

Minutes of the Annual General Meeting of Shareholders No. 1/2561**Of****Richy Place 2002 Public Company Limited****Date 24 April 2018****At Maneeya Room, 2nd Floor, SD Avenue Hotel****เลขที่ No. 94 Borommaratchachonnani Road, Bang Bamru, Bang Phlat, Bangkok 10700**

Before the meeting

The MC have introduced the Board of Directors, executives, secretaries, auditors and legal counsel who attended the meeting as follows

List of directors attending the meeting

- | | | |
|------------------------|------------------|--|
| 1. Mr. Phranai | Suwanrath | Chairman and Independent Director |
| 2. Dr.Apa | Ataboonwongse | Vice Chairman and Chief Executive Officer |
| 3. Miss Sunee | Sathatinan | Vice Chairman and Executive Director |
| 4. Lt.Gen. Somang | Thongpan | Chairman of the Audit Committee, Chairman of the nomination and Remuneration Committee And independent directors |
| 5. Dr.Karoon | Chantarangsu | Chairman of the Risk Management Committee |
| 6. Assoc. Prof. Suthat | Ratanakuakangwan | Audit Committee, Nomination and Remuneration Committee
Risk Management Committee And independent directors |
| 7. Mr. Somsak | Ataboonwongse | Executive Director And the Nomination and Remuneration Committee |
| 8. Pol.Col. Suvit | Tansode | Risk Management Committee |
| 9. Mrs. Nonglak | Wanathammapong | Director |
| 10. Mr. Weerapol | Ataboonwongse | Director |
| 11. Mr. Somchai | Phiensathaporn | Audit Committee and Independent Director |

The proportion of directors attending the general meeting of shareholders at this time 100 percent

List of company executives Attending the meeting

- | | | |
|--------------------|-----------------|--------------------------------|
| 1. Mrs. Sarunthorn | Srisunthorn | Company Secretary |
| 2. Mrs. Klinsukhon | Luephongphaijit | Chief Financial Officer |
| 3. Miss Sutthiporn | Hinrit | Deputy Chief Financial Officer |

List of auditors from Karin Audit Company Limited who attended the meeting

1. Mr. Jesada

Hanhapruet

Legal Advisor from Aran Law Office - Chiranan and friends act as witnesses for vote counting.

1. Mr. Aran

Srisuay

2. Mr. Chaturong

Hongkham

Clarification of shareholders before starting the meeting

Before commencing the 2018 Annual General Meeting of Shareholders According to the agenda specified in the invitation letter the master of ceremony informed the meeting that The Company has informed the shareholders of this general meeting for the shareholders in 3 ways as follows:

1. Send a letter of invitation to the meeting via registered mail to all shareholders.
2. Advertise the general meeting of shareholders in the daily newspaper
3. Send messages about organizing the general meeting of shareholders to the electronic mail system of the SET and the company website. From 3 April 2018

After that, the master of ceremonies presented suggestions for voting for the meeting to know how to vote, including the vote counting of shareholders, which must be voted in each agenda to allow shareholders attending the meeting to acknowledge the details are as follows

1. In each vote, shareholders can vote according to the number of shares they have or according to the number of shares granted by the proxy, which is considered 1 share is equal to 1 vote, which in the vote, points in vote will not be divided. For those who have been granted a proxy form B, which the proxy has already specified the vote, The proxy holder must vote according to the grantor stated. The voting can be selected as follows: Approve, Disapprove or Abstain.
2. Registration staff will print the ballot paper for the following cases
 - (1) Shareholders attend the meeting .
 - (2) The proxy holder is assigned the proxy form B. In case the shareholder gives the right to the proxy holder to vote instead in the specified agenda. The registration staff will not print the ballot paper, In the event that the shareholder has already specified the voting on various agenda, by assigning the shareholder to attend the meeting instead and to vote according to the shareholder wishes.

3. Before collecting ballot paper to approve each agenda, shareholders can ask questions related to that agenda. In case the shareholders would like to inquire, put hand up and inform his name, surname and clarify that is a shareholder who attend or as a proxy.
4. For counting votes, the company will use the vote counting system by barcode for the convenience of all shareholders for voting on each agenda. The company will collect ballots. In case the shareholders want to vote as disagreement and abstention only (Except for the appointment of directors to collect all ballots by collecting all ballots for those who wish to vote by collecting ballots for who agree, will proceed to collect ballot after there is those who wishes to express disagreement and abstention).
5. If shareholders and proxies wish to leave the meeting before closing the meeting, If wishing to vote in the remaining agenda, to send the ballot paper with signature to the officer before leaving the meeting room. The company will record the scores of shareholders.
6. The results of the vote counting will be announced after the chairman requests the shareholders to approve each agenda. The result of the vote counting will be the result of counting the votes from the shareholders who attend the meeting, the proxies that are granted to vote instead, and including the case that the shareholders has specified the vote in advance through proxy. In case voting results are equal the chairman will make one more vote as a casting vote.

In case the voting results are equal, the chairman of the meeting will vote one more vote in order to casting that agenda.

The conditions for approval of each agenda are as follows.

Agenda 1, 3, 4, 8 and 10 must be approved by the majority of total votes of the shareholders attending the meeting and voting which does not count shareholders who vote as abstentions

Agenda 2 is an agenda for acknowledgment, there is no voting.

