

- Translation -

Dhanamitr Factoring Public Company Limited

The Extraordinary General Meeting of Shareholders of 1/2011

September 9, 2011

At the Rachada Meeting Room 5, Underground Floor, the Chaophya Park Hotel

Ratchadapisek Road, Samsennok, Huaykwang, Bangkok

Mrs. Ladavan Tanatanit, Chief of Executive Committee presided as the Chairman of the Meeting; the

Directors who attended the Meeting were as follow:

Board of Directors

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| 1. Mrs. Jantima Sirisaengtakin | Director and Chief of Audit Committee and Independent Director |
| 2. Mrs.Nalinee Ngamsettammas | Director and Executive Committee |
| 3. Mr.Wutthiphum Jurangkool | Director and Executive Committee |
| 4. Mr. Poonsak Thiapairat | Director and Audit Committee |
| 5. Mr. Suwat Lauparadorachai | Director and Audit Committee |
| 6. Mr. Wiwat Kongkasai | Director |
| 7. Mr. Kunakorn Makchaidee | Director |
| 8. Mr.Visit Wongrumlap | Director |

Before the Meeting started, the Corporate Secretary introduced the Directors, the Management team and the Certified Public Accountant who attended such Meeting.

Management

- | | |
|-------------------------------|---|
| 1. Mrs. Paisri Fakcharoenphol | Vice President of Accounting and Finance Department |
| 2. Mr. Somkiat Vachanasate | Vice President of General Administrator Department |

Legal Adviser

Mr.Suthep Tharavas

The Meeting commenced at 10.00 a.m.

The Chairman expressed a sincere thanks to the shareholders who attend this Extraordinary Meeting and informed to the shareholders that there were 17 shareholders, equivalent to 1,201,505 shares and 26 representatives by proxy, equivalent to 16,532,291 shares present, totaling 43 attendees, equivalent to 17,733,796 shares, or 88.67% of the total issued shares, thus constituting a quorum of the Meeting pursuant to the Article 34 of the Company's Articles of Association. Then the Chairman declared the Extraordinary General Meeting of Shareholders of 1/2011 opened to consider the matters on the agenda as follows:

Before starting with the agenda of Meeting, the Chairman assigned the Corporate Secretary to inform the Meeting about the voting procedure for each agenda item that determine in accordance with the Stock Exchange of Thailand's best practices for arrangement of shareholder's meeting of public company as follow:

- In case shareholder attends the meeting him/herself, the Chairman would propose that the shareholder votes for each agenda by asking if there is anyone disagree or would like to express any opinion or abstain on such agenda, he/she shall inform the meeting by handing in the voting ticker and send it to the official in order to count votes later.

- In case a proxy is appointed by a shareholder to attend the meeting, it is considered that the completed proxy form with voting results for each agenda that the proxy hand in to the official when registering for the meeting is used for vote counting.

- In case that the shareholder has authorized the proxy to make a vote at proxy's discretion, the vote counting will be made as if the shareholder attends the meeting him/herself.

In each agenda of meeting, the Chairman would inform the results of voting about the numbers of agree, disagree or do not vote for the Meeting's acknowledgement.

On this Meeting, the Company appointed Mr. Suthep Tharavas, the legal adviser, to verify the correction of proxy delegation, the quorum counting and the stakeholder voting in each agenda also monitor voting procedures in each agenda along the Meeting.

Afterwards, the Chairman declared the meeting open on the agenda as follows;

Agenda No. 1: To consider and certify the Minutes of the Annual General Meeting of Shareholders 2011 held on April 29, 2011

The Chairman requested the Meeting to consider and approve the Minutes of the Annual General Meeting of the Shareholders No.1 of year 2011 held on April 29, 2011 which had been already done and distributed to the Stock Exchange of Thailand and the Ministry of Commerce Thailand together with the notice of this Meeting. The Chairman proposed that the Meeting to consider on a page-by-page. Then, no shareholder raised any objection or proposed any amendment to such minutes.

