

(Translation)

Minutes of Annual General Meeting of Shareholders for the Year 2012

Of

Premier Technology Public Company Limited

Held on 26 April, 2012, at 10.00 hrs., at the Conference Room No. 501, 5th Floor, Premier Corporate Park, No 1 Soi Premier 2, Srinakarin Road, Nongbon, Prawet, Bangkok.

Mr. Vichien Phongsathorn, the Chairman of the Board, acting as the Chairman of the Meeting, informed the Meeting that 22 shareholders had attended this Meeting in person, and 22 shareholders were represented by proxy, totaling 44 shareholders, representing 78,808,762 shares or equal to 55.52 per cent of the total distributed shares, which constituted a quorum according to the Articles of Association of the Company. The Chairman addressed the beginning of the Annual General Meeting of the Shareholders for the Year 2012.

During the course of the Meeting, additional shareholders joined the Meeting. As a result by the end of the Meeting, 25 shareholders attended in person and 24 shareholders by proxy, totaling 49 shareholders holding 79,286,369 shares equal to 55.8573% of the total number of subscribed shares after deduction of treasury stock.

The Chairman introduced the Board of Directors, the Managing Director of the Datapro Computer System Co., Ltd. and auditor attending the meeting to the meeting as follows:

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|-----|--------------------------------|--|
| 1. | Mr. Vichien Phongsathorn | Chairman of the Board |
| 2. | Mr. Udom Chartianont | Independent Director and Chairman of Audit Committee |
| 3. | Mr. Suchai Vatanatrinakul | Independent Director and Audit Committee |
| 4. | Mr. Katiya Greigarn | Independent Director and Audit Committee |
| 5. | Mr. Paritud Bhandhubanyong | Independent Director |
| 6. | Mr. Suradej Boonyawatana | Director |
| 7. | Miss Wanna Kolsrichai | Director |
| 8. | Mrs. Duangthip Eamrunroj | Director |
| 9. | Mr. Harin Upa | Managing Director of Datapro Computer System Co., Ltd. |
| 10. | Mrs. Chonlaros Suntiasvaraporn | Auditor of Earnst & Young Office Limited |

The Corporate Director- Accounting, Financial and Legal and Register also attended the Meeting.

Before beginning with the agendas, the Chairman informed the Meeting relating to voting procedure of each agenda. The voting procedure divided into 2 cases as follows:

1. In case that a shareholder attended the Meeting in person, or through a proxy authorized to vote on behalf of the shareholder, the Chairman would propose the Meeting to vote in each agenda, by asking whether there were any shareholders who disagreed or abstained to vote or not. If any

shareholder showed his or her hand for disagreement, or abstention to vote, then that agenda would be voted by the ballot received from the registration. The ballots were collected by the Company's staff for vote counting. If there was no person disagreed, and abstained to vote, then it would be deemed that all shareholders had agreed to such agenda. The counting was 1 share per 1 vote.

2. In case of a proxy to participate in the Meeting and the shareholder had fixed his or her votes in the instrument of proxy, then the vote in each agenda, indicated by the instrument of proxy, would be counted for resolutions of the Meeting.

In case of both voting procedures, whether there were no shareholders who disagreed or abstained to vote, then it would be deemed that the shareholders unanimously resolved and agreed on the agendas.

The Chairman further informed that in the Annual General Meeting of Shareholders for the year 2012, the Company had offered opportunity to shareholders to propose other agendas and the name of person to be considered as director(s) of the Company via the Company's website and the Stock Exchange of Thailand, the submission started from 10 November 2011 until 15 January 2012. There were not any matters or name of person proposed.

Thereafter, the Chairman commenced the Meeting according to the agendas as follows:

Agenda 1 **To consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year of 2011**

The Chairman proposed the Meeting to adopt the Minutes of the Annual General Meeting of the Shareholders for the year of 2011 held on 21 April 2011, the copies of which was sent to all shareholders together with the invitation letter to summon this Meeting.