Agenda 5, 6, 7 and 11 must be approved with the vote of not less than three-fourths of the total votes of the shareholders attending the meeting and voting which does not count shareholders who vote as abstentions

Agenda 9 must be approved by the vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting and voting, which does not count shareholders who vote as abstentions

The company is aware of the rights and equality of shareholders which is part of good corporate governance. The company therefore announced the shareholders to propose consideration to contain the agenda of the Annual General Meeting of Shareholders for 2018 from 1 November 2017 - 31 January 2018 through the company's website. Appearing that no shareholder proposed the agenda of the Annual General Meeting of Shareholders.

To allow the shareholders' meeting to be transparent, the MC invited one volunteer who is the shareholder attending the meeting, namely Miss Kanchana Phanthong, the authorized person, joined the monitor voting and counting of votes, together with representatives of the company.

Then the MC informed the meeting that there are 41 shareholders of the company who attend the meeting and by proxy.

Count the number of attending shares and voting rights in a total of 651 403 836 shares, or representing 66.80 % of 975,203,604 issued shares, which more than one-third of the total issued shares of the company. Complete a quorum in accordance with the regulations of the company that require at least 25 shareholders and proxies to attend the meeting and must have not less than one-third of the total issued shares.

Start the meeting at 10.00 A.

Mr. Pranai Suwanrath Acting Chairman of the Meeting Welcomed and thanked all shareholders who attended this meeting and request to open the 2018 Annual General Meeting of Shareholders according to the following meeting regulations

The MCs were present during the meeting. Whether there were shareholders or proxies attending additional meetings Which resulted in 50 shareholders attending the meeting in person and by proxy, representing 656,133,162 shares or 67.28% of the total 975,203,604 issued shares.

Agenda 1 To certify the Minutes of the 2017 Annual General Meeting of Shareholders which was held on 25 April 2017

Mr. Pranai Suwanrath Chairman of the Meeting assigned Mrs. Sarunthorn Srisunthorn Company Secretary, to report to the meeting in this agenda.

Mrs.Sarunthorn Srisunthorn proposed to the meeting to consider and certify the minutes of the Annual General Meeting of Shareholders for the year 2017, which was held on 25 April 2017 and the Company has prepared the minutes report and sent to the Stock Exchange of Thailand within 14 days from the date of the general meeting of shareholders. And published on the company's website with details as shown in the copy of the minutes of the meeting which has been sent to the shareholders before the meeting. The Board of Directors agreed that the minutes of the meeting were recorded correctly and completely in accordance with the resolution of the shareholders' meeting. Hereby to propose to the meeting to consider and vote to certify the Minutes of the 2017 Annual General Meeting of Shareholders.

Because this agenda must be approved by a majority vote of the total number of votes of shareholders attending the meeting and voting.

In this agenda, Mrs. Sarunthorn Srisunthorn gave the opportunity for shareholders or proxies to ask questions. There was no question from any shareholder. The MC therefore asked the meeting to vote. After the vote counting is completed The MC therefore announced the voting results and concluded as follows:

Meeting resolution

The meeting considered and resolved to approve the minutes of the Annual General Shareholders' Meeting of 2017 on April 25, 2017 by a majority vote of shareholders who attend the meeting and vote as follows:

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
Agree	49	656,130,497	100.00
Disagree	-	-	-
Abstentions	1	2,665	-
voided ballot	-	-	-
Total	50	656,133,162	

*** Calculate the base vote-counting only the audio of the shareholder vote, agree, and disagree only. But do not count the votes of shareholders who abstentions

Agenda 2 To acknowledge the operating results for the year 2017.

Mr. Pranai Suwanrath Chairman of the Meeting assigned Mrs. Sarunthorn Srisunthorn Company Secretary, to report to the meeting in this agenda.

Mrs. Sarunthorn Srisunthorn Concluded the project operation in 2017 that the company has backlog information as of 31 December 2017

Project	Total of rooms	Room amount Left for sale	Number of rooms sold and waiting to transfer ownership	
			amount (room)	Value (million baht)
Condominium				
Le Rich Rama 3	422	6	3	12.35
Rich Park @Taopoon Interchange	735	168	5	12.72
Rich Park @ Chaophraya	635	339	47	93.05
The Rich Sathorn-Taksin	511	272	44	187.73
The Rich @ Nana	413	252	125	1,133.41

Rich in living

Rich Park @ Triple Station	1,089	218	871	2,283.87
Rich Park Terminal	563	503	60	154.45
The Eight Collection	77	61	16	76.70
Total	4,445	1,819	1,171	3,954.28
Town home				
The Rich Ville Ratchaphruek	173	138	7	21.75
The Rich Biz Home Sukhumvit 105	140	86	-	-
The Rich Avenue	16	14	2	36.16
Total	329	238	9	57.91
The sum of all	4,774	2,057	1,189	4,012.19

For the operating results in 2017, there are exquisite details.

