

Attachment 1

Documents Agenda 2

Minutes of the Annual General Meeting of Shareholders in 2016.

Of

Gratitude Infinite Public Company Limited

Meeting on Tuesday April 19 2016, when the meeting started at 9.30 am., At Room 1, 9th Floor of Royal City (Pinklao) No. 800 Borommaratchachonnani Bangbunru Andover Road, Bangkok 10700, with Mr. Jesadavat Priebjrivat Chairman of the board Served as chairman of the meeting Ms. Piyathida Suwanchana company secretary. It is recommended that the Board of Directors at the meeting amounted to 8 is as follows.

- | | | |
|---|------------------|---|
| 1. Mr. Jesadavat | Priebjrivat | Chairman of Board of Director/ Independent Director |
| 2. Mr. Khan | Akaworawit | Chairman of Audit Committee/ Independent Director |
| 3. Asst. Prof. Dr. Dhollakanis Thengaumnuay | | Audit Committee / Independent Director |
| 4. Miss Siruswadi | Suthiworapunchai | Audit Committee / Independent Director |
| 5. Mr. Perajed | Suwannapasri | Director/ Chief of Executive Officer |
| 6. Miss Suthida | Suwannapasri | Director |
| 7. Mr. Perapol | Suwannapasri | Director |
| 8. Mr. Karoon | Srivichittranond | Director |

The directors of 4 other people who could not attend today's town. 1)Mr. Virat Suwannapasri 2)Mrs. Kanjana Suwannapasri 3) Miss Piyanan Suwannapasri and 4) Mr. Vissanu Meeyoo ;after that The Company Secretary has advised the auditors. E Y OFFICE co., Ltd. And financial advisors Asset Pro Management Co.,Ltd.

The secretary of agenda will address the voting rights, counting votes' procedure and other notes to acknowledge the participants. Meanwhile, at least two volunteer shareholders will be asked to witness the counting votes' procedure for ensuring the transparency in counting process. However, at present, there are no volunteer shareholders so the Board of Directors had sign a right to secretary of agenda to count the votes in each agenda of meeting.

The Chairman informed the shareholders and proxies attending the meeting included 69 people. Total number of shares 208,090,941 shares, 68.75% of the shares sold to the company. A quorum in accordance with the regulations of the Company said opening the meeting at 9:30 pm., and the meeting agenda follows.

Agenda 1 Chairman's report

Chairman will notify 2 things to the meeting. Firstly, the Company is going to change its sector in secondary stock market from MAI to SET in industrial sector (INDUS), industrial supplies and machinery sector (IMM). The request has already been filed and expected to be complete by May 2017. Secondly, the Company is eager and willing to be a part of "Joint Thai Private Sectors Anti-Corruption Program" of Thai Institution of Directors (IOD). As now, the Company is looking for a supportive feedback from its mother company, UKEM. Once, the feedback has been response, the Company will join the program as soon as possible. This agenda must not be approved

The chairman is now open up for questions and opinions.

Frist of all, Khun Malee Kitvakin, the present shareholder questions as follows: why the Company decides to move its secondary stock market from MAI to SET and why it needs to be in that certain industry?

Mr. Peerajed Suwannapasri, the Chief of Executive explains as follows. Currently, the Company is in the MAI market under industrial sector, but when the Company shift itself to SET market, the category of section will be more scrupulously. By the definition of business category, the Company is under industrial supplies and machinery as mentioned above. Moreover, the Company shifts itself from MAI to SET to attract new investors, since MAI market is not appropriate for large numbers of investors. So the Company want to move to a larger market, SET. With all the Company's qualification, growth, registered capital of approximately 302 Million Baht and one year experience in MAI market; it is time for the Company to look forward and move to a larger market. However, MAI market has its own benefits and goods but with all the Company's aspect, this is the right timing for a brighter path.

Second of all, Khun Rujira, the representative of Thai Investor Association has question regarding to the Anti-Corruption Program. During the period that the Company has not yet join the Anti-Corruption Program, how can the Company assure that there will not be corruption involvement in any matters? Please support the answer with policy or evidence that could be used in real practice.