The Meeting had considered, and resolved to adopt the Minutes of the Annual General Meeting of the Shareholders for the year 2011 with majority votes of the shareholders participated in the Meeting as follows:

Approved	78,808,762	Votes equivalent to 100.0000% of the total votes of shareholders attending the meeting and voting
Disapproved	0	Votes equivalent to 0.0000 % of the total votes of shareholders attending the meeting and voting
Abstained	0	Votes

Agenda 2 **To acknowledge the report on the Company's operating results of the year 2011**

The Chairman summarized the significant events of the Company that occurred in 2011 as follows:

In 2011, the Company invested in land and an office building, namely the Premier Place Building on Srinakarin Road, for use as an office for the Company and its subsidiary, as well as for the provision of disaster recovery site (back-up site) services to the subsidiary's customers. A portion of the building space is also leased to other tenants with 4,859 square metres or 51% of the total space currently leased. Ownership of the land and building was transferred to the Company in October 2011. At present, the building is being renovated, including the security system, safety system, cooling system, and wastewater treatment system, in order to upgrade it into a building of safety standard for use by the Company itself and by its customers. Once the renovations are completed, it is expected that space utilization will increase to 70% and eventually the total space.

Subsequently, the Chairman requested Mr. Harin Upra the Managing Director of Datapro Computer Systems Co., Ltd. (DCS), a subsidiary that is the Company's main business, to report on significant events of the subsidiary in 2011 that can be summarized as follows:

- The core business in 2011 is still the information technology (IT) products distribution business with sales from this business accounting for 70% of total revenue while the remaining 30% is from the provision of services.

- In the services business, long-term contracts of more than 1 year accounted for 26% of total revenue.

- Customers' usage of services in the Premier Place Building can be divided into 3 types, namely, use as office space, use of the data center services, and use as a temporary data center and office.

- Most of the customers are medium to large enterprises with long-term service contracts of 3 years or more.

- The Premier Place Building was not affected by the severe flooding in 2011.

- During the flooding, 6 customers with contracts used the back-up site services at the data center.

- The Company has been awarded the ISO27001 Information Security Management certification.

The Managing Director reported and summarized the Performance of the Company in year 2011, as follows:

The Performance of the Company and its subsidiary in the year 2011, the Company and its subsidiary had total revenues in the amount of 1.840.12 Million Baht, net profit of 51.32 Million Baht, and profit per share of 0.36 Baht. The Company in 2011 had net profit of 45.35 Million Baht.

The Financial Status of the Company and its subsidiary as at 31 December 2011, The Company had total assets of 1,236.48 Million Baht, total liabilities of 980.34 Million Baht, and the shareholders' equity of 256.14 Million Baht. The Financial Statement of the Company had total assets of 438.37 Million Baht, total liabilities of 199.12 Million Baht and the shareholders' equity of 239.25 Million Baht.

Subsequently, the Chairman provided the opportunity for the shareholders to raise questions. Which were as follow :

Shareholder : What is the growth trend of the data center and will the Company make any additional investment this year or not?

Managing Director of DCS : Customers of the data center are from 2 groups, namely those with no IT facility of their own and must use the Company's services and those with only one main office and require a back-up site and temporary office during disasters, such as the recent severe flooding or political unrest. The growth of the industry and the Company on average is around 10-15% and the Company invests only according to the increased needs of the customers and there are no major investments planned.

Shareholder : What is the utilization rate of the data center and with is the future outlook for cloud computing?

Managing Director of DCS : The current utilization rate of the data center is 35% of the total bandwidth. As for cloud computing, the market demand is still not very high in Asian countries. There are a number of customers who have utilized the services and found that it does help them to reduce costs. It is expected that demand for this service will increase over the next 2-3 years.

Shareholder : Does the Company have any plan to directly provide cloud computing services to customers or not?

Managing Director of DCS : The Company is providing premium cloud services to specific customer groups, such as large enterprises with long-term contracts. The Chairman added that the Company provides the services on a company to company basis only and have not yet provided the services to the general public.

There being no further questions, the Chairman then asked the Meeting to acknowledge the report on the Company's operating results of the year 2011.

The Meeting acknowledged the Performance of the Company for the year 2011.

Agenda 3 To consider approve the Company's financial statements for the year ended December 31, 2011.

The Chairman proposed the Meeting to approve the Financial Statements of the Company for the year ended 31 December, 2011, which had been audited and certified by the auditor, as per the details in the Annual Report sent to all shareholders together with the invitation letter to summon this Meeting.

