

New City (Bangkok) Public Company Limited
Minutes of the Shareholders' General Meeting No. 53.
On April 27, 2021

Meeting held on 27 April 2021 at 14:00 hrs, Chaopraya 1 Room , Montien Riverside Hotel, 372 Rama 3 Road, Bangkok , Bangkok.

The participants

Board of Directors at the meeting of 7 members (representing 70 percent) as follows.

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| 1. Mr. Boonpakorn Chokvathana | President and Chairman |
| 2. Mr. Pipope Chokvathana | Managing Director |
| 3. Mrs. Chamnean Chokvathana | Vice President and Director |
| 4. Ms. Vorawan Chokvathana | Director |
| 5. Mr. Piratchai Pragopsub | Director and Chairman of Audit Committee |
| 6. Mr. Kaweepong Hirunkasi | Director and Audit |
| 7. Ms. Sameang Chantrima | Secretary Director, Secretary to Audit Committee and Finance Manager |

The Absented Director 3 persons as follows.

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| 1. Mrs. Duangdao Rattanasophitkul | Director and Financial Advisor |
| 2. Ms. Pathaya Ketushathira | Director and Product and Advertising Manager |
| 3. Mr. Suksan Fuengrit | Director and Audit |

Company Secretary who attended the meeting was Mr. Adul Srimadeei.

Auditor who attended the meeting was Mrs. Sumana Senivongse and Ms. Prussanee Wongngam Supervisor from Karintr Audit Co., Ltd. and witnesses the vote count in this meeting.

The meeting started at 14:00 hrs.

Mr. Adul Srimadee, the Secretary reported the time at 14:00 hrs. with a quorum of Shareholders and proxies attending the Shareholders' General Meeting No. 53 of New City (Bangkok) Public Company Limited , out of 27 of the 36 total number of shares totaling 12,430,393 shares, representing 83.14 percent of the total issued and paid a quorum (Company's issued and paid-up shares 14,951,000 shares) In accordance with Clause 36 requires that there must be Shareholders and proxies from the Shareholders (if any) of not less than twenty-five (25) or not less than one-half (1 /2) of a number of Shareholders and whose shares in total not less than 1 in 3 of the shares sold. We herewith invite that President, Mr. Boonpakorn Chokvathana served as Chairman to open the meeting.

Mr. Boonpakorn Chokvathana Chairman of the Company, acting Chairman for this meeting has open the Shareholders' General Meeting No. 53, by greeting all Shareholders on behalf of the Board of Directors of New City (Bangkok) Public Company and thanking all for attending this meeting. Then handed over to Mr. Pipope Chokvathana, the Managing Director who then chair the meeting forward.

Before the meeting in accordance with agenda, Mr. Pipope Chokvathana introduced all Directors who attended at the meeting and also Company Auditor and Company Secretary and informed the meeting that the company has given the opportunity for Shareholders to propose agenda items and / or to nominate persons to be elected as a Director since December 1, 2020 to December 30, 2020. It appears that none of Shareholders proposes agenda items and / or nominates any person to be elected as Directors.

The way to conclude this in a meeting held under the regulations of Article 43 is to be counted as one share one vote to make sound decisions. The Shareholders can vote to agree, to disagree or abstain in the vote. On each agenda item, the counting will be carried out only on Shareholders voting disagree and / or abstain and/or Voided Ballot

only. Then voters will be deducted from the total number of votes at the meeting. The rest will be the votes to approve the agenda. In case of a shareholder proxy to attend the meeting and vote according to the wishes of the Shareholders in advance. This vote has already been recorded in advance.

In case that the shareholder came to register for attending the meeting at the time after the meeting has started, Shareholders are entitled to vote on the agenda that have not yet started. The company will count the votes of the Shareholders attending the meeting, the quorum in the session to vote to be recorded in the minutes of meeting. Then the Company will notify Shareholders in the event of additional Shareholders and / or proxies to attend the meeting only.

To ensure that the voting is going smoothly and transparently, we will count the votes by using Barcode, system, which Shareholders will see the results for each item on the screen simultaneously as per classified cases as follows.

