

Invitation to the Annual General Meeting of Shareholders
for the Year 2020

BIG CAMERA CORPORATION PUBLIC COMPANY LIMITED



on Thursday 25 June, 2020 at 14.00 hrs., at The River Room 1st Floor,
Chatrium Hotel Riverside Bangkok, 28 Charoenkrung Soi 70, Bangkoklame,
Bangkok 10120

BIG  **camera**
corporation

(-Translation-)

June 10, 2020

Subject : Invitation to Annual General Meeting of Shareholders for the Year 2020

To : Shareholders of BIG Camera Corporation Public Company Limited

- Enclosures :
1. Copy of the Minutes of the 2020 Annual General Meeting of Shareholders
 2. Definition and qualification of Independent Directors
 3. Registration Form and Annual Report , together with the Financial Statements of the Company for the year ended 31st December 2019 in QR-Code
 4. Proxy Form A and Proxy Form B (Proxy Form C is available for download from the Company's website at <https://investor.bigcamera.co.th/>)
 5. Documents or evidences required for attending the Meeting
 6. The Articles of Association of the Company relating to Shareholders' Meeting
 7. Profile of the Independent Director who is proposed to be a proxy of shareholders in case of proxy granting
 8. Details of Directors who retire by rotation
 9. Procedure to attend the Meeting
 10. Map of the Meeting's venue

The Board of Directors' meeting No. 3/2020 of BIG Camera Corporation Public Company Limited ("Company") held on 14th May 2020 adopted a resolution to call for the Annual General Meeting of Shareholders for the Year 2020 to be held on Thursday 25th June 2020 at 14.00 hrs., at The Chatrium River Room 1st Floor, Chatrium Hotel Riverside Bangkok, 28 Charoenkrung Soi 70, Bangkholame, Bangkok 10120 to consider the following agendas:

Agenda 1 Adoption of the minutes of 2019 Annual General Meeting of Shareholders

Fact and reasons: The Company Secretary took the minutes of the 2019 Annual General Meeting of Shareholders , which was held on 25th April 2019. The Company Secretary submitted mentioned Minutes of the Meeting to the Stock Exchange of Thailand ("SET") within 14 days and to the Ministry of Commerce as required by laws. A copy of the Minutes was attached to this meeting invitation. (Enclosure no.1)

Board's opinion: The Minutes was taken accurately according to the resolutions of the Meeting. The shareholders are recommended to adopt the Minutes of the 2019 Annual General Meeting of Shareholders.

Pursuant to the law, this matter requires an affirmative resolution passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.

Agenda 2 Acknowledgement of the Company's Operation result for the year 2019

Fact and reasons: The Company prepared the report of the Company's business operation for the year 2019 ended 31st December 2019. Details of which are appeared in the 2019 Annual Report, which was delivered to the shareholders, together with this meeting invitation. (Enclosure no.3)

Board's opinion: After due consideration, the Board of Directors endorsed the correctness and adequacy of the reports. The shareholders are recommend to acknowledge the Company's business operation for the year 2019.

This matter is for the Shareholders' information and acknowledgement without voting to pass a resolution.

Agenda 3 Approval on the Financial Statements for the year ended 31st December 2019 together with the Auditor Report

Fact and reasons: The Company prepared the Financial Statements for the year ended 31st December 2019 and auditor report which were audited and certified by the auditor of the Company, EY Office Limited, and reviewed by the Audit Committee. Details of which are appeared in the Annual Report submitted together with this meeting invitation. (Enclosure no.3)

Board's opinion: The shareholders are recommended to approve the Financial Statements for the year ended 31st December 2019 which were audited and certified by the auditor of the Company and reviewed by the Audit Committee.

Pursuant to the law, this matter requires an affirmative resolution passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.

Agenda 4 Approval the omission of dividend payment for the year 2019 and acknowledge the payment of interim compensation.

Fact and reasons: Pursuant to Chapter 6 Article 49 of the Company's Articles of Association, the Company must reserve fund stipulated by law at least 5% of its net income after reduction of loss carry forward until this legal reserve equal to at least 10% of its registered capital. In addition, the Company has dividend policy to pay dividend from its profit not less than 50% of the net profit remained after reduction of all kinds of reserve fund stipulated by law and the Company.

Due to the coronary epidemic situation (COVID-19), resulting in the postponement of the general meeting of shareholders which will be held on April 22, 2020 as follows, so as not to affect the rights of shareholders The Board of Directors therefore passed a resolution at the meeting no. 2/2020 on April 16, 2020 to approve the payment of interim dividends from the unappropriated retained earnings of the net profits. In the form of cash from net profits from operations for the year 2019 ending 31st December 2019 that have been audited by the auditor and certified by the audit committee and the board of directors at the rate of 0.03 baht per share, totaling 105,866,364 baht. The company paid the interim dividend on May 14, 2020.

Board's opinion: Agreed to propose to the Annual General Meeting of Shareholders for the year 2020 to approve the suspension of dividend payment for the year 2019 and acknowledge the interim dividend payment as proposed

Pursuant to the law, this matter requires an affirmative resolution passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.

Agenda 5 Approval on the appointment of the auditor for the Year 2020 and determination of the remuneration

Fact and reasons: In order to ensure compliance with Section 120 of the Public Company Act B.E.2535 with regard to the appointment of auditor and determination of auditor remuneration by the Meeting of Shareholder every year.

The Audit Committee had selected the auditor of the Company and its subsidiary for the year 2020 by considered the freedom, qualification, experience, knowledge, continuity and efficiency including the appropriate audit fee then proposed to the Board of Directors to propose to the Meeting of Shareholders to appoint the EY Office Limited as the auditor of the Company and its subsidiary for the year 2020 as listed below;

1. Mr. Preecha Arunnara Certified Public Accountant No. 5800 or
2. Ms. Supanee Triyanantakul Certified Public Accountant No. 4498 or
3. Ms. Watoo Kayankannavee Certified Public Accountant No. 5423

any of these auditors shall be appointed as the Company and its subsidiary's auditor and the auditor remuneration for the year 2020 shall be determined at the amount of 3,100,000 Baht, which is 330,000 Baht less than the previous year. (The auditor remuneration is exclusive of other fees (Non-audit fee) if any, which will be billed per actual i.e. traveling expenses) details as follow;

2020 (proposed year)			
Company	Quarterly Review	Year End Review	Total
Big Camera Corporation PLC.	1,080,000.00	1,460,000.00	2,540,000.00
Image Solution Plus Co., Ltd.	60,000.00	350,000.00	410,000.00
Big Camera Holding Co., Ltd.	-	150,000.00	150,000.00
Total	1,140,000.00	1,960,000.00	3,100,000.00

In this regard, such auditors of EY Office Limited are qualified and have no relationship with or any interests with the Company, its subsidiary, executives , major shareholders, or any persons related to such parties and therefore; the auditors show independence in auditing and rendering opinions on financial statements.

Board's opinion: The Board of Directors concurred the endorsement of the Audit Committee to propose to the Meeting of Shareholders to appoint either Mr. Preecha Arunnara , Certified Public Accountant No. 5800 or Ms. Supanee Triyanantakul , Certified Public Accountant No. 4498 or Ms. Watoo Kayankannavee , Certified Public Accountant No. 5423 from EY Office Limited to be the auditors of the Company and its subsidiary for the year 2020 and to determine the auditor remuneration of 3,100,000 Baht. In the event that the auditors mentioned above are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express opinion on the Company's and its subsidiary financial statements in place of them.

Pursuant to the law, this matter requires an affirmative resolution passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.

Agenda 6 Approval on the election of the directors in replacement of the directors who retire by rotation

Fact and reasons: Pursuant to Chapter 4 Article 22 of the Articles of Association of the Company, at every annual general meeting of shareholders, one-third (1/3) of the total number of directors shall retire by rotation. If the number of vacated directors does not reach the exact one-third (1/3), the number nearest to one-third (1/3) shall be subject to the above retirement. A retiring director may be eligible for re-election.

