

ATP30 Public Company Limited
Invitation to the Extraordinary General Meeting of
Shareholders No. 1/2021

Wednesday, February 24, 2021

EGM through Electronic Media (E-EGM)
The meeting started at 01.00 p.m.
(Registration for E-EGM system at 12.00 p.m.)

To verify identity: Shareholders, please send reply documents to the
Company within February 15, 2021

No. ATP30 3/2021

February 02, 2021

Subject: Invitation to the Extraordinary General Meeting of Shareholders

Attention: Shareholders of ATP30 Public Company Limited

Enclosure

1. Copy of the Minutes of the 2020 Annual General Meeting of Shareholders
2. Capital Increase Report Form (F 53-4)
3. Information Memorandum regarding the Offering and Allotment of the Newly-issued ordinary shares to increase capital to the Specific Person (Private Placement)
4. Company regulations, in relation to the shareholders' meeting
5. Documents and evidences required by the attendee before attending the meeting, appointment of Proxy, Registration, Voting Criteria, Vote Counting (Through electronic media)
6. Receipt of attendance through electronic media (E-EGM)
7. Definition of the independent director
8. Profiles of independent directors for proxy
9. Proxy Form A., B., and C.

Any shareholders wish to receive information in the form of a book, please contact at info@atp30.com/ sukarnda@atp30group.com or Telephone number: 038-468-788 and 038-468-789

According to the Board of Directors of ATP 30 Public Company Limited on January 20, 2021 and resolved to propose the Extraordinary General Meeting of Shareholders No. 1/2021 on Wednesday February 24, 2021 at 1:00 p.m. through electronic media (E-EGM), the register for E-EGM system from 12.00 hours.

Due to the current situation of the new coronavirus outbreak (COVID-19) in Thailand has widened the epidemic in many areas. The Company is concern for the health and safety of shareholders, including those who are involved in the meetings, as well as being ready to follow various measure to strictly prevent the spread of COVID-19.

Due to the situation of the outbreak of COVID-19, which began a new wave of outbreak, resulting from the growing in numbers of infected people in many provinces and tend to rapidly and continuously spreading as well as covering in wider range. The Company is deeply concerned the health and safety of all the shareholders including staffs who are involved in the organizing of the Meeting. The Company is ready to strictly comply with the measures of the government section in order to prevent and reduce the chance for spreading of COVID-19.

In this regard, the Board of Directors' Meeting No. 1/2021 of the Company, convened on January 21, 2021, resolved to approve the Extraordinary General Meeting of Shareholders No. 1/2021 on Wednesday February 24, 2021 at 1:00 p.m. via electronic media (E-EGM) in accordance with criteria specified in the laws on electronic meeting. If the shareholders intend to attend the E-AGM, the shareholders or proxies shall send the registration form for attending the EGM through Electronic Media (E-EGM), details in the attachment 6 and identification documents as details in the notice to the meeting to the Company within February 15, 2021 at E-Mail: info@atp30.com, sukarnda@atp30group.com, and chotiga@atp30group.com

Once the Company has verified the name of the shareholders at a record date on February 4, 2021, the Company shall send "Username" and "Password" for log in to the meeting control system for the E-EGM of OJ International Co., Ltd., to the shareholders via the email that given to the Company.

If the shareholders are inconvenient to attend the E-EGM, the shareholders can appoint the independent director of the Company to attend the E-EGM on their behalf. The Company has set the agenda for the meeting. to consider the agenda items as follows:

Agenda 1 **To certify the Minutes of the 2020 Annual General Meeting of Shareholders**

Objective and Rationale

For the shareholders to consider and certify the Minutes of the 2020 Annual General Meeting of Shareholders, held on April 01, 2020 which the Company prepared, submitted to the Stock Exchange of Thailand within the timeframe prescribed by laws and publicly disclosed on the Company's website: www.atp30.com, details are shown in the Copy of the Minutes of the Meeting in Attachment 1.

Opinion of the Board

The Board of Directors considers that the Minutes of the 2020 Annual General Meeting of Shareholders, held on April 01, 2020 has been made correctly and opines to propose the Minutes of the 2020 Annual General Meeting of Shareholders to Extraordinary General Meeting of Shareholders No. 1/2021 to certify the said minutes.

Voting

The resolution on this agenda item shall be approved by a majority vote of shareholders attending the Meeting and casting their votes.

For considering the approval of Agenda 2 to Agenda 4, the Extraordinary General Meeting of Shareholders No. 1/2021 considers that Agenda 2 to Agenda 4 are related matters and are conditions of each other. Any agenda item that has not been approved by the Extraordinary General Meeting of Shareholders No. 1/2021 will not consider any other agenda and will be considered that the agenda that has already been approved will be canceled.

Agenda 2 To approve the capital increase and amend the Company's Memorandum of Association,

Clause 4. (regarding "Registered Capital") to conform to the increase in the Company's registered capital.

Objective and Rationale

The Company will get one of the sources of funds for the Company's current operations and to support future business expansion from increasing customer base. For this reason, the Company has to prepare a reserve limit to be used as working capital in the business according to the increased capital of 68 buses. It applies to the cost of driver preparation such the drivers and operating staffs to supervise the operation process, the other expenses related to buses, and technology service fees that are applied in conjunction with the Company's vehicle processes, etc.

This capital increase will benefit the Company in the long run from having a strategic partner to support the Company's operations. The company able to actually expand its customer base, generate more service income and net profit and increase the return on investment for shareholders in the long term. By increasing the Company's registered capital in the amount of THB. 16,250,000.00 from the original registered capital THB. 154,327,514.50 to a new registered capital of THB. 170,577,514.50 by issuing 65,000,000 new ordinary shares with a par value of THB. 0.25 per share for private placement to Toyota Tsusho Thai Holdings Co., Ltd. ((hereinafter referred to as "TTTH")

The above details of the issuance and offering of the newly issued ordinary shares will appear in Agenda 3, and details appear in the Capital Increase Report Form (F53-4), Enclosure 2

In addition, to comply with the increase in the registered capital of the Company, the Company has to amend clause 4 of the Memorandum of Association of the Company (regarding "Registered Capital") by canceling the original text and using the following statements;

“No 4.	Registered Capital	:	THB. 170,577,514.50	(One hundred seventy million five hundred seventy-seven thousand five hundred fourteen million baht and fifty satang)
	Par value	:	THB. 0.25	(Twenty five satang)
	Divided into			
	Ordinary Share	:	682,310,058 shares	(Six hundred eighty two million three hundred one ten thousand fifty eight shares)
	Preferred Share	:	- shares	(- shares)

Opinion of the Board

The Board of Directors has considered, it is unanimous that to proposed to the Extraordinary General Meeting of Shareholders No. 1/2021 to consider and approve the capital increase of the newly issued ordinary shares to be offered to the specific person to TTTT in particular and to be the person who mot connected to the Company of 65,000,000 shares, details appearing in information about the issuance and offering of the newly issued ordinary shares to the specific (Private Placement), Enclosure 3 and amend the Company's Memorandum of Association, Clause 4. (Regarding Registered Capital) to conform to the increase in the Company's registered capital as per details above.

The power of attorney is given to persons appointed and assigned by the Board of Directors. And / or Managing Director has authorized to register the amendment of the Company's Memorandum of Association at the Department of Business Development. Ministry of Commerce and has the authorized to perform various tasks necessary to comply with the order of the registrar and to complete the registration

Voting

The resolution on this agenda item shall be approved by votes of no less than three forth of the total votes casted by shareholders attending the meeting.

Agenda 3 To consider and approve the issuance and offering of the newly issued ordinary shares of the Company to approve the allocation of the newly issued ordinary shares of the Company to the specific person (Private Placement).

Objective and Rationale

Regarding to the increase of the Company's registered capital which was considered in Agenda 2 “to consider and approve the issuance and allocation of 65,000,000 newly-issued ordinary shares of the Company with a par value of THB. 0.25 per share by offering a specific offering to the specific person (Private Placement) to TTTT by allocating 65,000,000 shares at the offering price of THB. 0.99 per share, total amount due THB. 64,350,000.00

There are additional considerations as follows

(A) Due to this offering of newly issued ordinary shares, the offering of newly issued shares of the Company, the Extraordinary General Meeting of Shareholders resolved to clearly set the offering price in accordance with the Notification of the Capital Market Supervisory Board No. TorJor. 72/2558")

In addition, the Extraordinary General Meeting of Shareholders to approve for the issuance and offering of the Company's shares to TTH, the Company must obtain permission to offer the Company's newly issued ordinary shares to specific investors from the Securities and Exchange Commission ("SEC") in accordance with the Notification No. TorJor. 72/2558 before the offering of the newly issued ordinary shares

Considering the offering price of the Company's capital increase shares to be issued to TTH at the offering price of THB. 0.99 per share, compared with the market price of the Company's shares. It is calculated from the weighted average price of the Company's shares traded in the SET. not less than 15 consecutive business days prior to the Board of Directors Meeting No. 1/2021, that is, between December 28, 2020 and January 19, 2021, which is equal to THB. 0.99 per share. Therefore, the price is not lower than 90% of the market price according to the announcement No. TorJor. 72/2558.

The offering price of the newly issued ordinary shares to the specific person (Private Placement) is lower than 90% of the market price of the Company's shares before the SET to accept such newly issued ordinary shares as listed securities, TTH must comply with the sale of the newly issued ordinary shares of the Company, in accordance with the criteria set out in the Stock Exchange of Thailand on the criteria, conditions and procedures for considering an application for accepting ordinary shares or preferred shares in part. Capital increased as listed securities B.E. 2558, dated 11 May 2015 (including any amendments).

In this regard, after the issuance and allocation of the newly issued ordinary shares to TTH above, TTH will hold 65,000,000 shares or approximately 9.53% of the total issued and paid-up shares. company

B. This issuance and allocation of the newly issued ordinary shares to TTH is not considered a connected transaction of the listed company. In accordance with the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected Transactions dated August 31, 2008 (including any amendments)

And the Notification of the Stock Exchange of Thailand on Disclosure of Information and Actions of Listed Companies on Connected Transactions 2003, dated September 15, 1995 (including as amended) ("Notification on Connected Transactions") for the following reasons.

Before this capital increase, TTH had no relationship with the Company, Directors, Executives, Controlling persons. However, after the acquisition of the newly-issued ordinary shares of ATP 30 Public Company Limited, it will become a major shareholder of the Company, by holding 65,000,000 shares or equivalent to approximately 9.53% of the total number of shares sold after the registration of the increase in paid-up capital of the Company and TTH will nominate 1 person to hold the position of the Company's director, including as the Company's director, totally of 8 persons, consisting of 5 directors and 3 independent directors. Such directors from TTH do not take

part in the management of the Company in any way and are not related under Section 258 of the Securities and Exchange Act. The acquisition of the Company's ordinary shares at this time is considered a decision only for the Company and has no relationship with TTTH does not have an agreement between the shareholders to hold shares of the Company. Must be counted as one group (Acting in Concert) in this acquisition and in the future.

In case of the Company has a transaction with TTTH in the future, the Company will comply with the Notification of Capital Market Supervisory Board No. TorJor. 21/2551, dated August 31, 2008 (including any amendments) and the announcement of the Board of Directors of the Stock Exchange of Thailand Subject: Disclosure of information and operations of the Company in the Connected Transactions 2003 dated November 19, 2003 (including any amendments)

Issuing and offering the newly issued shares, the Board of Directors has proposed to the Extraordinary Meeting of Shareholders No. 1/2021 to consider appointing the Company's authorized directors and/or Managing Director or a person authorized by the Company's authorized director and/or Managing Director in order to set guidelines, terms and condition and other details necessary and related to the issuing of new shares and its allocation in line with relevant laws which;

- A. To consider and determine other details related to the allocation of the newly issued ordinary shares to the specific investor, including but not limited to the determination of the offering period. As well as stipulating conditions and details relating to It is required to comply with the laws and regulations related to the issuance and offering of securities.
- B. Prescribing and revising the subscription date. And the offering date of the newly issued ordinary shares Allocation of newly issued ordinary shares is one time or one time. Payment of shares Including other conditions and details Related to the subscription and offering the newly issued ordinary shares
- C. To negotiate, make an agreement and sign documents and related contracts, including having the authorized to perform various tasks related to the above offering, offering and allocation This includes, but is not limited to, the preparation of the signing, the submission of the application for permission and the documents relating to the request for the issuance and offering of the newly issued ordinary shares to the Securities and Exchange Commission, including to any related department (if any)
- D. Register the amendment of the Memorandum of Association at the Department of Business Development, the Ministry of Commerce and has the authorized to take all necessary actions in order to comply with the Registrar's orders and to complete the registration.

In accordance with the Notification TorJor. 72/2558 stipulates that the company must complete the offering of shares within the period approved by Extraordinary General Meeting But must not exceed 3 months from the date Extraordinary General Meeting has a resolution to approve the offering of newly issued shares r the company must complete the offering of shares within 12 months from the date of Extraordinary General Meeting Approved the

offering of shares In case the shareholders have a clear resolution that after the expiration of the 3- month period, the Board of Directors or the person assigned by the Board of Directors shall determine the offering price according to the market price during the offering period

Opinion of the Board

The Board of Directors considers that the Extraordinary General Meeting of Shareholders No. 1/2021 to approve the issuance and offering of 65,000,000 new ordinary shares of the Company to TTTH with a par value of THB. 0.25 per share. Its will be positively effect of the Company from having business partners that to support the operation of the Company, and is an expert in logistics operations, and be ready in funding This will allow the company to receive money according to the plan to expand the customer base of the company in time, and having sufficient financial liquidity at present. It will also help the Company to expand business in the future, and to have a good image to differentiate from competitors. This capital increase is considered to raise funds in the short term, able to receive the required money, reduce the burden of existing shareholders to increase capital, and create good returns to shareholders in the long term.

Details appear in the Capital Increase Report Form (F53-4), Enclosure 2, and Information Memorandum regarding the Offering and Allotment of the Newly-issued ordinary shares to increase capital to the specific person (Private Placement) Enclosure 3.

Certification of Directors

There are 7 directors of the Company, consisting of 4 directors and 3 independent directors and audit committee. If they do not perform their duties in accordance with the law, objectives and articles of association of the Company as well as resolutions of the shareholders' meeting with honesty and careful to protect the interests of the Company in matters relating to this capital increase, by acting or omitting any act in violation of the said duty and cause damage to the company Shareholders can claim compensation from the said director on behalf of the company in accordance with Section 85 of the Public Limited Companies Act B.E. 2535 (including as amended). In this regard, the Board of Directors hereby certifies that the Board of Directors has carefully considered and reviewed the investor's information. The opinion of the issuance and allocation of new capital shares to TTTH has a beneficial effect on the Company from having a strategic partner to support the Company's operations and a stable financial status, enabling to actually expand its customer base generate service revenue and net profit, and increase the return on investment for shareholders in the long term.

Voting

The resolution on this agenda item shall be approved by votes of no less than three forth of the total votes casted by shareholders attending the meeting.

Agenda 4 To approve the increase of one new director from 7 directors to 8 directors and to approve the BOD to appoint new director.

Objective and Rationale

The Board of Directors Meeting No. 1/2021, held on Wednesday 20 January, 2021, resolved to propose the Shareholders' Meeting to consider and approve an increase in the number of 1 director from the original 7 persons to 8 persons in accordance with the issued and offered the newly issued ordinary shares of the Company to TTTH, which was considered in Agenda 3 above, where TTTH nominated 1 person to hold the position of Company Director in proportion to the capital increase, approximately 9.53% of the shares sold, after the increase of paid-up capital which does not take part in the management of the Company in any way. There is no relationship under Section 258 of the Securities and Exchange Act, the meeting requested that the meeting authorize the appointment of new directors to Board of Directors

Opinion of the Board

The Board of Directors has considered to propose the Extraordinary General Meeting of Shareholders No. 1/2021 to approve an increase of the number of directors from the original number of 7 persons to a total of 8 persons in proportion to the capital increase with TTTH to support provide advice on management of the Company for increased efficiency.

Voting

The resolution on this agenda item shall be approved by a majority vote of shareholders attending the Meeting and casting their votes

Agenda 5 Other businesses (if any)

Objective and Rationale

This agenda is set for shareholders to inquire with management regarding the Company's operations (if any). Therefore, no other matters will be presented. Let the meeting consider and approve and there is no vote on this agenda

Opinion of the Board

It was deemed appropriate for the shareholders to ask questions about the Company's operations. And for the Board of Directors to answer questions from the shareholders

In addition, the Company has published the meeting invitation letter together with addendum on the Company website. (www.atp30.com) as well and if any shareholder has questions to clarify on the issues of this agenda, can be sent in advance to email: info@atp30.com, sukarnda@atp30group.com and chotiga@atp30group.com.