1. Any agenda , except the agenda of election of director,in case of disapproval or abstention vote,the shareholders/proxies have to raise their ballot paper,the company officers will count the votes including distribute the voting card,please fill in the voting card with signature,and return promptly to the officer..
2. The election of director agenda ,please specify opinion to elect director individually with signature. In case of disapproval or abstention vote in the election of director, the shareholders/proxies have to raise their ballot paper. The company officers will count the votes.The officers collect voting card from all shareholders and proxies at the end

Voting

Agenda No. 1, 3,4,5,7 must be approved by a majority vote of the shareholders who attend the meeting and vote. Without counting those who abstained as a base for counting votes

Agenda 2 is an agenda for acknowledgment. No votes were made.

Agenda No. 6 must be approved by a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting. In which those who abstained will be counted as a base for counting votes

Directors as shareholders Requesting the right to vote to approve the proposal Board of Directors for every agenda, In the event that a shareholder appoints a director Shall be as specified by the shareholder in the proxy form If any shareholder has questions Please raise your hand and ask questions in that agenda. For the hygiene of participants The questions will be written on the paper provided. And sent to the company personnel to send to the company secretary to read the questions

(Before Agenda 1, there was one additional participant)

Agenda 1 Endorse the 52rd General Shareholders' Meeting's report held on August 3, 2020.

Mr. Pipope Chokvathana, Managing Director explained to the meeting that the company sent a copy of the minutes of Annual Shareholders' General Meeting No. 52 for the year 2020 on August 3, 2020 and submitted to the Stock Exchange of Thailand and published on its website www.newcity.co.th within 14 days after the Annual Shareholders' General Meeting. Then submitted to the Department of Business Development, Ministry of Commerce within the time prescribed by law and send a copy of the said minutes to the Shareholders together with the notice of meeting. The minutes were approved by the Board of Directors that is recorded accurately.

Is anyone has any query or questions? I would like to propose the agenda items for endorsements as follows.

- The Meeting review and unanimously approved the minutes of the 52rd Annual Shareholders' General Meeting held on August 3, 2020 with the following vote.

Vote	Persons	Votes	Voice vote, the relative% of the shares at the meeting
Agree	35	12,430,371	100%
Not Agree	0	0	0%
No Vote	0	0	0%
Voided Ballot	0	0	0%

Agenda 2 Acknowledge the Company's board of director's report for 2020

Mr.Pipope Chokewattana informed the meeting that Report of the Board of Directors and the results of operations of the Company for the year 2020, Informed that the details are in the annual report on pages 60 onward and further clarified the summary of operating results for shareholders to acknowledge as follows:

In 2020, the company had operating loss of 35.87 million baht, affected by the coronavirus outbreak situation. 2019 at the end of March From the closure of department stores during March 21, 2020 - May 17, 2020, there is zero impact on revenue from sales in department stores in 58 days and another round of epidemic effects at the end of the year. Affecting the overall economy continued to deteriorate, the company has improved sales plan by supplying products that are suitable for the situation. In the midst of an epidemic To compensate for missing income By providing products such as masks, cloth Sales in the form of wholesale - retail by institutions and organizations during the months of March - May has been well received. Not enough products for sale The factory did not meet the needs of customers, able to make sales of 17.00 million baht, but mid-year and late Sales of cloth masks declined. Because there are more products produced in the market than the demand. Total sales throughout the year 63 amounted to 17.54 million baht. In addition, the company has focused on online sales channels by Its sales amount was 39.42 million baht, compared to the year '19, an increase of 186.39%, with a proportion of the total sales revenue of 8.66%, with a growth rate of 6.50%. Can make a positive performance However, the company has the confidence to lead the organization through this crisis.

1. Revenue from sales : For the year 2020, merchandise sales decreased 28.59% due to sales of textile products 27.13% decreased, cosmetics increased in soaps by 4.49% and fabrics decreased 51.55%.2. Other income consists of commission, rental of property, service fees with significant changes as per detailed below.Comparison Table Other Income

2.Other income: Other income consisted of commission, property rental and service fees. The commission received decreased by 43.89% due to the decrease in exports of foreign goods.

3. Selling Costs

In 2020, the cost of sales stood at 73.78%, in 2019 at 66.21%, an increase of 7.57% due to the devaluation of goods worth 11.60 million baht and reduced product prices to stimulate sales of wholesale and retail systems. Affect the stock of products by 0.85%.