In 2020, 3 directors shall retire, which are;

- | | |
|------------------------------|--|
| 1. Mr. Chan Thienkanjanawong | Chairman |
| 2. Dr. Suvit Thaniyavarn | Independent Director / Audit Committee |
| 3. Mrs. Haruthai Sukying | Independent Director / Audit Committee |

Since the Company made an announcement to invite the shareholders to propose the names of qualified candidates for the positions of the directors in the 2020 Annual General Meeting of Shareholders via the Company's website and SET's channel from 15th November 2019 to 14th February 2020. However, no such proposals were made.

The details of each retired director and definition as well as qualifications of Independent Director are shown in Enclosure 8 and Enclosure 2 respectively.

Board's opinion: The Board of Directors conducted its review of screened process under the Company's nomination policy and ruled that the nominated directors are fully qualified as directors and had duly performed their duties well. In addition, the Board of Directors has considered and ensured that the 3 directors are completely qualified as directors, have knowledge, competence, experience which shall be beneficial to the Company's business operation. Accordingly, the Board of Directors excluding the directors who are proposed for re-election, agreed to propose the shareholders to re-elect the of the 3 retired directors are Mr. Chan Thienkanjanawong, who has been a Chairman of the Company since April 2014 until now for 5 years 10 months consecutive years, Dr. Suvit Thaniyavarn , who has been an independent director of the Company since June 2014 until now for consecutive 5 years 9 months and Mrs. Haruthai Sukying , who has been an independent director of the Company since June 2014 until now for consecutive 5 years 9 months for another term.

Pursuant to the law, this matter requires an affirmative resolution passed by a majority of the total number of votes of the Shareholders who attend the meeting and cast their votes.

Agenda 7 To determine the director remuneration for the year 2020

Fact and reasons: The Board of Directors has considered the director remuneration for the year 2019 by taking into account the benchmark rates of peers in the industry, and the Company's business expansion, the performance of the Company and its subsidiary, as well as scope and responsibility of each committee and agreed to propose the shareholders to approve the director remuneration at the aggregate amount of not more than 2,000,000 Baht, which is same as previous year. The meeting allowance remains the same as follow;

Detail of Remuneration	2020 (propose year)	2019
	Meeting allowance/person/time	Meeting allowance/person/time
Chairman of the Board of Directors	22,000 Baht	22,000 Baht
Chairman of the Audit Committee	22,000 Baht	22,000 Baht
Director	15,000 Baht	15,000 Baht
Audit Committee	15,000 Baht	15,000 Baht

Board's opinion: The Board of Directors agreed to propose such to the Meeting of Shareholders for consideration and approval for the director remuneration of the year 2020 at the aggregate amount not to exceed 2,000,000 Baht.

This matter requires an affirmative resolution of not less than two-third (2/3) of the total number of votes of the Shareholders attending the meeting and are entitled to vote.

Agenda 8 Consideration and approve the amendment of the company's objectives in the company certificate no. 50-51.

Fact and reasons: The Board of Directors has determined the amendment of the objectives of the company in the certificate (new amendment) in items 50-51 , because the board has considered the opportunity to make a profit in the purchase of cameras from customers who demand quality products at an affordable price, in which the company acts as an intermediary for buying and selling cameras that have been used naturally has good credibility from consumers. The camera rental business also, the company considers that

the camera rental service suitable for a wide range of customers both groups that want to try the usage before making a purchase and customers that like to change products and equipment frequently. It is a good opportunity for the company to enter into this business and believe that such business will be able to make a profit in the future. Therefore, it is appropriate to propose to the shareholders' meeting to approve the new objectives as follows:

no. 50 Buying and selling second hand cameras and photography equipment.

no. 51 Business for rent camera and photography equipment.

Board's opinion: The Board of Directors agreed to propose such to the Meeting of Shareholders for consideration and approval the amendment of the company objectives in the company certificate.

This matter requires an affirmative resolution of not less than three-fourths of the total number of votes of the shareholders attending the meeting and are entitled to vote.

Agenda 9 To consider any other business (if any)

Board's opinion: There will be no further proposed agenda to the Meeting of Shareholders and no voting for resolution in this agenda in order to give the shareholders an opportunity to make enquiries to the Board of Directors (if any).

The shareholders of BIG Camera Corporation Public Company Limited are cordially invited to participate in the meeting on the date, time and place stated above.

According to the spread of the new Coronavirus 2019 (COVID-19), the company worries of the situation. So, please be informed of the new guidelines, as listed;

1. Shareholders who are in a high-risk situation, for example, had recently travelled to any high-risk countries, or suffers any respiratory symptoms, are advised to send a substitute in place to attend the meeting, via the company's address No.115,115/1 Sawatdikarn 1 Rd.,Nongkheam, Bangkok 10160

2. The company will be implementing health checks, in front of the meeting room. In the situation of finding one with risk, we will kindly ask to deny their entry, in which you may send a substitute in place to attend the meeting instead.

Thank you for your cooperation and understanding on this matter. However, the company encourages shareholders to appoint proxy to an independent director. In order to reduce the number of attendees and to reduce the risk of spreading the disease.

Any shareholder may appoint an independent director as his/her proxy to attend the meeting and vote on his/her behalf. The profile of independent director who is proposed to be a proxy of shareholders in case of proxy granting are attached hereto in the Enclosure 7, to attend the meeting and vote on behalf of shareholders.

If any shareholder wishes to appoint another person to attend the meeting and vote as his or her proxy, please assign the representative who is legal age. Also, kindly fill in and execute only either proxy form A or form B (Enclosure no.4) or form C with supporting documents (Enclosure no. 5) and submit it to the company before attending the meeting. The proxy form C is only for the shareholder who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper, can be download from the company's website at <https://investor.bigcamera.co.th/> under investor relations.

In this regard, the company provides opportunities for shareholders to submit questions relating to the meeting agenda in advance via Email : IR@bigcamera.co.th , the company will raise such questions at the shareholders' meeting and record in the minutes of the meeting.

The Company determined the shareholders' names who have the right to attend the Meeting on 1st June 2020. (Record Date)

Yours sincerely,

(-Signature-)

(Mr. Chan Thienkanjanawong)

Chairman

(Translation)

Minutes of the Annual General Meeting of Shareholders for the Year 2019
of
Big Camera Corporation Public Company Limited

Date, Time and Venue of the Meeting

The Annual General Meeting of Shareholders for the Year 2019 (the “Meeting” was held on Thursday 25th April 2019 at 14.00 PM., at The River room 1st Floor, Chatrium Hotel Riverside Bangkok, 28 Charoenkrung Soi 70, Bangkokholame, Bangkok 10120

Directors in Attendance

- | | | |
|---------------------|------------------|--|
| 1. Mr. Chan | Thienkanjanawong | Chairman |
| 2. Mrs. Wankamon | Thienkanjanawong | Director |
| 3. Mr.Thanasit | Thienkanjanawong | Director |
| 4. Mr. Atit | Chunhachatrachai | Director |
| 5. Dr. Suwit | Thaniyavan | Independent Director and Chairman of Audit Committee |
| 6. Prof.Dr.Poomthan | Rangkakulnuwat | Independent Director and Audit Committee |

Participating

- | | | |
|----------------|-----------------|-------------------------|
| 1. Ms. Chutima | Klongprateephol | Chief Financial Officer |
|----------------|-----------------|-------------------------|

Auditor from the EY Office Limited

- | | |
|-----------------|---------------|
| 1. Mr. Tanravee | Patharavinich |
| 2. Mr. Sittipat | Leelawuttukul |

Due to a problem in the voting system the moderator then notified the meeting to postpone the meeting for 30 minutes. As time has elapsed, the system has not been completed Mr. Thanasit Thienkanjanawong, Director, requested permission shareholders to start the meeting by clarifying the agenda that no vote in order to comply with the regulations of the Stock Exchange. However, in order to not cause of confusion, the minutes will be written follow the meeting agenda in the invitation letter.