Yours faithfully,

ATP30 Public Company Limited



(Mr. Chartchai Panichewa)

Chairman of the Board of Director

Note:

The Company has published the invitation of the shareholders' meeting in Thai and English versions, including proxy forms in both Form A, B, and C (as in Attachment 9) on the Company's website, which shareholders can download at the website www.atp30.com on the topic of management and corporate governance, Notice of Extraordinary General Meeting of Shareholders No. 1/2021 from February 10, 2021 onwards.

Notice of Personal Information Protection (Privacy Notice)

ATP 30 Public Company Limited ("the Company") realized importance to the protection of your personal information, therefore to inform shareholders the following information, in order to comply with the Personal Data Protection Act 2019

Objective, necessity and personal information collection

The Company has to collect personal information of shareholders as you provide us such name, surname, address, telephone number, and ID card number to be used for the following purposes

- Invite to the Extraordinary General Meeting of Shareholders No. 1/2021 and organize the Extraordinary General Meeting of Shareholders No. 1/2021 as required by law.
- Send the Invitation letter to the Extraordinary General Meeting of Shareholders No. 1/2021 to the shareholders as notified.

Duration of personal information retention

The Company will keep retention of your personal information as indicated in this document, along the time required to use in order to complete the above purposes.

Rights of the Personal Information Subject

As the owner of the personal information, you have various rights as defined in the Personal Data Protection Act 2019, which may include right to withdraw consent, right to request access and receive personal information, right to request correction of personal information correctly, right to request erasure or destruction of personal information, right to request for suspension of personal information, right to request the transfer of personal information in accordance with the law, right to complain and to collect or disclose personal information.

ATP30 PUBLIC COMPANY LIMITED
700/199 Moo 1, Bankao, Panthong, Chonburi

MINUTES OF THE 2020 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Time and Venue: The Annual General Meeting of Shareholders was held on April 1, 2020 at 10.00 hours venue the clubhouse of Cheewawan Pinklao-Sathorn, 188 Phutthamonthon Sai 1 Road, Bang Ramat, Taling Chan, Bangkok 10170.

Mr. Chartchai Panichewa was the Chairman of the meeting (“Chairman”) and Ms. Praewwan Onprapai was the moderator of the meeting (“moderator”)

The moderator has announced that the COVID-19 prevention policy with adhered of Department of Disease Control, Ministry of Public Health as follow

- Provide alcohol hand sanitizer, especially in area that have a lot of shared contract such as registration point, meeting room, food distribution point, etc.
- Provide facemasks to participants, and suggest every attendee must wear a facemask at all time during the attendance.
- The complimentary snack boxes will be provided. The Company would also suggest not to eat in the AGM venue.
- The space between seats in the meeting room will be one meter apart.

The Chairman assigned the moderator to explain the details and meeting procedures to the meeting. The moderator introduced to the meeting the Directors, ATP30 Internal Audit, Auditors from EY Office Ltd., and Legal counsel of the Company as follows;

Directors

- | | | | |
|----|---------------|-------------------|---|
| 1. | Mr. Chartchai | Panichewa | Chairman of the Board of Director |
| 2. | Mr. Viwat | Kromadit | Deputy Chairman of Board of Director |
| 3. | Mr. Piya | Techakul | Director and Managing Director |
| 4. | Ms. Somhatai | Panichewa | Director |
| 5. | Ms. Suwannee | Khamman | Director Independent Director and Chairman of Audit Committee |
| 6. | Mr. Kumchai | Boonjirachot | Director Independent Director and Audit Committee |
| 7. | Mr. Prasert | Akkarapathomphong | Director Independent Director and Audit Committee |

Due to prevention policy spread of coronavirus *disease 2019 (COVID-19)*, according to the Prime Minister's announcement on "Emergency Decree on Public Administration in Emergency Situations, B.E 2548 (2005) Article 8, Measures for certain types of persons "Group of people at high risk of getting the coronavirus infection to shelter in their place (1) *people over seventy years old*", announced on March 25, 2020, so Ms. Suwannee Khamman is necessary to join the meeting through electronic media. According to the Department of Business Development's announcement, "the Meeting via electronic media of a Registered partnership, Limited company, Public company limited Trade associations and chambers of commerce, in accordance with the *Announcement of the National Council for peace and Order No. 74/2557*. Subject: Teleconference through Electronic Devices, announced on June 27, 2014.

ATP 30 Internal Audit

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|----|-----------|---------------|-------------------------------|
| 1. | Ms. Oonin | Inchareonsook | Internal Audit of the Company |
|----|-----------|---------------|-------------------------------|

Auditors

- | | | | |
|----|---------------|---------------|----------------------------|
| 1. | Mr. Supachai | Phanyawattano | Auditor, EY Office Limited |
| 2. | Ms. Krongkeaw | Limkittikul | Auditor, EY Office Limited |
| 3. | Ms. Wilasinee | Siriboon | Auditor, EY Office Limited |

Legal consultants

- | | | | |
|----|--------------|---------|--|
| 1. | Mr. Passanan | Suwanno | Legal consultants, Tilleke & Gibbins International Co., Ltd.
(Attended the Meetings through electronic media) |
|----|--------------|---------|--|

OJ International Co., Ltd. was responsible for counting votes on the resolution of the shareholders.

The moderator informed the meeting that there were 34 shareholders, representing 376,316,783 shares, present in person and by proxy equivalent to 60.96 percent of the total issued shares which constituted a quorum. There were additional 2 shareholders holding 376,316,884 shares attending the agenda 2 onwards.

The moderator explained to the meeting the procedures of voting, counting of votes, and announcing of voting results. There were 10 agenda items to be proposed at the same consequence as shown in the Meeting invitation.

Voting

1. According to the Company's Articles of Association, each shareholder or a proxy authorized by any shareholder to vote on his/her behalf is entitled to vote equal to the number of shares held, whereby one share shall be equal to one vote. Proxy Form C is a custodian who oversees securities for foreign investors. For Proxy Form B has already specified the voting, proxies must vote according to the proxy.
2. Please sign with a pen and the vote can be selected as follows: approve, disapprove or abstain
3. Registration staff printed ballots for the following cases:

- Shareholders present in person.
 - Proxy Form B and C, in case the proxy grantor has the right to vote on the specified agenda. Registration staff will not print the scorecard, in the event that the proxy has specified, the proxies attend the meeting and cast the votes in accordance with the proxy form.
4. Before the ballots are collected for approval in each agenda item, shareholders or proxies wishing to make inquiries or give any comments shall raise his/her hand. After the Chairman has given permission, such person would state his or her first name and last name, and the status either as a shareholder or proxy.

The vote counting Process

1. In casting votes on each agenda item, the barcode system was used to count the votes. For the convenience of every shareholder, the Company will use the vote counting by pouring votes to agree. And for each resolution, the company will collect the ballots if the attendees wish to vote as disapproval, and abstention.
2. For the appointment of directors to collect all ballots those wishing to vote agree will be collected after the person wishing to vote disagreed and abstention.
3. Scores will be announced after approved by the Shareholders. The resolution of the vote counting will be counting from Shareholders present in person and proxies who have been given the right to vote. Included the proxies make a predetermined vote through proxies.
4. In case of the result of the vote is the comparable, the Chairman will vote for judge.
5. In case the shareholders or proxies wished to leave before the end of the meeting, it was requested that they return all of the voting cards at the exit so that the officer could update our attendance lists.

Voting Request: voting on the ballot card

- | | |
|------------|--|
| Agenda 1 | Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote. |
| Agenda 2 | This agenda is for shareholders' acknowledgment; therefore, voting is not required. |
| Agenda 3-4 | Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote. |
| Agenda 5-6 | Not less than three-fourth of total number of votes of the shareholders present at the meeting and eligible to vote. |
| Agenda 7 | Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote. |
| Agenda 8 | Not less than two-third of total number of votes of the shareholders present at the meeting and eligible to vote. |

Agenda 9 Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Agenda 10 This agenda no need approved or resolution. However, the shareholders may ask questions or provide useful comments to the Board of Directors and the Management.

To ensure the transparency of their voting system, the Company requested volunteers from the shareholders or proxies from, Ms. Pacharakamon Hartalay, to witness the vote count.

The Chairman welcomed the shareholders to the 2020 Annual General Meeting of Shareholders, and the Chairman then declared the meeting open and proposed that the meeting considered the following matters according to the agenda.

Agenda 1 To certify the Minutes of the 2019 Annual General Meeting of Shareholders

The 2019 Annual General Meeting of Shareholder was held on April 2, 2019, a copy of the minutes has record accurately of the meeting resolutions, then has been submitted to the stock Exchange of Thailand (the “SET”) within 14 days from the date of the meeting pursuant to relevant laws. In addition, the company has disseminated such minutes via the Company’s website at www.atp30.com, and a copy of the minutes is attached in the meeting invitation.

The Board of Directors deems it appropriate to propose to the 2019 Annual General Meeting of Shareholders to certify the above-mentioned minute.

The Chairman asked shareholder to require any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The Chairman requested the Meeting to consider certifying the minutes of the 2019 Annual General Meeting of Shareholders, which was held on April 2, 2019. The agenda was adopted with the majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Resolution: The meeting resolved to certify the Minutes of the 2019 Annual General Meeting of Shareholders as follows:

Certified	376,316,783 Votes	equivalent to	100 %
Decertified	0 Votes	equivalent to	0 %
Voided Ballot	0 Votes	equivalent to	0 %
Total	376,316,783 Votes	equivalent to	100 %
Abstained	0 Votes	(uncalculated)	

Agenda 2 To acknowledge the operating result of the Company for the year 2019

The Chairman assigned Mr. Piya Techakul, Managing Director to inform the summary of the Company’s performance and major changes during the year 2019.

Mr. Piya Techakul reported the operating result of the Company for the year 2019, as follows;

1. The core business of the Company is providing employees transportation services to the industrial sector. For the year 2019, the Company has been served for 4 additional clients, which are 1) Thai NOK Co., Ltd. 2) Mars Petcare (Thailand) Co., Ltd. 3) Lixil (Thailand) Co., Ltd. 4) Global Power Synergy Public Co., Ltd.
2. Transportation services for tourists such;
 - Providing transportation services for Chinese tourists: The business was carried out in a good direction during the first to the third quarter of the year 2019, and deduction in the 4th quarter to the present, due to the impact of the outbreak of Covid-19.
 - Providing transportation services between Bangkok- Pha-ngan Island: The company collaborated with RP Transport Co., Ltd., which has performed well in the past year. But currently temporarily out of service, due to Pha-ngan Island suspension of activities until the outbreak of the disease, Covid-19 can be control.

For overall performance in the year 2019, the Company had total revenue of THB 458,891,328 has increase equivalent to 8.26% when compared to the year 2018, and a net profit of THB 46,090,571 has increase equivalent to a 16.20 percent when compared to the year 2018. The increase in net profit was due to the expansion of revenue. The Company's ratio of revenue from the Company vehicle to the total revenue has increase continuously, thus at December 31, 2019 the Company had the proportion of revenue from the Company's vehicles of 85.00 percent and that from the affiliated vehicle of 15.00 percent.

The Company plans business directions for 2020 as follows;

1. The core business expansion, the year of 2020, the company has been served 4 additional clients, which are 1) Tuntex Textile (Thailand) Co., Ltd. 2) JCG Holding Corporation Ltd. 3) Siam City Cement Public Co., Ltd. 4) Sansiri Public Co., Ltd.
2. Internal Affairs Management:
 - 2.1 Plan for cost management to increase efficiency as follows;
 - Fuel optimization: Changing the type of Diesel to B10 from Diesel B5 B7 (Cost reduction is approximately THB. 3/ letter)
 - Develop Internet of Thing to a central monitoring, is under development process for monitoring our buses condition.
 - 2.2 New head office and smart workshop
 - Improve maintenance strength and capability.
 - Improve spare part control and sourcing.
 - 2.3 ATP30-Beam Application, for the convenience of passengers (the Company serving approximately 50,000 passengers per day)

Mr. Piya asked shareholder to require any questions or concerns or any additional suggestions.

Shareholders raised the following queries:

- (1) *Please describe the purpose of the increase of land assets of the Company (Proxies)*

Answer: The purpose of this land is construction the Offices Building and Parking lots, to support the increased the Company's vehicles replacement the current rental. Including use of development, the Company's maintenance center.

- (2) *Which any effect of Covid-19 to the Company and clients, and how do you deal with the business impacts due to the current situation? (Shareholder)*

Answer: There are two ways to impact of COVID-19 Plague on the Company as the negative impacts, which are tourism and mass transportation businesses such Shuttle Bus, serving to the customers of Mega Bangna, both businesses is pause for temporarily, which is a positive impact, that those vehicles can be used as supplementary service for industrial sector. The clients need more vehicles due to spacing measures, to prevent the spread of the corona virus by following the measure of the Department of Disease Control Ministry of Public Health, for example, the 40 seats bus can use only 20 seats in the current situation.

Three approaches for mitigation of impacts:

- 1) Operations: Cleaning all vehicles with antiseptic and UV ray, drivers are *required to wear a mask*, and to keep staffs healthy.
- 2) The Company's liquidity: The accounting department is under negotiated process with banks and credit leasing, which in line with *measures for supporting businesses affected of COVID-19* by government announced, including delay payments.
- 3) Cost management: The cost reduction measures that have been implemented, the reduction of office rental space, and changing the type of Diesel to B10 from Diesel B5 B7, *lower oil price* is the benefit of the company's cost management.

There were no questions or concerns or any additional suggestions. The Chairman requested the meeting to acknowledge the operating result of the Company for the year 2019.

Resolution: The meeting acknowledged the operating result of the Company for the year 2019.

Agenda 3 To approve the financial statements for the year ended December 31, 2019

The Chairman informed to the meeting that the relevant law stipulating that a company shall prepare its financial statements at the end of the fiscal year of the company and arrange for them to be audited and certified by the auditor prior to proposing for shareholders' approval. The financial statements for the year ended December 31, 2019 by the auditor from EY Office Limited and reviewed.

The statements of financial position and income statements (Unit: THB)

Total Assets	755,388,531
Total Liabilities	149,730,737
Shareholders' Equity	349,797,236
Revenue from services	456,961,077
Total revenue	458,891,328
Profit for the year	46,090,571

The Chairman asked shareholder to require any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The Chairman requested the Meeting to approve the financial statements for the year ended December 31, 2019. The agenda was adopted with the majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Resolution: The meeting resolved to approve the financial statements for the year ended December 31, 2019 as follows:

Approved	376,316,884 Votes	equivalent to	100 %
Disapproved	0 Votes	equivalent to	0 %
Voided Ballot	0 Votes	equivalent to	0 %
Total	376,316,884 Votes	equivalent to	100 %
Abstained	0 Votes	(uncalculated)	

Agenda 4 To approve the allocation of profit for the year 2019 and the dividend payment for the year ended December 31, 2019.

The Chairman informed the Meeting that under Section 116 of the Public Limited Companies Act BE 2535 (1992), "the Company must allocate a portion of its annual net profit to a reserve fund of not less than five percent of its annual net profit. Less accumulated losses brought forward (if any) until the reserve reaches 10% of the registered capital. Unless the company has a statute or other law requires more reserves.

The Board will propose to the 2020 Shareholders' Meeting approve the proposed an appropriation for statutory reserves and the dividend payment for the year ended December 31, 2019 as per the following;

- To appropriate the net profit as a legal reserve of THB 2,400,000 which is equivalent to 5.13% of the net profit for the year 2019 resulting in the accumulated legal reserve of THB 10,900,000 which currently stands at 7.05% of the registered capital.
- To pay out the cash dividend in a proportion of THB. 0.04 per share based, in which the interim cash dividend payment for January 1 - September 30, 2019 had been paid amounting of THB. 0.02 per share on December 4, 2019, and cash dividend for January 1 - December 31, 2019 of THB. 0.02 per share, on the

ordinary shares of 617,310,058 which accounts for THB. 24.69 million or 55.59 percent of the net profit of the year 2019 after deducting as the legal reserve. The record date for shareholders on April 16, 2020 and the dividend will be paid on April 30, 2020.

The Chairman asked shareholder to require any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The Chairman requested the Meeting to approve the financial statements for the year ended December 31, 2019. The agenda was adopted with the majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Resolution: The meeting resolved to approve the allocation of profit for the year 2019 and the dividend payment for the year ended December 31, 2019.