4.Expenses

In 2020, the cost of distribution was 124.16 million baht, a decrease from the year 2019 by 38.47 million baht or 23.65% and administrative expenses of 32.73 million baht, a decrease from the year 2019 by 11.09 million baht or equivalent. 25.31%

Employee expenses accounted for 65.61% of the total expenses, decreased from the year 2019 by 38.90 million baht, equivalent to 27.43%. It was divided into employee-related expenses, which decreased 35.79% and sales decreased by 25.14%

Shipping costs decreased 29.64% correlated with lower sales.

Sales promotion and advertising costs decreased by 18.83% due to changing more online advertising media methods and having their own website advertising.

Service fees and rental fees decreased by 23.17% due to the no-holds-barred selling activities at various locations

Anti-corruption,The company is a part of the business. The Company has policies and practices to prevent the Company and its stakeholders from being involved in corruption. The company has always followed and followed. This is a guide for directors, executives, employees, and staff. The information is disclosed in the annual report. And on the company's website.

Although the company has not yet participated in the CAC's anti-corruption declaration, it does not mean that we ignore it or ignore it. The company pledged not to support and counter the corruption of all forms

Mr. Pipope Chokvathana has given the opportunity to Shareholders to ask question
Shareholders attending the meeting in person Have questions as follows

1. The gross profit change rate between 2020 and 2019, from the separate financial statements and the consolidated financial statements, decreased 44.59% and total income decreased 28.59%.

MissSameang Chantarima clarified that due to the year 2020 there was a 182.16% decrease in sales from sales in the year of 2019 in the amount of 637.11 million baht to only 454.95 million baht, resulting in the gross profit decreased to 127.51 million. In spite of the decrease in selling and administrative expenses divided by type, distribution costs decreased by 38.47%; sales and administrative expenses decreased 11.09%; related parts such as advertising expenses decreased because the company had made advertising media through Online system And through the channel The company's website, in the year 2020, the value of the product has decreased more than every year by 11.60 million baht to stimulate sales. Considered sales made in the year 63 this amounted to 454.93 baht, made with difficulty in the midst of the epidemic.

2. ROA and ROE in 2020 decreased from Consolidated Financial Statements 4.28% and Separate Statements decreased 4.19% and ROE decreased from Consolidated Financial Statements 98.72 and Separated Separate Statements 98.30% Causes of Reduction and Solutions in 2021

Khun Pipope Chokwatana clarified that initially there were several business plans. But in the situation of COVID that affects foreigners unable to enter the country, we have adjusted our domestic sales plan to be more consistent and appropriate. If the third round of COVID does not occur, we think the business will proceed in a positive direction. But this time it became more difficult. In the middle of the year, the event was organized online. With preparation for a period of 1 month, it was able to make a figure that has grown twice that the company has set up Social Media and Facebook under BRAN web 2 BRAN with Cherilon and Dans Mate which is an online publicity. As a result, online product sales are growing approximately 5 times and 6 times as a continuous growth. As for ROA and ROE for you Further clarification

MissSamang Chantrima: As I learned before, if Product sales declined, other parts of profitability were also reduced.

3. There was a decrease in sales volume but cost of sales plus cost of distribution did not decrease in a similar proportion.

Khun Phiphob Chokwatana, the cost of the company in department store trade is also cost because there is a salesperson at each department and it is the most impactful and aggressive point of sale in the situation of the COVID 19 epidemic. This affects lower sales volume as two methods of action. The first method is to reduce the sales area. The second method is maintained. Therefore, there is a comparison with other sales channels. The answer is that it will continue to move forward in department store sales.

4. Inventories There is no reserve at all ?

MissSamang Chantrima due to the devaluation of inventories in the amount of 11.60 million baht, aging products are classified according to the number of years, such as textiles, aged 5-10 years, cosmetics 1 year and ask the inspector. In addition, Mr. Sumana Seniwong Na Ayudhya from Karin Audit Company Limited clarified that there was a complete set of products that decreased according to the accounting period.

(Before Agenda 3, there was one additional participant)

Agenda 3 Consideration and approval of the financial statements ended December 31, 2020

Mr. Pipope Chokvathana, Managing Director requested the meeting to review the financial statements which comprises the balance sheet, income statement, statement of changes in Shareholders' General Meeting' equity, Statement of Cash Flows and notes to the financial statements as of December 31, 2020 as well as the report of the auditor which have been prepared in accordance with accounting principles generally accepted audited and certified by the auditors. The reports have been approved by the Audit Committee and Board of Directors. Details are contained in the Annual Report 2020 which the company has submitted to the Shareholders' General Meeting for review together with the notice of meeting. Details can be summarized as follows.