Mr. Peerajed responses at present, the Company understands broad perspective of business foundation that to become a member of Anti-Corruption Program, the Company must keep its standard and always follow the terms and condition. In the concrete aspects, as now, the Company can ensure that it has no involvement or support in any matters including business involvement with authorities. Despite, our original way of doing business is trading between private sectors, including the work of financial auditors, internal auditor, the working procedure and the action of employees. The whole Company has the right and matching understanding in these aspects. Nevertheless, due to our Company's growth continuously, this cooperate governance in becoming a part of Anti-Corruption Program is more significant. It will be be one of our top priorities to proceed and accomplished.

Last of all, Khun Rujira, questions as follows, according to the Chief Of Executive about doing business between private-to-private sector, there is an edit in memorandum of association in agenda 10, article 3 (adding objective) stated that "The Company will emerge into exploring, drilling, producing oil, electricity and other substitute energy including sell them to authorities and private sector when permission is granted.". The company is growing continuously; there will be business involvement with public sectors.

Mr. Peerajed clarifies that due to the continuously growth of the Company, it needs to seek for the most stability position possible. Additionally, in the future if the Company needs to be involve with public sector which we can see the project coming up already. The way we work and the way we attained it needs to be transparent. The Company did not mention this earlier because the conclusion has not been made whether the project is going to succeed or not. However if we succeed in doing so, we can ensure there will be no corruption.

No further opinions or questions.

The chairman authorized the secretary of the Company to precede the meeting.

The secretary of the Company inform that this agenda must not be approved.

Agenda 2 To consider and approve of the Minutes of the Extraordinary General Meeting of Shareholders held on 21 April, 2015.

The chairman informed the meeting to approve the minutes of the Extraordinary General Meeting of Shareholders held on 21 April, 2015 according to attachment 1 Delivered to shareholders along with the Notice of Meeting.

The Chairman invited shareholders to ask questions or comment.

No shareholders had any inquiries or comments, the Chairman ask secretary of Company to count the votes. Company's secretary informs there are 7 new shareholders or authorized to the rights in this general meeting as total of 6,109 shares. As now there are 76 shareholders in this general meeting with total of 298,097,050 shares.

Company Secretary Scoring is as follows:

Shareholders attending the meeting	76	person	The voting rights of 208,097,050 votes		
- certification	208,097,050	votes	Percentage	100	
- unwarranted	0	votes	Percentage	0	
- Abstain	0	votes	(Not counting the votes)		

Resolution The meeting unanimously approved the minutes of the Extraordinary General Meeting of Shareholders 2015 which was held on April 21, 2014.

Agenda 3 To acknowledge the report of the Board of Directors for the performance of the Company's 2015 Annual Report 2015.

The Chairman appointed Mr. Perajed Suwannapasri CEO. The release of the operating results of the company in 2014 following the meeting.

Key points of financial statement at the year ended 31 December 2015

Financial Statement	Consolidated net income (Million Baht)	Seperated net income (Million Baht)		Increased by (decrease)	
	2015	2015	2014	Million Baht	%
Sales revenue	721.40	721.40	816.54	↓ -95.14	-11.65%
Total revenue	753.25	753.17	826.52	↓ -73.28	-8.87%
Operating profit	143.75	145.18	140.27	↑ 3.77	2.69%
Net profit	89.30	93.55	76.73	↑ 14.05	18.67%

Cash Flows statement	Consolidated cash flows (Million Baht)	Separate cash flows (Million Baht)	
	2015	2015	2014
Beginning cash flows	162.02	154.38	184.87
Net cash flows from operation	95.28	98.76	16.65
Net cash flows used in investing	-14.90	-11.88	-51.05
Net cash flows used in financing	-29.93	-30.93	3.91
Ending cash flows	212.47	210.33	154.38

Financial Statement	Consolidated financial statement (Million Baht)	Separate financial statement (Million Baht)		Increase by (decrease)	
	31-Dec-15	31-Dec-15	31-Dec-14	Million Baht	%
Cash and cash equivalents	212.47	210.53	154.38	50.45	31.14%
Total Asset	729.51	729.1	691.96	33.73	4.85%
Loans from financial institution	182.65	182.65	216.53	-33.88	-15.64%
Total liabilities	258.68	258.54	310.38	-52.01	-16.74%
Paid ordinary shares	302.69	302.69	302.69	-	-
In excess of par value	41.65	41.65	41.65	-	-
Appropriate retained earnings	17.5	17.5	12.51	4.99	38.89%
Unappropriate retained earnings	97.89	102.47	14.93	84.15	612.45%
Total equity	470.83	470.57	381.58	85.74	22.26%
ROA	16.48%	17.13%	15.72%		
ROE	21.06%	21.96%	21.95%		

The chairman invites shareholders to ask questions and express opinions.