Subsequently, the Chairman provided the opportunity for the shareholders to raise questions. Which were as follow :

Shareholder : Where did the Company's deferred income from?

Managing Director of DCS : Deferred income is derived from the long-term contracts of 1-3 years that were mentioned during the report on the Company's performance.

Shareholder : Why was the Company's corporate income tax as high as 34-35% in the past year?

Chairman : The Company had recorded all accounting items according to the accounting standards. However, due to some inconsistency between the accounting and taxation standards certain items have been added back. The accounting division has been requested to clarify the item and to provide additional information, which Ms Pensri, Corporate Director - Accounting, has provided samples of the reversal of accounting items for tax calculation, such as interest expenses from the computer equipment hire purchase contracts that the accounting division has recorded as interest expenses but for tax purposes must be added back for tax calculation.

Shareholder : Does the Company have a policy to pay stock dividend in the future or not?

Chairman : Thank you for the recommendation, which the Board of Directors will take into consideration.

There being no further question, the Chairman then proposed that the meeting approve the financial statements for the year ended 31 December 2011

The Meeting had considered, and resolved to approve the Financial Statements of the Company for the year ended December 31, 2011, which was audited and certified by the auditor. with majority votes of the shareholders participated in the Meeting as follows:

Approved	78,820,762	Votes	equivalent to 100.0000% of the total votes of shareholders attending the meeting and voting
Disapproved	0	Votes	equivalent to 0.0000% of the total votes of shareholders attending the meeting and voting
Abstained	0	Votes	

Agenda 4 **To consider approve the appropriation of the profit and the dividend payment for the year 2011**

The Chairman informed the Meeting that the Company has policy of dividend payment considering from its performance and cash flow of the Company. In 2011, the Company has net profit of 45.35 Million Baht, retained earning after legal reserve of 87.88 Million Baht. The Board of directors considered it appropriate to propose the shareholders' meeting to approve the dividends payment for the year 2011 at the rate of Baht 0.10 per share. When combine such rate of additional dividend with the interim dividend at the rate of 0.10 Baht per share, which has been paid to the Shareholders since 1 September 2011, will be the total amount of dividend at the rate of 0.20 Baht per share, with the total amount of 28.39 Baht million, totaling 62.60 per cent of its net profit for the year. Which is consistent with the dividend payment policy of the company The record date for shareholders who are eligible to receive dividend payment is Friday, May 10, 2012 and the book closing date for collecting shareholders' names according to Section 225 of the Securities and Exchange Act B.E.2535 is Monday, May 11, 2012. And the date of dividend payment will be on Friday, May,22, 2012

The Chairman asked whether anyone had any comments/questions or not. There was no question, and then the Chairman requested the Meeting to approve the profit allotment and dividend payment.

The Meeting had considered, and resolved to approve the profit allotment and dividend payment with majority votes of the shareholders participated in the Meeting as follows:

Approved	78,820,762	Votes	equivalent to 100.0000% of the total votes of shareholders attending the meeting and voting
Disapproved	0	Votes	equivalent to 0.0000% of the total votes of shareholders attending the meeting and voting
Abstained	0	Votes	

Agenda 5 **To consider the election of directors to replace those retiring by rotation**

The Chairman informed the Meeting that according to the Public Limited Company Act, B.E. 2535 and Article 15 of the Articles of Association of the Company, in every Annual General Meeting one-third of the directors or the number nearest to one-third shall be retired from the office. The directors who are subject to retirement from the Company in the first and second anniversaries of company registration shall be determined by draw lot. As for subsequent years, the directors who have longest been in company shall retire from the office. The directors who retire by rotation may be re-elected to the office.

Currently, the Company has 8 directors. The directors were retired by rotation, were 3 directors, namely:

1. Mr. Suradej Boonyawatana Director
2. Mr. Suchai Vatanatrakul Independent Director and Audit committee
3. Mr. Katiya Greigarn Independent Director and Audit committee

The Board of Directors, excluding the directors who have conflict of interest, considered it was appropriate to propose to the Meeting to re-elect those 3 directors to be in office for another term because they have appropriate qualification, knowledge, ability, and experience, which would provide benefits to the operation of the Company. The brief biography of the 3 directors had been sent to all shareholders together with the invitation letter to summon the Meeting.