Commencement of the Meeting at 14:30 pm.

Ms.Kamolwan Kongsanam (the “meeting moderator”) notified the preliminary information of Big Camera Corporation Public Company Limited (the “Company”) to the Meeting as follows:

Registered capital	352,877,880 Baht
Paid-up capital	352,877,880 Baht
Divided into	3,528,878,800 Shares
With the par value of	0.10 Baht

The meeting moderator additionally notified on the vote counting of shareholders to cast the vote in each agenda as follows:

1. In an ordinary event, an agenda item shall be passed by the majority vote of the shareholders who attend the meeting and cast their votes. In the case of an equality of votes, the Chairman of the meeting shall have an additional vote as a casting vote in agenda 1, agenda 3 until agenda 5 and agenda 6.

An exception is made for the agenda 7 which concerning re-appointment of directors, wherein a resolution will require at least two-third of the total number of votes of the Shareholders attending the meeting and are entitled to vote

To count the votes in approval for each agenda item, the Company will deduct the total votes cast as disapproval and abstention from the total votes of shareholders in attendance at the Meeting.

- The shareholders who have authorized other people by Proxy Form B or authorized the Directors to vote, and determined that the proxies will vote according to the shareholders' intentions or proxies' intentions, the Company will count the votes according to the shareholders' intentions or proxies' intentions
 - The Company will propose that the Meeting consider the appointment of each director, and shareholders can vote to approve, disapprove, or abstain. The staff will collect the ballots disapproving or abstaining of each director first, and then collect the ballots of those that approve.
2. If any shareholder wishes to leave the Meeting before the Meeting is adjourned or is not present in the meeting room during any agenda item, such shareholder can exercise his/her rights by submitting the voting ballot to the staff of the Company in advance before he/she leaves the meeting room.
 3. The total number of votes the shareholders cast on each agenda item may not be consistent, as there are shareholders and proxies entering the meeting room from time to time. Therefore, the number of persons attending the Meeting for each agenda item may change.
 4. There must be neutral persons to witness the vote-counting process thus 2 volunteered shareholders are invited to witness the vote-counting at this Meeting.

5. Before voting on each agenda item, the Chairman shall give the shareholders and proxies an opportunity to ask questions and render their opinions concerning such agenda items as the Chairman deems appropriate. Any shareholder or proxy who wishes to ask questions shall declare his/her name and surname before asking every question or rendering an opinion.

In the Meeting today, there were 43 shareholders presented in persons and 12 by proxies, totaling of 55 shareholders representing 2,092,599,388 shares or accounting for 59.3 of the Company's total issued shares. The quorum of the Meeting was thus constituted. By the Company's Articles of Association, the specification on the quorum regarding the shareholders' meeting stated that the number of shareholders and proxy of shareholders (if any) to attend the meeting shall not be less than 25 people or not less than half of the total shareholders. And the total shares are to be not less than one-third of the total issued shares of the Company in order to complete the quorum.

Mr. Chan Thienkanjanawong, the Chairman of the Meeting, assigned Mr. Thanasit Thienkanjanawong to conduct the Annual General Meeting of Shareholders for the Year 2019 of Big Camera Corporation Public Company Limited according to the following agendas.

Agenda 1 Adoption of the minutes of the 2018 Annual General Meeting of Shareholders

The meeting moderator proposed the meeting to adopt the Minutes of Annual General Meeting of Shareholders for the year 2018, held on April 11, 2018, which had been distributed together with the invitation letter for this meeting to all shareholders. If there was no one objecting or requesting to revise the minutes, then would like to request the resolution from the meeting.

This agenda required a majority of the total number of votes of the shareholders who attend the meeting and cast their votes.

RESOLVED The Minutes of the 2018 Annual General Meeting of Shareholders, held on April 11, 2018 be and hereby adopted with the following votes;

Approved	2,123,643,288 votes	or	100 percent
Disapproved	0 votes	or	0 percent
Abstained	0 votes	or	0 percent

Agenda 2 Acknowledgement of the Company's operation result of the year 2018

The Chairman then assigned Mr. Thanasit Thienkanjanawong , the Director, to clarify the company's operation result of the year 2018 ended 31 December 2018, as follows;

Company Overview in the past year the Company still maintain sales. Business Group is divided into 3 Business Units : (1) Digital camera business (core business); (2) Mobile phone business; and (3) Printing services business and other services. Year 2018, economic has decreased in consumption, purchasing power and tourism slowdown. First and second quarter still has a good growth rate but began to slow down in the 3rd and 4th quarters, plus company has higher costs, rental fee and salary. Rental fee in last year has increased quite high and more competitors in market that cause decreasing of company gross profit margin compare to previous year (2017). However, the company has implemented sales strategies by stimulating the market to make the company gain more market share.

In the beginning of this year (2019, 1st quarter), economic and purchasing power remains slowdown compared to the beginning of 2016, 1st and 2nd quarter, the purchasing power is quite good. In the beginning of this year, the company will try to maintain sales and believe that in the third quarter the purchasing power will return. Moreover, the camera business also has new product launches, which may be more responsive to the needs of today's customers and the company expects that this year's market competition will decrease and participants starting to slow down the business. Making the choice of consumers more specific, which will cause the company to reduce the cost of marketing and it's may reflect the profit of the company. However, this year the company will decrease the cost to improve the profit of the company

1. Mr. Perawat Thummapim, shareholder, asked

"Please explain methods of calculation the loss in Rebate (sales promotion income) of quarter 4"

Mr.Thanasit Thienkanjanawong, director, answered

"Company's gross profit (GP) must be including Rebate and supporting from supplier is quite complicated, for example, some quarters the company selling products has high GP but low rebates its will result in a decline of rebates in the quarter. However, the calculation of the whole year the rebate value is still negative because in the past year, the company has focused on promotion to stimulate the market."

Ms.Chutima Klongphatippol, chief financial officer, answered.

"In quarter 4 the company has changed method of accounting record, in quarter 1-3 rebate shown as other income but in quarter 4 rebate included in cost of good sold that made cost of good sold decreased. However, sales promotion support of fourth quarter is 84 million baht."

2. Mr.Suppharoj Rojvera, shareholder, asked.

"1. Please update BIG Mobile and BIG Camera in Vietnam"

2. Does high quality camera on mobile phone affect company business?"

3. Year 2019, company have plan to open more AIS and Telewiz shop or not?"

4. How about printing business trend."

Mr.Thanasit Thienkanjanawong, director, answered

"1. last year, the company opened BIG Camera stores in Vietnam, Ho Chi Minh City to test the Vietnamese market because the company believe in the potential of Vietnam market and consumers in Vietnam and has similarities in tourism, lifestyle and using camera products as Thailand. However, the Vietnamese market is still quite different from Thailand which may take time to understand and adapt. BIG Camera in Vietnam is a standalone shop which have a good respond from last year.

2. Mobile phone business, it is a highly competitive business so the company currently did not open more shop but still keep partnership with mobile operators for market strategy and market penetration. Currently company has AIS Shop 3 shops, Telewiz 4 shops. Camera is one of the accessories for people who like photography, need good picture resolution that is different from the mobile phone, which is considered as parallel between the camera and mobile phone.

3. Due to the privilege of AIS and Talewiz partner, AIS will offer the new shop to those who are interested in new location but there is no offer new location in this period.

4. In the past year, printing business gradually grew, the company receiving support the gallery event, showing pictures of customers who came to use the printing service from BIG Camera. And the brand will focus on promotion to stimulate the market and develop online platforms to be more efficient."