The Chairman then proposed that the Meeting to be approved the Annual General Meeting of the Shareholders of year 2011 held on April 29, 2011 as per the following number of votes:

A Number of shareholders approved	17,733,796	voters	Equivalent to	100%
A Number of shareholders disapproved	0	voters	Equivalent to	0
A Number of shareholders abstained	0	voters	Equivalent to	0

Meeting Resolution: After due consideration, the Meeting unanimously resolved that the Minutes of the Annual General Meeting of the Shareholders held on April 29, 2011 had adopted and approve by a majority vote with 17,733,796 voters, equivalent to 100%.

Agenda No.2: Notice on the interim dividend payment

The Chairman according to the resolution of the Board of Director meeting No.5/2011 on August 10, 2011, the resolution is to pay the interim dividend no.1/2011 at the amount of 2 Baht per share. This interim dividend payment was derived from the Company's net profit of Year 2010 at the amount of 1.25 Baht per share and from the Company's net profit of the first half of Year 2011 at the amount of 0.75 Baht per share so the total interim dividend payment was equivalent to 40 million Baht and determined the name of the shareholders who entitled to receive the dividend according to the Section 225 of the Securities and Exchange Act B.E. 2535 by closing the registration book and who were listed in the record day on August 24, 2011. The dividend payment will be made on September 8, 2011 is reasonable.

The Chairman, then, gave an opportunity to the shareholders to ask any suspicious aspects. After there is no Question, the Chairman then proposed that the Meeting to be approved the notice on the interim dividend payment without voting.

The Meeting acknowledged the notice on the interim dividend payment as proposed.

Agenda No. 3: Consider increasing the registered capital from 100,000,000 Baht to 200,000,000 Baht by issuing new common shares in total amount of 20,000,000 shares, at the par value of 5.00 Baht per share.

The Chairman informed the meeting purpose the objective of this increasing is to utilize as fund mobilization and support for business expansion. The Company intends to raise the registered capital from the current registers capital of Baht 100,000,000 Baht to 200,000,000 Baht by issuing new common shares in total amount of 20,000,000 shares, at the par value of 5.00 Baht per share.

The Chairman, then, gave an opportunity to the shareholders to ask any suspicious aspects. After there is no Question, the Chairman then proposed that the Consider increasing the registered capital from 100,000,000 Baht to 200,000,000 Baht by issuing new common shares in total amount of 20,000,000 shares, at the par value of 5.00 Baht per share.

The Chairman declared the number of votes as follow:

A Number of shareholders approved	17,733,796	voters	Equivalent to	100%
A Number of shareholders disapproved	0	voters	Equivalent to	0
A Number of shareholders abstained	0	voters	Equivalent to	0

Meeting Resolution: After due consideration, the Meeting unanimously resolved that the increasing the registered capital from 100,000,000 Baht to 200,000,000 Baht by issuing new common shares in total amount of 20,000,000 shares, at the par value of 5.00 Baht per share had adopted and approve by a majority vote with 17,733,796 voters, equivalent to 100%.

Agenda No. 4: Consider the amendment of item 4 of the Memorandum of Association of the Company to be in accordance with the increase in the aforementioned registered capital.

The Chairman informed to the Meeting that as the To be consistent with the increase in the registers capital of Baht 100,000,000 Baht to 200,000,000 Baht by issuing new common shares in total amount of 20,000,000 shares, at the par value of 5.00 Baht per share, as tabled for the shareholders to approved under Agenda 3, the Company would like to propose that the shareholder should approved the following amendment to item 4 of the Memorandum of Association:

Item 4	Registered Capital	200,000,000 Baht	(Two hundred million Baht)
	Divided into	40,000,000 shares	(Forty million shares)
	Par value per share	5 Baht	(Five Baht)
	Consisting of		
	Common shares	40,000,000 shares	(Forty million shares)
	Preferred shares	-None- shares	(-)

The Chairman, then, gave an opportunity to the shareholders to ask any suspicious aspects.

