	Approval	Disapproval	Abstain	Voided Ballot(s)
Share	14.833,009,623	10,000	-	-
Percentage	99.9999	0.0001	-	-

Agenda 8 Consider and approve other issues (if any).

The Chairman of the Meeting. Provided all shareholders with opportunities to make inquiries.

Mrs. Tosaporn Angsuwarangsi (Proxy) What is the policy of the Company to act with Wuttisak Clinic Intergroup Co., Ltd. due to more accounting impairment to be provided?

The Chairman of the Meeting EforL holds 56% shares in WCI Holding PCL (“WCIH”) and WCIH holds 100% shares in Wuttisak Clinic Intergroup Co., Ltd. (“WCIG”). Due to the impact of the Coronavirus 2019 (“COVID-19”) outbreak, WCIG operates beauty clinic which must be closed all branches complied with the Government policy resulting in lack of service income and a material adverse effect on WCIG’s

operations and it also had continued carrying loss. On 24 April 2020, the current Board of Directors of WCIG has submitted a petition for business rehabilitation to the Central Bankruptcy Court and the court accepted the petition on 27 April 2020 and has scheduled a hearing on 31 August 2020. Today, the Company invites Mr. Amnaj Boojeera, WCIG's director, to give the detail of business rehabilitation to shareholders. According to the question of the plan to take action with WCIG, the Company has also worried about the negative equity of which the Company equity as at 2019 was Baht 324 million. The Company has attempted to solve the Caution sign posting by approving the positive performance both beauty business and medical device business. In addition the Company has increased newly share capital, right offering, but it was not successful. The Company; therefore, has the risk of negative shareholder equity. However, the Company also has a plan to increase newly share capital by joining with strategic partner which may be the partner in medical device business. This plan will support the Company to increase revenue. As the Company has provided the almost fully amount of accounting provision, this is the opportunity for the strategic partner to make the decision to join with the Company due to no risks for the accounting provision to be affected with the financial statements. For the detail of the business rehabilitation plan, Mr. Amnaj Boojeera will clarify to shareholders.

Mr. Amnaj Boojeera (Director of Wuttisak Clinic Intergroup Company Limited)

According to a petition for business rehabilitation plan, Wuttisak Intergroup Co., Ltd. ("WCIG") is in the process to submit the writs to debtors of 3,023 persons. For the business rehabilitation plan, we must be granted the order by the court which will act for the next step.

Dr. Wiset Tantinipankul (a shareholder)

The Government currently focuses to solve COVID-19 crisis while medical services will be able to diagnose other diseases of which MRI and CT SCAN ULTRASOUND must be required. I propose the Company, as the medical device distributor, considers investing to establish the small subsidiary to provide service in upcountry of which the government hospitals have not budget to acquire the machine. This should bring the revenue to the Company. In addition, the New normal era may be an opportunity to increase revenue of the Company in case of the dental clinic has

to focus on the distancing, cleaning, and using the digital information which need more funding and the Company has also the clean room services. I suggested that the Company should consider joining with dental business by putting the investment in form of equipment instead of cash which it should be the good opportunity to build revenue to the Company.

The Chairman of the Meeting I thanks for your suggestion and I also would like to inform addition information that the Company currently is the distributor of Thai Dental International Co., Ltd., Thai manufacturer and to be got the privileged promotion by the government to purchase products at least 30%. In each year, the Ministry of Public Health will purchase local products approximate 60% of which there are many representators contacting to purchase products from the Company. The products of the Company consist of air ventilator and the protection infection diseases system. However, the Company will put the best effort to follow all suggestions to give the best benefit of the Company.

Ms. Suvapatr Angkapkeaw (Proxy) enquired the followings:

1. Which type of creditors of 3,023 persons.
2. How many branches of WCIG.
3. Are there any policy of EforL to give the opportunity for shareholders to be the director? If yes when will be incurred?
4. Which group of strategic partners is required by EforL?

Mr. Amnaj Boojeera (Director of Wuttisak Clinic Intergroup Company Limited)

The WCIG answers are:

- The creditors of WCIG mainly are member creditors, who purchased beauty courses, and major creditor is WCI Holding PCL, government creditors, trade accounts payable and lessor creditors of which all debts are Baht 1,500 million.
- WCIG currently has 18 branches.

Ms. Suvapatr Angkapkeaw (Proxy): How much of monthly revenue of WCIG?

Mr. Amnaj Boojeera (Director of Wuttisak Clinic Intergroup Company Limited):

Monthly revenue of WCIG is approximate Baht 800,000- Baht 1,000,000 from selling product via online and offline channel.