Approved	376,316,884 Votes	equivalent to	100 %
Disapproved	0 Votes	equivalent to	0 %
Voided Ballot	0 Votes	equivalent to	0 %
Total	376,316,884 Votes	equivalent to	100 %
Abstained	0 Votes	(uncalculated)	

Agenda 5 To approve the reduction of the Company's registered capital of THB. 359,985.50 from the Company's authorized capital from THB. 154,687,500 to THB. 154,327,514.50 by canceling remaining 1,439,250 unpaid shares of the Company unsubscribed by the Company's shareholders with a par value of THB. 0.25 per share

The Chairman informed the Meeting that the following the resolution of the 2017 Annual General Meeting of Shareholders, held on April 3, 2017, to issue and allocate new ordinary shares of not exceeding 123,750,000 units to the existing shareholders shall be able to exercise, which are on 1) December 31, 2017 2) June 30, 2018 3) December 31, 2018, and 4) May 23, 2019. On May 23, 2019, the last exercise date, the Company has unissued shares from unexercised warrant of 1,439,942 shares at the par value THB. 0.25 per share by canceling the unpaid shares of equivalent to THB. 359,985.50 as information following;

1. Stock dividend payment to the Company's shareholders of which it shall not exceed 55,000,000 shares at the ratio of 8 existing ordinary shares for 1 stock dividend had paid, the Company has paid stocks dividend and 196 units cannot be allotted.
2. The Company issued and offering of the warrants to purchase newly issued ordinary share No.1 ('ATP30-W1') of not exceeding 123,750,000 units at the ratio of 4 existing shares to 1 warrant, the Company has paid the warrants. There are 496 remaining warrants, which has canceled all the remaining warrants, equivalent to 496 ordinary shares. Therefore, 123,749,504 units of warrants that can be exercised
3. The 123,749,504 units of warrants were exercised at the ratio of 1 unit of warrant entitled to purchase 1 new ordinary share, the exercise price of THB. 0.85, which the Company issued on conversion of the

right on May 23, 2019, with shares issued have not exercised, as 1,439,250 shares, which have been used to eliminate the total number by canceling the unpaid shares at the par value THB. 0.25.

The Board has considered, and then recommends the Meeting to approve the reduction of the Company's registered capital of THB. 359,985.50, divided into 1,439,942 ordinary shares at the par value THB. 0.25 from THB. 154,687,500 to THB. 154,327,514.50.

The Chairman asked shareholder to require any questions or concerns or any additional suggestions

There were no questions or concerns or any additional suggestions. The Chairman requested the Meeting to approve the reduction of the Company's registered capital of THB. 359,985.50 from the Company's authorized capital from THB. 154,687,500 to THB. 154,327,514.50 by canceling 1,439,250 ordinary shares with a par value of THB. 0.25 per share. The agenda was adopted with not less than three-fourth of total number of votes of the shareholders present at the meeting and eligible to vote.

Resolution: The meeting resolved to approve the reduction of the Company's registered capital of THB. 359,985.50 from the Company's authorized capital from THB. 154,687,500 to THB. 154,327,514.50 by canceling remaining 1,439,942 unpaid shares of the Company unsubscribed by the Company's shareholders with a par value of THB. 0.25 per share

Approved	376,316,884 Votes	equivalent to	100 %
Disapproved	0 Votes	equivalent to	0 %
Voided Ballot	0 Votes	equivalent to	0 %
Total	376,316,884 Votes	equivalent to	100 %
Abstained	0 Votes	(uncalculated)	

Agenda 6 To approve amendment of Clause 4 of the Company's Memorandum of Association for conformity with such decrease of the Company's authorized capital.

Amendment of Clause 4 of the Company's Memorandum of Association for conformity with such decrease of the Company's authorized capital

The Board recommends the Meeting to approve amendment of Clause 4 of the Company's Memorandum of Association for conformity with such decrease of the Company's authorized capital as follow;

Registered Capital	THB. 154,327,514.50
Number of shares	617,310,058
Par value	THB. 0.25
Types of shares	
Ordinary shares	617,310,058
Preferred shares	-None-

The Chairman asked shareholder to require any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The Chairman requested the Meeting to approve the amendment of Clause 4 of the Company's Memorandum of Association for conformity with such decrease of the Company's authorized capital. The agenda was adopted with not less than three-fourth of total number of votes of the shareholders present at the meeting and eligible to vote.

Resolution: The meeting resolved to approve amendment of Clause 4 of the Company's Memorandum of Association for conformity with such decrease of the Company's authorized capital.

Approved	376,316,884 Votes	equivalent to	100 %
Disapproved	0 Votes	equivalent to	0 %
Voided Ballot	0 Votes	equivalent to	0 %
Total	376,316,884 Votes	equivalent to	100 %
Abstained	0 Votes	(uncalculated)	

Agenda 7 To approve the reelection of the directors who retired by rotation.

The Chairman informed the Meeting that, in compliance with the Public Limited Companies Act and Clause 20 of the Company's Articles of Association, one-third of the directors must retire from office by rotation at the Annual General Meeting of Shareholders. Three Directors to be retired by rotation in this Meeting are as follows:

- 1) Ms.Suwannee Khamman Position Director, Independent Director and Chairman of Audit Committee
- 2) Ms. Somhatai Panichewa Position Director
- 3) Mr. Piya Techakul Position Director

Board of Directors excluding the directors who have conflict of interest in this matter, agreed to reinstate 3 mentioned above directors to serve as director(s) or independent director(s) for another term. The nominated candidates' profiles are as shown in the meeting invitation.

All three directors leave the meeting while voting time.

The moderator informed to the Meeting, the Company announced to the SET and posted on the Company's website, from January 2-31, 2020, soliciting to nominate qualified candidate to get elected as the board members. Nonetheless, none of the shareholders have nominated any candidates.

The Chairman asked shareholder to require any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The chairman requested the Meeting to approve the reelection of Directors to replace those retirements by rotation by the majority of total number of votes of the shareholders present at the meeting and eligible to vote, by individually.

1. **Ms. Suwannee Khamman**

Resolution: The meeting resolved to approve the reelection of Ms. Suwannee Khamman to replace those retirements by rotation for another term with the following votes:

Approved	376,316,884 Votes	equivalent to	100 %
Disapproved	0 Votes	equivalent to	0 %
Voided Ballot	0 Votes	equivalent to	0 %
Total	376,316,884 Votes	equivalent to	100 %
Abstained	0 Votes	(uncalculated)	

2. **Ms. Somhatai Panichewa**

Resolution: The meeting resolved to approve the reelection of Ms. Somhatai Panichewa to replace those retirements by rotation for another term with the following votes:

Approved	376,316,884 Votes	equivalent to	100 %
Disapproved	0 Votes	equivalent to	0 %
Voided Ballot	0 Votes	equivalent to	0 %
Total	376,316,884 Votes	equivalent to	100 %
Abstained	0 Votes	(uncalculated)	

3. **Mr. Piya Techakul**

Resolution: The meeting resolved to approve the reelection of Mr. Piya Techakul to replace those retirements by rotation for another term with the following votes:

Approved	376,316,884 Votes	equivalent to	100 %
Disapproved	0 Votes	equivalent to	0 %
Voided Ballot	0 Votes	equivalent to	0 %
Total	376,316,884 Votes	equivalent to	100 %
Abstained	0 Votes	(uncalculated)	

Agenda 8 To approve the remuneration of the Directors for the year 2020

The Chairman informed to the Meeting, according to Clause 25 of the Company's Articles of Association, the Directors' remuneration shall be approved by the Shareholders' Meeting. The directors' remuneration may be fixed or set a specific criterion by periodically. In addition, the directors are entitled to receive allowances and welfare benefits by following the company's regulations.

The Board requests the Meeting to approve the remuneration of the Company's Directors and Sub-committee members for the year 2020. The directors' remuneration is meeting allowance as detail below. The Board of Directors' remuneration in 2020 is maintained at the same rate of 2018 as per the following;

Meeting Allowance

Chairman of the Board of Director	THB.15,000/Meeting
Deputy of Board of Director	THB.12,000/Meeting
Director	THB.10,000/Meeting
Chairman of Audit Committee	THB.15,000/Meeting
Audit Committee and Independent Committee	THB.10,000/Meeting
Chairman of Risk Management Committee	THB.15,000/Meeting
Risk Management Committee	THB.10,000/Meeting
Chairman of the Nomination and Remuneration Committee	THB.15,000/Meeting
The Nomination and Remuneration Committee	THB.10,000/Meeting

Annual Remuneration: The Board of Directors would receive the remuneration in the amount not exceeding 5 percent of the annual net profit, after deducting corporate income tax. The Board of Directors would fix the appropriate amount which would be distributed among the Directors in such manner as they themselves determined.

The Chairman asked shareholder to require any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The Chairman requested the Meeting to approve the remuneration of the Directors for the year 2020 with an affirmative resolution of not less than two-third of total number of votes of the shareholders present at the meeting and eligible to vote.

Resolution: The meeting resolved to approve the remuneration of the Directors for the year 2020 as follows:

Approved	376,316,884 Votes	equivalent to	100 %
Disapproved	0 Votes	equivalent to	0 %
Voided Ballot	0 Votes	equivalent to	0 %
Total	376,316,884 Votes	equivalent to	100 %
Abstained	0 Votes	(uncalculated)	

Agenda 9 To appoint auditors and fix the auditing fee for the year 2020

The Chairman informed to the Meeting that to comply with Section 120 of the Public Limited Companies Act B.E. 2535 prescribed that the auditors and their fee shall be appointed or re-appointed and determined annually by the Annual General Meeting of Shareholders.

The Audit Committee considered the qualifications and performance of the auditor by the audit committee and including the appropriateness of the audit fee in 2020. The Audit Committee agreed that the auditors' expertise and experience as well as working standards are beneficial to the company. The Audit Committee found

it appropriate to propose auditors. The nominated auditors from EY Office Ltd. had no relationship with, or any interest in the Company, the Company's subsidiaries, the executives, major shareholders, or any related person, therefore, they are able to audit and comment on the financial statement of the Company independently.

The Board agrees with the Audit Committee and recommends the 2020 Annual General Meeting of Shareholders to approve the appointment of the auditors and audit fees as follows: Mr.Supachai Phanyawattano CPA Registration No 3930, who used to be appointed and performed his duty as a Company's auditor in 2016-2019 or Mr.Nattawut Santipet CPA Registration No 5730, who used to be appointed and performed his duty as a Company's auditor in 2019 or Ms.Krongkaew Limpkittikul CPA Registration No 5874, who used to be appointed and performed his duty as a Company's auditor in 2016-2019. The nominated auditors from EY Office Limited, one of the above to be audit, the auditor is responsible for examination and review of interim of financial statement of the Company. The three nominated auditors have not reviewed, audited and expressed opinions on the Company's Financial Statements for seven consecutive or non-consecutive years., and fixing amount of THB 1,260,000.

The Chairman asked shareholder to require any questions or concerns or any additional suggestions.

There were no questions or concerns or any additional suggestions. The Chairman requested the Meeting to appoint auditors and fix the auditing fee for the year 2020. The agenda was adopted with the majority of total number of votes of the shareholders present at the meeting and eligible to vote.

Resolution: The meeting resolved to appoint auditors and fix the auditing fee for the year 2020

Approved	376,316,884 Votes	equivalent to	100 %
Disapproved	0 Votes	equivalent to	0 %
Voided Ballot	0 Votes	equivalent to	0 %
Total	376,316,884 Votes	equivalent to	100 %
Abstained	0 Votes	(uncalculated)	


Agenda 10 To consider other matters (if any)

The Chairman informed the Meeting that under Section 105 of the Public Limited Companies Act BE 2535, the shareholders had considered the agendas as stated in the notice of the meeting. Shareholders holding shares not less than one third of the total number of shares sold. The Chairman asked the meeting to consider other matters as specified in the notice of the meeting.

In addition, the Shareholders acquired the opportunity to express their opinions and to ask other questions.

There are neither suggestions nor considerations form shareholder or proxy.

The Chairman then thanked the shareholders for attending the meeting and expressing their opinions on various matters and declared the meeting adjourned. The meeting was adjourned at 11.08 hours.

Singed by  The Chairman of the meeting

Mr. Chartchai Panichewa

The Chairman of the Board of Committee

Singed by  Recorder

Ms.Sukamda Puttaraksar

Company Secretary

(F 53-4)

Capital Increase Report Form
ATP 30 Public Company Limited
January 20, 2021

ATP30 Public Company Limited (“the Company”) would like to notice the resolution of the Board of Directors No. 1/2021, which was held on January 20, 2021 at 17.30 hrs., on the capital increase and allocation of the newly issued ordinary shares as follows

1. Capital increase

1.1 Approve to propose to the Extraordinary Meeting of Shareholders No. 1/2021 to consider and approve to increase the Company’s registered capital with an amount of of THB.16,250,000 from the original registered capital at the amount of THB. 154,327,514.50 as the new registered capital of THB. 170,577,514.50 by offering of 65,000,000 newly issued shares of the Company with a par value of THB. 0.25 per share to the private placement and to approve to propose the Shareholders’ Meeting to consider and approve the amendment to Clause 4. Of the Memorandum of Association of the Company with respect to the registered capital to be line with the increase of registered capital of the Company

Capital increase	Share type	Number of shares	Face value (THB. per share)	Total (THB.)
<input checked="" type="checkbox"/> Specifying the purpose of Proceed utilisation	Common stock	65,000,000	0.25	16,250,000.00
	Preferred shares	-	-	-
<input type="checkbox"/> General Mandate	Common stock	-	-	-
	Preferred shares	-	-	-

In the case of capital increase with Specifying the purpose of Proceed utilisation, please fill in the information in the following order, every exception 2.2.

In the case of capital increase by General Mandate, fill in the information in the next order only clause 2.2, item 3 and item 4.

2. The allotment.

2.1 Specifying the purpose of Proceed utilisation

Allocated to	Number of shares	ratio (Original: new)	Selling price (THB. per share)	Subscription date And make payment for shares	note
PP (Private Placement) for the Toyota Tsusho Thailand Holdings Limited.	65,000,000	-	THB. 0.99, totaling THB. 64,350,000.	Please consider the notes below.	Please consider the notes below.

Note:

The Board of Directors Meeting No. 1/2021 held on January 20, 2021, has resolved as follows.

1. Approve to propose to the Extraordinary Meeting of Shareholders No. 1/2021 to consider and approve to increase the Company's registered capital with an amount of THB.16,250,000 from the original registered capital at the amount of THB. 154,327,514.50 as the new registered capital of THB. 170,577,514.50 by offering of 65,000,000 newly issued shares of the Company with a par value of THB. 0.25 per share to the private placement and to approve to propose the Shareholders' Meeting to consider and approve the amendment to Clause 4. Of the Memorandum of Association of the Company with respect to the registered capital to be line with the increase of registered capital of the Company.

In order that, to authorize the Board of Director and/or Managing Director and/or a person authorized by the Board of Director and/or Managing Director to register the Company's Memorandum of Association at the Department of Business Development, Ministry of Commerce and other various operational that necessary to comply with the order of the register to complete of this registration.

2. Approve to propose to the to the Extraordinary General Meeting of Shareholders No. 1/2021 to consider and approve the allotment of new ordinary shares of the Company of 65,000,000 shares at par value of 0.25 baht by offering specific person (Private Placement) to Toyota Tsusho Thai Holding Company Limited (hereinafter referred to as "TTTH") by allocating 65,000,000 shares at the offering price of THB. 0.99 per share, totaling THB. 64,350,000.

There are additional considerations as follows;

- (A) As a result of the offering of the newly issued ordinary shares of the Company to TTTH, it is an offering of newly issued shares of the Company, whereby the Extraordinary General Meeting of Shareholders has resolved to clearly determine the offering price. According to the Capital Market Supervisory Board Board No. Torjor.72/2558 regarding the "Approval for the Listed Companies in Offering Newly Issued Shares to Private Placement" ("TorJor. 72/2558 Notification")

The addition of the Company will be required, approved from the Extraordinary Shareholders' Meeting to offer the newly issued ordinary shares of the Company to TTH this time. The company must be authorized to offer the Company's newly issued ordinary shares to specific investors from the Securities and Exchange Commission ("SEC") in accordance with the TorJor. 72/2558 Notification, before the offering of the newly issued ordinary shares.

To consider the offering price of the Company's newly issued shares to TTH at the offering price of THB. 0.99 per share, compared with the market price of the Company's shares, it is calculated from the weighted average price of the Company's shares traded in the SET. not less than 15 consecutive business days prior the Board of Directors' Meeting No. 1/ 2021 i.e., between December 28, 2020 - January 19, 2021, which is equal to THB. 0.99 per share, the above offering price of the newly issued ordinary shares. Therefore, the price is not lower than 90% of the market price in accordance with the No. TorJor. 72/2558.

If the offering price of the newly issued ordinary shares to a specific person (Private Placement) is lower than 90% of the market price of the Company's shares, before the SET accepts the registration of the newly issued ordinary shares as listed securities, TTH must comply with the sale of the newly issued ordinary shares. In accordance with the regulations prescribed in the Stock Exchange of Thailand on the criteria, conditions and procedures for the consideration of an application for accepting ordinary shares or preferred shares in the capital increase as listed securities, B.E. 2558 (2015) dated May 11, 2015 (including any amendments).