After there is no Question, the Chairman then proposed that the amendment of item 4 of the Memorandum of Association of the Company to be in accordance with the increase in the aforementioned registered capital.

The Chairman declared the number of votes as follow:

A Number of shareholders approved	17,733,796	voters	Equivalent to	100%
A Number of shareholders disapproved	0	voters	Equivalent to	0
A Number of shareholders abstained	0	voters	Equivalent to	0

Meeting Resolution: After due consideration, the Meeting unanimously resolved that the amendment of item 4 of the Memorandum of Association of the Company to be in accordance with the increase in the aforementioned registered capital had adopted and approve by a majority vote with 17,733,796 voters, equivalent to 100%.

Agenda No. 5: Consider allocating the new common shares in total amount of 20,000,000 shares at the par value of 5 Baht

The Chairman informed to the Meeting that the Company would like to propose that the meeting should consider and approve the allocation of the new common shares to increase the capital, totaling 20,000,000 shares at the par value of 5 Baht to the Company's present shareholders in proportion to the number of the shares each shareholder possesses (Right Offering) at the ratio of one current share per one new share. The offer price is 5 baht per share.

The Chairman, then, gave an opportunity to the shareholders to ask any suspicious aspects. After there is no Question, the Chairman then proposed that the allocation of the new common shares to increase the capital, totaling 20,000,000 shares at the par value of 5 Baht to the Company's present shareholders in proportion to the number of the shares each shareholder possesses (Right Offering) at the ratio of one current share per one new share.

The Chairman declared the number of votes as follow:

A Number of shareholders approved	17,733,796	voters	Equivalent to	100%
A Number of shareholders disapproved	0	voters	Equivalent to	0
A Number of shareholders abstained	0	voters	Equivalent to	0

Meeting Resolution: After due consideration, the Meeting unanimously resolved that the allocation of the new common shares to increase the capital, totaling 20,000,000 shares at the par value of 5 Baht to the Company's present shareholders in proportion to the number of the shares each shareholder possesses (Right Offering) at the ratio of one current share per one new share had adopted and approve by a majority vote with 17,733,796 voters, equivalent to 100%.

Agenda No. 6 : Consider and approve the change of the name of the Company to be the AIRA

Factoring Public Company Limited

The Chairman informed to the Meeting as the Company had significant change in the name of major shareholder to be the AIRA Capital Company Limited and SUMMIT Corporation Company Limited, in order to be affiliated to the name of the subsidiaries in harmony, the Board of Director has seen an appropriate of changing the company name from Dhanamitr Factoring Public Company Limited. to AIRA Factoring Public Company Limited.

The Chairman, then, gave an opportunity to the shareholders to ask any suspicious aspects. After there is no Question, the Chairman then proposed that the change of the name of the Company to be the AIRA Factoring Public Company Limited

The Chairman declared the number of votes as follow:

A Number of shareholders approved	17,733,796	voters	Equivalent to	100%
A Number of shareholders disapproved	0	voters	Equivalent to	0
A Number of shareholders abstained	0	voters	Equivalent to	0

Meeting Resolution: After due consideration, the Meeting unanimously resolved that the change of the name of the Company to be the AIRA Factoring Public Company Limited had adopted and approve by a majority vote with 17,733,796 voters, equivalent to 100%.

**Agenda No. 7: Consider the amendment of item 1 of the Memorandum of Association of the Company:
the name of the Company**

The Chairman informed to the Meeting as the resolution of the Board of Director on the agenda 6 about the changing of the company name from Dhanamitr Factoring Public Company Limited to AIRA Factoring Public Company Limited, it is essence to edit item 1 of the Memorandum of Association of the Company in order to be related with the new name.