The Chairman of the Meeting: The answer for questions of EforL are:

- The Company has a policy to give the opportunity for shareholders to nominate person to be director every year in November by notifying via electronic information disclosure at SET and the Company website.
- For strategic partner. The Company focuses on partner in medical device business.

Mr. Sangiam Siripanitsutha (a shareholder). What is reason of WCIG to submit a petition for business rehabilitation?

Mr. Amnaj Boojeera (Director of Wuttisak Clinic Intergroup Company Limited) As the directors consider that brand name of WCIG is valuable and still could recover its business which will give the positive effects to shareholders and the creditors to receive the payment. The payment to the creditors will comply by the rehabilitation plan after the court approval.

Mr. Sangiam Siripanitsutha (a shareholder). Is the figure of the shareholder equity of WCIG negative? Is it complied with conditions of the rehabilitation business?

Mr. Amnaj Boojeera (Director of Wuttisak Clinic Intergroup Company Limited)

Yes, and WCIG situation is complied with the condition to be able to submit a petition for business rehabilitation.

Mr. Sangiam Siripanitsutha (a shareholder). If WCIG qualifications do not fit with all conditions to submit a petition for business rehabilitation and the Court does not approve to rehab, it will waste time to take the action at least 6 months.

Mr. Amnaj Boojeera (Director of Wuttisak Clinic Intergroup Company Limited)

If WCIG qualifications do not fit with all conditions to submit a petition for business rehabilitation, the Court will cancel the petition at the first time. Whereas the court will consider after preliminary hearing whether WCIG could recover business or not. In my point of view, I believe that WCIG can recover its business.

Mr. Pongset Chatasvareeda (a shareholder). What are factors to be confident that WCIG will be able to rehab its business?

Mr. Amnaj Boojeera (Director of Wuttisak Clinic Intergroup Company Limited)

I believe in “Wuttisak” brand and its services which could be supported its business to be recovered. For the detail of the rehabilitation plan will be incurred after getting the approval by the Court.

The Chairman of the Meeting. I would like to inform that another factors of the strategic partner to join business is one of rehabilitation plan, but the plan will be clear after getting the approval from the court.

Mr. Sagiarn Siripanitsutha (a shareholder). If the Company would like to raise new share capital same as last time but it was not successful, it still has the remain shares?

The Chairman of the Meeting.

No, it needs to reduce share capital by cancelling the existing shares and getting the approval of shareholders. The Company considered the increase share capital because it can directly affect to the financial position and shareholder equity.

Khun Narong Pornthanachai (the shareholder) if the rehabilitation plan of WCIG does not success, what the effects are?

The Chairman of the Meeting. If WCIG rehabilitation plan does not success, it has truly little affect to the Company due to the accounting provisions have been provided of which the net book value of trademark remaining is Baht 709 million. If WCIG is able to recover, it will give the positive effect to the Company as the more provision to be provided.

Ms. Suvapatr Angkapkeaw (Proxy) How many WCIG branches during EforL acquired WCIG?

The Chairman of the Meeting. There were 120 branches. Due to sold branches to franchises in 2018 and closed several branches in 2019, there are currently 18 branches

Mr. Sagiarn Siripanitsutha (a shareholder). Are there any accounting provisions to be provided during the rehabilitation process of WCIG or can be reversed amount of provision? Can be reversed for whole amount?

The Chairman of the Meeting. According to accounting provision or the reversal provisions amount, it will be considered from the financial performance. If financial

performance of WCIG is improved, it can be reversed. If it cannot operate by the plan and get the negative performance, the provision will be added. However, it is up to the consideration of the auditor.

Mr. Varutpol Wattanaangkul (the shareholder) In case that the court approves the rehabilitation business of WCIG but WCIG will not be able to operate by the plan. When it will be bankruptcy business.

Mr. Amnaj Boojeera (Director of Wuttisak Clinic Intergroup Company Limited)

The operation period will not over 7 years. If it has not operated by the plan, the court will order to be the bankruptcy business. Although WCIG will be the bankrupt, it will not affect with EforL due to it is the different entity and EforL has not get any responsibility of the debts of WCIG.

The Chairman of the Meeting. the Company has recorded the Minutes of the 2020 AGM for your information. If the shareholders interested in such information, please entered the Company website www.eforl-aim.com.

The Chairman of the Meeting addressed to thanks all shareholders for their devotion of time to attend the Meeting and addressed to close the Meeting.

The Meeting was concluded at 12:00 AM.

(Signed).....Chairman of the Meeting

(Mr. Preecha Nuntnarumit)

Chairman of the Board of Directors