RESOLVED (This Agenda was the report of the operation result for acknowledgement. Therefore, there was no voting.)

Agenda 3 Approval on the Financial Statements for the year ended 31st December 2018 together with the Auditor Report

The moderator informed proceeded from agenda 2, the company has clarified the company's business operation in 2018. Then proposed the shareholders to consider and approve the Financial Statements for the year ended 31st December 2018 which were audited and certified by the auditor of the Company and reviewed by the Audit Committee.

This agenda required a majority of the total number of votes of the shareholders who attend the meeting and cast their votes.

RESOLVED Approved the Financial Statements for the year ended 31st December 2018 by the unanimous votes as follows;

Approved	2,123,708,288 votes	or	100 percent
Disapproved	0 votes	or	0 percent
Abstained	0 votes	or	0 percent

Remark *There were 2 new shareholders attended during this agenda, totaling 65,000 shares.*

Total number of shareholders attended was 65 , totaling 2,123,708,288 shares.

Agenda 4 Approval on allocation of net profit for the Year as ended 31th December 2018 and dividend payment

The meeting moderator proposed the meeting to consider and approve to allot of net profit for the Year as ended December 31, 2018 and dividend payment. Details and dividend policy of the Company are appeared in the meeting invitation submitted to the shareholders.

According to the operation results of 2018, the Company recorded a net profit from financial of the company only 550,833,132 Baht. The Board Meeting No.1/2019 held on 14 February 2019 has resolutions to endorse the dividend payment at the rate of 0.08 Baht per share with total amount 282,310,304 Baht or 51 percent of the net profit.

Since there was no shareholder having further inquiry, the meeting moderator then proposed the Meeting to cast their votes.

This agenda required a majority of the total number of votes of the shareholders who attend the

meeting and cast their votes.

RESOLVED Approved the declaration of dividend payment for the operation results of the year 2018 as proposed by the unanimous votes as follows;

Approved	2,502,841,288 votes	or	100 percent
Disapproved	0 votes	or	0 percent
Abstained	0 votes	or	0 percent

Remark There were 2 additional shareholders attending in this agenda totaling 378,742,000 shares.

Total number of shareholders in this agenda is 68 shareholders and 2,502,841,288 shares.

Agenda 5 Approval on the appointment of the auditor for the Year 2018 and determination of the remuneration

The meeting moderator proposed to the meeting for the approval on the appointment of the auditor for the Year 2019 and determination of the remuneration. In order to ensure compliance with Section 120 of the Public Company Act B.E.2535 with regard to the appointment of auditor and determination of auditor remuneration by the Meeting of Shareholder every year.

The Audit Committee had selected the auditor of the Company and its subsidiary for the year 2018 by considered the freedom, qualification, experience, knowledge, continuity and efficiency including the appropriate audit fee then proposed to the Board of Directors to propose to the Meeting of Shareholders to appoint the EY Office Limited as the auditor of the Company and its subsidiary for the year 2019 as listed below;

1. Mr. Preecha Arunnara Certified Public Accountant No. 5800 or
2. Ms. Supanee Triyanantakul Certified Public Accountant No. 4498 or
3. Ms. Watoo Kayankannavee Certified Public Accountant No. 5423

any of these auditors shall be appointed as the Company and its subsidiary's auditor and the auditor remuneration for the year 2018 shall be determined at the amount of 3,430,000 Baht, which is 50,000 Baht lower than the previous year. (The auditor remuneration is exclusive of other fees (Non-audit fee) if any, which will be billed per actual i.e. traveling expenses).

Since there was no shareholder having further inquiry, the meeting moderator then proposed the meeting to cast their votes.

This agenda required a majority vote of shareholders attending and cast their votes.

RESOLVED Approved the appointment of either Mr. Preecha Arunnara , Certified Public Accountant No. 5800 or Ms. Supanee Triyanantakul , Certified Public Accountant No. 4498 or Ms. Watoo Kayankannavee , Certified Public Accountant No. 5423 from EY Office Limited to be the auditor of the Company and its subsidiary for the year 2019 and determined the audit fees of 3,430,000 Baht which exclude other non-audit fees (if any), which will be billed per actual , by the unanimous votes as follows:

Approved	2,502,841,288 votes	or	100 percent
Disapproved	0 votes	or	0 percent
Abstained	0 votes	or	0 percent

Agenda 6 Approval on the election of the directors to replacement of the directors who retire by rotation

The meeting moderator reported to the meeting that as Chapter 4 Article 22 of the Articles of Association of the Company, at every annual general meeting of shareholders, one-third (1/3) of the total number of directors shall retire by rotation. If the number of vacated directors does not reach the exact one-third (1/3), the number nearest to one-third (1/3) shall be subject to the above retirement. A retiring director may be eligible for re-election. This year three directors who are retired by rotation in this year are as follows;

- 1) Mrs. Wankamon Thienkanjanawong Director
- 2) Mr. Thanasit Thienkanjanawong Director
- 3) Prof.Dr.Phoomthan Rangakulnuwat Independent Director/ Audit Committee

Since the Company made an announcement to invite the shareholders to propose the names of qualified candidates for the positions of the directors in the 2019 Annual General Meeting of Shareholders via the Company's website and SET's channel from 20th December 2018 to 20th January 2019. However, no such proposals were made.

The Board of Directors conducted its review of screened process under the Company's nomination policy and ruled that the nominated directors are fully qualified as directors and had duly performed their duties well. In addition, the Board of Directors has considered and ensured that the 3 directors are completely qualified as directors, have knowledge, competence, experience which shall be beneficial to the Company's business operation. Accordingly, the Board of Directors excluding the directors who are proposed for re-election, agreed to propose the shareholders to re-elect the of the 3 retired directors are Mrs. Wankamon

Thienkanjanawong , who has been a director of the Company since April 2014 until now for 4 consecutive years, Mr. Thanasit Thienkanjanawong, who has been a director of the Company since November 2018 until now for consecutive 4 years 10 months and Prof.Dr.Phoomthan Rangakulnuwat, who has been an independent director of the Company since June 2014 until now for consecutive 4 years 9 months for another term.

This agenda required a majority vote of shareholders attending and cast their votes.

RESOLVED Approved the re-appointment of the directors who retire by rotation, to be the directors of the Company for another term with the following votes;

6.1 Mrs. Wankamon Thienkanjanawong re-elected as Director

Approved	2,503,332,988 votes	or	100 percent
Disapproved	0 votes	or	0 percent
Abstained	0 votes	or	0 percent

Remark There were 4 additional shareholders attending in this agenda totaling 491,700 shares.

Total number of shareholders in this agenda is 72 shareholders and 2,503,332,988 shares.

6.2 Mr. Thanasit Thienkanjanawong re-elected as Director

Approved	2,503,332,988 votes	or	100 percent
Disapproved	0 votes	or	0 percent
Abstained	0 votes	or	0 percent

6.3 Prof.Dr.Phoomthan Rangakulnuwat re-elected as Independent Director

Approved	2,503,332,988 votes	or	100 percent
Disapproved	0 votes	or	0 percent
Abstained	0 votes	or	0 percent

Agenda 7 To determine the director remuneration for the year 2019

The meeting moderator proposed the meeting for the approval of the director remuneration for the year 2019, by taking into account the benchmark rates of peers in the industry, and the Company's business expansion, the performance of the Company and its subsidiary, as well as scope and responsibility of each committee and agreed to propose the shareholders to approve the director remuneration at the aggregate

amount of not more than 2,000,000 Baht, which is same amount of previous year. The meeting allowance remains the same as follow;

- Chairman of the Board of Directors Meeting allowance /person /time 22,000 Baht
- Chairman of the Audit Committee Meeting allowance /person /time 22,000 Baht
- Director Meeting allowance /person /time 15,000 Baht
- Audit Committee Meeting allowance /person /time 15,000 Baht

Since there was no shareholder having further inquiry, the meeting moderator then proposed the Meeting to cast their votes.