1. Total revenues in 2017 compared with the year 2016.

	Year 2016	Year 2017
1st quarter	187.91	174.35
2nd quarter	173.09	242.10
3rd quarter	99.45	355.24
4th quarter	107.80	555.43
Total	568.25	1327.12

2. Net profit and net profit margin for the year 2016 compared with 2017

	Year 2016	Year 2017
Net profit	9.98	132.91

Net profit margin (percent)	1.75	10.01
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3. As for the implementation of anti-corruption, Board of Directors determined policies related to anti-corruption measures as follows:

1. Creating awareness, values, attitudes for employees in compliance with regulations with honesty
2. Provide an efficient and effective internal control system, along with providing a check and balance of power usage appropriately
3. Directors, executives and employees are not allowed to take any action which is a claim or accept the property or any other benefit for oneself or others implied in an incentive to practice
4. Directors, executives and employees are prohibited to give or offer to give property or any other benefits to third parties to motivate that person to act or ignore any action which is against the law or wrongfully act to his position.

In this agenda, Mrs.Sarunthorn Srisunthorn gave the opportunity for shareholders or proxies to ask questions, which has shareholders comment and inquire in summary, the important points are as follows.

Mr. Sakda Tangsaksatit Shareholder Inquired about the Rich Park @ Chao Phraya and The Rich Sathorn-Taksin project, how to sell, including Reject Rate

Dr.Apa Ataboonwongse Clarify that in the majority of sales. The management and staff of the company has been hard work for other companies, to Reject the current Rate for an increasingly is about 30 percent.

Mr. Rakchai Thanakiri Ask about the Rich Park Terminal project which has a new format adjustment. When is the ownership transfer schedule? And The Rich Nana project has a backlog of about one billion baht. The fraction since the beginning of 2017, the current sales are still not increasing. Why?

Dr.Apa Ataboonwongse Clarified that the Rich Park Terminal project had a transfer of ownership at the beginning of the year 2020. The Rich Nana project faced with economic problems causing the sales to slow down. Which this year has increased sales Including construction started on 1 March 2018

Mrs.Sarunthorn Srisunthorn Gave an opportunity for shareholders or proxies to ask further questions There was no question from any shareholder. The MC therefore informed the meeting that this agenda had no resolution. Because it is an agenda to know Therefore concluded that the meeting acknowledged and certified the operating results of the company in 2017

Agenda 3 To consider and approve the financial statements of the Company For the accounting period ending 31 December 2017

Mr. Pranai Suwanrath Chairman of the Meeting assigned Mrs. Klinsukhon Luephongphaijit Chief Financial Officer, to report to the meeting in this agenda.

Mrs. Klinsukhon Luephongphaijit Financial status summary report based on the 2017 annual financial statements, which consists of the statements of financial position and the profit and loss statement ended on December 31 2017, which were prepared in accordance with accounting standards and generally accepted accounting principles that are inspected and certified by a certified public accountant. Including the approval from the Audit Committee and the Board of Directors. The company has published in the annual report 2017 which has been sent to shareholders in advance in the form of CD-ROM together with the invitation letter.

In this agenda Mrs. Klinsukhon Luephongphaijit gave the opportunity for shareholders or proxies to ask questions which has shareholders comment and inquire. There was no question from any shareholder. The MC therefore asked the meeting to vote. After the vote counting is completed the MC therefore, announced the voting results and concluded as follows:

Meeting resolution

The meeting considered and resolved to approve and approve the financial statements of the company. For the accounting period ending 31 December 2017 by a majority vote of shareholders who attend the meeting and vote as follow:

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
Agree	49	656,130,497	100.00
Disagree	-	-	-
Abstentions	1	2,665	-
voided ballot	-	-	-
Total	50	656,133,162	

**** Calculate the base vote-counting only the audio of the shareholder vote, agree, and disagree only. But do not count the votes of shareholders who abstentions*

Agenda 4 to consider and approve the allocation of profits Legal reserve And dividend payment for the 2017 performance

Mr. Pranai Suwanrath Chairman of the Meeting assigned Mrs. Sarunthorn Srisunthorn Company Secretary, to report to the meeting in this agenda.

Mrs. Sarunthorn Srisunthorn Reported to the meeting that in 2017, the company had a net profit of 146,437,362 baht (one hundred forty-six baht, four hundred thousand thirty seven thousand three hundred sixty two baht only), deducted legal reserve

7,043,000 baht (seven million forty three thousand Baht net), remaining net profit after legal reserve 139,394,352 baht and the Board of Directors has proposed to the shareholders' meeting to consider paying dividend in cash and stock dividend of 78,143,065 (Seventy-eight million, one hundred, forty-three thousand sixty-five baht) or 0.08013 baht per share, which is a cash dividend of 0.0087 baht per share and is paid as a stock dividend at the rate of 14 existing shares per 1 Stock dividend at the rate of 0.07143 baht per share. In case there is a fraction of shares, the dividend will be paid in cash instead at the rate of 0.07143 baht per share.

Detail	Year 2017
Net profit (Baht)	146,437,362
Legal reserve (baht)	7,043,000
Net profit after legal reserve (Baht)	139,394,362
Number of shares	975,681,604
Total dividend amount	78,143,065
Dividend per share be paid	0.08013
Cash dividend: share	0.0087
Share dividends (old: new)	14:1

The dividend payment will affect to RICHY-W1, RICHY-W2 Accordance with the adjustment of the exercise price in accordance with Article. 4.4 When a company pays out all or part of its ordinary shares to the shareholders.