List	(Unit: Baht)	
	Financial statements using the equity method	Company financial statements
Total Assets	891,588,311	907,680,736
Total liabilities	455,970,631	455,970,631
Shareholders' General Meeting' Equity	435,617,680	451,710,105
Total Revenue	461,126,401	463,404,157
Net Profit	-35,991,622	-35,870,254
Earnings per share (Baht)	-2.41	-2.40

Then Mr. Pipope Chokvathana has given the opportunity to Shareholders to raise question.

- No shareholder raised any question

The Meeting considered and unanimously endorsed the consolidated financial statements as of December 31, 2020 as presented with a unanimous vote of the total votes of the Shareholders present at the meeting and entitled to vote.

Votes	Persons	Number of Votes	Relative% of the shares at the meeting
Agree	36	12,430,393	100%
Not Agree	0	0	0%
No Vote	0	0	0%
Voided Ballot	0	0	0%

Agenda 4 Consideration and approval the omission of the allocation of profit and the omission of dividend payment for operational results of the year 2020

Mr. Pipope Chokvathana, Managing Director informed the meeting that in 2020, the company has a loss of performance. For the company financial statements amounting to 35,870,254 baht according to the company policy Pay dividends from retained earnings. By considering the payment criteria not to exceed 50% of the net profit in the year and financial status. In addition, Article 58 of the Company's Articles of Association stipulates that the Company is required to allocate at least one-twentieth (1/20) of the annual net profit minus the accumulated loss carried forward until the reserve reaches one tenth. (1/10) of the Company's registered capital. In 2017, the Company has allocated the said reserve in the amount of 14,951,000 baht.

It is deemed appropriate to propose to the shareholders' meeting to approve the suspension of the allocation of profits And no dividend payment Due to the operating loss It is in accordance with the policy of the company. And has allocated the reserve according to the law is complete. September 1, 2020.

After that Mr. Pipope Chokvathana then gave opportunity to attendants to ask question.

-no questions rose from Shareholders

The Meeting considered and unanimously approved the allocation of profits and dividends by following vote

Votes	Persons	Number of Votes	Relative% of the shares at the meeting
Agree	36	12,430,393	100%
Not Agree	0	0	0%
No Vote	0	0	0%
Voided Ballot	0	0	0%

Agenda 5 Electing Directors replacing the retiring by rotation Director

Mr. Pipope Chokvathana, Managing Director informed the meeting that the Directors which have been registered with the Ministry of Commerce now has a total of 12 persons, and as per Article 21 requires that at the Annual General Meeting, one-third of the members need to be retired. If the number of the members cannot be divided into three parts, the nearest number to one-third will be used, and the retired Directors may re-elected.

Therefore, in the Shareholders' General Meeting' General Meeting No. 53 the Directors to retire by rotation are 4 persons as follows.

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| 1.Mr. Phiphob Chokvathana | Managing Director |
| 2.Mrs. Duangdao Rattanasophitkul | Director |
| 3.Ms. Pataya Ketusatsira | Director |
| 4.Ms. Vorawan Chokvathana | Director |

On March 1, 2021, there were 2 directors resigned, namely 1. Ms. Waraporn Pekan 2. Ms. Churairon Simawang and Ms. Pattaya Ketethia, the directors who completed their term of office, did not request to resume their positions. Making the director position vacant 3 positions

The company has given the Shareholders to propose the candidates to be elected as Directors. It appears that none of the shareholder proposed any candidates to be elected as Directors.

The Directors excluding the Director who has been nominated, discussed widely and reviewed the qualifications of the individual who serves as existing Directors carefully and agreed that all have the good knowledge and experts in various fields as well as has considered that the 3 Directors have perform good duties throughout the period to the successful of the company. As well as the qualifications comply with the requirements by the law and regulations and company's rules. Therefore the Articles of Association should be proposed at the Annual Shareholders' General Meeting as per Attachment 3.