In this regard, after the issuance and allocation of the newly issued ordinary shares to TTH above, TTH will hold 65,000,000 shares or approximately 9.53% of the total issued and paid-up shares after the registration of the increase in paid-up capital of the Company.

- (B) This issuance and allocation of the newly issued ordinary shares to TTH is not considered a connected transaction of the listed company, in accordance with the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected Transactions dated August 31, 2008 (including the amendments) and the Notification of the Board of Directors of the Stock Exchange of Thailand on Disclosure Information and operations of the listed company on the connected transaction 2003, dated September 15, 1995 (including the amendments) ("Notification on the connected transaction") for the following reasons.

Prior to this capital increase, TTH had no relationship with the Company, its directors, executives, controlling persons. However, after the acquisition of the newly-issued ordinary shares of ATP 30 Public Company Limited will become the Company's major shareholder. By holds 65,000,000 shares, representing approximately 9.53% of the shares sold after the share capital of the Company and TTH to nominate directors of 1 person, totaling of 8 directors,

which consists of 5 directors and 3 independent directors, therefore, the allocation of newly issued ordinary shares to TTHH at this time did not participate in the management of the Company, as per 258 of the Securities Act, the acquisition of ordinary shares in the Company and also a decision not related by TTHH there is agreement between the shareholders of the company. Therefore, it is not a joint action that must be counted as a group (Acting in Concert) in this acquisition of newly issued ordinary shares.

In the future, if the Company has transactions with TTHH, the Company will comply with the Capital Market Supervisory Board No. Tor.Jor. 21/2551 Re: Rules on Connected Transaction dated August 31, 2008 (including any amendments) and announcement of the board of directors of the Stock Exchange of Thailand Subject: Disclosure of information and operations of the Company in the Connected Transactions 2003, dated November 19, 2003 (including any amendments)

In addition, the Board of Directors' Meeting also resolved to propose to the Extraordinary General Meeting of Shareholders No. 1/2021 to consider and approve the authorization of the Board of Director and/or Managing Director and/or a person authorized by the Board of Director and/or Managing Director to perform the following actions;

- A. To consider and determine other details related to the allocation of the newly issued ordinary shares to the specific investor, including but not limited to the determination of the offering period. As well as stipulating conditions and details relating to It is required to comply with the laws and regulations related to the issuance and offering of securities.
- B. Prescribing and revising the subscription date. And the offering date of the newly issued ordinary shares Allocation of newly issued ordinary shares is one time or one time. Payment of shares Including other conditions and details Related to the subscription and offering the newly issued ordinary shares
- C. To negotiate, make an agreement and sign documents and related contracts, including having the authorized to perform various tasks related to the above offering, offering and allocation This includes, but is not limited to, the preparation of the signing, the submission of the application for permission and the documents relating to the request for the issuance and offering of the newly issued ordinary shares to the Securities and Exchange Commission, including to any related department (if any)
- D. Register the amendment of the Memorandum of Association at the Department of Business Development, the Ministry of Commerce and has the authorized to take all necessary actions in order to comply with the Registrar's orders and to complete the registration.

In accordance with the Notification TorJor. 72/2558 stipulates that the company must complete the offering of shares within the period approved by Extraordinary General Meeting But must not exceed 3 months from the date Extraordinary General Meeting Has a resolution to approve the offering of newly issued shares Or the company must complete the offering of shares within 12 months from the date of Extraordinary General Meeting Approved the offering of shares In case the shareholders have a clear resolution that after the expiration of the 3- month period, the Board of Directors or the person assigned by the Board of Directors shall determine the offering price according to the market price during the offering period.

3. Approve to propose to the to the Extraordinary General Meeting of Shareholders No. 1/2021 to increase the number of Director from the original number of 7 persons to totaling 8 persons, with authorized to approve the Board of Director to appoint the new director.

2.1.1 In case of there is a fraction of shares due to the issuance of additional ordinary shares, is issued to arrange for TTTH in particular, which is a Private Placement, therefore, there are no fractions of shares

2.2 General Mandate

Allocated to	Type of securities	Number of shares	Percentage of paid-up capital ^{1/}	note
Existing shareholders	Common stock	-	-	-
	Preferred shares	-	-	-
To certify the conversion / exercise of the TSRs to purchase newly-issued shares that are transferable	Common stock	-	-	-
	Preferred shares	-	-	-
People	Common stock	-	-	-
	Preferred shares	-	-	-
Private Placement	Common stock	-	-	-
	Preferred shares	-	-	-

^{1/} Percentage of paid-up capital as of the date the Board of Directors of listed companies resolves to increase capital as a general mandate.

3. **The date of the shareholders' meeting to approve the capital increase and share allotment.**

The Extraordinary General Meeting of Shareholders No. 1/2021 held on February 24, 2021 at 01.00 p.m. through Electronics Media (E-EGM) in accordance with the rules stipulated in the law relating to the meeting through electronic. The agenda is as follows;

- The closing date of the share register book for the right to attend the Shareholders' Meeting from until the said shareholders' meeting Will be completed
- ✓ Determining the list of shareholders entitled to attend the Shareholders' Meeting (Record Date) on the date of February 04, 2021.

4. Approval of the capital increase / share allotment by relevant governmental agency, and conditions for permission (if any)

- 4.1 The company must obtain approval for the offering of newly issued ordinary shares of the company to specific investors from the SEC as specified in the Notification TorJor. 72/2558 prior to the offering of shares, ordinary capital increase of the Company to specific person.
- 4.2 The Company must register to increase its registered capital, and amend the memorandum of association and registered the change of paid-up capital with the Department of Business Development Ministry of Commerce And submit an application to the SET To request permission to receive the newly issued ordinary shares Listed securities on the stock exchange According to the relevant regulations and rules
- 4.3 The Company must apply for permission from the SET. to accept the newly issued ordinary shares of the Company as listed securities.

5. The purpose of the capital increase.

The company consideration to become a strategic partner with TTTH, the Company has received the two clients who are recommended from TTTH for 3 years' service periods and 5 years' service periods, the Company will provide a total of 57 buses, comprised of 42 new buses and 15 used buses of the Company, the new contract value is approximately THB. 340 million, accordance the news published on the SET. Subject: The notification of bidding results, service initiation, and service agreement renewal, in addition for 3 new clients and renewal of 1 existing client service agreement by request a total of 83 buses, consisting of 68 new buses and 15 used buses of the Company. The renewal service agreement is approximately THB. 370 million throughout the contract period incurred. As a result, the Company has a growth rate of service income approximately 11% compared to service income in the year 2020. (For 2020, service income growth is 14%, compared to service income in 2019 was reduced cause of COVID-19 affect). The company tends to increase service income from expanding customer base, and investing in new vehicles. For this reason, the Company uses a source of funds in the form of a financial lease agreement with the Financial Institutions that the Company has a credit line, the total investment amount is THB. 200 million with the duration is about 4 years and 5 years. Currently, the Company has sufficient investment limit and able to support the investment that will occur in the future.

For payment of capital increase shares from TTTH in the amount of THB. 64,350,000, the Company plans to use as a working capital in business, such as expenses for preparing drivers and operating staffs to supervise the operation process, expenses related to vehicles of the company, such as periodic maintenance fees for modifying the condition of the Company's buses at the age of 10 years and over, and service fees related to the technology in conjunction with the Company's transportation service processes such as Model Smart Mobility Technology for more convenience passenger and support for mobile phones users, etc.

If there is a significant change in the purpose of the capital increase and/ or the acquisition of assets, the Company will propose to the shareholders meeting for the resolution again.

The Company plans to use the money as working capital in the business, according to the investment project of 68 buses, with the Company expected to receive the money within the 1st quarter of 2021 and the time to use the money within one year, as details follows;

No.	Money Plan	Amount
1.	Wages and benefits for drivers and operations staff	30,000,000
2.	The other expense of vehicles	20,000,000
3.	Service charge on technology for the passenger bus process	10,000,000
4.	Working capital in business	4,350,000
	Total	64,350,000.00

If there is a significant change in the money plans, the company will comply with the purpose of spending money according to the Notification No. TorJor. 71/2561 and Notification No. SorJor. 63/2561.

Note: Based on the relevant expenses above, average of the past three years, for 68 new vehicles.

6. Benefits which the Company will receive from the capital increase / share allotment

This capital increase will benefit to the Company in the long term to have a good business partner (Strategic Partner) to support the Company's operations, enabling the Company to actually expand its customer base. Currently, the Company has service agreement both new and existing customers which expanding into 83 buses, consisting of 68 new buses and 15 company's used buses, the newel service agreement value is approximately THB. 370 million throughout the agreement period. Therefore, the Company must have a reserve amount for working capital in the business to ensure its continuous operation, as a result, the Company has a growth rate of service income approximately 11% compared to the revenue of the Company in 2020 (for the year 2020 the growth rate of service income at 14% is lower than the year 2019 when compared to the year service income, this effect of COVID-19). However, this will generate good returns for shareholders in the long term, such as compensating for the potential increase in share value and dividends.

The Company has a policy to pay dividends not less than 40% of the net profit according to the financial statements after deducting corporate income tax and other legal reserves, such performance growth, investment plans, liquidity, expansion, and future necessity and suitability. In order to create good returns to shareholders in the future.

7. Benefits which the shareholders will receive from the capital increase/ share allotment

This capital increase, the Company has a good business partner; Strategic Partner, able to expand the new customer base actually and generate more service income and net profit, it will advantage to shareholders who will receive long-term benefits from the return on the potential increase in share value and the dividend. The Company has a policy to pay dividends of not less than 40% of the net profit in accordance with Financial statements after corporate income tax and legal reserves, if the dividend is less than the policy, must be approved by the Board of Directors to consider factors such as investment plans, necessities and other suitability. In the future and propose for approval to the annual general meeting of shareholders Except for interim dividends, the Board of Directors has the power to pay dividends. If there is sufficient net profit after deducting legal reserve and continue to report to the Annual General Meeting of Shareholders for the year 2021.

8. Other details necessary for the shareholders to support their decision on the capital increase / share allotment.

Please consider other details of this capital increase details regarding the issuance and offering of new ordinary shares to the Private Placement (attachment no. 3).

9. Schedule of action where the Board of Directors approved the capital increase / Just for the share allotment.

No.	Action Plan	Date
1.	Board of Directors Meeting No. 1/2021	January 20, 2021
2.	Determine the names of shareholders who are entitled to attend the Extraordinary General Meeting of Shareholders No. 1/2021 (Record Date)	February 04, 2021
3.	Schedule for the Extraordinary General Meeting of Shareholders No. 1/2021	February 24, 2021
4.	Registered to increase registered capital with the Department of Business Development, Ministry of Commerce.	Within 14 days from the date the shareholders' meeting resolves to approve
5.	Offering the newly issued ordinary shares to the specific investors	After obtaining permission from the SEC but within 3 months from the date of approval by the Shareholders' Meeting, which is expected to be implemented within Q1 / 2021

No.	Action Plan	Date
6.	Registered changes in paid-up capital with the Department of Business Development, Ministry of Commerce.	Within 14 days from the date the company has received payment for the new ordinary shares in full amount

The company hereby certifies that the information contained in this report is correct and complete in all respects.

Signature

(Dr. Viwat Kromadit)

Authorized director to sign on behalf of the Company

Signature

(Mr. Piya Techakul)

Authorized director to sign on behalf of the Company

**Information Memorandum regarding the Offering and Allotment of
the Newly-issued ordinary shares to increase capital to the Specific Person (Private Placement)**

According to the Board of Directors' Meeting no. 1/2021 of ATP 30 Public Company Limited ("the Company") on January 20, 2021, the meeting passed resolution to propose to the Shareholders' Meeting to consider and approve to increase the Company's registered capital with an amount of THB.16,250,000 from the original registered capital at the amount of THB. 154,327,514.50 as the new registered capital of THB. 170,577,514.50 by offering of 65,000,000 newly issued shares of the Company with a par value of THB. 0.25 per share to offer to specific persons (Private Placement), named Toyota Tsusho Thai Holding Company Limited, the details of the Private Placement to allocate the newly issued ordinary shares are as follows:

- 1. **Details of the Offering for sale, Determination of the offering price, and reasonable price**
- 1.1 **Details of the Offering for sale**

The Company will issue and allot ordinary shares 65,000,000 newly issued shares to increase capital, at a par value of THB. 0.25, to specific persons (Private Placement), named Toyota Tsusho Thai Holding Company Limited ("TTTH") as per details below;

Allocated Person	No. of shares	Offering price share/ Total value (THB.)	Shareholding proportion compared to the no. of issued and paid-up shares of the Company	
			Current	After receiving the allocation
TTTH	65,000,000	0.99/ 64,350,000	-	9.53%

The offering newly issued ordinary shares of the Company through specific person (Private Placement), named TTTH, whereby the Extraordinary General Meeting of Shareholders has resolved to set the offering price in accordance with the announcement of the Capital Market Supervisory Board No. TorJor.72/2558 regarding the "Approval for the Listed Companies in Offering Newly Issued Shares to Private Placement" ("TorJor. 72/2558 Notification"), in addition the Company must obtain permission to offer newly issued ordinary shares of the Company to the private placement from the Office of the SEC in accordance with the aforementioned Notification.

Issuing and offering the newly issued shares, the Board of Directors has proposed to the Shareholders' Meeting to consider appointing the Company's authorized directors and/or Managing Director or a person authorized by the Company's authorized director and/or Managing Director in order

to set guidelines, terms and condition and other details necessary and related to the issuing of new shares and its allocation in line with relevant laws which;

- A. To consider and determine other details related to the allocation of the newly issued ordinary shares to the specific investor, including but not limited to the determination of the offering period. As well as stipulating conditions and details relating to It is required to comply with the laws and regulations related to the issuance and offering of securities.
- B. Prescribing and revising the subscription date. And the offering date of the newly issued ordinary shares Allocation of newly issued ordinary shares is one time or one time. Payment of shares Including other conditions and details Related to the subscription and offering the newly issued ordinary shares
- C. To negotiate, make an agreement and sign documents and related contracts, including having the authorized to perform various tasks related to the above offering, offering and allocation This includes, but is not limited to, the preparation of the signing, the submission of the application for permission and the documents relating to the request for the issuance and offering of the newly issued ordinary shares to the Securities and Exchange Commission, including to any related department (if any)
- D. Register the amendment of the Memorandum of Association at the Department of Business Development, the Ministry of Commerce and has the authorized to take all necessary actions in order to comply with the Registrar's orders and to complete the registration.

In accordance with the Notification Tor.Jor. 72/2558 stipulates that the company must complete the offering of shares within the period approved by Extraordinary General Meeting But must not exceed 3 months from the date Extraordinary General Meeting has a resolution to approve the offering of newly issued shares r the company must complete the offering of shares within 12 months from the date of Extraordinary General Meeting Approved the offering of shares In case the shareholders have a clear resolution that after the expiration of the 3- month period, the Board of Directors or the person assigned by the Board of Directors shall determine the offering price according to the market price during the offering period.

1.2 Determination of the offering price, and reasonable price

To consider the offering price of the Company's newly issued ordinary shares to TTTT at the offering for sale which is THB. 0.99 per share compared to the market price, it is calculated from the weighted average price of the Company's shares on the Stock Exchange of Thailand ("SET") for not less than 15 consecutive business prior to the date the Board of Director passed a resolution to propose the

agenda to the shareholders meeting of the Company, December 28, 2020 to January 19, 2021, the weighted average price of THB. 0.99 per share (source of information: SETSMART: www.setsmart.com) is less than 90% of market price by the Notification of the Capital Market Supervisory Board TorJor.

72/2558

No.	Date	Volume ('000 Shares)	Value ('000 THB.)
1	December 28, 2020	223.83	216.04
2	December 29, 2020	212.40	205.42
3	December 30, 2020	1,299.70	1,237.12
4	January 04, 2021	1,133.62	1,059.08
5	January 05, 2021	337.12	316.40
6	January 06, 2021	935.30	893.45
7	January 07, 2021	340.98	327.62
8	January 08, 2021	311.58	298.59
9	January 11, 2021	2,407.53	2,337.58
10	January 12, 2021	3,822.89	3,850.46
11	January 13, 2021	1,096.38	1,120.76
12	January 14, 2021	522.66	529.32
13	January 15, 2021	1,296.70	1,302.28
14	January 18, 2021	577.80	574.46
15	January 19, 2021	3,147.23	3,236.82
Total 15 days		17,665.72	17,505.40
Weighted average price for 15 working days (THB. / share)			0.99

In this case, if the offering price of the newly issued ordinary shares to a specific investor (Private Placement) is lower than 90% of the market price of the Company's shares before the SET orders to accept such newly issued ordinary shares. Prior the SET accepts the registration of the newly issued ordinary shares as listed securities, TTH must comply in accordance with the criteria set out in the Notification of the Stock Exchange of Thailand on the criteria, conditions and procedures for considering an application for accepting ordinary shares or preferred shares. The capital increase is listed securities B.E. 2558, dated May 11, 2015 (and has been amended).