The Chairman asked whether anyone had any comments/questions or not. There was no question, and then the Chairman requested the Meeting to vote.

The Meeting had considered, and resolved to re-elect those 3 directors to the office for another term with majority votes of the shareholders participated in the Meeting as follows:

1. Mr. Suradej Boonyawatana

Approved 78,820,762 Votes equivalent to 100.0000% of the total votes of shareholders attending the meeting and voting

Disapproved 0 Votes equivalent to 0.0000% of the total votes of shareholders attending the meeting and voting

Abstained 0 Votes

2. Mr. Suchai Vatanatrakul

Approved 78,820,762 Votes equivalent to 100.0000% of the total votes of shareholders attending the meeting and voting

Disapproved 0 Votes equivalent to 0.0000% of the total votes of shareholders attending the meeting and voting

Abstained 0 Votes

3. Mr. Katiya Greigarn

Approved 78,820,762 Votes equivalent to 100.0000% of the total votes of shareholders attending the meeting and voting

Disapproved 0 Votes equivalent to 0.0000% of the total votes of shareholders attending the meeting and voting

Abstained 0 Votes

Agenda 6 To consider to increase the number of directors

The Chairman informed the Meeting that According to Article 13 of the Articles of Association of the Company which stipulates that the number of Director of the Company shall not less than 5 persons to which be appointed by a shareholders meeting. For more efficiency of the management of the Company, the board of company considered it is appropriated to increase the number of Director for 1 person.

The Chairman asked whether anyone had any comments/questions or not. There was no question, and then the Chairman requested the Meeting to vote.

The Meeting had considered, and resolved to approve the audit and the audit fee with majority votes of the shareholders participated in the Meeting as follows:

Approved 78,820,762 Votes equivalent to 100.0000% of the total votes of shareholders attending the meeting and voting

Disapproved 0 Votes equivalent to 0.0000% of the total votes of shareholders attending the meeting and voting

Abstained 0 Votes

Agenda 7 To consider to appoint the new Director

The Chairman informed the Meeting that as the consequential matter to the agenda 6, The Board appropriate to nominate Mr. Harin Upra to be elected as an additional Director which his biography and information has been sent to the shareholders together with this notice.

The Chairman asked whether anyone had any comments/questions or not. There was no question, and then the Chairman requested the Meeting to vote.

The Meeting had considered, and resolved to approve the audit and the audit fee with majority votes of the shareholders participated in the Meeting as follows:

Approved	78,820,762 Votes equivalent to 100.0000% of the total votes of shareholders attending the meeting and voting
Disapproved	0 Votes equivalent to 0.0000% of the total votes of shareholders attending the meeting and voting
Abstained	0 Votes

Agenda 8 To consider and approve the director's remuneration for the year 2012

The Chairman proposed the Meeting to consider approval of the directors' remuneration for the year 2012. The remuneration of the directors has been carefully deliberated by the Board of Directors, excluding directors with a conflict of interest, by comparison with the remuneration paid by companies within the same industry, as well as taking into consideration the Company's operational performance and the duties and responsibilities of the directors. The Board considers it appropriate to set the remuneration of the directors for the year 2012 as follows:

<u>Board of Directors</u>	
Meeting Allowance - Chairman (Baht/person/time)	18,000.-
- Directors (Baht/person/time)	14,000.-
Annual Remuneration (Baht/person/year)	200,000.-
<u>Audit Committee</u>	
Meeting Allowance - Chairman (Baht/person/time)	18,000.-
- Directors (Baht/person/time)	14,000.-

Note: Meeting allowances are paid only to directors who attend each respective meeting.

The Chairman asked whether anyone had any comments/questions or not. There was no question, and then the Chairman requested the Meeting to vote.

