

Minutes of the Annual General Meeting of Shareholders No. 1/2562**Of****Richy Place 2002 Public Company Limited****Date 25 April 2019****At Pinkolw Room, 3 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. Miss Sunee | Sathatinan | Vice Chairman and Executive Director |
| 2. Dr.Apa | Ataboonwongse | Vice Chairman and Chief Executive Officer |
| 3. Lt.Gen. Somang | Thongpan | Chairman of the Audit Committee, Chairman of the nomination and Remuneration Committee And independent directors |
| 4. Dr.Karoon | Chantarangsu | Chairman of the Risk Management Committee |
| 5. Assoc. Prof. Suthat | Ratanakuakangwan | Audit Committee, Nomination and Remuneration Committee
Risk Management Committee And independent directors |
| 6. Mr. Somsak | Ataboonwongse | Executive Director And the Nomination and Remuneration Committee |
| 7. Pol.Col. Suvit | Tansode | Risk Management Committee |
| 8. Mrs. Nonglak | Wanathammapong | Director |
| 9. Mr. Weerapol | Ataboonwongse | Director |
| 10. 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. Miss Sutthiporn | Hinrit | Chief Financial Officer |
| 3. Ms. Phairrawee | Dokprom | account manager |

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

1. Miss Wanisa Ngambuathong

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

1. Mr. Chaturong Hongkham

Clarification of shareholders before starting the meeting

Before commencing the 2019 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 22 March 2019

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 2019 from 1 November 2019 - 31 January 2019 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 the volunteers who were shareholders to attend the meeting, namely Miss Wijitta Chidsungnern, the authorized person from Mrs. Waranya Pinsamang, to participate in the vote counting and vote counting with representatives of company.

Then the MC informed the meeting that there are 30 shareholders of the company who attend the meeting and by proxy. Count the number of attending shares and voting rights in a total of 702,686,657 shares, or representing 67.25 % of 1,044,859,438 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 14.00 pm.

Miss Sunee Sathintanant, Vice Chairman and Executive Director Acting Chairman of the Meeting Welcomed and thanked all shareholders who attended this meeting and request to open the Annual General Meeting of Shareholders for the year 2019 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 31 shareholders attending the meeting in person and by proxy, representing 702,686,657 shares or 67.25% of the total 1,044,859,438 issued shares.

Agenda 1 To certify the Minutes of the 2018 Annual General Meeting of Shareholders which was held on 24 April 2018

Miss Sunee Sathintanant, Chairman of the Meeting assigned Mrs. Saranthorn Srisoonthorn, 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 2018, which was held on 24 April 2018 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 2018 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 2018 on April 24, 2018 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	30	702,686,657	100.00
Disagree	-	-	-
Abstentions	-	-	-
voided ballot	-	-	-
Total	30	702,686,657	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 2 To acknowledge the operating results for the year 2018.

Miss Sunee Sathintinant, Chairman of the Meeting assigned Mrs. Saranthorn Srisoonthorn, Company Secretary. To report to the meeting in this agenda.

Mrs. Saranthorn Srisoonthorn explained the details of the operation in 2018 that the company has created the advertising media under The Rich brand. The highlight of The Rich brand is good location, good room plan and the answer to living with strategy. Mixed Use, Mixed Life, Meaningful Life and has defined the brand as follows: Active Dynamic, Work Hard, Urban Lifestyle to be the highlight of The Rich brand and promote the brand to various channels such as television, channel 3 HD, AMARIN34, MONO29, ONE31, Thairath 32, TNN24 etc. Radio channels EAZY FM105.5, GREENWAVE etc. Online channels, Google, Facebook, YouTube etc. Billboards, BTS, MRT, Digital Billboard in CBD, BANGKOK CONNECT etc. and channels various websites. The company expects to be more known to the target group and will lead to an increase in sales in the future. In 2018, the company launched the Rich Rama9-Srinakarin Triple Station project in November. The project is located on Srinakarin Road, next to the 3 lines of the train, which is light red line, dark red line and yellow line. There are 558 condominium units, divided into 2 types of rooms, MONO and LOFT. The highlight of the project is having 3 retail floors, increasing comfort in living. The project is connected to the airport linking to the city and connecting to travel around the world, which takes only 10 minutes to Suvarnabhumi and 4 stations to BTS Phaya Thai, which can travel to Siam within 16 minutes and with a modern building style that makes it possible. Accepting responses from customers and new target groups.