1.3 Name and information of the specific investor who will be offered and allocated the newly issued ordinary shares List of allocated shares

1.3.1 General Information of Toyota Tsusho Thai Holding Company Limited

Toyota Tsusho (Thailand) Co., Ltd. (Formerly Toyota (Thailand) Co., Ltd. has changed its name on July 30, 1987) (hereinafter referred to as "TTTC") and has Toyota Tsusho Corporation Co., Ltd. (Japan), as the parent company, in order to have the same image of corporate around the world. This change also represents an era which the corporate companies in Thailand have developed and adjusted their image to be international. TTTC headquartered is at 607 Asoke-Dindaeng Road, Dindaeng, Dindaeng, Bangkok 10400. was established Toyota Tsusho Thai Holding Company Limited, registered on July 1, 2019 with registered and paid-up capital THB. 2,300,000,000 to invest in various companies. As a result of the past performance of TTTC, we are considered to have extensive experience in the manufacturing of cars, engines and auto parts, for more than 60 years and a leader in the import-export business, brokerage business, service agents, trading business both domestic and foreign retail business as well as expanding the market in the group non-automotive business that is not related to the existing business, such as management related to logistics, residential business, financial services, e-commerce, etc. and have a stable financial position as of December 31, 2019, total assets of THB. 21,980,893,619, total liabilities of THB. 19,172,887,405 and net profit of THB. 5,805,524,186.

There are more than 80 companies in the business with the Toyota Tsusho Corporation, which is the parent company in Japan (100% stakeholder) has affiliates in more than 90 countries and employs more than 8,000 employees.

The objective of investing in TTTT, to invest with the company and receive a return in the form of dividends in proportion to the investment of 9.53% and becoming a strategic to support the Company's operations, by having entered into a business agreement with an affiliated company, such 1. Introducing affiliated customers, to calculate as commission based on each client's contract. 2. To apply technology in the form of Model Smart Mobility in conjunction with the Company's vehicle process, be charged according to details such as routes, distances and the number of vehicles, etc. 3. Providing training courses related to professional service, be charged according to the number of trainees and 4. Supply of buses for the Company, according to market price, moreover to support the strength of the Company for sustainable growth in the future. In addition, the Company considers that the TTTC Group has a strong financial position. They are well prepared for investment and are expert in logistics management business. For TTTT's financial statements as of December 31, 2019, total assets

THB. 8,293,479,741, total liabilities THB. 5,981,708,610 and net profit of THB. 11,771,131 from such investments will benefit the company and benefit from such business alliances, and would be support the Company to expand its customer base, able to enhance a good image and differentiate from competitors.

In the decision of the recommended service regarding to the contract, business agreement, the Company will exercise discretion that is appropriate, necessary and beneficial to the Company by following the Company's nature business conditions.

1.3.2 Shareholding structure as of March 05, 2020

No.	List of Shareholders	No. Of shares	Shareholding Proportion
1.	Toyota Tsusho (Thailand) Company Limited	1,127,000	49.00%
2.	JAOVISIDHA Company Limited	586,500	25.50%
3.	CCKVC Company Limited	586,500	25.50%
Total		2,300,000	100.00%

(1) Toyota Tsusho (Thailand) Company Limited

No.	List of Shareholders	No. Of shares	Shareholding Proportion
1.	Toyota Tsusho Corporation (Japan) Co., Ltd.	19,199,998	100.00%
2.	Mr. Kiyoyoshi Oba	1	0.00%
3.	Mr. Nobusine Kawasaki	1	0.00%
Total		2,300,000	19,200,000

(1.1) Toyota Tsusho Corporation (Japan) Co., Ltd., 10 Major Shareholders as at September 30, 2021

No.	List of Shareholders	No. Of shares	Shareholding Proportion
1.	Toyota Motor Corporation (1.1)-1	76,368	21.69%
2.	Toyota Industries Corporation (1.1)-2	39,365	11.18%
3.	The Master Trust Bank of Japan, Ltd (Trust Account) (1.1)-3	37,591	10.68%
4.	Custody Bank of Japan, Ltd (Trust Account)	16,302	4.63%
5.	MUFG Bank, Ltd.	8,098	2.30%
6.	Custody Bank of Japan, Ltd. (Trust Account 5)	4,582	1.30%
7.	Sumitomo Mitsui Banking Corporation	4,249	1.21%
8.	JP Morgan Chase Bank 385781	3,675	1.04%
9.	Mitsui Sumitomo Insurance Company, Limited	3,600	1.02%
10.	Nippon Life Insurance Company	3,522	1.00%
	Others	156,704	43.95%
Total (40,596 Shareholders)		354,056	100.00%

Note:

1. Source of the information: <https://www.toyota-tsusho.com/english/ir/shareholders/shareholder01.html>
2. Toyota Motor Corporation and Toyota Industries Corporation are companies in the Toyota Group.
3. No. 1-3 are listed on the Tokyo Stock Exchange.
4. No. 1 Toyota Motor Corporation has the main directors in the Automotive segment, namely Moritaka Yoshida, the position of Executive Vice President and Didier Leroy, the position of Executive Vice President, Member of the Board of Directors, and the electric current group: Shigeki Terashi, Executive Vice President, Member of the Board of Directors.
5. No. 2 Toyota Industries Corporation has Tetsuro Toyoda's main directors as Chairman and Akira Onishi as President.
6. No. 3, The Master Trust Bank of Japan, Ltd has the main director Hiroshi Naruse positions Representative Director, President and Tetsuo Kushibe Positions Representative Director, Deputy President.
7. No 3, 4, 6 are banks that operate the business of monitoring and managing assets (Trust Account).

(1.1)-1 Toyota Motor Corporation as at March 31, 2020

No.	List of Shareholders	No. Of shares	Shareholding Proportion
1.	Japan Trustee Services Bank, Ltd. (1.1)-1.1	357,634	10.96%
2.	Toyota Industries Corporation (1.1)-2	238,466	7.31%
3.	The Master Trust Bank of Japan, Ltd. (1.1)-3	201,990	6.19%
4.	Nippon Life Insurance Company	127,332	3.90%
5.	JP Morgan Chase Bank	101,530	3.11%
6.	Denso Corporation	89,915	2.76%
7.	State Street Bank and Trust Company	78,582	2.41%
8.	Mitsui Sumitomo Insurance Company	56,814	1.74%
9.	Trust & Custody Services Bank, Ltd.	51,089	1.57%
10.	Tokio Marine & Nichido Fire Insurance Co., Ltd.	51,064	1.56%
	Others	1,908,581	58.49%
Total (587,947 Shareholders)		3,262,997	100.00%

Note:

1. Source of the information: https://global.toyota/en/ir/stock/outline/?_ga=2.196349292.1365651996.1612756208-1774790103.1612756208
2. Japan Trustee Service Bank, Ltd.
 - 2.1 List of Shareholders 1. Sumitomo Mitsui Trust Holdings Shareholding Proportion 66.67% stake and 2. Resona Bank Limited Shareholding Proportion 33.33%.
 - 2.2 The main directors such: 1. Mr. Yoshikatsu Nakashima as Chairman of the Bord of Director, Representative Director 2. Mr. Kazuho Oda as President, Representative Director and 3. Mr. Hiroaki Okuno as Vice President, Representative Director
 - 2.3 Source of the information: https://www.fis.com/fis/companies/details.asp?!=e&company_id=159159.
 - 2.4 Sumitomo Mitsui Trust Holding List of the top 3 shareholders as of September 30, 2020: 1. The Master Trust Bank of Japan, Ltd. (Trust Account), Shareholding Proportion 8.63% shareholding 2. Custody Bank of Japan, Ltd. (Trust Account 9,5,7,6) Shareholding Proportion 13.97% and 3. JP Morgan Chase Bank 385781 Shareholding Proportion 1.59% and Source of the information: <https://www.smth.jp/en/stock/state/index.html>

2.5 Resona Bank, Limited List of top 3 shareholders: 1. Dai-ichi Life Holdings, Inc., Shareholding Proportion 5.44%, 2. Asset Management One Co., Ltd., Shareholding Proportion 4.53% shareholding and 3. Sumitomo Mitsui Trust Asset Management Co., Ltd. Shareholding Proportion 3.87% and Source of the information:

<https://www.marketscreener.com/quote/stock/RESONA-HOLDINGS-INC-6492267/company/>

(1.1)-2 Toyota Industries Corporation as at September 30, 2021

No.	List of Shareholders	No. Of shares	Shareholding Proportion
1.	Toyota Motor Corporation (1.1)-1	76,600	23.51%
2.	Denso Corporation (1.1)-2.1	29,647	9.10%
3.	Towa Real Estate Co., Ltd. (1.1)-2.2	16,291	5.00%
4.	The Master Trust Bank of Japan, Ltd.	15,868	4.87%
5.	Toyota Tsusho Corporation	15,294	4.69%
6.	Custody Bank of Japan, Ltd.	11,140	3.42%
7.	Nippon Life Insurance Company	6,580	2.02%
8.	Aisin Seiki Co., Ltd.	6,578	2.02%
9.	Aioi Nissay Dowa Insurance Co., Ltd.	4,903	1.50%
10.	Toyota Industries Corporation Employee Ownership Program	4,249	1.30%
	Others	138,691	42.56%
Total (15,203 shareholders)		325,841	100.00%

Note:

1. Source of the information: <https://www.toyota-industries.com/investors/stock/index.html>
2. The main Director of Denso Corporation as, Koichi Fukaya, the position of Chairman. Information on the list of top 3 shareholders as of March 31, 2020: 1. Toyota Motor Corporation holding Shareholding Proportion 24.38% 2. Toyota Industries Corporation Shareholding Proportion 8.95%, and 3. The Master Trust Bank of Japan, Ltd. (Trust Account) Shareholding Proportion 6.71% and Source of the information: <https://www.denso.com/global/en/about-us/investors/stock/overview/>
3. The main Director of Towa Real Estate Co., Ltd. are Akio Toyoda, Chairman and Masao Ukai, President and Source of the information: <http://www.towa-r.co.jp/images/english.pdf>

(1.1)-3 The Master Trust Bank of Japan, Ltd as at June 30, 2020

No.	List of Shareholders	No. Of shares	Shareholding Proportion
1.	Mitsubishi UFJ Trust and Banking Corporation (1.1)-3.1	55,800	46.50%
2.	Nippon Life Insurance Company (1.1)-3.2	40,200	33.50%
3.	Meiji Yasuda Life Insurance Company (1.1)-3.3	12,000	10.00%
4.	The Norinchukin Trust and Banking Co., Ltd.	12,000	10.00%
Total		120,000	100.00%

Note:

1. Source of the information: https://www.mastertrust.co.jp/english/pdf/discro_2020.pdf
2. Mitsubishi UFJ Trust and Banking Corporation List of shareholders 3 as of 30 June 2020: 1. The Master Trust Bank of Japan, Ltd., Shareholding Proportion 8.25%; 2. Custody Bank of Japan, Ltd. (Trust Account 5,9) Shareholding Proportion 9.18% and 3. \$\$\$ BTC Client Omnibu \$ Account Shareholding Proportion 2.27% and Source of the information: https://www.mufg.jp/english/ir/stock/stock_information/index.html
- 2.1 The main Directors are Toby S.Myerson, Hirofumi Nomoto, Yasushi Shingai, Tarisa Watanagase, Akira Yamate, Member of the Board of Directors (Outside Director) and Junichi Okamoto, Ritsuo Ogura, Nobuyuki Hirano, Kanetsugu Mike, Saburo Arki, Iwao Nagashima ,, Hironori Kamezawa, Member of the Bord of Directors
3. No. 2 and No. 3 no data found.

(2) **JAOVISIDHA Company Limited**

No.	List of Shareholders	No. Of shares	Shareholding Proportion
1.	J AO Business Co., Ltd. (2.1)	4,837,283	82.48%
2.	Visidha Co., Ltd. (2.2)	414,766	7.07%
3.	Ms. Monnaporn Jaovisidha	306,475	5.23%
4.	Ms. Nalinee Jaovisidha	102,158	1.74%
5.	Mr. Pipit Jaovisidha	102,159	1.74%
6.	Ms. Mantana Jaovisidha	102,158	1.74%
7.	Toyota Tsusho (Thailand) Co., Ltd. (1)	1	0.00%
	Total	5,865,000	100.00%

(2.1) **J AO Business Company Limited**

No.	List of Shareholders	No. Of shares	Shareholding Proportion
1.	Mr. Kornpop Jaovisidha	136,640	25.00%
2.	Mr. Panidhi Jaovisidha	136,640	25.00%
3.	Ms. Supassorn Jaovisidha	136,640	25.00%
4.	Ms. Anustha Jaovisidha	136,640	25.00%
	Total	546,560	100.00%

(2.2) **Visidha Company Limited**

No.	List of Shareholders	No. Of shares	Shareholding Proportion
1.	Mr. Kornpop Jaovisidha	24,089	24.09%
2.	Mr. Chavis Jaovisidha	21,220	21.22%
3.	Ms. Chandha Jaovisidha	17,591	17.59%
4.	Ms. Kanala Jaovisidha	17,365	17.37%
5.	Ms. Supassorn Jaovisidha	10,500	10.50%
6.	Mr. Panidhi Jaovisidha	2,000	2.00%
7.	Ms. Anustha Jaovisidha	2,000	2.00%

No.	List of Shareholders	No. Of shares	Shareholding Proportion
8.	Ms. Wantanee Jaovisidha	1,979	1.98%
9.	Mr. Pipit Jaovisidha	1,625	1.63%
10.	Ms. Monporn Jaovisidha	1,625	1.63%
11.	Mr. Cheat Jaovisidha	2	0.00%
12.	Ms. Waraporn Jaovisidha	2	0.00%
13.	Mr. Suchin Jaovisidha	2	0.00%
Total		100,000	100.00%

(3) CCKVC Company Limited

No.	List of Shareholders	No. Of shares	Shareholding Proportion
1.	CCKV Company Limited (3.1)	4,837,283	82.48%
2.	Visidha Company Limited (2.2)	414,766	7.07%
3.	Ms. Monporn Jaovisidha	306,475	5.23%
4.	Ms. Nalinee Jaovisidha	102,158	1.74%
5.	Mr. Pipit Jaovisidha	102,159	1.74%
6.	Ms. Mantana Jaovisidha	102,158	1.74%
7.	Toyota Tsusho (Thailand) Co., Ltd. (1)	1	0.00%
Total		5,865,000	100.00%

(3.1) CCKV Company Limited

No.	List of Shareholders	No. Of shares	Shareholding Proportion
1.	Mr. Chavis Jaovisidha	58,009	49.50%
2.	Ms. Kanala Jaovisidha	47,461	40.50%
3.	Mr. Cheat Jaovisidha	5,860	5.00%
4.	Ms. Waraporn Jaovisidha	5,859	5.00%
Total		117,189	100.00%

1.3.3 List of Directors

	Toyota Tsusho Thai Holding	(1) Toyota Tsusho Thailand	(1.1) Toyota Tsusho Corporation (Japan)	(2) Jaovisidha Co., Ltd.	(2.1) JAO Business Co. Ltd.	(2.2) Visidha Co., Ltd.	(3) CCKVC Co., Ltd.	(3.1) CCKV Co., Ltd.
Shareholding Proportion		49.00%		25.50%			25.50%	
Mr. Kiyoshi Oba	/	/						
Mr. Yuiji Oei	/	/						
Mr. Kuniaki Yamakiwa	/	/						
Mr. Yuji Nakagawa	/	/						

	Toyota Tsusho Thai Holding	(1) Toyota Tsusho Thailand	(1.1) Toyota Tsusho Corporation (Japan)	(2) Jaovisidha Co., Ltd.	(2.1) JAO Business Co. Ltd.	(2.2) Visidha Co., Ltd.	(3) CCKVC Co., Ltd.	(3.1) CCKV Co., Ltd.
Ms. Penpam Jaovisidha	/	/				/		
Ms. Anustha Jaovisidha	/			/	/	/		
Ms. Waraporn Jaovisidha	/	/					/	/
Mr. Chavis Jaovisidha	/						/	/
Mr. Nobusuke Kawasaki		/						
Mr. Nobu Fumi Miura		/						
Mr. Shizuka Hayashi		/						
Jun Karube			/					
Ichiro Kashitani			/					
Mr. Hideki Yanase			/					
Mr. Takahiro Kondo			/					
Ms. Kumi Fujisawa			/					
Mr. Kunihito Koumoto			/					
Mr. Didier Leroy			/					
Ms. Yukari Inoue			/					
Ms. Chandha Jaovisidha				/		/		
Mr. Kanop Jaovisidha					/			
Mr. Panithi Jaovisidha					/	/		
Ms. Supassorn Jaovisidha					/			
Mr. Cheat Jaovisidha						/	/	/
Ms. Konnala Jaovisidha						/	/	/
Mr. Pipit Jaovisidha						/		
Ms. Supaneewan Jaovisidha						/		
Ms. Monnaporn Jaovisidha						/		