After consideration, the Meeting resolved to approve the director's remuneration for the year 2012 as proposed, with the following voting results exclude the vote of the shareholders who had an interest 220 votes:

Approved	78,820,542 Votes equivalent to 100.00% of the total votes of shareholders attending the meeting and having the rights to vote;
Disapproved	0 Votes equivalent to 0.0000% of the total votes of shareholders attending the meeting and having the rights to vote;
Abstained	0 Votes equivalent to 0.0000% of the total votes of shareholders attending the meeting and having the rights to vote

Agenda 9 To consider and approve the appointment of the auditors and approve the auditor fee for the year 2012

The Chairman informed the Meeting that, in compliance with the Public Limited Companies, B.E. 2535, in every annual shareholders' meeting shall appoint the auditor and fix the remuneration, by suggestion of the Audit Committee and the Board of Directors had considered and proposed to the Meeting that it was appropriate to appoint Mrs. Chonlaros Suntiasvaraporn, C.P.A. Registration No. 4523, or Mr. Supachai Phanyawattano, C.P.A. Registration No. 3930 or Miss Supanee Triyanantakul, C.P.A. No. 4498 of Earnst & Young Office Limited, to be the auditor of the company for the year 2011. The audit remuneration was fixed at 450,000 Baht with no other charges applicable.

The Chairman asked whether anyone had any comments/questions or not. There was no question, and then the Chairman requested the Meeting to vote.

The Meeting had considered, and resolved to approve the audit and the audit fee with majority votes of the shareholders participated in the Meeting as follows:

Approved	78,820,542 Votes equivalent to 100.0000% of the total votes of shareholders attending the meeting and voting
Disapproved	0 Votes equivalent to 0.0000% of the total votes of shareholders attending the meeting and voting
Abstained	0 Votes

Agenda 10 Other business (if any)

The Chairman provided the opportunity for the shareholders to raise questions or comment on other matters. Shareholder raised questions as follows:

Shareholder : How is the provision of 3G services beneficial to the Company's business?

Managing Director of DCS : As the Company's major customer is a telecom operator, when the 3G technology is in use these companies must expand their business according to customer requirements. The Company as a distributor of IT products and services will be able to increase sales in line with this expansion, which will mainly be hardware sales.

Shareholder : What is the renewal rate of long-term contracts with customers?

Managing Director of DCS : The renewal rate for long-term contracts is more than 95%, which is partly because the Premier Place Building is located in a good location and there are not many companies providing this type of service.

Shareholder : It was mentioned under the risk from natural disaster heading in the annual report that some of the Company's customers were affected and had to delay or cancel their planned information technology (IT) projects. At present, have these customers resumed their projects?

Managing Director of DCS : The customers that were directly affected are in process of rehabilitation and claiming for the damages from insurance companies. However, none of the Company's customers were affected by this disaster and none have cancelled their project but have only delayed them in order to wait and learn of the disaster prevention measures. It is expected that more of these projects will be resumed in the next quarter.

Shareholder : It is noted that the appointment of Mr. Harin Upa as a director of the Company may be against the law as Mr. Upa is the Managing Director of Datapro Computer Systems Co., Ltd., which is a subsidiary company and there will be a conflict of interest with the interests of the parent company.

Chairman : The Board of Directors has taken into consideration the public company laws, the Securities and Exchange Act and relevant regulations and have invited Mr. Teerapol Juthapornpong, Corporate Director - Legal and Registration, to explain the details. It can be summarized that as Premier Technology Public Co., Ltd. holds 100% of the shares of Datapro Computer Systems Co., Ltd. (DCS) any transaction carried out by DCS is considered as a transaction carried out by the Company. If considered based on the Stock Exchange regulation on related parties, the transactions are exempted from being controlled by such regulation. The Chairman added that, however, he will supervise the practice to be in accordance with the relevant laws and regulations.

Shareholder : Requested the Audit Committee to advise the name of the financial institution that extended the loan that the Company used to purchase the land and the Premier Place Building.

Chairman of the Audit Committee : The financial institution that extended the loan to the Company is Ocean Life Insurance Co., Ltd., which is not a related party or related person of the Company.

There being no further questions, the Chairman thanked the shareholders for attending the Meeting and for their continuous support of the Company. The Chairman then declared the Meeting closed.

The Meeting was adjourned at 10.45 hours.

Signed _____ Chairman of the Meeting

(Mr. Vichien Phongsathorn)