In addition, the Company has determined that the law prohibits the Board of Directors of the Company to be Directors of the other companies in the similar type the businesses and consider to be in competition with the company unless they have informed to the Meeting of shareholder beforehand. Therefore, before election of Directors as per proposed above, and vote on the election of Directors. Some Directors who are proposed for re-election as a Director are the Directors of other companies in the same business operations and competitive business to the company as follows.

1. Mr. Phiphob Chokvathana Managing Director 2. Ms. Vorawan Chokvathana Director

The Board of Directors proposed that Shareholders' General Meeting elect the following individual persons to be Directors as follows.

5.1 Mr. Phiphob Chokvathana

-The meeting voted unanimously, with a vote.

Votes	Persons	Number of Votes	Relative% of the shares at the meeting
Agree	36	12,430,393	100%
Not Agree	0	0	0%
No Vote	0	0	0%
Voided Ballot	0	0	0%

5.2 Mrs. Duangdao Rattanasophitkul

- The meeting voted unanimously, with a vote..

Votes	Persons	Number of Votes	Relative% of the shares at the meeting
Agree	36	12,430,393	100%
Not Agree	0	0	0%
No Vote	0	0	0%
Voided Ballot	0	0	0%

5.3 Ms. Vorawan Chokvathana

-The meeting voted majority, with a vote.

Votes	Persons	Number of Votes	Relative% of the shares at the meeting
Agree	36	12,430,393	100%
Not Agree	0	0	0%
No Vote	0	0	0%
Voided Ballot	0	0	0%

The Managing Director then thanked all the attendees who voted unanimously for this agenda. He then asked the authorities to keep the ballots from all attendees.

The Board of Directors for the year 2021 with a total of 9 members as follows.

1. Mr. Boonpakorn Chokvathana
2. Mrs. Chamnean Chokvathana
3. Mr. Pipope Chokvathana
4. Mr. Piratchai Pragobsub
5. Mrs. Duangdao Rattanasophitkul
6. Ms. Vorawan Chokvathana
7. Ms. Sameang Chantrima
8. Mr. Suksan Fuengrit
9. Mr. Kaweepong Hirunkasi

The company has a number of Independent Directors as 1 in 3 is member of the Audit Committee as follows.

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|----------------------------|--|
| 1. Mr. Piratchai Prakobsub | Chairman of the audit Committee/
Independent Director |
| 2. Mr. Sooksan Fuengrit | Auditor/ Independent Director |
| 3. Mr. Kaweepong Hirunkasi | Auditor/ Independent Director |

Agenda 6 Consideration of director's remuneration for 2021

Mr. Piratchai Prakobsub Chairman of the Audit Committee informed the meeting that as per Article 32 of the company's policy prohibits the Company to pay money or any other property to the Directors, except to pay as compensation rights and benefits otherwise normal vision as a Director of the Company. This shall not include compensation or benefits received as staff or employee of the Company. In 2020 the Shareholders' General Meeting has set the Remuneration of Directors Amount not exceeding 3,000,000 Baht and the Company has paid an amount of 1,790,000.00 Baht, these included as meeting allowance of Baht 260,000 Baht. The annual remuneration in the amount of 1,010,000 Baht paid to the Audit Committee, amounting 50,000 Baht for meeting allowances and amounting 470,000 Baht for annual compensation which the company has reported the amount paid to the Board of Directors, the Audit Committee in the Annual Report under the Remuneration of Directors item.

The Director's compensation amount for year 2021 is appropriate to the tasks assigned. These are based on the evaluation of the performance of the Board 's performance, the remuneration amount approved by the Shareholders' General Meeting, the amount of compensation paid in the past and compare it to other company who are doing the same type of business , including the authority and responsibility for the Meeting of Shareholders' General Meeting to approve the Directors' remuneration not exceeding 2,400,000 Baht per annum, this shall not include compensation or benefits received for being staff or employees of the company and offer the pay as per following.

1. For carry out duties as Directors, the payments will be as follows.
Meeting Allowances (Only the Directors who attended the meeting, Chairman 5,000 Baht / meeting and Directors at 3,000 Baht / time starting from the Shareholders' General Meeting until further notice.
Annual compensation fee will be paid to all Directors by the Remuneration Committee to set the allocation, and then propose to Board of Directors for approval.
2. To carry out duties as auditors, the payments will be as follows.
Meeting Allowance (only for auditors who attended the meeting), Chairman 4,000 Baht / meeting and Directors at 3,000 Baht / time, starting the Shareholders' General Meeting' General Meeting until further notice.