Mrs. Sarunthorn Srisunthorn Concluded the project operation in 2018 that the company has backlog information as of 31

December 2018.

Project	Total of rooms	Room amount Left for sale	Number of rooms sold and waiting to transfer ownership	
			amount (room)	Value (million baht)
Ready-to-transfer project				
Condominium / Townhome / Single house / Twin house				
Rich Park @Taopoon Interchange	735	89	12	33
Rich Park @ Chaophraya	635	4	109	275
The Rich Sathorn-Taksin	511	228	31	119
The Rich Ville Ratchaphruek	173	137	4	13
The Rich Biz Home Sukhumvit 105	140	81	4	23
Rich Park @ Triple Station	1,089	26	343	1,005
Total	3,283	566	503	1,468
Projects under construction				
The Rich @ Nana	413	279	134	1,255
Rich Park Terminal	563	452	111	293
The 8 Collection	77	60	16	79
The Rich Avenue	16	11	5	90
The Rich Rama9-Srinakarin	558	414	144	609
Total	1,627	1,216	410	2,326
Overall	4,910	1,782	913	3,794

For the operating results in 2018, there are exquisite details.

1. Total revenues in 2018 compared with the year 2017.

	Year 2017	Year 2018
1st quarter	174.35	341.12
2nd quarter	242.10	993.98
3rd quarter	355.24	902.23
4th quarter	555.43	443.66
Total	1,327.12	2,708.64

2. Net profit and net profit margin for the year 2018 compared with 2017

	Year 2017	Year 2018
Net profit	132.91	451.02
Net profit margin (percent)	10.01	16.65

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. Jirawat Kittisiriphan, shareholder, inquired about the sales of The Rich Sathorn-Taksin and The Rich Nana project.

Mrs. Sarunthorn Srisoonthorn clarified that the sales of The Rich Sathorn-Taksin project had sales volume of approximately 50% of the project and The Rich Nana project, sales volume of approximately 30% of the project. Mr. Jirawat Kittisiriphan, a shareholder, inquired about the sales strategy of the Nana project. How to do when compared to competitors Dr. Apa Ataboonwongse explained that we have studied the prices and strategies of neighboring competitors. And have adopted strategies Promotion to compete by selecting a special price room and adding a facility to attract more points Mr. Pitak Sukhumthanakul, the attorney from Mr. Kiat Sumongkonthanakul, inquired about the liabilities. 1,968,746,056 baht, how to pay debt Ms. Suttiporn Hinrit clarified that the accounting section shows the liabilities that were contracted with financial institutions as short-term liabilities. If in the case of shareholders or investors have questions, study the details in the notes to the statement No. 18.

Mrs. Sarunthorn Srisoonthorn gave the 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 the year 2018.

Agenda 3 To consider and approve the financial statements of the Company For the accounting period ending 31 December 2018

Miss Sunee Sathintinant, Chairman of the Meeting assigned Miss. Suttiporn Hinrit Chief Financial Officer, to report to the meeting in this agenda.

Miss. Suttiporn Hinrit Financial status summary report based on the 2018 annual financial statements, which consists of the statements of financial position and the profit and loss statement ended on December 31 2018, 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 2018 which has been sent to shareholders in advance in the form of QR CODE together with the invitation letter.

In this Miss. Suttiporn Hinrit 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:

In this agenda, there were 31 shareholders attending the meeting, representing 702,686,787 shares.