Detail		RICHY-W1		RICHY-W2	
		Old	New	Old	New
1. Exercise price	Baht	1.80	1.68	2.75	2.567
2. Exercise rate		1:1	1:1.07143	1:1	1:1.07143
3. Number of new ordinary shares (After exercising warrant rights)	share	157,079,996	168,299,996	157,079,996	168,299,996

The company determines the list of shareholders or record date for the right to receive dividend on May 3, 2018 and collect names by closing the share register book on May 4, 2018 and determining dividend payment on May 24, 2018

In this agenda, a resolution must be passed by a majority vote of the total number of votes of shareholders attending the meeting and voting.

In this agenda, Mrs.Sarunthorn Srisunthorn gave the opportunity for shareholders or proxies to ask questions which has shareholders comment and inquire. There was no question from any shareholder. The MC therefore asked the meeting to vote. After the vote counting is completed the MC therefore, announced the voting results and concluded as follows:

Meeting resolution

The meeting considered and approves the allocation of profits, legal reserve of 7,043,000 baht, cash dividend and stock dividend of 78,143,065 baht (seventy-eight million, one hundred thousand, forty three thousand sixty five baht only) or equivalent to 0.08013 baht per share, as divided in cash of 0.0087 baht per share and paid as a stock dividend at the rate of 14 existing shares per 1 stock dividend, representing a rate of 0.08013 baht per share. In case there are fractions of shares will be paid by cash of 0.08013 baht per share. With a majority vote of the shareholders attending the meeting and voting as follows

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
Agree	49	656,130,497	100.00
Disagree	-	-	-
Abstentions	1	2,665	-
voided ballot	-	-	-
Total	50	656,133,162	

*** Calculate the base vote-counting only the audio of the shareholder vote, agree, and disagree only. But do not count the votes of shareholders who abstentions

Agenda 5 to consider and approve the company's registered capital reduction from the original company with a registered capital of 1,289,364,969 baht to 1,289,363,596 baht

Mr. Pranai Suwanrath Chairman of the Meeting assigned Mrs.Sarunthorn Srisunthorn Company Secretary, to report to the meeting in this agenda.

Mrs.Sarunthorn Srisunthorn Clarified at the meeting that because the company has registered the shares released and need to cancel 1,373 shares Which is the remaining shares from the allocation to support the stock dividend payment in 2016 .At the same time, amendment to Clause 4 of the Memorandum of Association in accordance with the reduction of the registered capital of the following companies

the original text

“Article 4	Registered Capital 1,289,364,969	Baht	(One thousand two hundred eighty nine million three hundred sixty four thousand nine hundred sixty nine baht only)
	Divided into 1,289,364,969	shares	(One thousand two hundred eighty nine million three hundred sixty four thousand nine hundred sixty nine shares)
	Value of 1	baht per share	(One baht only)
	Separated into		
	Common share 1,289,364,969	share	(One thousand two hundred eighty nine million three hundred sixty four thousand nine hundred sixty nine shares)
	Preferred shares -	share	

Edit as

“Article 4	Registered Capital 1,289,363,596	Baht	(One thousand two hundred eighty nine million three hundred sixty three thousand five hundred ninety six baht only)
	Divided into 1,289,363,596	share	(One thousand two hundred eighty nine million three hundred sixty three thousand five hundred ninety six shares)
	Value of 1	Baht	(One baht only)
	Separated into		
	Common share 1,289,363,596	share	(One thousand two hundred eighty nine million three hundred sixty three thousand five hundred ninety six shares)
	Preferred shares -	share	

By proposing to the Executive Committee and / or the authorized person to register and amend the Memorandum of Association with the Department of Business Development, Ministry of Commerce which has the power to amend or add words according to the order of the registrar.

In this agenda, the resolution must be passed by a vote of not less than three-fourths of the total votes of the shareholders who attend the meeting and vote

In this agenda, Mrs. Sarunthorn Srisunthorn gave the opportunity for shareholders or proxies to ask questions. which has shareholders comment and inquire. There was no question from any shareholder. The MC therefore asked the meeting to vote. After the vote counting is completed The MC therefore announced the voting results and concluded as follows:

Meeting resolution

The meeting considered and unanimously approve the reduction of the registered capital from the original 1,289,364,969 baht to 1,289,363,596 baht and to amend the Memorandum of Association of the Company 4 regarding the registered capital In accordance with the capital reduction by assigning the Executive Committee and / or the person authorized to perform the registration, amending Memorandum of Association with the Department of Business Development, Ministry of Commerce and have the power to edit or add words according to the order of the registrar with more than 3 in 4 votes of shareholders who attend and vote as follows:

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
Agree	49	656,130,497	100.00
Disagree	-	-	-
Abstentions	1	2,665	-
voided ballot	-	-	-
Total	50	656,133,162	

*** Calculate the base vote-counting only the audio of the shareholder vote, agree, and disagree only. But do not count the votes of shareholders who abstentions

Agenda 6, This has considered and approved the increasing of the registered capital and this has solved additionally for the memorandum of association, No. 4 of the company for conforming with the increasing of the registered capital of the company.

Mr. Phranai Suwanrath Chairman of the meeting has assigned to let Mrs. Sarunthorn Srisunthorn the secretary of the company to be the reporter for the meeting in this agenda.