Khun Rujira, representative of Thai Investor Association questions about the mismatch of ROA, ROE and net income between presentation slides and the annual report.

Khun Wanvadee Hongthong ,Financial Accounting Manager clarifies that the Company requests shareholders to stick to the annual report which the accuracy is ensured. For the information in presentation slides, the net income is being shown for certain period of time (as a part of majority shareholders).

No further inquiries; chairman requests Company's secretary to proceed the meeting.

This agenda must not be approved.

Agenda 4 Approval of the statement of financial position and statement of comprehensive income for the year. Ended December 31, 2015.

The Chairman informed the meeting approved the financial statements and statement of comprehensive income for the year ended December 31, 2015. 2015 Annual Financial Statements of the Company have been audited by the auditor and approved by the Company's audit committee. The annual report has been submitted to the Company's audit committee. Today, the company has invited auditors to attend the meeting. If shareholders have any questions about the financial or operating results of the Company can be questioned.

The Chairman invited shareholders to ask questions or comment.

Mr. Somkiat Saleepattana, Shareholder Self And proxies. There were questions as follows: in the Note 12 in financial statements of Lavish Laboratory Company Limited; what business sector is this company participating in and what is the source of revenue?

Mr. Peerajed, the CEO answers as follows: Lavish Laboratory Company Limited has been established for producing 2 products. First is collagen, which we did not do marketing activities as much as we should. Second is to produce finished goods by purchasing raw materials from GIFT. As today, we bring our sample product, soap. To illustrate our purpose that we have ability to sell raw materials and ability to transform them into finished goods. In previous year, Lavish Laboratory Co. Ltd., was making a loss of approximately 4 Million Baht. The main expenses for our loss are human resources and machines' depreciation. In this particular year, Lavish's marketing activities support the manufacturing of soap and the selling in soap market. So we expect a better performance this year because gaining trustworthy and reputation in this business sector takes some time. Apart from these 2 products, we also have machine that is capable in producing supplements. However, since our 2 products are not growing as expected, we would like to focus on driving the growth to be sustainable enough before any expansion in nearby future.

Mr.Somkiat Saleepattana, has made another suggestion that the Company should called the soaps that are given in the meeting as sample product not souvenirs to match the policy of SEC.

Company's secretary informs there are 4 new shareholders or authorized to the rights in this general meeting as total of 102,934 shares. As now there are 80 shareholders in this general meeting with total of 208,199,984 shares.

Shareholders attending the meeting	80	person	The voting rights of 208,199,984 votes	
- Certification	208,199,984	votes	Percentage	100
- Unwarranted	0	votes	Percentage	0
- Abstain	0	votes	(Not counting the votes)	

Resolution The meeting unanimously approved the statement of financial position. And statement of comprehensive income for the year ended December 31, 2015.

Agenda 5 Approval of allocation of net income for operating results for year 2015 as legal reserve.

The chairman informed the Company's net operating income of 93.55 Million Baht. Therefore, the Company suggests that there should be allocation of net income as legal reserve of 4,990,000 Baht or 5.33% of net income. As a result at the year ended December 31, 2015; total legal reserve is 17,500,000 Baht or 3.85% of registered capital.

The chairman is open up for questions and opinions.

Mr.Pornsak Hosirimanon questioned that according to the law, legal reserve requires 3.85% of registered capital to fulfill 10%. How much the Company does have to pay in addition to fill in the gap?

Mr.Jesadavat Priebrivat answered that the Company needs to put in 13 Million Baht as legal reserve in order to complete 10% requirement by law.

Since, there is no further questions and opinions, the secretary of meeting is requested to count the votes as follows:

Shareholders attending the meeting	80	person	The voting rights of 208,199,984 votes	
- Certification	208,199,984	votes	Percentage	100
- Unwarranted	0	votes	Percentage	0
- Abstain	0	votes	(Not counting the votes)	

Resolution The meeting unanimously approved the legal reserve for year end 2015 as 4,990,000 Baht.