Meeting resolution

The meeting considered and resolved to approve and approve the financial statements of the company. For the accounting period ending 31 December 2018 by a majority vote of shareholders who attend the meeting and vote as follow:

Rich in living

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	31	702,686,787	100.00
Disagree	-	-	-
Abstentions	-	-	-
voided ballot	-	-	-
Total	31	702,686,787	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 4 to consider and approve the allocation of profits Legal reserve and dividend payment for the 2018 performance

Miss Sunee Sathintinant, Chairman of the Meeting assigned Miss. Sutti-phorn Hinrit Chief Financial Officer, to report to the meeting in this agenda.

Miss. Sutti-phorn Hinrit Reported to the meeting that in the year 2018, the company had a net profit of 456,621,237 baht (four hundred fifty six million six hundred twenty one thousand two hundred thirty seven baht only) deducted legal reserve 22,831,062 baht (twenty two million eight hundred thirty thousand One thousand sixty two baht only) Remaining net profit after legal reserve 433,790,175 baht (four hundred thirty three million seven hundred ninety one hundred seventy five baht) and the Board of Directors has an opinion To the shareholders' meeting to consider the payment of cash and stock dividends in the amount of 175,536,385 baht (one hundred seventy-five million, five hundred thirty-six thousand, three hundred and eighty-five baht only) or equivalent to 0.168 baht per share. Paying cash dividend at the rate of 0.02514 baht per share and paying as a stock dividend at the rate of 7 existing shares per 1 stock dividend, representing 0.14286 baht per share. Cash instead of 0.14286 baht per share.

Detail	Year 2018
Net profit (Baht)	456,621,237
Legal reserve (baht)	22,831,062
Net profit after legal reserve (Baht)	433,790,175

Number of shares	1,044,859,438
Total dividend amount	175,536,385
Dividend per share be paid	0.02514
Cash dividend: share	0.14286
Share dividends (old: new)	7:1

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	1.68	1.47	2.567	2.246
2. Exercise rate		1:1.07143	1:1.22449	1:1.07143	1:1.22449
3. Number of new ordinary shares (After exercising warrant rights)	share	168,299,996	192,343,590	168,299,996	192,343,590

The company determines the list of shareholders or record date for the right to receive dividend on May 3, 2019 and determining dividend payment on May 24, 2019

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.

Mr. Jirawat Kittisiriphan the shareholders came to inquire about why the company chose to pay a partial dividend. Dr. Apa Attaboonwong explained that the company has developed new projects. Which need to use cash to carry out new projects. Therefore, the management considers that keeping cash already, paying dividends in some shares and in cash in part to pay dividends to shareholders will benefit the shareholders most Mr. Jirawat Kittisiriphan Shareholder suggested that the dividend payment policy should be adjusted from 40% to 30% to reduce the burden on the company or not. Dr. Apa Attaboonwongse clarified that according to the policy given to the shareholders since the offering of shares to retail investors that the dividend payment is not less than 40 percent of the net profit, the company will follow the policy Ever provided Mrs. Sarunthorn Srisoonthorn gave the opportunity for shareholders or proxies to ask further 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 allocation of profits Legal reserve of 22,831,062 baht, cash dividend and stock dividend of 175,536,385 baht (one hundred seventy-five million, five hundred, thirty-six thousand, three hundred and eighty-five baht only) or equivalent to 0.168 baht per share. Cash at the rate of 0.02514 baht per share and paid as a stock dividend at the rate of 7 existing shares per 1 stock dividend, representing a rate of 0.14286 baht per share. At the rate of 0.14286 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	31	702,686,757	100.00
Disagree	-	-	-
Abstentions	-	-	-
voided ballot	-	-	-
Total	31	702,686,757	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 5 to consider and approve the company's registered capital reduction from the original company with a registered capital of 1,381,460,996 baht to 1,381,459,430 baht