This agenda required an affirmative vote of not less than two-thirds of the total number of shareholders attending the Meeting.

RESOLVED Approved the director remuneration for the year 2019 as proposed by the Board with the following votes;

Approved	2,513,717,988 votes	or	100 percent
Disapproved	0 votes	or	0 percent
Abstained	0 votes	or	0 percent

Remark There were 3 new shareholder attended during this agenda, totaling 6,908,300 shares.

Total number of shareholders attended was 77 , totaling 2,513,717,988 shares.

Agenda 8 Other business

The demonstrator asked any shareholder has questions.

1. Mr.Perawat Thummapim, shareholder, asked.

“1. How the company prevent risk in exchange currency of investment in Vietnam?.

2. How about the trend of Vietnamese about the camera. And does the company plan to move inventories in Thailand sold in Vietnam?

3. Company point of view, how long will it take to see significant business results in Vietnam? And in the future, Vietnam market will be important than Thailand market?”

Mr.Thanasit Thienkanjanawong, director, answered.

“ 1. Company buy products directly from Vietnam distributors and using Dong currency(VND), so there is no risk in currency exchange.

2. In Vietnam, the use of the camera is still limited to a group of professional photographers which may take time to change consumer’s trend. For the purchase of products for sale in stores in Vietnam, the company have been dealing with local distributors directly in accordance with the agreement to prohibit trading out of the country.

3. The company Invested in Vietnam because the company saw the opportunity and life of Vietnamese lifestyle that are close to Thai people However, Thailand is still the main market with the potential to buy higher than other countries in Asia.

2. Mr.Sumeath Auangpoonsuk, Thai Investors Association, asked.

“1. How is progress of Anti-Corruption Policy of the Company?

2. How the company manage inventory?”

Mr. Atit Chunchatrachai, director, answered.

“The Company give an importance on the anti-corruption policy by allowing the Audit Committee to express opinions independently and the Company also has a channel for employees to report fraud information and encourage independent directors training to have more knowledge.”

Mr.Thanasit Thienkanjanawong, director, answered.

“The company continuously dealing with suppliers and cooperated with suppliers to create promotions to stimulate the market. The inventory that increased in some period was caused by the company’s forecast and not goes in a direction that company expect. Another reason is the customer’s purchasing trend is change, consumer is changing by turning to buy a camera with higher value. At present, the company trying to balance the inventory. “

Mr.Supparoj Rojvera, shareholder, asked.

“In the last couple years, mirrorless cameras have gained popularity, but the current situation has become slowdown. What is the company’s plan”?

Mr.Thanasit Thienkanjanawong, director, answered.

“The past two years, the economic situation and the purchasing power of consumers is reduced, and affecting the camera business. However, the company is confident that will have more consumers turned to use the good performance camera. However, the company Has collaborated with suppliers to continuously focus market trends”

There were no other matters for consideration and no shareholder having further inquiry.The Chairman then declared the Annual General Meeting of shareholders for the year 2019 adjourned and thank you to all shareholders for attend the Meeting.

The Meeting was adjourned at 16.14 p.m.

After the Meeting adjourned , there were 77 shareholders and proxy representing 2,513,717,988 shares equivalent to 71.23 per cent of the total number of shares sold of the Company.

- Signature -

Mr. Chan Thienkanjanawong
Chairman of the meeting

- Signature -

Ms. Parisara Thienkanjanawong
Company Secretary / Minutes taker

Definition and qualification of Independent Director

The Company determines the qualifications of Independent Directors as per the criteria imposed by Securities Exchange Commission and Stock exchange of Thailand in accordance to the principal of Good Corporate Governance.

Remark: Independent Director is the Company's director who is independent and has entire qualification. At present, all of the Company's directors have entire qualification as per the criteria imposed by Securities Exchange Commission and Stock exchange of Thailand as following:

(A) Holding shares not over one percent of the total shares with voting right of the applicant, holding company, subsidiary, affiliation, major shareholder or authorized person of the applicant, however, it includes shareholding by related persons of the independent director also.

(B) Not being or has been a director with management participation on employees, consultant with regular salary or authorized person of the applicant for license, holding company, subsidiary, affiliation, subsidiary in same level, major shareholder or of authorized person of the applicant for license, except relieved from aforesaid characteristic at not less than two years before submitting permission to the Office. However, the prohibited characteristics do not include that of civil service or consultant of government body holding major shareholding or authorized person of the applicant for license.

(C) Not being person of whole blood or registration as stated in the law, in the manner of being father or mother, spouse, brotherhood and offspring including spouse of the offspring of the management, major shareholder, authorized person or person designated to be management or authorized person of the applicant for license or subsidiary.

(D) Not have or has been in business relation with the applicant, holding company, subsidiary, affiliation, major shareholder or authorized person of the applicant for license, in the manner that may obstruct the independent exercise of discretion including in not being or has been a significant shareholder or authorized person of the person with business relation with the applicant, holding company, subsidiary, affiliation, major shareholder or authorized person of the applicant, except relieved from aforesaid characteristics at not less than two years before the date of submission for permission from the Office. The business relation in paragraph one includes trade transactions in normal business, rent or lease on items related to asset or service or in giving or receiving financial assistance through acceptance or lending, guarantee, granting asset as debt security including similar behavior resulting in the applicant or contract party with debt burden to be settled with another party from 3% of net tangible asset of the applicant or from twenty million baht up, as which amount is lower.

However, the debt burden calculation shall be in value calculation on related items as announced by the Securities Exchange Commission on Rules of Related Items, by mutatis mutandis. But the consideration of such debt burden shall include debt.

(E) Not being or has been auditor of the applicant, holding company, subsidiary, affiliation, major shareholder or authorized person of the applicant and shall not be significant shareholder, authorized person or partner of auditing office with the auditor of the applicant, holding company, subsidiary, affiliation, major shareholder or authorized person of the applicant in attachment, except relieved from such characteristic at not less than two years before the date of submission for permission from the Office.

(F) Not being or has been any professional provider which includes legal consulting or financial consulting with service fee over two million baht a year from the applicant, holding company, subsidiary, affiliation, major shareholder or authorized person of the applicant, and not being a significant shareholder, authorized person or partner of the professional provider, except relieved from such characteristic at not less than two years before the date of submission for permission from the Office.

(G) Not being a director appointed to be agent of the director of the applicant, major shareholder or shareholder with relation with the major shareholder.

(H) Not operating similar or significant competitive business to the business of the applicant or subsidiary or not being significant partner in the partnership or directorship with management participation on employees, consultant with regular salary or holding shares over one percent of the total shares with voting right in other company, operating business similar or competing with business of the applicant or subsidiary.

(I) Not having other characteristics that will hinder free independent opinion in relation with the operation of the applicant.

After the appointment to be independent director with the characteristics as stated in paragraph one (a) to (i), the independent director may be assigned from the committee to make decision on the business operation of the applicant, holding company, subsidiary, affiliation, subsidiary of same level, major shareholder or authorized person of the applicant under the method of collective decision

Form of Proxy, Form A. (General Form)

Annexed to Notice of Department of Business Development Re: Form of Proxy (No. 5) B.E. 2550 (2007)

Written at.....

Date..... Month..... Year.....

(1) I/We..... nationality.....
 , residing/located at No....., Road, Sub-District ,.....
 District....., Province....., Postal Code.....