Agenda 6 Approval of dividend payment for year 2015

The chairman made an announcement to the meeting that the net operating profit for year 2015 is 93.55 Million Baht. Therefore, the appropriate amount of cash dividend pays to shareholder is 0.07 baht per share. For the outstanding ordinary shares of 302,686,717 shares have total dividend payment of 21,188,070.19 baht which is 23.92% of net income after deducting legal reserves. The dividend payment does not match the policy of 40% dividend payment from net income because the Company wishes to reserve cash for business expansion in nearby future. The Record Date was held on 27 April 2016 and list of shareholders was gathered according to the Security Act by having closing date on 28 April 2016. The payment date shall be on 18 May 2016.

Since, there is no further questions and opinions, the secretary of meeting is requested to count the votes as follows:

Shareholders attending the meeting	80	person	The voting rights of 208,199,984 votes	
- Certification	208,199,984	votes	Percentage	100
- Unwarranted	0	votes	Percentage	0
- Abstain	0	votes	(Not counting the votes)	

Resolution The meeting unanimously approved the dividend payment for year 2014 shall be cash dividend to the shareholders at 0.07 baht per share.

Agenda 7 To appoint auditors and remuneration of the auditors for the year 2016.

The Chairman informed the meeting that. Public Act BE 1992 And according to the Articles of Association The General Meeting of Shareholders the appointment of auditors. The remuneration of the auditors of the Company on an annual basis. On the recommendation of the Audit Committee. It was agreed to propose to the AGM the appointment. Mrs. Chonlaros Suntiasvaraporn CPA Reg No. 4523 And/Or Miss Siraporn Ouaanunkun CPA Reg No.3844 And/Or Mr. Supachai Phanyawattano CPA Reg No. 3930 And/Or Mr. Krissada Lerdwana CPA Reg No.4958 of EY Office Limited. The auditor whomever has the power to review and approve the financial statements of the Company for the year 2016. Provided that such persons are independent and without the benefit of any interest to the company. The remuneration of 870,000 baht per year. In the case of work in addition to the annual audit as usual. The Board shall be authorized to determine the cost of a special case.

The Chairman invited shareholders to ask questions or comment.

Since, there are no further questions and opinions, the secretary of meeting is requested to count the votes as follows:

Shareholders attending the meeting	80	person	The voting rights of 208,199,984 votes	
- Certification	208,199,984	votes	Percentage	100
- Unwarranted	0	votes	Percentage	0
- Abstain	0	votes	(Not counting the votes)	

Resolution The meeting voted unanimously to approve the appointment of auditors and remuneration of the auditors for the year 2015.

Agenda 8 To appoint directors who are due to retire by rotation, to serve another term.

The chairman has asked directors who have been invite to be repositioned as director for another term leave the room temporary in order to open up for other shareholders to file any questions according to the good governance purpose. Then the announcement of the leaving rotation of directors as company's policy in year 2015 of 4 directors as follows

1. Mr. Virat Suwannapasri
2. Mr. Peerapol Suwannapasri
3. Asst. Prof. Dr. Dhollakkanis Thengaumnuay
4. Miss Siruwadi Suthiworapunchai

These 4 persons by names are those who qualify with appropriate knowledge, skills and experience. As a benefit to our business, the Board therefore proposes that the Meeting should be approved to appoint 4 directors to their positions for another term. In bringing in the 4 directors, the voting will be done individually. The company has delivered Biographies of 4 directors to the shareholders as detailed in Attachment 5 by presenting the history of the four persons to the meeting briefly.

The Chairman invited shareholders to ask questions or comment.

No shareholders had any inquiries or comments. The Board asked the meeting to consider the election of directors to retire by rotation back to the position again.