Miss Sunee Sathintinant, Chairman of the Meeting assigned Mrs. Saranthorn Srisoonthorn, 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 1,566 shares Which is the remaining shares from the allocation to support the stock dividend payment in 2017 .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 1,381,460,996 Baht (One thousand three hundred eighty-one million four hundred sixty nine hundred ninety-six baht only)

Divided into	1,381,460,996	shares	(One thousand three hundred eighty-one million four hundred sixty nine hundred ninety-six shares)
Value of	1	baht per share	(One baht only)
Separated into			
Common share	1,381,460,996	share	(One thousand three hundred eighty-one million four hundred sixty nine hundred ninety-six shares)
Preferred shares	-	share	

Edit as

“Article 4	Registered Capital	1,381,459,430	Baht	(One thousand three hundred eighty-one million four hundred fifty nine thousand four hundred thirty baht only)
	Divided into	1,381,459,430	share	(One thousand three hundred eighty-one million four hundred fifty nine thousand four hundred thirty shares)
	Value of	1	Baht	(One baht only)
	Separated into			
	Common share	1,381,459,430	share	(One thousand three hundred eighty-one million four hundred fifty nine thousand four hundred thirty 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:

In this agenda, there were 32 shareholders attending the meeting, representing 703,313,485 shares.

Meeting resolution

The meeting considered and unanimously approve the reduction of the registered capital from the original 1,381,460,996 baht to 1,381,459,430 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	32	703,313,485	100.00
Disagree	-	-	-
Abstentions	-	-	-
voided ballot	-	-	-
Total	32	703,313,485	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 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.

Miss Sunee Sathintinant, Chairman of the Meeting assigned Mrs. Saranthorn Srisoonthorn, Company Secretary. To report to the meeting in this agenda.

Mrs. Sarunthorn Srisunthorn explained to the meeting that Because the company wishes to increase the registered capital of the company in the amount of 197,355,807 baht, divided into 197,355,807 ordinary shares at a par value of 1.00 baht per share from the original registered capital 1,381,459,430 baht is registered capital 1,578,815,237 baht divided into ordinary shares 1,578,815,237 shares with a par value of 1.00 baht per share with details of the allocation as follows: 1.) to support stock dividends (149,268,619 shares) 2.) to support the right adjustment of RICHY-W1 warrants 24,043,594 shares And RICHY-W2 in the amount of 24,043,594 shares and amendment to Clause 4 of the Memorandum of Association in order to be consistent with the increase of the registered capital of the Company as follows

Registered Capital	1,578,815,237	baht	(One thousand five hundred seventy-eight million eight hundred fifteen thousand two hundred thirty-seven baht only)
Separated into	1,578,815,237	share	(One thousand five hundred seventy-eight million eight hundred fifteen thousand two hundred thirty-seven shares)
Par value	1	baht	(One baht only)
Separated into			
Common share	1,578,815,237	share	(One thousand five hundred seventy-eight million eight hundred fifteen thousand two hundred thirty-seven 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 considered Approved to increase the registered capital from the original 1,381,459,430 baht to be 1,578,815,237 baht and to amend the Memorandum of Association of the Company No. 4 regarding the registered capital In accordance with the capital increase By assigning the Executive Committee and / or the person authorized to perform the registration Amendment of Memorandum of Association to 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 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	32	703,313,485	100.00
Disagree	-	-	-
Abstentions	-	-	-
voided ballot	-	-	-
Total	32	703,313,485	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 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

Miss Sunee Sathintinant, Chairman of the Meeting assigned Mrs. Saranthorn Srisoonthorn, Company Secretary. To report to the meeting in this agenda.