(2) being a shareholder of Big Camera Corporation Public Company Limited, holding.....
 shares in total which are entitled to cast..... votes as follows:

ordinary shares:..... shares in total which are entitled to cast..... votes; and

preferred shares:shares in total which are entitled to cast..... votes,

(3) I/We wish to appoint

(1)age..... years, residing/located at No..... ,
Road, Sub-District....., District....., Province.....,
 Postal Code....., or

(2).....age..... years, residing/located at No..... ,
Road, Sub-District....., District....., Province.....,
 Postal Code....., or

(3)age..... years, residing/located at No..... ,
Road, Sub-District....., District....., Province.....,
 Postal Code....., or

any one of them as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders 2020 to be held on Thursday 25th June, 2020 at 14.00 hrs., at The River Room 1st Floor, Chatrium Hotel Riverside Bangkok, 28 Charoenkrung Soi 70, Bangkoklame, Bangkok 10120., Thailand or such other date, time and place as may be adjourned.

Any acts or performance caused by the proxy at the above meeting shall be deemed as my/our acts and performance in all respects.

Signed..... Grantor
 (.....)

Signed..... Proxy
 (.....)

Signed..... Witness
 (.....)

Remarks A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.

Form of Proxy, Form B.

(Form Specifying Various Particulars for Authorization Containing Clear and Concise Details)

Annexed to Notice of Department of Business Development Re: Form of Proxy (No. 5) B.E. 2550 (2007)

Written at.....

Date..... Month..... Year.....

(1) I/We..... nationality.....
 , residing/located at No....., Road, Sub-District ,.....
 District....., Province....., Postal Code.....

(2) being a shareholder of Big Camera Corporation Public Company Limited, holding.....
 shares in total which are entitled to cast..... votes as follows:

ordinary shares:..... shares in total which are entitled to cast..... votes; and

preferred shares:shares in total which are entitled to cast..... votes,

(3) I/We wish to appoint

(1)age..... years, residing/located at No..... ,
Road, Sub-District....., District....., Province..... ,
 Postal Code..... , or

(2).....age..... years, residing/located at No..... ,
Road, Sub-District....., District....., Province..... ,
 Postal Code..... , or

(3)age..... years, residing/located at No..... ,
Road, Sub-District....., District....., Province..... ,
 Postal Code..... , or

any one of them as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders 2020 to be held on Thursday 25th June, 2020 at 14.00 hrs., at The River Room 1st Floor, Chatrium Hotel Riverside Bangkok, 28 Charoenkrung Soi 70, Bangkoklame, Bangkok 10120, Thailand or such other date, time and place as may be adjourned

(4) I/We authorize my/our proxy to cast the votes on my/our behalf at the above meeting in the following manners:

Agenda No.1 Adoption of the minutes of 2019 Annual General Meeting of Shareholders

- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
 Approve Disapprove Abstain

Agenda No.2 Acknowledgement of the Company's Operation result for the year 2019

- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
 Approve Disapprove Abstain

Agenda No.3 Approval the Financial Statements for the year ended 31st December 2019 together with the Auditor Report

- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain

Agenda No.4 Approval the omission of dividend payment for the year 2019 and acknowledge the payment of interim compensation.

- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain

Agenda No.5 Approval on the appointment of the auditor for the Year 2020 and determination of the remuneration

- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain

Agenda No.6 To determine of the director remuneration for the year 2020

- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain

Agenda No.7 Approval on the election of the directors in replacement of the directors who retire by rotation

- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
 - Election of all directors who retire by rotation
 - Approve Disapprove Abstain
 - Election of directors individually
 1. Mr. Chan Thienkanjanawong
 - Approve Disapprove Abstain
 2. Dr. Suvit Thaniyavarn
 - Approve Disapprove Abstain
 3. Mrs. Haruthai Sukying
 - Approve Disapprove Abstain

Agenda No.8 Consideration and approve the amendment of the company's objectives in the company certificate no. 50-51.

- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain

Agenda No.9 To consider other business (if any)

- (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The proxy must cast the votes in accordance with the following instructions:
 - Approve Disapprove Abstain

(5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

Signed..... Grantor
(.....)

Signed..... Proxy
(.....)

Signed..... Witness
(.....)

Signed..... Witness
(.....)

Remarks

1. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
2. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
3. In case there are more agendas to be discussed than those specified above, the grantor may make additional authorization in the Attachment to Proxy Form B.

Attachment to Proxy Form B.

A proxy is granted by a shareholder of Big Camera Corporation Public Company Limited

For the Annual General Meeting of Shareholders for the Year 2020 to be hold on Thursday 25th June, 2020 at 14.00 hrs., at The River Room 1st Floor, Chatrium Hotel Riverside Bangkok, 28 Charoenkrung Soi 70, Bangkholame, Bangkok 10120., Thailand or such other date, time and place as may be adjourned.

Agenda no..... re:.....

(a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

Agenda no..... re:.....

(a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

Agenda no..... re:.....

(a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

Agenda no..... re:.....

(a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

Agenda no..... re:.....

(a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

Agenda no..... re:.....

(a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

Agenda no..... re:.....

Director's Name.....

Approve Disapprove Abstain

Director's Name.....

Approve Disapprove Abstain

Director's Name.....

Approve Disapprove Abstain

Agenda no..... re:.....

(a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

Agenda no..... re:.....

(a) The proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Approve Disapprove Abstain

DOCUMENTS OR EVIDENCES REQUIRED FOR ATTENDING THE MEETING

With regards to the policies of the Stock Exchange of Thailand dated February 19, 1999, relating to good practices in holding of a shareholders' meeting with the aim of establishing guidelines for listed companies to follow. The objective is to create confidences to shareholders, investors and all relevant parties. In order for the shareholders' meeting of the Company to be transparent, fair and beneficial to shareholders, the Company considers it appropriate to inspect the documents or evidence showing an identity of the shareholder or a representative of the shareholder entitled to attend the meeting. This will also be applied in the future. However, since some shareholders may not be familiar with this, the Company reserves the right to waive any of these requirements for some of the shareholders on a case by case basis as the Company considers appropriate.

1. Documents required for submission by shareholders before attending the shareholders' meeting

1.1 Individual person

1.1.1 Thai nationality

- (a) identification card of the shareholder (personal I.D. or identification card of government officer or identification card of state enterprise official or driving license), provided that the shareholder has changed the name or family name, the evidence of the name change must also be presented; or
- (b) in case of proxy, a copy of identification card of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

1.1.2 Non-Thai nationality

- (a) passport of the shareholder; or
- (b) in case of proxy, a copy of passport of the shareholder and identification card or passport (in case of a foreigner) of the proxy. The proxy shall not be over six-month, count till meeting date.

1.2 Juristic person

1.2.1 Juristic person registered in Thailand

- (a) Corporate affidavit, issued within 30 days by the Ministry of Commerce; and
- (b) Identification card or passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.

1.2.2 Juristic person registered outside of Thailand

- (a) Corporate affidavit; and
- (b) Identification card or passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.
The proxy shall not be over six-month, count till meeting date.

A copy of the documents must be certified true copy. In case of any documents or evidence produced or executed outside of Thailand, such documents or evidence should be notarized by a notary public which shall not be over six-month, as of meeting date. For original documents prepared in any language, other than the English language, an English translation is needed and must be submitted together with other required documents, provided that the juristic person's shareholder or authorized representative must also certify that translation as a true and correct one.

2. Proxy

The Company has delivered a proxy form, type A, B and C, as prescribed by the Department of Business Development, Ministry of Commerce, to the shareholders together with the notice for convening the Annual General Meeting of Shareholders for the Year 2020. If any shareholder does not wish to attend the AGM 2020 in person, he or she may grant proxy to any person to attend and vote on his or her behalf at the AGM 2020. The proxy instrument must show the proxy holder's name and other required information.