Note: 1. List of Director of Toyota Tsusho Corporation Co., Ltd. (Japan) as of June 23, 2020, Source of the information:

<https://www.toyota-tsusho.com/english/company/officer/>

Director List	(1.1) Toyota Tsusho Corporation	(1.1)-1 Toyota Motor Corporation	(1.1)-2 Toyota Industries Corporation	(1.1)-3 The Master Trust Bank of Japan, Ltd.
Jun Karube	/			
Ichiro Kashitani	/			
Hideki Yanase	/			

Director List	(1.1) Toyota Tsusho Corporation	(1.1)-1 Toyota Motor Corporation	(1.1)-2 Toyota Industries Corporation	(1.1)-3 The Master Trust Bank of Japan, Ltd.
Takahiro Kondo	/			
Kumi Fujisawa	/			
Kunihito Koumoto	/			
Yukari Inoue	/			
Didier Leroy	/	/		
Monitaka yoshida		/		
Shigeki Terashi		/		
Gill A" Pratt		/		
Shigeki Tomooyama		/		
Mitsuru Kawai		/		
Koji Kobayashi		/		
Tetsuro Toyoda			/	
Akira Onishi			/	
Kazue Sasaki			/	
Takuo Sasakt			/	
Hiroshi Naruse				/
Tetsuo Kushibe				/
Ken Iiyama				/
Atsushi Nakajima				/
Daizo Naito				/

1.3.4 Relationship with the company Directors Executives and Major shareholders of the Company

Prior to this capital increase, TTTH had no relationship with the Company, Directors, Executives, Controlling persons. However, after the acquisition of the newly-issued ordinary shares of ATP 30 Public Company Limited will become the Company's major shareholder, by hold 65,000,000 shares, representing approximately 9.53% of the shares sold, after the share capital of the Company and TTTH to nominate directors of one person, total of eight director, which consists of five directors and three independent directors, therefore, the allocation of newly issued ordinary shares to TTTH at this time did not participate in the management of the Company, Section 258 of the Securities Act, the acquisition of common shares in the Company and also a decision not related by TTTH. There is agreement between the partner in the shareholders of the Company and TTTH, therefore, it is not a joint action that must be counted as a group (Acting in Concert)

In this acquisition of newly issued ordinary shares. In event of the Company has transactions with TTTH in the future, the Company will abide by comply to the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected Transaction dated August 31, 2008 (including any

amendments) and the announcement of the board of directors of the Stock Exchange of Thailand Subject: Disclosure of Information and Actions of the Company in the Connected Transaction 2003 dated November 19, 2003 (including any amendments)

2. Objective of issuing newly issued ordinary shares Money plan

2.1 Objectives of the share issue

The company consideration to become a strategic partner with TTTT, the Company has received the two clients who are recommended from TTTT for 3 years' service periods and 5 years' service periods, the Company will provide a total of 57 buses, comprised of 42 new buses and 15 used buses of the Company, the new contract value is approximately THB. 340 million, accordance the news published on the SET. Subject: The notification of bidding results, service initiation, and service agreement renewal, in addition for 3 new clients and renewal of 1 existing client service agreement by request a total of 83 buses, consisting of 68 new buses and 15 used buses of the Company. The renewal service agreement is approximately THB. 370 million throughout the contract period incurred. As a result, the Company has a growth rate of service income approximately 11% compared to service income in the year 2020. (For 2020, service income growth is 14%, compared to service income in 2019 was reduced cause of COVID-19 affect). The Company tends to increase service income from expanding customer base, and investing in new vehicles. For this reason, the Company uses a source of funds in the form of a financial lease agreement with the Financial Institutions that the Company has a credit line, the total investment amount is THB. 200 million with the duration is about 4 years and 5 years. Currently, the Company has sufficient investment limit and able to support the investment that will occur in the future.

For payment of capital increase shares from TTTT in the amount of THB. 64,350,000, the Company plans to use as a working capital in business, such as expenses for preparing drivers and operating staffs to supervise the operation process, expenses related to vehicles of the company, such as periodic maintenance fees for modifying the condition of the Company's buses at the age of 10 years and over, and service fees related to the technology in conjunction with the Company's commuter processes such as Model smart mobility technology for more convenience passenger services transport and support for mobile phones users, etc.

If there is a significant change in the purpose of the capital increase and / or the acquisition of assets, the company will propose to the shareholders meeting for the resolution again.

2.2 Money plan

The Company plans to use the money as working capital in the business, according to the investment project of 68 buses, with the Company expected to receive the money within the 1st quarter of 2021 and the time to use the money within one year, as details follows;

No.	Money Plan	Amount
1.	Wages and benefits for drivers and operations staff	30,000,000
2.	The other expense of vehicles	20,000,000
3.	Service charge on technology for the passenger bus process	10,000,000
4.	Working capital in business	4,350,000
	Total	64,350,000.00

If there is a significant change in the money plans, the company will comply with the purpose of spending money according to the Notification No. TorJor. 71/2561 and Notification No. SorJor. 63/2561.

Note: Based on the relevant expenses above, average of the past three years, for 68 new vehicles.

3. Dilution Effect to the shareholders (only for the case of private placement) can be described in three effects as below

3.1 Impact on shareholders' equity (Control dilution)

$$= \frac{\text{Number of newly issued ordinary shares offered for sale to specific investors}}{\text{Number of newly issued ordinary shares offered to the specific investors} + \text{number of paid-up shares}}$$

$$= \frac{65,000,000}{65,000,000 + 617,310,058}$$

$$= 9.53\%$$

3.2 Effect on stock price (price dilution)

$$= \frac{\text{Market price before the offering}^{1/} - \text{Market price after the offering}^{2/}}{\text{Market price before the offering}}$$

$$= \frac{0.99 - 0.99}{0.99}$$

$$= 0$$

The impact on the share price is 0, there is no impact on the price

Note: 1 / Market price before the offering = Weighted average price of ordinary shares in the Stock Exchange 15 consecutive days prior to the Board of Directors' meeting on January 20, 2021 (at the price of 0.99 baht per share)

2 / Market price after the offering = (Market price * Paid-up shares) + (Offering price * number of shares offered)

$$\frac{(0.99 \times 617,310,058) + (0.99 \times 65,000,000)}{(617,310,058 + 65,000,000)}$$

= THB. 0.99 per share

3.3 Effect on Earnings per share dilution or EPS Dilution

$$= \frac{\text{EPS before the offering} - \text{EPS after the offering}}{\text{EPS before the offering}}$$

$$= \frac{0.031 - 0.028}{0.031}$$

$$= 9.68\%$$

Note: Net profit (according to the financial statement Q 3/2020)

EPS before the offering = 18,890,155.70 / 610,310,058 = THB. 0.031 per share

EPS after the offering = 18,890,155.70 / (617,310,058 + 65,000,000) = THB. 0.028 per share

The shareholding structure prior and after the transection of the issuance and offering ordinary share to increase capital to private placement as follows:

Shareholding structure prior to the offering of ordinary shares in the Private Placement (As at December 31, 2020)				Shareholding structure after to the offering of ordinary shares in the Private Placement (As at March 12, 2021)	
No.	Name of Shareholders	No. of shares	Proportion	No. of shares	Proportion
1	MR. CHARTCHAI PANICHEWA's group	118,125,000	19.14%	118,125,000	17.31%
2	MR.PIY ATECHAKUL's group	100,469,894	16.28%	100,469,894	14.72%
3.	MR. VIWAT KROMADIT's group	42,750,000	6.93%	42,750,000	6.27%
4.	MR. VITON KROMADIT	29,390,199	4.76%	29,390,199	4.31%
5.	MR. PONGCHAI JONGPAISARNSILP	16,159,500	2.62%	16,159,500	2.37%
6.	MS. NARTRUDEE SRIPRACHITTICHAI	15,600,000	2.53%	15,600,000	2.29%
7	MR. BUNDIT TOONGKASERANEE	15,372,000	2.49%	15,372,000	2.25%
8.	MS. VIPAWEE KROMADIT	13,032,903	2.11%	13,032,903	1.91%
9.	MS. CHAROONLAK PANICHEWA	12,656,250	2.05%	12,656,250	1.85%
10.	Thai NVDR	9,866,251	1.60%	9,866,251	1.45%
11	TOYOTA TSUSHO THAI HOLDING Co., Ltd.	-	-	65,000,000	9.53%
12.	Others	243,888,061	39.49%	243,888,061	35.74%
	Total	617,310,058	100.00	682,310,058	100.00

Note:

- * Book closing date on January 13, 2021
- ** The aggregation of securities groups follows the definition of persons under Section 258.
- 1. Mr. Chatchai Phanichewa's group consists of spouse and children, namely Mrs. Somhatai Panichewa, Mr. Phathit Panichewa, Mr. Saris Phanichewa, and Ms. Apapit Phanichewa, excluding his mother, Mrs. Jaronlak Phanichewa
- 2. Mr. Piya Techakul's group consists of spouse and underage children, namely Mrs. Saisut Techakul, excluding children who have reached the age of majority, namely Mr. Thanapoom Techakul, with ordinary shares 1,120,000 shares.
- 3. Mr. Viwat Kromadit, excluding brothers, namely Mr. Vitoon Kromadit and Mrs. Sawipawee Kromadit

3.4 The value that the shareholders receive in comparison with dilution

This capital increase is not a lot impact on the existing shareholders as TTH's will be hold approximately 9.53% of the total issued shares after the registration of the increase in paid-up capital of the Company. The impact on the earnings per share of 9.68% and the shareholding proportion of 9.53%, but the shareholders to increase the value of the Company to have a strategic partner with TTH, the Company has received the two clients who are recommended from TTH for 3 years' service periods and 5 years' service periods, the Company will provide a total of 57 buses, comprised of 42 new buses and 15 used buses of the Company, the new contract value is approximately THB. 340 million, in addition for 3 new clients and renewal of 1 existing client service agreement by request a total of 83 buses, consisting of 68 new buses and 15 used buses of the Company. The renewal service agreement is approximately THB. 370 million throughout the contract period incurred. As a result, the Company has a growth rate of service income approximately 11% compared to service income in the year 2020 (For 2020, service income growth is 14%, compared to service income in 2019 was reduced cause of COVID-19 affect). The shareholders will receive the good returns in the long term, such as compensation for potential increases in share value and dividends.

The company has a policy to pay dividends not less than 40% of the net profit according to the financial statements after deducting corporate income tax and other legal reserves, if any. Performance growth, investment plans, liquidity, expansion, and future necessity and suitability. In order to create good returns to shareholders in the future

3.5 Risk from the issuance and offering of the newly issued ordinary shares to the specific investors

The risk affecting the existing shareholders is not much due to TTTH's investment proportion of approximately 9.53% of the total paid-up shares after the registration of the increase in paid-up capital of the Company. The impact on the earnings per share of 9.68% and the shareholders' proportion of 9.53% if the company does not receive the money as planned. The Company may have to find other funding sources, such as issuing debt securities or borrowing, and the issuance of new ordinary shares to existing shareholders in proportion to their shareholding (Rights Offering), which may take a long time to process, and the source of funds is not required or sufficient, such increase the interest expense burden and lack of financial liquidity, insufficient in accordance with the customer base expansion plan.

In case of TTTH has sold its ordinary shares, the Company may lose the opportunity to expand its customer base in line with the Company's growth plans. Compared with the market price of the Company's shares which calculates the weighted average price of stocks for not less than 15 consecutive working days prior to the offering, the offering price of the newly issued ordinary shares to the specific person below 90% of the market price of the Company's shares. Before the SET is acceptance such newly issued ordinary shares as listed securities, TTTH must comply with the sale of the newly issued ordinary shares in accordance with the rules of the Stock Exchange of Thailand on the criteria, conditions and procedures for considering an application for accepting ordinary shares or preferred shares in the capital increase as Listed securities B.E. 2558, dated May 11, 2015 (including any amendments)

4. The Board of Directors of the Company.

4.1 Reason for capital increase and the reasonableness of the capital increase

The Board of Directors is of the opinion that the issuance and offering of the newly issued ordinary shares of the Company in order to allocate the newly-issued ordinary shares to TTTH has a beneficial effect on the Company from having a Strategic Partner to support the Company's operations such Logistics Management Specialist and be ready in funding. This reason, the Company able to receive money according to the Company's growth plan in time and having sufficient financial liquidity at present and expanding business in the future. It will also support the Company to have a good image and to differentiate itself from competitors. This capital increase is considered to raise funds in the short term, able to receive the required money, reduce the burden of existing shareholders to increase capital, and generate rewards.

- (A) Issuance of debt securities or borrowing, the Board of Directors has considered issuing debt instruments or borrowing money and considers, it is not appropriate at this time, due to the current situation and economic conditions. In addition, the use of assets as collateral is limited since the main assets of the Company are only buses, as of December 31, 2020, the Company has debt under the

finance lease of 198 vehicles, the liability under the finance lease is approximately THB. 262 million, long period to process a new credit limit, these may not be able to keep up with the plans of the Company at this time and incur additional interest expenses.

- (B) Issuance and offering of newly issued ordinary shares to existing shareholders according to their shareholding proportion (Rights Offering), the Board of Directors considers that the fundraising through such method has limitations on the uncertainty of the amount. Capital granted may not receive support from the existing shareholders to subscribe for the newly issued ordinary shares of the Company for the required amount.

Therefore, the most effective and appropriate fundraising method that will enable the Company to receive the required amount of funds in the planned period is the issuance and offering of the Company's newly issued ordinary shares to TTTT with business experience related to the Company. There is definitely ready investment capital and understand the Company's policy and operating vision very well. Fundraising this way as opposed to issuing debt or borrowing money and the issuance and offering of the newly issued ordinary shares to the existing shareholders in proportion to their shareholding (Rights Offering) or by other means of capital increase may delay, the Company fundraising and not get the required amount of funds. This can affect the operating plan and financial liquidity of the Company.

4.2 Possibility of the capital increase plan and the adequacy of funding sources

According to the current customer base expansion plan, 3 new clients and renewal of 1 existing client service agreement by request a total of 83 buses, consisting of 68 new buses and 15 used buses of the Company. The renewal service agreement is approximately THB. 370 million throughout the contract period incurred. As a result, the Company has a growth rate of service income approximately 11% compared to service income in the year 2020 (For 2020, service income growth is 14%, compared to service income in 2019 was reduced cause of COVID-19 affect), the company will need to have sufficient working capital reserve for the operation of the said investment plan. The Company expects to receive the money within the first quarter of 2021, in case of it does not go according to the plan, the company also has an overdraft limit, short-term and long-term loans from four banks to reserve as working capital in the business that is sufficient for the investment project plan.

4.3 Impact expected to occur on the business operation of the company, as well as financial status and overall performance of the company Due to the capital increase

Referring to the company will become a strategic partner with TTTT, the Company has received the two clients who are recommended from TTTT for 3 years' service periods and 5 years' service periods, the Company will provide a total of 57 buses, comprised of 42 new buses and 15 used buses

of the Company, the new contract value is approximately THB. 340 million, accordance the news published on the SET. Subject: The notification of bidding results, service initiation, and service agreement renewal, in addition for 3 new clients and renewal of 1 existing client service agreement by request a total of 83 buses, consisting of 68 new buses and 15 used buses of the Company. The renewal service agreement is approximately THB. 370 million throughout the contract period incurred. As a result, the Company has a growth rate of service income approximately 11% compared to service income in the year 2020. (For 2020, service income growth is 14%, compared to service income in 2019 was reduced cause of COVID-19 affect), the Company tends to increase service income from expanding customer base, in addition, the company also has a better financial position.

4.4 Appropriateness of the offering price and the origin of the offering price determination

The Company determines the offering price, after negotiation between the Company and TTTH by comparing it with the market price of the Company's shares, this is calculated from the weighted average price of the Company's shares traded in the SET. not less than 15 consecutive business days prior to the Board of Directors' Meeting, December 28, 2020 - January 19, 2021, which is equal to THB. 0.99 per share (source of information: SETSMART: www.setsmart.com). Therefore, the price is not lower than 90% of the market price according to the announcement No. TorJor. 72/2558.

The Board of Directors Meeting No. 1/2021 to consider and approve the issuance and offering of 65,000,000 newly issued ordinary shares of the Company with a par value of THB. 0.25 per share by offering a specific offering to specific person (Private Placement) through TTTH by allocating 65,000,000 shares at the offering price of THB. 0.99 per share, equivalent to THB. 64,350,000.00 and the market price of the shares is THB. 0.99 per share, with the Company not wishing to issue and offer shares at a price lower than the market price for the benefit of the Company and shareholders as well.