Mrs.Sarunthorn Srisunthorn Clarified to the meeting that from the increase of registered capital amount 197,355,807 baht By issuing ordinary shares to 197,355,807 shares. Par value of 1 baht per share from the original registered capital 1,381,459,430 baht to 1,578,815,237 baht

Important details are as follows

1. Allocate not more than 149,268,619 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 24,043,594 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 24,043,594 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 149,268,619 ordinary shares at a par value of 1.00 baht per share to support the stock dividend payment
2. Allocate not more than 24,043,594 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 24,043,594 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	32	703,313,485	100.00
Disagree	-	-	-
Abstentions	-	-	-
voided ballot	-	-	-
Total	32	703,313,485	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 8 to consider and approve the appointment of new directors to replace those retiring by rotation.

Miss Sunee Sathintinant, Chairman of the Meeting 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 2019, there are 4 directors who are retired by rotation.

1. Mr. Phra Nai Suwanrath, Chairman of the Board and independent directors
2. Assoc. Prof. Suthat Ratanagunangwan, Independent Director and Audit Committee
3. Pol.Lt.Gen.Suwit Tanasdee, Director
4. Mr. Veerapol Attaboong Director

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 2018 - 31 January 2019. It appears that there are 1 shareholder nominated independent directors namely Mrs. Pawanya Krittachart.

And to comply with good governance, the MC invited 3 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 3 directors, namely, Prof. Suthat Ratanakueang Kangwan, Maj. Gen. Suwit Tansode, and Mr. Verapol Attaboong Who retired by rotation to be a director And consider appointing 1 new independent director, namely, Mrs. Pawanya Krittachat, a total of 4 persons, whose 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, Lt.Gen. Somang Thongpan 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:

In this agenda, there were 33 shareholders attending the meeting, representing 703,430,555 shares.

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 Assoc. Prof. Suthat Ratanakueang Kangwan

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	31	703,428,555	99.999982
Disagree	1	122	0.00018
Abstentions	1	1,878	-
voided ballot	-	-	-
Total	33	703,430,555	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 Pol.Lt.Suwit Tansomboon

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	32	703,428,677	100.00
Disagree	-	-	-
Abstentions	1	1,878	-
voided ballot	-	-	-
Total	33	703,430,555	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 Mr. Veerapol 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	31	702,468,856	100.00
Disagree	-	-	-
Abstentions	2	961,699	-
voided ballot	-	-	-
Total	33	703,430,555	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 Mrs. Pawanya Krittachart

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	32	703,428,677	100.00
Disagree	-	-	-
Abstentions	1	1,878	-
voided ballot	-	-	-
Total	33	703,430,555	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 2562.

Miss Sunee Sathintinant, Chairman of the Meeting 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 notify the meeting that Payment of remuneration to the Board of Directors In 2018, the Annual General Meeting of Shareholders approved the directors' remuneration in the amount of 10,000,000 baht (ten million baht only), actually paid in the amount of 10,000,000 baht (ten million baht only) divided into meeting allowance of 810,000 baht. (Eight hundred thousand, ten thousand baht only) and labor allowance of 9,190,000 baht (nine million, one hundred, ninety thousand baht only). For the year 2019, this committee agreed to propose to the third meeting. Shareholders approved the remuneration of the Board of Directors. And sub-committees In the amount of 10,000,000 baht (ten million baht only). The composition of compensation 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 2019 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
Agree	33	703,480,555	100.00
Disagree	-	-	-
Abstentions	-	-	-
voided ballot	-	-	-
Total	33	703,480,555	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 10 To consider and approve the appointment of auditors. And the remuneration of the auditors for the year 2562

Miss Sunee Sathintinant, Chairman of the Meeting 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 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 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 2019, 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 2019 to be the money amount of THB 1,670,000 (One million six hundred and seventy thousand Baht Only) that is higher than the year of 2018 to be the money amount of THB 350,000 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, Lieutenant-General Samsam Thongpan gave the opportunity for shareholders or proxies to ask questions. Which has shareholders Comment and ask by summarizing the importance as follows. Mr. Pitak Sukhonthanakul, a proxy from Mr. Kiat Sumongkonthanakun, inquired why the auditor's fee has increased in price. Lt. Gen. Ying Samangthong Pan clarified that because there were 1 more subsidiary company

Mr. Jirawat Kittisiriphan Shareholder Inquired about what additional subsidiary company name Dr. Apa Ataboonwongse explained that the additional 1 subsidiary company named Richy Place Ekkamai Company Limited.