The Chairman, then, gave an opportunity to the shareholders to ask any suspicious aspects. After there is no Question, the Chairman then proposed that the amendment of item 1 of the Memorandum of Association of the Company: the name of the Company

The Chairman declared the number of votes as follow:

A Number of shareholders approved	17,733,796	voters	Equivalent to	100%
A Number of shareholders disapproved	0	voters	Equivalent to	0
A Number of shareholders abstained	0	voters	Equivalent to	0

Meeting Resolution: After due consideration, the Meeting unanimously resolved that the amendment of item 1 of the Memorandum of Association of the Company: the name of the Company had adopted and approve by a majority vote with 17,733,796 voters, equivalent to 100%.

**Agenda No. 8: Consider the amendment to the entire Articles of Association of the Company: Section 1
General: Article 1, 2 the Company name and Section 8 – Additional: Article 47 – the
Company’s seal**

The Chairman informed to the Meeting as the resolution of the Board of Director on the agenda 6 about the changing of the company name from Dhanamitr Factoring Public Company Limited to AIRA Factoring Public Company Limited, it is essence to edit the entire Articles of Association of the Company: Section 1 - General: Article 1, 2 – the Company name and Section 8 – Additional: Article 47 – the Company’s seal in order to be match with the new name.

The Chairman gave an opportunity to the shareholders to ask any suspicious aspects. The shareholders gave some comments and raised questions as follow;

Question: The shareholder had asked about the new Company seal may be caused some confusion to the public because it is quite similar to the seal of the Aira Securities Public Company Limited.

Response: The Director responded to the shareholder that as this new Company seal was in line with Group Advertising that the parent company had established such seal and been acknowledged widely. The new Company seal that contained of the word “AIRA” may help the Company broaden our brand to be more well-known in the public that will have a positive impact to the Company.

After there is no additional question, the Chairman then proposed to the Meeting that the amendment to the entire Articles of Association of the Company: Section 1 General Article 1,2 the Company name and Section 8 – Additional: Article 47 – the Company’s seal.

The Chairman declared the number of votes as follow:

A Number of shareholders approved	17,733,796	voters	Equivalent to	100%
A Number of shareholders disapproved	0	voters	Equivalent to	0
A Number of shareholders abstained	0	voters	Equivalent to	0

Meeting Resolution: After due consideration, the Meeting unanimously resolved that the amendment to the entire Articles of Association of the Company: Section 1 General: Article 1, 2 the Company name and Section 8 – Additional: Article 47 – the Company’s seal had adopted and approve by a majority vote with 17,733,796 voters, equivalent to 100%.

Agenda No. 9: Consider the change of the symbol for trading in the Stock Exchange of Thailand – MAI

The Chairman informed to the Meeting as the resolution of the Board of Director on the agenda 6 about the changing of the company name from Dhanamitr Factoring Public Company Limited to AIRA Factoring Public Company Limited, in order to correspond with the changing of the company name, the Board of Director approve of the change of the symbol for trading in the Stock Exchange of Thailand – MAI from “DM” to “AF”.

The Chairman, then, gave an opportunity to the shareholders to ask any suspicious aspects. After there is no Question, the Chairman then proposed that the change of the symbol for trading in the Stock Exchange of Thailand – MAI from “DM” to “AF”.

The Chairman declared the number of votes as follow:

A Number of shareholders approved	17,733,796	voters	Equivalent to	100%
A Number of shareholders disapproved	0	voters	Equivalent to	0
A Number of shareholders abstained	0	voters	Equivalent to	0

Meeting Resolution: After due consideration, the Meeting unanimously resolved that the change of the symbol for trading in the Stock Exchange of Thailand – MAI from “DM” to “AF” had adopted and approve by a majority vote with 17,733,796 voters, equivalent to 100%.