Considering the reasons, necessity, and benefits that the Company will receive from this offering and allocation of the newly issued ordinary shares. The Board of Directors therefore passed a resolution approving the issuance and offering of the newly issued ordinary shares of the Company for the allocation of the newly issued ordinary shares to TTTH. The offering price of newly issued ordinary shares to that investor is appropriate to the best interests of the shareholders and the Company has a reserve line to use as working capital and receive money as needed in accordance with the company's customer base expansion plan.

4.5 Rationale and Necessity for Private Placement Offering

This issuance and offering of newly issued ordinary shares to TTTH, the Board of Directors is of the opinion that TTTH is a company with a stable financial status and investment potential, become an expert professional in business, have good relations with a variety of businesses and have a network in

the businesses that are relevant to the current and future business operations of the Company. As a result, the company has been able to expand its growth continuously, resulting in the company receiving the required amount of funds to operate its business. This will enable the Company to receive the required amount of funds to run the Company's business. The Company able to raise capital within a short time and reducing the burden of existing shareholders in raising capital, the result of the Company having better liquidity and operating results. As well as increasing the potential and confidence, in conducting business of the Company towards stakeholders and financial institutions. TTTT will support the knowledge and capabilities, including experiences to promote and support for the Company's plans to expand its business activities, which is part of the company sees the potential and opportunities for growth to increase revenues from the provision of future services and benefits to shareholders also, including joint good business partners.

5. Certification of the Company directors

There are 7 Directors of the Company, consisting of 4 Directors and 3 Independent Directors / Audit Committee, objectives and Articles of Association as well as resolutions of the shareholders' meeting with honesty and be careful in protecting the interests of the Company in regards to this capital increase by acting or omitting any act in violation of the said duty and any disadvantage to the Company, shareholders able to claim compensation from the said director on behalf of the Company in accordance with Section 85 of the Public Limited Companies Act B.E. 2535 (including the amendments) until the Director, Management or related persons have obtained an improper advantage. One or more shareholders holding shares in the Company and having voting rights not less than 5% of the total voting rights of the Company. Able to exercise the right to claim benefits from that director on behalf of the company in accordance with Section 89/18 of the Securities and Exchange Act B.E. 2535 (including as amended).

In this regard, the Board of Directors hereby certifies that the Board of Directors has taken careful consideration, approval and verification of investor information completely. The opinion that the issuance and offering of the newly issued ordinary shares to be allocated to TTTT has a beneficial effect on the Company from having a strategic partner to support the Company's operations and have a stable financial status, enabling the Company to actually expand its customer base, able to get more revenue from the service, and increase profits and return on investment for shareholders in the long term.



The company hereby certifies that the information in this report is correct and complete in all respects.

(signed).....

(Dr. Viwat Kromadit)

Authorized director to sign on behalf of the Company

(signed).....

(Mr. Piya Techakul)

Authorized director to sign on behalf of the Company



Company's Articles of Association "Shareholders' Meeting"

Chapter 6 Shareholders' Meeting

36. The Board of Directors shall call a shareholders' meeting which is an annual ordinary general meeting of shareholders within four months of the last day of the fiscal year of the Company. The General Meetings of Shareholders other than the one referred to in the first paragraph shall be called extraordinary general meetings. In order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a general meeting of shareholders amounting to not less than twenty-five persons, or not less than one half of the total number of shareholders, and in either case such shareholders shall hold shares amounting to not less than one-third of the total number of shares sold, unless otherwise stipulated by the law governing public limited companies.
37. To call a meeting of the shareholders, the Board of Directors shall make the invitation letter with the stipulated venue, date, time, agenda items and the materials outlining the proposed matters to the meeting with sufficient details. The items should be clearly stipulated whether they will be submitted to the meeting for acknowledgement, approval or consideration as the case may be. The Board of Directors' opinion in such matters shall also be sent to the shareholders and made available to the registrars at least 7 days prior to the meeting. The notice of such shareholders' meeting shall be advertised on the newspaper for three successive days and at least 3 days prior to the meeting date. The Shareholders' meeting shall be held at the company's head office or in the nearby provinces or other location set by the board of the directors.
38. To attend at a general meeting of shareholders amounting to not less than twenty-five persons, or not less than one half of the total number of shareholders, and in either case such shareholders shall hold shares amounting to not less than one-third of the total number of shares sold, unless otherwise stipulated by the law governing public limited companies.

At any general meeting of shareholders, if one hour has passed from the time specified for the meeting and the number of shareholders and the aggregate number of shares held by the shareholders attending the meeting is still inadequate for a quorum, and if such meeting was called as a result of a request by the shareholders, such meeting shall be cancelled. If such meeting was called by the Board of Directors, the meeting shall be called once again and the notice calling such meeting shall be delivered to the shareholders not less than seven days prior to the date of the meeting. In the subsequent meeting a quorum is not required.

39. The Chairman of the Board of Directors shall preside at every general meeting of shareholders. If the Chairman of the Board is not present at a meeting, or cannot perform his duty, and if there is a Vice-Chairman, the Vice-Chairman present at the meeting shall be the chairman of the meeting. If there is no Vice-Chairman, or if the Vice-Chairman cannot perform his duty, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting.
40. At the shareholders' meeting, the shareholders have the right to attend the meeting and cast the votes according to the number of shares they hold. Each share accounts for one vote.
- If the shareholders are closely connected to the issue raised in the meeting, their right to vote on that specific issue will be withdrawn, except for the vote for board of directors' selection and the resolution of the shareholders' meeting shall consist of the following votes.
- (1) The final judgment or the resolution of the shareholders' meeting shall be based on the majority votes of the shareholders who are present at the meeting. However, in the case that the votes are equal, the chairman of the meeting shall exercise additional one vote as the final ruling.
- (2) Three fourth of the total shareholders' votes present at the meeting must be tallied before making final ruling on the following issues:
- a) sale or transfer of the entire or essential part of the business to others.
 - b) acquisition or transfer of private business or other public companies.
 - c) make, amend or cancel contracts regarding the company's business rental wholly or partially, appointment of others to manage the company's business and joint venture with others with the objective of sharing profit and loss
 - d) amendment of Memorandum of Association or the company's regulations
 - e) the company capital's increase or decrease
 - f) abrogating the company
 - g) issuance and proposal of debentures
 - h) merging the company
41. Annual general shareholders' meeting shall engage in the following activities:
- a) acknowledgement of the Board of Directors' report concerning the Company's operations of the past year
 - b) approval of the balance sheet and profit and loss account
 - c) approval of profit allocation and dividend payment
 - d) replacement of the directors whose term expire and determining the directors' remunerations
 - e) appointment of the auditors and determining the Company's auditing fee
 - f) Others (if any)

**Documents and evidences required by the attendee before attending the meeting,
appointment of Proxy, Registration, Voting Criteria, Vote Counting (Through electronic media)**

The current situation of the new coronavirus outbreak (COVID-19) in Thailand has widened the epidemic in many areas. The Company is concern for the health and safety of shareholders, including those who are involved in the meetings, as well as being ready to follow various measure to strictly prevent the spread of COVID-19, the Company convened on January 21, 2021, resolved to approve the Extraordinary General Meeting of Shareholders No. 1/2021 on Wednesday February 24, 2021 at 1:00 p.m., the meeting will be broadcasting live via electronic media (E-EGM) in accordance with criteria specified in the laws on electronic meeting which the guidelines for electronic media meetings (E-EGM) are as follows:

The shareholder to proxies have to send their identity documents in accordance with the notice of the meeting and a copy of ID Card of shareholders and proxies (In case the shareholder has a proxy) to the company within February 15, 2021 at Email: sukarnda@atp30group.com as the record date to determine the list of shareholders eligible to attend the EGM 1/2021 which was scheduled on February 24, 2021, correctly and completely, and then the Company will send back "Username" and "Password" to the email that end to the Company for log in the EGM 1/2021

Attending teleconference via electronic device (E–EGM Meeting)

1. The shareholders or proxies as stated and confirm the identity and report back to the company within the specified date, the company will send username and password and user manual in the system to the email that has been sent to notify the company for use in the general meeting of shareholders through electronic media (E - EGM) by the system of OJ International Co, Ltd (within February 15, 2021)
2. Using the registration program and count the votes of the company can be used with computers / notebooks / tablets / mobile phones via the Web Browser: Internet Explorer, Chrome 4G internet or basic home internet.
3. The system support both E–meeting and E–Voting that in person or grant proxy by "From B" in accordance with Attachment 9

Sending the questions in advance (within February 12, 2021)

Shareholders are able to send relevant questions in advance to Company Secretary
ATP30 Public Company Limited 700/199 Moo 1, Bankao Sub-district, Panthong District,
Chonburi Province 20160.

Email: sukarnda@atp30group.com

The company will collect relevant questions and record in the minutes of the meeting.

3. Query method

Shareholders can send questions via message window or chat, the directors will answer such questions during the Q&A period of the final term through the EGM program via electronic media by the EGM system of OJ International Co., Ltd.

4. Facilitating other media channel

4.1 The Company has recorded video and audio throughout the meeting agenda and will be posted on the Company website at www.atp30.com after the meeting finished.

4.2 Contact

Company Secretary

ATP30 Public Company Limited 700/199 Moo 1, Bankao Sub-district, Panthong District,
Chonburi Province 20160.

Email Address: sukarnda@atp30group.com

Telephone 063 9033049

Confirmation of the identity of shareholder or proxies must be submitted together with the registration form (QR Code) to attend the meeting through electronic media.

Shareholders who attend the Meeting, please pass the documents within February 15, 2021

The shareholders or proxies must send the registration form (QR Code) and a copy of the shareholder and proxy's ID card. (In case of shareholders giving proxy) in the meeting invitation letter, along with E-mail address and contact phone number (That can be contacted back) to verify your identity in 2 ways as follows;

1. Email: sukarnda@atp30group.com

2. By mail to Company Secretary

ATP30 Public Company Limited 700/199 Moo 1, Bankao Sub-district, Panthong District,
Chonburi Province 20160.

Registration to attend the meeting

The registration to attend the shareholders' meeting must be registered by February 15, 2021 at E-mail Address: sukarnda@atp30group.com.

Required documents to attend a meeting

1. A shareholder attends a meeting in person
 - Registration Form (QR Code)
 - An individual person with Thai nationality, must show his/her a valid government identification such original identity card or original state official identity card or driver license or passport to register.
2. Required documents for appointing a proxy
 - Registration Form (QR Code)
 - A type of proxy, select of proxy form B. (Attachment 9)
 - In cases in which the shareholder is an individual with Thai nationality:
A certified copy of the identity card or state official identity card of the person appointing the proxy is required.
 - In cases where the shareholder is an individual with foreign nationality:
A certified copy of the alien identity card or passport or a document issued as a substitute for the passport of the person appointing the proxy is required.
3. In the case of a shareholder who is a foreign investor and has appointed a custodian in Thailand as a depository and take care of stocks
 - Registration form (QR Code)
 - To prepare documents and present the documents as in the case of juristic shareholders No. 1 or No. 2.
 - In the event that a foreign investor assigns a Custodian to sign the proxy form instead, it must be submitted.
Additional evidence.
 1. Authorized from foreign investor shareholders to Custodian to act to sign the proxy form on their behalf.
 2. A letter confirming that the Custodian who signs the proxy form is authorized to operate the Custodian business. Documents that are not original in English must be accompanied by an English translation and have the shareholders or the juristic person's representative certify the translation's correctness

The shareholder is a juristic person:

1. The authorized person on behalf of juristic person (director) to attend the meeting in a person.
 - Registration Form (QR Code)
 - His/her a valid government identification such original identity card or original state official identity card or driver license or passport.

- A certified copy of the company affidavit issued within the last six months by the Ministry of Commerce or other relevant agencies and a certified copy of the national identity card or state official identity card or passport (in cases of foreign nationals) of the authorized director whose signature is affixed to the proxy form. Required documents for appointing a proxy.

2. Proxy

- Registration Form (QR Code)
- Proxy Form (Form A or Form B), which has been filled in correctly and completely, and signed by authorized person both principle and proxy. (Attachment 9)
- A certified copy of the company affidavit issued within the last six months by the Ministry of Commerce or other relevant agencies and a certified copy of the national identity card or state official identity card or passport (in cases of foreign nationals) of the authorized director whose signature is affixed to the proxy form. Required documents for appointing a proxy.
- His/her a valid government identification such original identity card or original state official identity card or driver license or passport.

3. Foreign investor and appoint a custodian in Thailand as depositary.

- Registration form (QR Code)
- The documents as in the case of juristic person, item 1 or item 2.
- In the event that a foreign shareholder assigns a Custodian to sign the proxy form instead, it must be submitted the evidence as follows;
 1. Power of attorney from the shareholder who is a foreign investment Custodian is operated by signing the proxy form.
 2. Confirmation that the Custodian to sign the Proxy Form is authorized to engage Custodian, documents that are not original in English must be accompanied by an English translation. And have the shareholders or the juristic person's representative certify the correctness of the translation

Proxy

The company has delivered 3 types of proxy forms as specified by the Department of Business Development. The Ministry of Commerce has determined according to the Notification of the Department of Business Development Re: Proxy Form (No. 5) B.E. 2550 as follows:

1. Form A. is a simple, uncomplicated.
2. Form B. is defined items that were clear and fixed
3. Form C. is used for a foreign investor, and appointed the Custodian in Thailand

Shareholders are unable to attend the shareholders' meeting, can be authorized by the following actions:

1. Choose only a type of the proxy forms as follows
 - 1.1 General shareholders can choose to use only either type A or Form B.
 - 1.2 Shareholders appear in the registration book as foreign investors and appoint a custodian in Thailand to be a share depository and keeper (Form C).
2. Give a proxy to any person according to the shareholders' objectives or choose to appoint a proxy to the Company's directors, namely Mr. Kamchai Boonjirachote, Audit Committee and Independent Director. As the company has proposed as a proxy for attending such meeting

In the case of authorizing the directors of the Company to vote on their behalf, please send the proxy form and evidence to Company Secretary of ATP 30 Public Company Limited at E-mail
Address: sukarnda@atp30group.com by the date of February 15, 2021.
3. Shareholders must appoint a proxy equal to the number of shares they hold. A proxy may not be partially less than the amount he holds, unless it is a custodian that a shareholder who is a foreign investor and appointed as a share depository and custodian according to Proxy Form C.
4. In voting for each agenda Shareholders or proxies have the right to vote, agree, disagree or abstain in just one particular way. Cannot split up a partial vote. (Unless it's the Custodian pronouncement)
5. Affix THB. 20 stamp duty and cross out the date of such proxy. To be valid and legally binding the Company has facilitated the stamp duty for the proxies who register to attend the meeting.

Voting method in the Extraordinary General Meeting of Shareholders No. 1/2021 via Electronic Media (E-EGM)

Voting Criteria, Vote Counting, Notification of the Result of Vote Counting

Voting Method for shareholders and proxies who wish to attend the meeting via electronic media (E-EGM), able to vote on each agenda item as one shareholder will have votes equal to the number of shares, or has been authorized by a proxy, in collecting the votes through OJ International Company Limited's E-Voting system, the dissent votes or abstain subtract from the total votes of shareholders attending the meeting. **For those wishing to vote specifically against or abstain** Able to send voting messages via OJ International Company Limited's E-Voting system by requesting the following information.

Name-Surname _____ Attendee		
(In person or receive a proxy from Mr. / Mrs. / Miss _____)		
Agenda No. _____	Disagree or abstain	Number of shares _____ shares

In this regard, the shareholder who has authorized the proxy and the company has received the proxy form from you. The company will pay stamp duty in electronic form or E-Stamp in accordance with the regulations of the Revenue Department.

Voting criteria

General agenda

1. Voting for each agenda will be done openly. By counting one vote per share Which shareholders or proxies There must be only one vote for approval, disapproval or abstention. Cannot split a partial vote. (Unless it's the Custodian pronouncement)
2. In the case of proxy
 - 2.1 The proxy must vote as the proxy specifies in the proxy form only. Voting of the proxy on any agenda item that is not as specified in the proxy form shall be deemed invalid and not considered as a shareholder vote.
 - 2.2 If the proxy does not specify the intention to vote in any agenda in the proxy form. Or not clearly stated or in the event that the meeting has considered or voted on any matter other than those specified in the proxy form, including any changes or additions of any facts Proxies have the right to consider and vote on their behalf as they deem appropriate.