In this agenda, Lieutenant-General Samsam Thongpan 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 6 8 3 8 or Mr. Peeradej Phongsathiensak, Registration Number 4 7 5 2 or Miss Thanyaporn Tangthanopajai , Registration Number 9 1 6 9 or Mr. Thanawut Phiboonsawat, Registration Number 6 6 9 9 or Miss Arisa Chumput, Registration Number 7 3 9 3 to be the auditor of the company of the year of 2 0 1 9 and this will determine the compensation of the auditor of the year of 2018 within the limit of THB 1,670,000 (One million six hundred and seventy 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
Agree	33	703,480,555	100.00

Rich in living

Disagree	-	-	-
Abstentions	-	-	-
voided ballot	-	-	-
Total	33	703,480,555	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 11 To approve the general meeting of shareholders to consider increasing the objectives in the company certificate. To comply with the operation

Miss Sunee Sathintinant, Chairman of the Meeting assigned Mrs. Saranthorn Srisoonthorn, Company Secretary. To report to the meeting in this agenda.

Mrs. Sarunthorn Srisoonthorn explained to the meeting that Because the company certificate Has set up 25 operational objectives because the company has more subsidiaries And to ensure that the operations of the subsidiaries are in accordance with the plans and strategies Therefore proposed that the shareholders' meeting consider increasing the objectives The details are as follows

1. To operate the service business, guaranteeing liabilities, liability and compliance with other people's contracts Including accepting service with persons traveling into the country or traveling abroad according to immigration law Tax law And other laws
2. Operate a private hospital, hospital, receive treatment for patients and patients Accepting training and academic training in medicine. In addition, the current business operation in order for the company to be able to perform any legal acts with other persons, the company would like to add the message in the following objectives
3. Article 6:
Originally entered as a limited liability partnership in the limited partnership Is a shareholder in a limited company Public company Invest in shares in any business No matter how Or invest in other securities or collateral Or join the business or trade with other people or let other people join the business or join the trade as well Or being a unit holder in the fund Or mutual funds Re-enter into a limited liability partnership in the limited partnership Is a shareholder in a limited company Public company Invest in shares in any business No matter how Or invest in other securities or collateral Or join the business or trade with other people or let other people join the business or join the trade as well Or being a unit holder in the fund Or mutual fund or joint venture, any fund
4. Article 20
Originally operating a room for rent Renting real estate, condominium, office building suite. New business for renting rooms Renting real estate, condominium, office building suite Shops and services associated

Formerly engaged in the auction business to make According to all objectives to individuals, faculty, individuals, entities, government agencies and government organizations

New to conduct auction business or make a bid to buy or sell or hire or hire According to all objectives to individuals, faculty, individuals, entities, government agencies and government organizations

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 casting votes.

In this agenda, Mrs. Sarunthorn Srisoonthorn gave the opportunity for shareholders or proxies to ask questions. Which has shareholders Comment and ask by summarizing the importance as follows.

Mr. Jirawat Kittisiriphan inquired what the company had planned to invest in new business. Therefore additional objectives related to the operation of private hospitals, nursing homes, treatment for patients and patients accepting training and academic training in medicine Dr. Apa Ataboonwongse explained that Thailand has an increasing number of elderly people. Therefore plans to do the elderly accommodation project in the project, there will be a section of the elderly care facility as well.