Agenda No. 10: Consider the assignment of the Director or the Company’s authorized person to amend and add wording to the amended Articles of Association following by the orders and/or recommendation of the registrar of the Ministry of Commerce or any related association

The Chairman informed to the Meeting as the resolution of the Board of Director on the agenda 4 about the amendment to item 4 of Memorandum of Association of the Company and on the agenda 6, 7 and 8 about the change of the company name, in order to be correctness, the Board of Director has consider assigning Mr.Wiwat Kongkasai to be the authorized person to amend and add wording to the amended Articles of Association following by the orders and/or recommendation of the registrar of the Ministry of Commerce or any related association.

The Chairman, then, gave an opportunity to the shareholders to ask any suspicious aspects. After there is no Question, the Chairman then proposed that the assignment of the Director or the Company’s authorized person to amend and add wording to the amended Articles of Association following by the orders and/or recommendation of the registrar of the Ministry of Commerce or any related association

The Chairman declared the number of votes as follow:

A Number of shareholders approved	17,733,796	voters	Equivalent to	100%
A Number of shareholders disapproved	0	voters	Equivalent to	0
A Number of shareholders abstained	0	voters	Equivalent to	0

Meeting Resolution: After due consideration, the Meeting unanimously resolved that the assignment of the Director or the Company’s authorized person to amend and add wording to the amended Articles of Association following by the orders and/or recommendation of the registrar of the Ministry of

Commerce or any related association had adopted and approve by a majority vote with 17,733,796 voters, equivalent to 100%.

Agenda No. 11: Others (if)

- To inform to the Meeting on the payment of remuneration to Mr. Visit Wongrumlarp as the consulting fee of Credit Committee.

The Chairman informed to the Meeting that as the resolution of the Board of Director Meeting No. 5/2011 held on August 10, 2011 to appoint Mr. Visit Wongrumlarp, the Director, to be the consultant of the Credit Committee and receiving the consulting fee in total amount of 5,000 Baht per time attending meeting, the Managing Director added that such consulting fee was belong to the remuneration of the Board of Director in the total amount of 2,750,000 Baht that had been already approved by the Annual Shareholder General Meeting of year 2011 held on April 29,2011.

Meeting Resolution : The Meeting acknowledged on this matter.

The Chairman, then, informed the shareholder that all agenda as proposed in the notice of this Meeting had been adopted and approved. The Chairman opened opportunities to ask any suspicion and to express some beneficial opinion on any matter.

Question: The Shareholder asked about the market liquidity of trading stock which there is less liquidity at present.

Response: The Director stated on the liquidity of our stock that the cooperation from our shareholder was one of the key factors to help increasing the volume of stock trading. Moreover, we believed that after the increase of its registered capital might result in more volume of stock trading.

Question: The Shareholder had inquired about the possibility of dividend payment of the second half of the operating year.

Response: The Managing Director informed that the consideration of dividend payment of the second half of the operating year had to evaluate from the operating performance of the remaining period of year.

Question: The Shareholder asked about the proportion of expansion of the factoring service into the automotive industries. At present, how much proportion does the Company have?

Response: The Managing Director responded that, nowadays, the proportion of the automotive sector was around 20% of Company portfolio and we expected that the rate trended to increase considerably.

Question: The Shareholder questioned on the acquisition of Carrefour's operation in Thailand by Big C Supercenter PLC. How benefit does the Company expect from such deal?

Response: The Managing Director informed that after such acquisition completed, this might be an advantage to the Company. This result in the Company will have some client base from Carrefour.

Ultimately, the Shareholder had not have any questions, the Chairman expressed his thank you for attend the Meeting with to shareholders and attending as well as provide a beneficial opinion to the Company that the Board of Director shall take all suggestion into account.

The Meeting was adjourned at 11.00 a.m.

(Mrs. Ladavan Tanatanit)

Subrogate Chairman

Certified correct information

(Mr. Wiwat Kongkasai)

Director

(Mrs. Ladavan Tanatanit)

Director

(Miss.Kittikarn Pakhum)

Recorder