Alternatively, if the shareholder is unable to attend the AGM 2020, he or she may appoint any of the Company's independent directors, as detailed in the attached proxy form, as his or her proxy to attend and vote on his or her behalf at the AGM 2020. The shareholder must send the completed proxy form showing all the required information, together with a certified copy of the proxy holder's I.D. card, to the Company at 115, 115/1 Sawadikarn 1, Kweang Nongkham, Khet Nongkham, Bangkok 10160 by June 18, 2020. The Company reserves its right to accept only the completed proxy forms which are received before the time at which the AGM 2020 begins.

In granting proxy, the shareholder must affix duty stamps of Baht 20 to the completed proxy form and write down the date of submission on the duty stamps so that the proxy instrument will be valid and binding according to law.

3. Attendance registration

A shareholder or a proxy may register and submit the required documents or evidence for inspection at the meeting from 13.00 hrs. on Thursday 25th June, 2020, at The River Room 1st Floor, Chatrium Hotel Riverside Bangkok, 28 Charoenkrung Soi 70, Bangkoklame, Bangkok 10120.

Articles of Association concerning the Shareholders' Meeting and Voting Procedures

1. **Convening of Meeting**

Chapter 5 Clause 35

The Board of Directors shall summon a shareholder meeting as an annual general meeting of shareholders within four(4) months as from the last day of the fiscal year of the Company.

The shareholder meetings other than the said meeting shall be called extraordinary general meetings. The Board of Directors may summon an extraordinary general meeting of shareholders any time as it deems appropriate. The shareholders holding shares amounting to not less than one-fifty (1/5) of the total number of shares sold or not less than twenty-five (25) shareholders holding shares amounting to not less than one-tenth (1/10) of the total number of shares sold may subscribe their names in a written request directing the Board of Directors to summon an extraordinary general meeting at any time but the reasons for summoning such meeting must be clearly stated in such a request. In the event, the Board of Directors must summon a shareholder meeting within one (1) month as from the date of receipt of the request from the shareholders

Chapter 5 Clause 36

In summoning a shareholder meeting, the Board of Directors shall prepare a written notice summoning with reasonable details by indicating clearly whether such matters are proposed for information, for approval or for consideration as the case may be including opinions of the Board of Directors with respect to the said matters and the said notice shall be serve on the shareholders for their information

not less than seven (7) days prior to the date of the meeting and shall also be published in a newspaper for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.

A place of the meeting under paragraph one shall be in the locality in which the head or branch office of the Company is located or any other places as the Board of Directors may designate.

2. **Meeting Procedures**

Chapter 5 Clause 38

The Chairman of the Board of Directors shall be the Chairman of the Meeting shall be the Chairman of the Meeting. In case where the Chairman is not present at a meeting or cannot perform his or her duties, if there is a Vice-Chairman, the Vice-Chairman shall be the Chairman. If there is no such Vice-

Chairman or if there is but such Vice-Chairman cannot perform his or her duties, the shareholders present at the meeting shall elect one shareholder to be the Chairman of the meeting.

Chapter 5 Clause 37 Paragraph 2

The Chairman of a shareholder meeting shall have the duty to conduct the meeting in compliance with the Articles of Association of the Company relating to the meetings. In this regard, the meeting shall be conducted in accordance with the sequence of the agenda specified in the notice summoning the meeting unless a resolution allowing a change in the sequence of the agenda is passed by the meeting with the votes of not less than two-thirds (2/3) of the number of shareholders present at the meeting.

3. Quorum

Chapter 5 Clause 37

At a shareholders meeting, there must be not less than twenty-five (25) shareholders and proxies (if any) present or not less than one half (1/2) of the total number of shareholders holding shares amounting to not less than one-third (1/3) of the total number of shares sold in order to form a quorum unless otherwise provided by law in any specific case. At any shareholders meeting, when one (1) hour has passed since the time specified for the meeting, the number of shareholders present at the meeting remains inadequate to form a quorum as specified in Article 36 and if such shareholders meeting was called at the request of the shareholders, such meeting shall be cancelled. If such meeting was not called at the request of the shareholders, the meeting shall be summoned once again and the notice summoning such meeting shall be served on the shareholders not less than seven (7) days prior to the date of the meeting, a quorum is in the subsequent meeting, quorum is not required.

4. Voting Procedures

Chapter 5 Clause 39

In casting a vote in any method, one share is equal to one vote. A resolution of the Meeting shall consist of the following votes.

1. In an ordinary event, the majority vote of the shareholders present at the meeting and entitled to vote is required. If there is a tie vote, the Chairman of the meeting shall have a casting vote.
2. In the following events, a vote of not less than three-fourths (3/4) the total number of votes of the shareholders present at the meeting and entitled to vote is required.
 - a. the sale or transfer of the whole or material parts of the business of the Company to other persons;

- b. the purchase or acceptance of transfer of the business of other companies or private companies by the Company ;
- c. the conclusion, amendment or termination of contracts with respect to the lease of the whole or material parts of the business of the Company, the assignment of the management of the Company to other persons or the amalgamation of the business with other persons with the purpose of profit and loss sharing ;

Profiles of Independent Directors who is proposed to be as a proxy of shareholders in case of proxy granting

1. Dr. Suvit Thaniyavarn

Position	Independent Director and Chairman of the Audit Committee	
No. of years in position	5 years 9 months in the position of independent director since 10 June 2014	
Nationality	Thai	
Age	66 years old	
Address	3689 Soi YothinPattana 11, Yeak 7, Kweang Klongjan, Khet Bangkapi , Bkk. 10240	
Shareholding Proportion (%)	none	
Family Relationship	none	
Having interest in agenda proposed in AGM 2019	none	
Education Background	Doctor of Philosophy degree in Economics, University of Illinois at Urbana-Champaign, USA. Master of Science degree in Economics, University of Illinois at Urbana-Champaign, USA. Bachelor of Economics / Finance, Thammasat University	
Position in other listed companies	2018-Present Independent Director and Chairman S.Kijchai Enterprise PLC.	
Work experience for the past 5 years		
Period	Position	Company
2018-Present	Independent Director and Chairman	S.Kijchai Enterprise PLC.
2014-Present	Independent Director and Chairman of the Audit Committee	Big Camera Corporation PLC.
2014-2014	Director and Chairman of the Audit Committee	Big Camera Co., Ltd.
Other position in other company doing business of a similar nature competing with the Company that may cause conflict of interest	none	
Meeting Attendance in 2019	4/4 of Board of Directors Meeting 4/4 of Audit Committee Meeting	

2. Mrs. Haruthai Sukying

Position	Independent Director and the Audit Committee
No. of years in position	5 years 9 months in the position of independent director since 10 June 2014
Nationality	Thai
Age	62 years old
Address	19 Naknivas 27, Kweang Ladprao, Khet Ladphrao, Bkk. 10230
Shareholding Proportion (%)	none
Family Relationship	none

Having interest in agenda proposed in AGM 2019 none

Education Background Master of Economics, Thammasat University
Bachelor of Economics, Thammasat University

Position in other listed companies none

Work experience for the past 5 years

Period	Position	Company
2014-Present	Independent Director and Audit Committee	Big Camera Corporation PLC.
2004-2016	Director of Business Operations 2	TMB Bank PLC.
2014-2014	Audit Committee	Big Camera Co.,Ltd.