Mrs. Sarunthorn Srisoonthorn gave the opportunity for shareholders or proxies to ask further 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 addition of objectives in the company certificate In order to be consistent with the operation with additional details as follows:

1. To operate the service business, guaranteeing liabilities, liability and compliance with other people's contracts Including accepting service with persons traveling into the country or traveling abroad according to immigration law Tax law And other laws
2. Operate a private hospital, hospital, receive treatment for patients and patients Accepting training and academic training in medicine

In addition, the current business operation in order for the company to be able to perform any legal acts with other persons, the company would like to add the message in the following objectives

3. Article 6

Originally entered as a limited liability partnership in the limited partnership Is a shareholder in a limited company Public company Invest in shares in any business No matter how Or invest in other securities or collateral Or join the business or trade with other people or let other people join the business or join the trade as well Or being a unit holder in the fund Or mutual funds. Re-enter into a limited liability partnership in the limited partnership Is a shareholder in a limited company Public company Invest in shares in any business No matter how Or invest in other securities or collateral

Or join the business or trade with other people or let other people join the business or join the trade as well Or being a unit holder in the fund Or mutual fund or joint venture, any fund

4. Article 20

Originally operating a room for rent Renting real estate, condominium, office building suite

New business for renting rooms Renting real estate, condominium, office building suite Shops and services associated

5. Article 22

Formerly engaged in the auction business to make According to all objectives to individuals, faculty, individuals, entities, government agencies and government organizations

New to conduct auction business or make a bid to buy or sell or hire or hire According to all objectives to individuals, faculty, individuals, entities, government agencies and government organizations

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	33	703,480,555	100.00
Disagree	-	-	-
Abstentions	-	-	-
voided ballot	-	-	-
Total	33	703,480,555	100.00

Agenda 12 To consider other matters

Dr. Apa Ataboonwongse Asked shareholders or proxies to attend the meeting want to comment or ask for additional management?

In this agenda, there were shareholders. Comment and ask as follows

Mr. Jirawat Kittisiriphan Shareholder Have inquired about the following information

1. Projects completed within 2019
2. New projects to be opened
3. Does the Vora case now receive money from Wora?

Dr. Apa Ataboonwongse explained that:

1. In the year 2019, there will be a Rich Park @ Terminal Laksi project to be completed. Ready to transfer ownership in October
With a project value of 1,600 million baht

Rich in living

2. In this year, the company plans to launch 4 projects, namely Ekkamai project, worth 3,500 million baht, which has already been launched. In March, Wutthakat Project, Rama 9 Project and Senior Care Project to take care of the elderly
3. The Court of First Instance considered the Voralak Company Limited to pay this part to Richy Place 2002 Public Company Limited, but the defendant filed an appeal. Currently, it is under the consideration of the Appeal Court.

Mr. Jirawat Kittisiriphan Shareholder suggested that from visiting the sample room of Ekkamai project, the sample room had too many decorations. Makes the room look unattractive and narrow Therefore proposed to bring some decorative items to make the sample room more beautiful and wider.

Dr. Apa Ataboonwongse Accept this suggestion To improve

Mr. Jakrapat Chongtiwat, a shareholder, inquired about the plot of land in front of the road and was vacant.

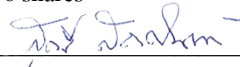
Know if there are other companies already buying?

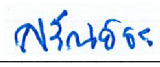
Dr. Apa Ataboonwongse explained that Rama 9 land That the company will develop Not land opposite the G Tower, but land Front of the road Which is currently a gas pump

After that, the MC therefore announced the end of the meeting. When there were no further questions from the shareholders and no one proposed any other matters to consider again

Miss Sunee Sathintinant, the Chairman of the meeting therefore declared the meeting closed. And thanked the shareholders for taking the time to attend the meeting

In this meeting, there were shareholders or proxies attending this meeting. In total, 33 shareholders, representing 703,430,555 shares, representing 67.32 percent of the total shares sold 1,044,859,438 shares

signature  Chairman of the meeting
(Miss Sunee Sathintinant)

signature  Company Secretary
(Mrs. Sarunthorn Srisunthorn)

Mrs.Amornrat Parawan

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