Vote counting

The chairman of the meeting will explain the voting method to the meeting before starting the agenda. The company will count the votes for each agenda from the voting made by shareholders or proxies who attend the meeting and have the right to vote. And will inform the voting results to the meeting in every agenda before the end of the meeting as details as follows

1. Counting of votes in each agenda Staff will record the votes of shareholders or proxies. Only those who vote against or abstain, the computer system will deduct from the total number of votes of shareholders who attend the meeting and have the right to vote. The rest will be counted as total votes for approval.
2. When the scores are processed, the result of the vote will be display on a monitor to show the meeting attendees.
3. The Chairman will inform the meeting of the voting results of each agenda. The results of the votes that were counted would be votes that included votes according to the wishes of the shareholders who attended the meeting in person and the proxies. Each agenda will use the number of shares of the latest attendance. In addition, the total number of shareholders attending the meeting may change for each agenda. Since there were additional shareholders to register during the meeting.

Acceptance for the invitation of online meeting of ATP30 Public Company Limited

At _____
Date _____ Month _____ Year _____
I/ WE _____ Nationality _____
ID Card No. / Passport No. _____
Resident No. _____ Road _____ Sub-District _____ District _____
Province _____ Post Code _____
Telephone No. _____
Being a shareholder of ATP30 PLC., holding the total amount of _____ Shares

Wishing to attend the meeting and voting through electronic media system (E-EGM) for the Extraordinary General Meeting of Shareholders No. 1/2021 with the intention to attend.

- Attend the meeting in person
 Proxy to Mr. / Mrs. / Miss. _____
ID card No _____ attended the above meeting

Information for deliver the meeting method

- via E-Mail Address _____ (Please specify)
 via Telephone No. _____ (Please specify)
- Please send the documents to verify your identity in Attachment 5 within February 15, 2021
- After verified process, the company will send the meeting method via the email specified by February 17, 2021.

Note: In case of you are unable to attend the meeting via electronic and wish to attend and vote in this meeting, please complete and sign the proxy form, which appears as in Enclosure 9 and affix a THB. 20 stamp duty with a proxy form. Documents or evidence for identification and supporting documents for attending the meeting by sending it to the registration officer on the specified date, and in the event that you wish to appoint an independent director to attend the meeting instead, please complete and sign the proxy form provided, and send the proxy form together with supporting documents for identification to Company Address: ATP 30 PLC., Company Secretary Department, 700/199 Village No. 1, Bankao, Phanthongt, Chonburi 20160 or email: sukarnda@atp30group.com by February 15, 2021.

Definition and qualifications of Independent Directors

Independent Directors are directors who are not involved in the day-to-day operations of the company, its subsidiaries, or joint ventures. Independent Directors shall be independent from major shareholders and executives of the company and have no relationships that obstruct sound judgment and discretion. Thus, the qualifications of the Independent Directors must be in line with the regulations of the Securities of Exchange Commission.

Independent Directors' qualifications are as follows:

1. Hold not over 1% of paid-up capital of the company, its subsidiaries and joint venture companies, or other related companies or juristic persons with potential conflict of interest. This includes shares held by related persons according to Article 258 of Securities and Exchange Act.
2. Shall not be executive directors, staff or employees or consultants who receive regular benefits from the company, or personal consultants to the company's management, its subsidiaries and joint venture companies, or other persons with potential conflict of interest. Independent Directors shall not have any interests in such manner for at least 2 years prior to appointment date. This qualification does not refer to independent directors who used to serve as government officials or advisors to any government agencies which are the major shareholders or executives of the company.
3. Shall have no blood relationship or relationship through legal registration in the forms of parents, spouse, siblings and children, or children's spouses with executive directors, management, controllers, or major shareholders of the company or its subsidiaries of executive directors, management, controllers, or the persons who are nominated for an executive position or executives of the company or its subsidiaries.
4. Shall not have or used to have business relationships, financial benefits or other forms of benefit whether directly or indirectly, in business affairs and management of the company, its subsidiaries or joint venture companies, or related companies, which might obstruct the exercise of independent judgment, or shall not be or used to be major shareholders, or executives of the company except in the case that such interests finished at least 2 years prior to the appointment date.
5. Shall not be or used to be auditors of the company, its subsidiaries, joint venture companies, the major shareholders or the company's executives. The Independent Directors shall not be major shareholders,

executives or business partners of juristic person under the management of the auditor of the company, its subsidiaries, joint venture companies, major shareholders or the company's executives except when such activities finished at least 2 years prior to the appointment date.

6. Shall not work or used to work in a profession that included law and financial consultant services and asset appraising, which receives service fees of over THB. 2 million per year from the Company, its subsidiaries and joint venture companies or major shareholders or the company's executives. In the case that the profession is registered as a person juristic, this rule covers the case of being the major shareholder, executives, or business partner of that professional service, except such services ended at least 2 years prior to the appointment date.
7. Shall not be open or secret nominees of directors, major shareholders or any groups of shareholders of the company who are related to any major shareholders or any groups of the company's shareholders.
8. Shall not operate any business in the same nature and in competition with the business of the Company, subsidiary company, nominee shareholder in partnership, or director in management level, employee, staff, advisor who receive the regular salary or hold more than 1 percent of the voting shares in other company operating the business in the same nature and in competition with the business of the Company or subsidiary.
9. Shall not have any other characteristic which prevents them being able to give independent opinions on the management of the company.
10. Independent Directors may be assigned by the Board of Directors to make a decision for operation of the company, subsidiaries, associated companies, Subsidiaries, Subsidiaries Major Shareholders or controlled by collective decision

Profiles of the Independent Directors Proposed by the Company to Act as Proxy for Shareholders



Name	MR. KUMCHAI BOONJIRACHOT	
Age	59	
Position	Independent Director, Audit Committee and Chairman the Nomination and Remuneration Committee	
Date of Appointment as a Director	30 April, 2013 (Directorship tenure as of April, 2013)	
Education	Master of Laws, Ramkhamhaeng University Bachelor of Laws, Ramkhamhaeng University	
Director Training Program	Certificate of Director Accreditation Program# 110/2014 (IOD)	
5 Years past experience	2018 - Present	Chairman the Nomination and Remuneration Committee
	2013- Present	Director/ Independent Director and Audit Committee: ATP30 Public Co., Ltd.
	1986- Present	Head of Office: Nitiphol Laws Office
Position held in other listed companies	-None-	
Position held in other nonlisted companies	Nitiphol Laws Office	
Position held in a competing business / related business that may cause conflict of interest	-None-	
No. of Shares Held as at December 31, 2019	-None-	
Meeting Attendance in 2019	Audit Committee Meeting 4/4 The Board of Director Meeting 5/5	
Being related persons or close relatives to management or major shareholders of the company and its subsidiaries	-None-	

Proxy Form A

Written at

Date..... / /

- (1) I / We
- Nationality..... Residing at No.....
- Street.....Sub-district.....
- DistrictProvince.....Post Code.....
- (2) As a shareholder of ATP30 Public Company Limited, holding a total number of..... shares and having total voting right of..... votes as follow:
- Ordinary share.....shares, with the voting right of.....votes
- Preferred share..... shares, with the voting right of.....votes

(3) Hereby appoint

(1) Name.....AgeYear

Residing at No..... Street..... Sub -district.....

District.....Province.....Post Code.....OR

(2) Name.....AgeYear

Residing at No..... Street..... Sub -district.....

District.....Province.....Post Code.....OR

(3) Name.....Mr. Kumchai Boonjirachot.....Age59.....Year

Residing at No.....967 Moo1..... Street..... Sub -district.....Salogbart.....

District.....Khanuworralukburi.....Province.....Kumpangpetch.....Post Code.....62140.....

Any one of them as my/our proxy in attending and voting on my/our behalf at the Extraordinary General Meeting of Shareholders No. 1/2021 of ATP30 Public Company Limited on February 24, 2021 at 01.00 p.m., through electronic media or such other date, time and place as the Meeting may be adjourned.

Any business carried out by the proxy in the said meeting shall be deemed as having been carried out by myself/ourselves.

Signed Shareholder
(.....)

Signed Proxy
(.....)

Remarks

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.

Proxy Form B

Written at.....

Date..... / /

- (1) I / We
- Nationality..... Residing at No.....
- Street.....Sub-district.....
- District.....Province.....Post Code.....
- (2) As a shareholder of ATP30 Public Company Limited, holding a total number of..... shares and having total voting right of..... votes as follow:
- Ordinary share.....shares, with the voting right of.....votes
- Preferred share..... shares, with the voting right of.....votes

(3) Hereby appoint

- (1) Name..... AgeYear
- Residing at No..... Street..... Sub -district.....
- District.....Province.....Post Code.....OR
- (2) Name..... AgeYear
- Residing at No..... Street..... Sub -district.....
- District.....Province.....Post Code.....OR
- (3) Name..... AgeYear
- Residing at No..... Street..... Sub -district.....
- District.....Province.....Post Code.....

Only one proxy to be my/our proxy to attend and vote on my/ our at the Extraordinary General Meeting of Shareholders No. 1/2021 of ATP30 Public Company Limited on February 24, 2021 at 01.00 p.m., through electronic media or such other date, time and place as the Meeting may be adjourned.

(4) I hereby appoint the proxy holder to vote on my / our behalf at this meeting as follows:

- (1) Agenda 1 To certify the Minutes of the 2020 Annual General Meeting of Shareholders
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
- (b) appoint the proxy holder to vote as per my / our intentions as follows:
- Approve Disapprove Abstain
- (2) Agenda 2 To approve the capital increase and amend the Company's Memorandum of Association, Clause 4. (regarding "Registered Capital") to conform to the increase in the Company's registered capital.
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
- (b) appoint the proxy holder to vote as per my / our intentions as follows:
- Approve Disapprove Abstain
- (3) Agenda 3 To consider and approve the issuance and offering of the newly issued ordinary shares of the Company to approve the allocation of the newly issued ordinary shares of the Company to the specific person (Private Placement).

- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
 Approve Disapprove Abstain
- (4) Agenda 4 To approve the increase of one new director from seven directors to eight directors and to approve the BOD to appoint new director.
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
 Approve Disapprove Abstain
- (5) Agenda 5 Others (if any)
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
 Approve Disapprove Abstain
- (5) Voting of the Proxy on any agenda that is not in accordance with my/our instruction stated herein. Will be regarded as incorrect voting and will not be regarded as a vote of shareholder.
- (6) In case I/We have not stated my/our instruction of how to vote, or such instruction is ambiguous, or in cases this meeting has to consider or approve any other matter other than the items stated herein, as well as there is any change of any fact, the Proxy shall be entitled to freely vote at his/her own discretion. All acts undertaken by the Proxy at this meeting, except the case that the Proxy did not vote as instructed herein, shall be deemed as my/our own act (s) in every respect.

Signed Shareholder
(_____)

Signed Proxy
(_____)

Signed Proxy
(_____)

Signed Proxy
(_____)

Remarks:

1. A shareholder shall make a proxy to only one proxy holder to attend and vote at the meeting. He/She cannot split his/her shares and assign to several proxies in order to obtain several proxy holders to vote for him/her in a meeting.
2. The Agenda relating to election of directors shall be voted for election by the group of directors or individual directors.
3. In case of more agendas to be considered than the agendas listed above, proxies can be listed on a regular basis Proxy Form B as attached.



Supplemental Proxy Form B

The proxy is granted by a shareholder of ATP30 Public Company Limited

For the Extraordinary General Meeting of Shareholders No. 1/2021 of ATP30 Public Company Limited on February 24, 2021 at 01.00 p.m., through electronic media or such other date, time and place as the Meeting may be adjourned.

- (1) Agenda 1
(a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
(b) appoint the proxy holder to vote as per my / our intentions as follows: Approve Disapprove Abstain
(2) Agenda 2
(a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
(b) appoint the proxy holder to vote as per my / our intentions as follows: Approve Disapprove Abstain
(3) Agenda 3
(a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
(b) appoint the proxy holder to vote as per my / our intentions as follows: Approve Disapprove Abstain
(4) Agenda 4
(a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
(b) appoint the proxy holder to vote as per my / our intentions as follows: Approve Disapprove Abstain
(5) Agenda 5
(a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
(b) appoint the proxy holder to vote as per my / our intentions as follows: Approve Disapprove Abstain

Signed _____ Shareholder
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)





Proxy Form C

For the shareholders who are specified in theregister as foreign investors and have appointed a custodian in Thailand to be share depository and keeper

Written at.....

Date..... / /

I / We

Nationality..... Residing at No.....

Street.....Sub-district.....

DistrictProvince.....Post Code.....

As a shareholder of ATP30 Public Company Limited, holding a total number of..... shares and having total voting right of..... votes as follow:

Ordinary share.....shares, with the voting right of.....votes

Preferred share..... shares, with the voting right of.....votes

Hereby appoint (1) Name..... AgeYear

Residing at No..... Street..... Sub-district.....

District.....Province.....Post Code.....OR

(2) Name..... AgeYear

Residing at No..... Street..... Sub-district.....

District.....Province.....Post Code.....OR

(3) Name..... AgeYear

Residing at No..... Street..... Sub-district.....

District.....Province.....Post Code.....

Only one proxy to be my/our proxy to attend and vote on my / our at the Extraordinary General Meeting of Shareholders No. 1/2021 of ATP30 Public Company Limited on February 24, 2021 at 01.00 p.m., through electronic media or such other date, time and place as the Meeting may be adjourned.

(4) I hereby appoint the proxy holder to vote on my / our behalf at this meeting as follows:

- (1) Agenda 1 To certify the Minutes of the 2020 Annual General Meeting of Shareholders
(a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
(b) appoint the proxy holder to vote as per my / our intentions as follows: Approve Disapprove Abstain
(2) Agenda 2 To approve the capital increase and amend the Company's Memorandum of Association, Clause 4. (regarding "Registered Capital") to conform to the increase in the Company's registered capital.
(a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
(b) appoint the proxy holder to vote as per my / our intentions as follows: Approve Disapprove Abstain
(3) Agenda 3 To consider and approve the issuance and offering of the newly issued ordinary shares of the Company to approve the allocation of the newly issued ordinary shares of the Company to the specific person (Private Placement).



- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
 Approve Disapprove Abstain
- (4) Agenda 4 To approve the increase of one new director from seven directors to eight directors and to approve the BOD to appoint new director.
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
 Approve Disapprove Abstain
- (5) Agenda 5 Others (if any)
- (a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
 (b) appoint the proxy holder to vote as per my / our intentions as follows:
 Approve Disapprove Abstain
- (5) Voting of the Proxy on any agenda that is not in accordance with my/our instruction stated herein. Will be regarded as incorrect voting and will not be regarded as a vote of shareholder.
- (6) In case I/We have not stated my/our instruction of how to vote, or such instruction is ambiguous, or in cases this meeting has to consider or approve any other matter other than the items stated herein, as well as there is any change of any fact, the Proxy shall be entitled to freely vote at his/her own discretion. All acts undertaken by the Proxy at this meeting, except the case that the Proxy did not vote as instructed herein, shall be deemed as my/our own act (s) in every respect.

Signed Shareholder
(_____)

Signed Proxy
(_____)

Signed Proxy
(_____)

Signed Proxy
(_____)

Remarks:

1. This Proxy Form C is only used for the shareholder who is specified in the register as a foreign investor and has appointed a custodian in Thailand in to be share depository and keeper.
2. The documents needed to be attached to this Proxy Form C are:
 - Power of attorney from the shareholder empowering the custodian to sign this Proxy Form C on his/her behalf
 - Document confirming that the person who signed this Proxy Form C is permitted to operate the custodian business
3. The Shareholder appointing the Proxy shall appoint only one to attend the meeting and cost a vote. The shareholder cannot split his/her votes to different proxies to vote separately
4. In case where the statement exceeds those specified above, addition details may be specified in the Attachment to this Proxy Form C provided.



Supplemental Proxy Form C

The proxy is granted by a shareholder of ATP30 Public Company Limited

For the Extraordinary General Meeting of Shareholders No. 1/2021 of ATP30 Public Company Limited on February 24, 2021 at 01.00 p.m., through electronic media or such other date, time and place as the Meeting may be adjourned.

- (1) Agenda 1
(a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
(b) appoint the proxy holder to vote as per my / our intentions as follows: Approve Disapprove Abstain
(2) Agenda 2
(a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
(b) appoint the proxy holder to vote as per my / our intentions as follows: Approve Disapprove Abstain
(3) Agenda 3
(a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
(b) appoint the proxy holder to vote as per my / our intentions as follows: Approve Disapprove Abstain
(4) Agenda 4
(a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
(b) appoint the proxy holder to vote as per my / our intentions as follows: Approve Disapprove Abstain
(5) Agenda 5
(a) appoint the proxy holder to have right to consider and vote on my / our behalf as he/she deems appropriate.
(b) appoint the proxy holder to vote as per my / our intentions as follows: Approve Disapprove Abstain

Signed Shareholder

Signed Proxy

Signed Proxy

Signed Proxy