Mrs. Sarunthorn Srisunthorn has notified to the meeting that due to for the way that the company has the intention to increase the registered capital of the company for the amount of THB 92,097,400. This can separate to be the ordinary share for the number of 92,097,400 shares. The par value is THB 1.00 per share from the previous registered capital amount of THB 1,289,363,596. This is the registered capital amount of THB 1,381,460,996. This can separate to be the ordinary share for the number of 1,381,460,996 shares. The par value is THB 1.00 per share which will have the detail of the allocation as follows; 1) For supporting the stock dividend of 69,657,400 shares, 2) For supporting the adjustment of the right of the warrant RICHY-W1 and RICHY-W2 for the number of 22,440,000 shares. And this has solved the memorandum of association of the company, No. 4 for conforming with the increasing of the registered capital of the company.

ข้อ 4	Registered Capital	1,381,460,996	baht	(One thousand three hundred eighty-one million four hundred sixty nine hundred ninety six baht only)
	Separated into	1,381,460,996	share	(One thousand three hundred eighty-one million, four hundred and sixty nine hundred ninety-six shares)
	Par value	1	baht	(One baht only)
	Separated into			
	Common share	1,381,460,996	share	(One thousand three hundred eighty-one million, four hundred and sixty nine hundred ninety-six shares)
	Preferred shares	-	share	

Hence, this will present to assign to Executive Committee and/or the attorney to open the registration to solve the memorandum of association for Department of Business Development, Ministry of Commerce to have the authority to solve or add the word according to the order of the registrar.

In order that, in this agenda, this must pass the resolution to approve also with the vote not less than 3 in 4 of all votes of shareholders that have joined the meeting and have voted.

In this agenda, Mrs. Sarunthorn Srisunthorn has opened the opportunity for shareholders or the proxy to ask. There are shareholders to show opinions and have asked. But this hasn't appeared that there is any shareholder to ask. The MC will request

to let the meeting to vote after counting scores completely. The MC will state about the result of counting scores and has concluded to be the resolution as follows;

Meeting resolution

The meeting has considered already and has the resolution to approve the increasing of the registered capital from the past time of THB 1,289,363,596 to be THB 1,381,460,996 and this has solved additionally for the memorandum of association of the company, No 4 in the topic of the registered capital to conform with the increasing of the capital which will assign to let Executive Committee and/or the attorney to operate the registration, solve the memorandum of association for Department of Business Development, Ministry of Commerce and has the authority to solve or add the word according to the order of the registrar with the vote over 3 in 4 of shareholders who have joined the meeting and have voted as follows;

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
Agree	49	656,130,497	100.00
Disagree	-	-	-
Abstentions	1	2,665	-
voided ballot	-	-	-
Total	50	656,133,162	

*** Calculate the base vote-counting only the audio of the shareholder vote, agree, and disagree only. But do not count the votes of shareholders who abstentions

Agenda 7, To consider and approve the allocation of the newly issued ordinary shares of the Company to support the stock dividend payment and the adjustment of the warrants RICHY-W1 and RICHY-W2

Mr. Pranai Suwanrath Chairman of the meeting has assigned to let Mrs.Sarunthorn Srisunthorn the secretary of the company to be the reporter for the meeting in this agenda.

Mrs.Sarunthorn Srisunthorn Clarified to the meeting that From the increase of registered capital amount 92,097,400 baht By issuing ordinary shares to 92,097,400 shares. Par value of 1 baht per share from the original registered capital 1,289,363,596 baht to 1,381,460,996 baht

Important details are as follows

1. Allocate not more than 69,657,400 newly issued ordinary shares at a par value of 1.00 baht per share to support the stock dividend payment.
2. Allocate not more than 11,220,000 newly issued ordinary shares at a par value of Baht 1.00 per share to support the right adjustment of RICHY-W1 warrants.
3. Allocate not more than 11,220,000 newly issued ordinary shares with a par value of 1.00 Baht per share to support the adjustment of the RICHY-W2 warrants.

By assigning the Board of Directors or the Executive Committee or persons authorized by the Board of Directors or the Executive Committee to have the power to take any action necessary and related to the offering of the newly issued ordinary shares in all respects Including determining or changing the subscription period and accepting payment for additional newly issued ordinary shares, pricing, conditions and details In the issuance and offering of shares.

In this agenda, the resolution must be passed by a vote of not less than three-fourths of the total votes of the shareholders attending the meeting and voting.

In this agenda, Mrs.Sarunthorn Srisunthorn gave opportunity for shareholders or proxies to ask questions. which has shareholders comment and inquire. There was no question from any shareholder. The MC therefore asked the meeting to vote. After vote counting is completed, the MC therefore, announced the voting results and concluded as follows:

Meeting resolution

The meeting considered Resolved to approve the allocation of the newly issued ordinary shares of the Company following details

1. Allocate not more than 69,657,400 ordinary shares at a par value of 1.00 baht per share to support the stock dividend payment
2. Allocate not more than 11,220,000 new ordinary shares at a par value of 1.00 baht per share to support the adjustment of the warrants RICHY-W1
3. Allocate not more than 11,220,000 new ordinary shares at a par value of 1.00 baht per share to support the adjustment of the warrants RICHY-W2

With more than 3 in 4 votes of shareholders attending the meeting and voting as follows:

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
Agree	49	656,130,497	100.00

<i>Rich in living</i> Disagree	-	-	-
Abstentions	1	2,665	-
voided ballot	-	-	-
Total	50	656,133,162	

*** Calculate the base vote-counting only the audio of the shareholder vote, agree, and disagree only. But do not count the votes of shareholders who abstentions

Agenda 8 to consider and approve the appointment of new directors to replace those retiring by rotation.