Annual compensation for Chairman of the audit committee at the amount of 110,000 Baht / year, and for the auditors at the amount of 90,000 Baht / year. This will be applied from the approval of Annual General Shareholders' General Meeting until further notice. However, the remuneration payable shall not exceed the amount approved by the Shareholders' General Meeting.

Then Mr. Pipope Chokvathana gave the opportunity for Shareholders' General Meeting to ask question, but no questions rose from Shareholders. He asked the meeting to approve the agenda.

- The Meeting review and unanimously approved by the Director's Compensation as per follows.

Votes	Persons	Number of Votes	Relative% of the shares at the meeting
Agree	36	12,430,393	100%
Not Agree	0	0	0%
No Vote	0	0	0%
Voided Ballot	0	0	0%

Agenda 7 Appoint an auditor and determine the auditor's fee for 2021

Mr. Piratchai Prakobsub Chairman of the Audit Committee informed the meeting that referring to Article 49 and Article 50, the auditor shall not be a Director, officer, employee, or person holding any position in the company. The auditors will be elected every year at the Shareholders' General to replace the retiring auditor. However, the retiring auditors may be appointed as auditor again. The company's auditors for year 2020 are Mr.Jadesada Hungsapruet,CPA registration No.3759 and/or Ms.Kannika Wipanurat, CPA registration No.7305 and/or Mr.Jirote Sirirorote,CPA registration No.5113 and/or Ms. Nonglak Pattanabundith, CPA registration No.4713and/or Mrs. Sumana Senivongse , CPA registration No.5897 of Karin Audit Company Limited

The Audit Committee has reviewed and propose the appointment of Karin Audit Company Limited to be the company's auditors for the year 2021 as follows

1. Ms.Kannika Wipanurat, CPA registration No.7305 and/or
2. Mr.Jirote Sirirorote, CPA registration No.5113 and/or
3. Ms.Nonglak Pattanabundith, CPA registration No.4713 and/or
4. Mrs.Sumana Senivongse , CPA registration No.5897 and/or
5. Mr.Komin Linphrachaya CPA registration No.3675 and/or
6. Mr.Mongkon Laowrapong CPA registration No.4722 and/or
7. Ms.Kojchamon Sunhuan CPA registration No.11536

The above proposal has been considered from the independence and performance the good work standard and qualified under the Articles of Association and the Securities and Exchange Commission. Besides, it is reviewed and compared with the work amount and audit fee from other companies who are in the same business level. The company agreed to set the compensation fee for auditors as follows.

Description	Year 2021 (Baht)	Year 2020 (Baht)
The unaudited quarterly financial statements as 1,2,3	543,000.00	573,000.00
Annual finance audit fee	503,500.00	530,000.00
The unaudited quarterly financial statements of associates as 1,2,3	30,000.00	30,000.00
Annual finance audit fee of associates	20,000.00	20,000.00
Total	1,096,500.00	1,153,000.00
Other fees	15,000.00/year	15,000.00/year

The auditors nominated above has no relationship nor conflict of interest with the Company / executives / major Shareholders or a person related to such person in any way, and the Company has no subsidiaries the Company which are New Plus Knitting Public Company Limited but using other auditors from other firm which is not affiliated with the Company.

Then Mr. Pipope Chokvathana gave opportunity the Shareholders to raise question.

No question by the Shareholders, Mr. Pipope then requested the meeting the review and approve the item.

- The Meeting considered and unanimously approved the appointment of the auditors as per following details.

Votes	Persons	Number of Votes	Relative% of the shares at the meeting
Agree	36	12,430,393	100%
Not Agree	0	0	0%
No Vote	0	0	0%
Voided Ballot	0	0	0%

Agenda 8 Other matters (if any)

Mr. Pipope Chokvathana, Managing Director has given opportunity for Shareholders to ask questions.

No shareholder raised any question, so the Chairman Mr. Boonpakorn Chokvathana has given speech to close the meeting by thanking all attendees who attended the meeting.

The meeting adjourned at 14:50 hrs.

Boonpakorn Chokvathana

(Mr. Boonpakorn Chokvathana).

Chairman