Other position in other company doing business of a similar nature competing with the Company that may cause conflict of interest none

Meeting Attendance in 2019 4/4 of Board of Directors Meeting
4/4 of Audit Committee Meeting

Details of Directors who retire by rotation

1. Mr. Chan Thienkanjanawong

Type of appointment	Director	
No. of years in position	5 years 10 months in the position of Director since 24 April 2014	
Present Position	Director (Authorized Director)	
Nationality	Thai	
Age	64 years old	
Address	2/2 Petchakaseam Rd, Nongkangphu, Nongkeam, Bkk. 10160	
Shareholding Proportion (%)	31.61	
Family Relationship	- Spouse to Mrs. Wankamon Thienkanjanawong - Father to Mr. Thanansit and Ms. Parisara Thienkanjanawong	
Education Background	-	
Training	DCP 190/2014 , DAP 147/2018	
Position in other listed companies	none	
Work experience for the past 5 years		
Period	Position	Company
2014-Present	Chairman and Chief Executive Officer	Big Camera Corporation PLC.
2018-Present	Director	Lanna Estate Co.,Ltd.
2017-Present	Director	Thienkarnjanawong Co.,Ltd.
2014-Present	Director and Chief Executive Officer	CW Development Co.,Ltd.
1997-2015	Director	Big Camera Co.,Ltd.
2001-2015	Director	Big Camera (2001) Co.,Ltd.
Other position in other company doing business of a similar nature competing with the Company that may cause conflict of interest	none	
Meeting Attendance in 2019	4/4 of Board of Directors Meeting	

2. Dr. Suwit Thaniyavan

Type of appointment	Independent Director and Chairman of Audit Committee	
No. of years in position	5 years 9 months in the position of independent director since 10 June 2014	
Present Position	Independent Director and Chairman of Audit Committee	
Nationality	Thai	
Age	66 years old	
Address	3689 Soi YothinPattana 11, Yeak 7, Kweang Klongjan, Khet Bangkapi , Bkk. 10240	
Shareholding Proportion (%)	none	
Family Relationship	none	
Education Background	<p>Doctor of Philosophy degree in Economics, University of Illinois at Urbana-Champaign, USA.</p> <p>Master of Science degree in Economics / Marketing, University of Illinois at Urbana-Champaign, USA.</p> <p>Bachelor of Economics / Finance, Thammasat University</p>	
Position in other listed companies	<p>2018-Present</p> <p>Independent Director and Chairman</p> <p>S.Kijchai Enterprise PLC.</p>	
Work experience for the past 5 years		
Period	Position	Company
2018-Present	Independent Director and Chairman	S.Kijchai Enterprise PLC.
2014-Present	Independent Director and Chairman of the Audit Committee	Big Camera Corporation PLC.
2014-2014	Director and Chairman of the Audit Committee	Big Camera Co., Ltd.
Other position in other company doing business of a similar nature competing with the Company that may cause conflict of interest	none	
Meeting Attendance in 2019	<p>4/4 of Board of Directors Meeting</p> <p>4/4 of Audit Committee Meeting</p>	

3. Mrs. Haruthai Sukying

Type of appointment	Independent Director
No. of years in position	5 years 9 months in the position of independent director since 10 June 2014
Nationality	Thai
Age	62 years old
Address	19 Naknivas 27, Kweang Ladprao, Khet Ladphrao, Bkk. 10230
Shareholding Proportion (%)	none
Family Relationship	none

Having interest in agenda proposed in AGM 2019 none

Education Background Master of Economics, Thammasat University
Bachelor of Economics, Thammasat University

Position in other listed companies none

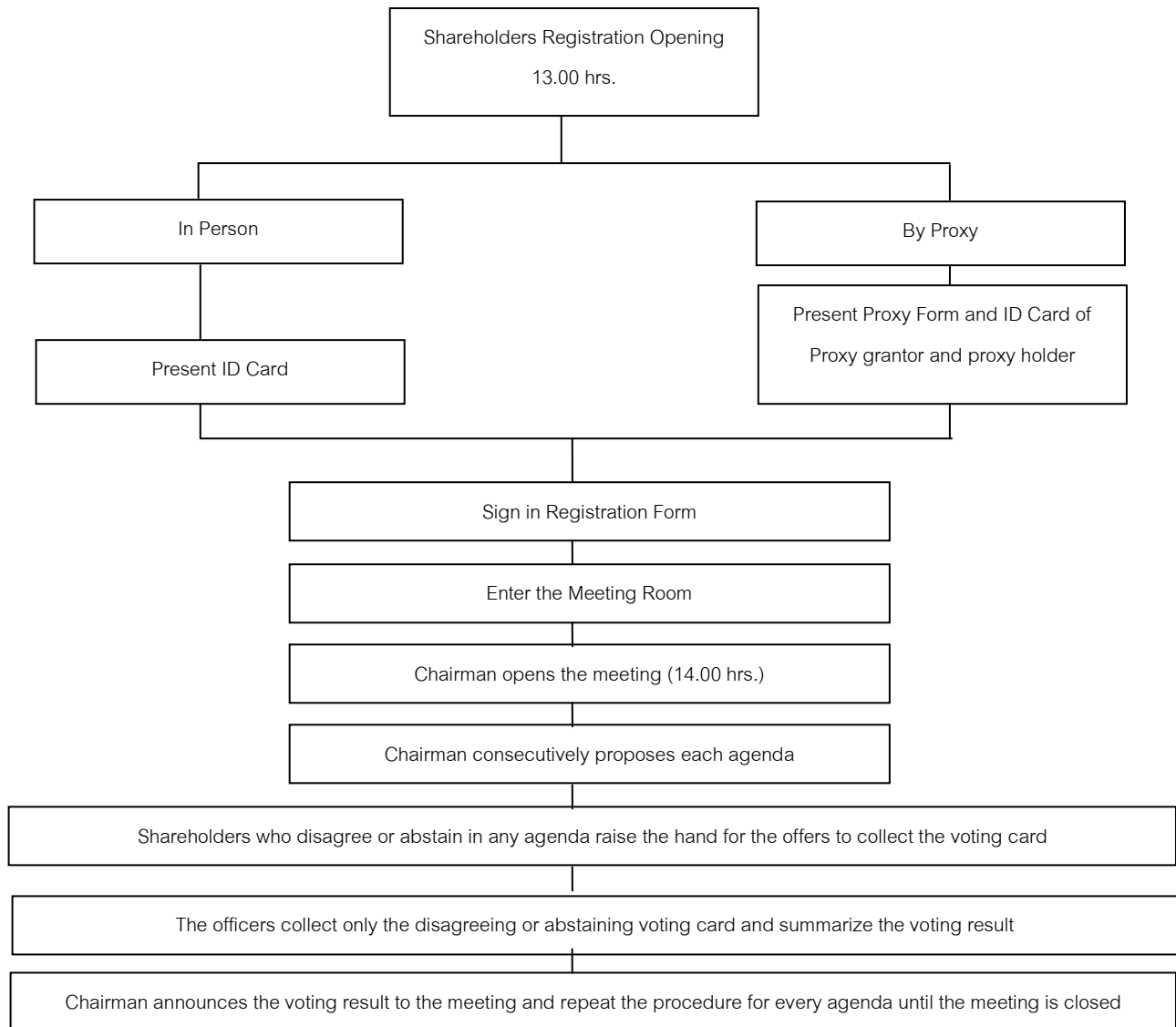
Work experience for the past 5 years

Period	Position	Company
2014-Present	Independent Director and Audit Committee	Big Camera Corporation PLC.
2004-2016	Director of Business Operations 2	TMB Bank PLC.
2014-2014	Audit Committee	Big Camera Co.,Ltd.

Other position in other company doing business of a similar nature competing with the Company that may cause conflict of interest none

Meeting Attendance in 2019 4/4 of Board of Directors Meeting
4/4 of Audit Committee Meeting

Code of Conduct and Procedure to Attend the Annual General Meeting of Shareholders
for the Year 2020
BIG Camera Corporation Public Company Limited
On 25th June 2020



Map of the venue for the Annual General Meeting of Shareholders for the year 2020



Chatrium Hotel Riverside Bangkok

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on Thursday 25th June, 2020 at 14.00 hrs., at The River Room 1st Floor, Chatrium Hotel Riverside

Bangkok, 28 Charoenkrung Soi 70, Bangkholame, Bangkok 10120