Mr. Pranai Suwanrath Chairman of the meeting has assigned to let Lt.Gen. Somang Thongpan Independent Director and Chairman of the Audit Committee to be the reporter for the meeting in this agenda.

Lt.Gen. Somang Thongpan Said to the meeting that according to article 20 of the company's regulation, at every annual general meeting, at least one-third (1/3) of directors at that time are required to resign from the position. The director who must resign in the first and second year after the registration of the company, to draw the lottery whoever leaves the position for the next year, the longest serving member will resign. And the resigned director may be re-elected. In 2018, there are 4 directors who are retired by rotation.

- | | |
|-----------------------------|---|
| 1. Dr.Apa Ataboonwongse | Chief Executive Officer And directors |
| 2. Miss Sunee Sathintinan | Executive Director And directors |
| 3. Dr. Karun Chantarongsu | Chairman of the Risk Management Committee And directors |
| 4. Mr. Somsak Ataboonwongse | Executive Director And directors |

In recruiting directors, The company announced the invitation to the minority shareholders to nominate persons who deem appropriate to be selected as directors through the news system of the Stock Exchange of Thailand and published on the company's website from 1 November 2017 - 31 January 2018. Since there was no shareholder nominating any person to the company.

And to comply with good governance, the MC invited 4 directors to leave the meeting. Then Lieutenant General Yingsamang Thongpan informed the meeting that the Nomination and Remuneration Committee (By the Nomination and Remuneration Committee who has no interest) has considered that everyone is knowledgeable, capable, experienced and fully qualified. And without prohibited characteristics under the Public Act, the Securities and Exchange Act BE 2535 (1992). The Board of Directors (with no interest) agreed to propose to the Annual General Meeting of Shareholders to consider the appointment of the four directors who are retired by rotation to return to be directors. The history of all 4 directors has been sent to the shareholders in the invitation to the Annual General Meeting of Shareholders. In advance, and in accordance with good governance, all 4 directors who have an interest in this agenda will abstain from voting.

In this agenda, a resolution must be passed by a majority vote of the total number of votes of shareholders attending the meeting and voting

In this agenda, Mrs.Sarunthorn Srisunthorn gave the opportunity for shareholders or proxies to ask questions. There was no question from any shareholder. The MC therefore asked the meeting to vote. After the vote counting is completed The MC therefore announced the voting results and concluded as follows:

Meeting resolution

The meeting considered Resolved to appoint 4 retiring directors to serve for another term.
 Majority votes of all votes of shareholders attending the meeting and voting By having shareholders vote to appoint directors individually as follows

8.1 Voting for appoint Dr. Apa Ataboonwongse

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
Agree	50	656,133,162	100.00
Disagree	-	-	-
Abstentions	-	-	-
voided ballot	-	-	-
Total	50	656,133,162	100.00

*** Calculate the base vote-counting only the audio of the shareholder vote, agree, and disagree only. But do not count the votes of shareholders who abstentions

8.2 Voting for appoint Miss Sunee Sathintanant

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
เห็นด้วย	50	656,133,162	100.00

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ไม่เห็นด้วย	-	-	-
งดออกเสียง	-	-	-
บัตรเสีย	-	-	-
รวม	50	656,133,162	100.00

*** Calculate the base vote-counting only the audio of the shareholder vote, agree, and disagree only. But do not count the votes of shareholders who abstentions

8.3 Voting for appoint Dr. Karun Chantarongsu

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
เห็นด้วย	50	656,133,162	100.00
ไม่เห็นด้วย	-	-	-
งดออกเสียง	-	-	-
บัตรเสีย	-	-	-
รวม	50	656,133,162	100.00

*** Calculate the base vote-counting only the audio of the shareholder vote, agree, and disagree only. But do not count the votes of shareholders who abstentions

8.4 Voting for appoint Mr. Somsak Ataboonwongse

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
เห็นด้วย	50	656,133,162	100.00

ไม่เห็นด้วย	-	-	-
งดออกเสียง	-	-	-
บัตรเสีย	-	-	-
รวม	50	656,133,162	100.00

*** Calculate the base vote-counting only the audio of the shareholder vote, agree, and disagree only. But do not count the votes of shareholders who abstentions

Agenda 9 to consider and approve the remuneration of the directors for the year 2561.

Mr. Pranai Suwanrath Chairman of the meeting has assigned to let Lt.Gen. Somang Thongpan Independent Director and Chairman of the Audit Committee to be the reporter for the meeting in this agenda.

Lt.Gen. Somang Thongpan has notified to let the meeting to know that the payment of the compensation for Board of Directors in the year of 2017. The Annual General Meeting of Shareholders have approved the compensation for the committee for the amount of THB 8,000,000 (Eight Million Baht Only) But this has paid really for the amount of THB 7,923,000 (Seven Million Nine Hundred Twenty Three Thousand Baht Only) which will separate to be the attendance fee for THB 845,000 (Eight Hundred Forty Five Thousand Baht Only) and the pension of the committee for the amount of THB 7,078,000 (Seven Million Seventy Eight Thousand Baht Only). For the year of this 2018, the committee has viewed as proper to present to the Annual General Meeting of Shareholders to consider to approve the compensation and the attendance fee of Board of Directors and the subcommittee for the money amount of THB 10,000,000 (Ten Million Baht Only). By the component of the compensation will be as follows;

1. The meeting allowance is as follows.

Chairman of the Board	25,000 Baht per time
Director	15,000 Baht per time
Sub-Committee Chairman	15,000 Baht per time
Sub-committee	10,000 Baht per time

2. Director's bonus

However, this agenda must be approved by not less than two third of the total votes of the shareholders present and voting.