The secretary of meeting can count the scores as follows:

Shareholders attending the meeting	80	person	The voting rights of 208,199,984 votes		
1. Mr. Virat Suwannapasri		Director			
- Certification	208,199,984	votes	Percentage	99.9999	
- Unwarranted	0	votes	Percentage	0	
- Abstain	232	votes	(Not counting the votes)		
2. Mr. Peerapol Suwannapasri		Director			
- Certification	208,199,984	votes	Percentage	100	
- Unwarranted	0	votes	Percentage	0	
- Abstain	0	votes	(Not counting the votes)		
3. Asst. Prof. Dr. Dhollakkanis Thengaumnuay		Audit Committee/ Independent Director			
- Certification	208,199,984	votes	Percentage	100	
- Unwarranted	0	votes	Percentage	0	
- Abstain	0	votes	(Not counting the votes)		
4. Miss Siruwadi Suthiworapunchai		Audit Committee/ Independent Director			
- Certification	208,199,984	votes	Percentage	100	
- Unwarranted	0	votes	Percentage	0	
- Abstain	0	votes	(Not counting the votes)		

Resolution Council voted unanimously. All directors approved the re-appointment of another term for this position.

Agenda 9 Approval of the Remuneration Committee for the year 2016.

The Chairman informed the meeting of the Remuneration Committee for the year 2016. Having regard to the responsibilities and duties of the Board of Directors proposes that the remuneration details are as follows.

Title	Allowance (Baht / month).
Chairman of the board	41,000
Chairman of Audit Committee	21,000
Audit Committee	16,000
Director	8,000

The rate of such remuneration shall come into force on January 1, 2016, the Compensation Committee of the Company in 2016 not exceeding 1,900,000 baht.

The Chairman invited shareholders to ask questions or comment.

No shareholders had any inquiries or comments. The Chairman asked the meeting to consider and the Company Secretary
Vote counts.

Scoring is as follows:

Shareholders attending the meeting	80	person	The voting rights of 208,199,984 votes
- Certification	208,199,984	votes	Percentage 100
- Unwarranted	0	votes	Percentage 0
- Abstain	0	votes	(Not counting the votes)

Resolution The meeting voted with a unanimous vote to approve the directors' remuneration for the year 2015 as proposed.

Agenda 10 Approval of editing Memorandum of Association, Article 3, to add on another objective to cover business sector that the Company might expands to in the future

The Chairman informed the meeting about the business expansion policy of the company. Therefore, the general meeting should consider the approval of add on another objective of the company to cover expansion of business in the future as follows “The Company will emerge into exploring, drilling, producing oil, electricity and other substitute energy including sell them to authorities and private sector when permission is granted.”.

Chairman is now open up for questions and comments.

Khun Rujira, the representative of Thai investors' association questions that will the purpose of this change is going to connect with the fact that the Company will move into SET market?

Mr. Peerajed answered that the change or add on of the purpose is the opportunity to invest in other sectors in the future including partnership with strong company in specified sector as well.

Since there is no further questions and opinions, the chairman request the meeting to votes and the secretary of meeting to count votes.

Shareholders attending the meeting	80	person	The voting rights of 208,199,984 votes
- Certification	208,199,984	votes	Percentage 100
- Unwarranted	0	votes	Percentage 0
- Abstain	0	votes	(Not counting the votes)

Resolution The meeting voted unanimously to approve the edit of memorandum of Association to add on one objective to cover business expansion in the future.

Agenda 11 Approval of other topics (if any)

The chairman is now open up for any questions and opinions.

Mr. Somkiat Saleepattana, the present shareholder and authorized by the right of absent shareholders would like to know chairman's business vision for 2016.

Mr. Peerajed, CEO clarifies as 4 parts. First part, the revenue from selling chemical substances as raw material, as many people are concerned about the economic recession in 2014 but the company take advantage of this as the opportunity. In the past 6 months, we have engaged more to the manufacturer about cosmetics. Our first source of revenue, we have to do whatever it takes for higher profit under the same cost by focus on our current customer. We can definitely ensure the growth of this sector. Second part, the flaws of the company is the operating loss of Lavish Laboratory Co. Ltd., which we will take action to prevent the loss and bring in marketing specialist to help us. Third part is the investment, in this year we still have appropriate value of earnings. Fourth part, the substitute energy, the company is uncertain whether it will happen or not. However, another step in SET market shows a certain level of confident of management team. In 6 months, we should have an answer about the partnership project. As a management team, we don't want the shareholders to expect positive results for part 2 and 4 because as today the information is still insufficient. However, the company can ensure the growth of part 1.

Since there are no more inquiries, the chairman would like to close the meeting at 10.45 am.

Signed  The chairman
(Mr. Jesadavat Priebjivat)

Signed  Recorder
(Miss.Piyathida Suwanchana)