In this agenda, Mrs.Sarunthorn Srisunthorn gave the opportunity for shareholders or proxies to ask questions. There was no question from any shareholder. The MC therefore asked the meeting to vote. After the vote counting is completed The MC therefore announced the voting results and concluded as follows:

Meeting resolution

The meeting considered Resolved to approve the directors' remuneration for the year 2018 in the amount of 10,000,000 baht (ten million baht only) with votes more than 2 in 3 of the shareholders attending the meeting and voting as follows

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
เห็นด้วย	49	656,130,497	100.00
ไม่เห็นด้วย	-	-	-
งดออกเสียง	1	2,665	-
บัตรเสีย	-	-	-
รวม	50	656,133,162	

*** Calculate the base vote-counting only the audio of the shareholder vote, agree, and disagree only. But do not count the votes of shareholders who abstentions

Agenda 10 To consider and approve the appointment of auditors. And the remuneration of the auditors for the year 2561

Mr. Phranai Suwanrath Chairman of the meeting has assigned to let Lt. Gen. Ying Samangthongpan, Independent Director and Chairman of the Audit Committee to be the reporter for the meeting in this agenda.

Lt.Gen. Somang Thongpan has notified to the meeting that according to the act of the public company, the section 120 has determined that, "This will let the Annual General Meeting of Shareholders to appoint the auditor and has determined the money amount of the audit fee of the company in every year in appointing the auditor. This can appoint the same auditor again." According to the policy of the good corporate governance policy, this has determined to have the circulation of the auditor for every 5 year for

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the internal control to have the stability more and to have the confidence that the auditor will be able to verify and examine the financial statement of the company freely.

In the year of 2018, the audit committee has considered to screen the auditor of the company. This has the opinion that this shall present to the shareholders meeting to consider to select 5 auditors from Dharmniti Pcl. that is;

Miss Wannisa Ngambuathong Registration Number 6838 or

Mr. Peeradej Phongsathiensak Registration No. 4752 or

Miss Thanyaporn Tangthanopajai Registration Number 9169 or

Mr. Thanawut Phiboonsawat, registration number 6699 or

Miss Arisa Chumtruth Registration Number 7393

The auditor according to the presented list has no relationship or the gain and loss with the company/ the executive / the major shareholder or the person that is related to the aforementioned person at all. This will have the freedom in the examination and this will show the opinion on the financial statement of the company.

For the compensation of the auditor that will request to approve in this time, Board of Directors who are from the presentation of the audit committee. This has seen as appropriate to let the Annual General Meeting of Shareholders to consider to approve the auditor of the financial statement of the company for the year of 2018 to be the money amount of THB 1,320,000 (One Million Three Hundred Twenty Thousand Baht Only) that is higher than the year of 2017 to be the money amount of THB 275,000 and other expenses that can calculated really.

In order that, in this agenda, this has to pass the resolution to approve with the majority vote of all votes of shareholders that have joined the meeting and have voted.

In this agenda, นางสาวณิชา ธีรบุษย์ธรรม ศิริสุนทร gave the opportunity for shareholders or proxies to ask questions. There was no question from any shareholder. The MC therefore asked the meeting to vote. After the vote counting is completed The MC therefore announced the voting results and concluded as follows:

Meeting resolution

The meeting has considered already and has the resolution to appoint the auditor from Dharmniti Pcl. by Miss Wannisa Ngam Buathong, Registration Number 6838 or Mr. Peeradej Phongsathiensak, Registration Number 4752 or Miss Thanyaporn Tangthanopajai , Registration Number 9169 or Mr. Thanawut Phiboonsawat, Registration Number 6699 or Miss Arisa Chumput, Registration Number 7393 to be the auditor of the company of the year of 2018 and this will determine the compensation of the auditor of the year of 2018 within the limit of THB 1,320,000 (One Million Three Hundred Twenty Thousand Baht Only) and other expenses that can be calculated really with the majority vote of shareholders that have joined the meeting and have voted as follows;

Resolution	Number of people	Number of votes cast (1 share = 1 vote)	Representing the percentage of the number of shares attending the meeting and exercising voting rights
49	656,130,497	100.00	49
-	-	-	-
1	2,665	-	1
-	-	-	-
50	656,133,162		50

*** Calculate the base vote-counting only the audio of the shareholder vote, agree, and disagree only. But do not count the votes of shareholders who abstentions

Agenda 11 To approve the Annual General Meeting of Shareholders for the purpose of reducing the Company's certificate. To comply with the terms of the original 31 down to 25.

Mr. Phra Nai Suwanrath Chairman of the Meeting assigned Mrs. Sarunthorn Srisunthorn Company Secretary, to report to the meeting in this agenda.

Mrs. Sarunthorn Srisunthorn has notified to let the meeting to know that due to the company affidavit has determined the objective in operating for the amount of 31 numbers. When this has considered already, this has found that this has the objective that hasn't conformed with the real operation for the amount of 6 numbers. This will present to the shareholders meeting to consider, cut down the objective that hasn't been conformed which will have the detail of the cut-off as follows;

1. No 8, This has operated the business to receive the service of the storage, the gathering, the making, the printing and the dissemination of the statistic, the information in the agriculture, the industry, the commerce, the finance, the marketing including analyzing and evaluating the business operation.

2. No. 10, This has operated the business to receive the guarantee of the debt, the guilt and the operation according to the contract of other persons including guaranteeing the person who has travelled to the country or has travelled out to the overseas country according to the law of the immigrant, the taxation law and other laws.

3. No 20, This has operated the business of digging the soil, the puddle, the absorption of the soil and the sand.

4. No. 21, This has operated the water supply business, the submission of requesting the concession for operating other businesses of the government, the local agency, the state enterprise, the administrative agency or other independent organizations.

5. No. 24, This has operated the commercial business, the machine, the engine, the mechanical tool, the laboursaving device, the vehicle, the generator, the feed pump, the waste water treatment machine and the waste disposal machine.

6. No, 28, This has done the auction for selling products according to the objective for the person, the juristic body, the juristic person, the administrative agency and the organization of the government for both inside and outside of the country.

In order that, in this agenda, this must pass the approval with the vote not less than 3 in 4 of all votes of shareholders who have joined the meeting and have voted.

In this agenda, Mrs. Sarunthorn Srisunthorn gave the opportunity for shareholders or proxies to ask questions. There was no question from any shareholder. The MC therefore asked the meeting to vote. After the vote counting is completed The MC therefore announced the voting results and concluded as follows:

Meeting resolution

The meeting has considered already and has the resolution to approve the reduction of the objective in the company affidavit for letting to conform with the operation from the previous of 31 numbers and this will reduce to 25 numbers. The detail of the cut-off is as follows;

1. No. 8, This has operated the business of receiving the service of the storage, the gathering, the making, the printing and the dissemination of the statistic, the information in the agriculture, the industry, the commerce, the finance, the marketing including analyzing and evaluating in the business operation.

2. No. 10, This has operated the business of receiving the service of guaranteeing the debt, the guilt and the operation according to the contract of other persons including receiving the guaranteeing of the person who has travelled in the country or has travelled out to the overseas country according to the law of the immigrant, the taxation law and other laws.

3. No, 20, This has operated the business of digging the soil, the puddle, the absorption of the soil and the sand.

4. No. 21, This has operated the water supply business, the submission of requesting the concession for doing other businesses of the government, the local agency, the state enterprise, the administrative agency or other independent organizations.

5. No 24, This has operated the commercial business, the machine, the engine, the mechanical tool, the laboursaving device, the vehicle, the generator, the feed pump, the waste water treatment machine and the waste disposal machine.

6. No. 28, This has done the auction for selling products according to the objective for the person, the committee, the juristic person, the administrative agency and the organization of the government for both inside and outside the country.

Agenda 12 To consider other matters

Dr.Apa Ataboonwongse Ask the shareholders or their proxies at the coming meeting. Have a comment or inquiries for additional management.

In this agenda, there were shareholders comments and inquiries as follows:

Mr. Jirawat Kittisiriphan, shareholder Have inquired about the following information

1. Investment in cemeteries at the temples in China
2. In quarter 2, will launch of a new project or not.

3. The projects of other companies have developed for Home Automatic services. Does the company have some development?

4. The advertising of the company has not appeared much in the media. Should be improved or not

Dr.Apa Ataboonwongse Clarified that

1. Cemetery investment in China Received information from the legal counsel that The Chinese government has a policy to request a concession from the private sector. Therefore saw that it should not be invested
2. This year, the mix use project will be launched. There are both offices, shops, residential areas at Srinakarin. Which is the land plot of the Rich Park @ Triple Station project Currently in the design stage
3. Our project began with the installation of the Smart Home as standard equipment, from October onwards, 2017.
4. Obtain views on advertising to improve even further.

Mr. Kriangkamol Theerasaksophon Asked whether the plan year 2019, there will be a transfer of ownership or not, and the company is likely to join with another company or foreign or not.

Dr.Apa Ataboonwongse explained that in 2019 a project completed and ready for transfer is The eight Collection Limited and The Rich Avenue of the joint venture project. The joint venture, it has international companies have contacted came, many are in the process of negotiations. That requires a long time enough. To get the maximum benefit from it to the shareholders.

The master of ceremonies has announced the end of the meeting. When a shareholder asked further questions and no other matters to consider. Mr. Phra Nai Suwanrath The Chairman of the meeting, therefore, conclude the meeting and thanked shareholders for taking the time to attend the meeting.

By this time, meetings of shareholders or their proxies attending this meeting as a total of 50 list is 656,133,162 equity shares representing 67.28 percent of the total number of shares sold all 975,203,604 shares.

Close the meeting at 12.00 น.

signature _____ Chairman of the meeting

(Mr. Phra Nai Suwanrath)

signature _____ Company Secretary

(Mrs. Sarunthorn Srisunthorn)

Mrs. Nipaporn Narongphanakun

Recorders and publishers