

TK.024/ 2559

April 26, 2016

Subject : Resolution of 2016 Annual General Meeting of Shareholders-Notification

Attn : President,  
The Stock Exchange of Thailand

The Annual General Meeting of Shareholders of Thitikorn Public Company Limited (the Company) has resolved in the meeting held on April 26, 2016 at the Auditorium Room, 5<sup>th</sup> Floor, S.P. Arcade Building, 69 Ramkhamhaeng Road, Huamark, Bangkok, 10240, as follow :

Agenda 1 Certified the Minutes 2015 Annual General Meeting of Shareholders held on April 21, 2015

by the majority votes of the shareholders who attend and casted their votes as follows;

Approve 414,405,249 votes equivalent to 100.00%

Not Approve 0 votes equivalent to 0.00%

Abstain 0 votes

Voided ballot 0 votes

Agenda 2 Acknowledge the company's annual report and the board of director's report for overall performance of 2015.

Agenda 3 Approved the balance sheets, statement of income, and cash flow statements of 2015 ended December 31 by the majority votes of the shareholders who attend and casted their votes as follows;

Approve 414,424,349 votes equivalent to 100.00%

Not Approve 0 votes equivalent to 0.00%

Abstain 0 votes

Voided ballot 0 votes

Agenda 4 Approved the distribution of dividends to the Company's shareholders from 2015 net profit, at Baht 0.40 per share, totaling Baht 200.0 million and the payment date will on May 18, 2016 as well as approved allocation of the remaining net profit as legal reserved by the majority votes of the shareholders who attend and casted their votes as follows;

Approve 414,424,349 votes equivalent to 100.00%  
 Not Approve 0 votes equivalent to 0.00%  
 Abstain 0 votes  
 Voided ballot 0 votes

Agenda 5 Approved the appoint of 4 directors replacing those retired by rotation, be-elected to continue their office, by the majority votes of the shareholders who attend and casted their votes as follows;

Name	Type of Director	Approve (%)	Not Approve (%)	Abstain	Voided ballot
1. Mr. Wiboon Perm-Arayawong	Independent Director	414,424,349 votes (100.0000%)	0 votes (0.00%)	0 votes	0 votes
2. Mr. Surin Dhammanives	Independent Director	414,424,349 votes (100.0000%)	0 votes (0.00%)	0 votes	0 votes
3. Mr. Raksanit Phornprapha	Director	402,249,500 votes (97.0622%)	12,174,849 votes (2.9378%)	0 votes	0 votes
4. Mr. Prapol Phornprapha	Director	403,088,549 votes (97.2647%)	11,335,800 votes (2.7353%)	0 votes	0 votes

The member of New Board of Directors are:

1. Dr. Chumpol Phornprapha Chairman
2. Ms. Orpin Chartabsorn Independent Director/  
President of Audit Committee
3. Mr. Taveeb Chardtumrong Independent Director/ Audit Committee/  
President of Nomination and  
Remuneration Committee
4. Mr. Surin Dhammanives Independent Director/ Audit Committee
5. Mr. Wiboon Perm-Arayawong Independent Director/  
Nomination and Remuneration Committee
6. Ms. Prathama Phornprapha Managing Director
7. Mr. Prapol Phornprapha Director/ Deputy Managing Director
8. Mr. Raksanit Phornprapha Director
9. Mr. Satitphong Phornprapha Director
10. Mrs. Buskorn Liaummukda Director /  
Nomination and Remuneration Committee
11. Ms. Penchan Klinboonnak Director  
Mr. Chakchai Panichapat Advisor to the Board of Directors

Agenda 6 Approved the directors' remuneration budget for the year 2016 will be Baht 3,000,000.

The matter was approved by the vote of not less than two-thirds of the shareholders who attend the meeting as follow;

Approve	414,424,349	votes	equivalent to	100.00%
Not Approve	0	votes	equivalent to	0.00%
Abstain	0	votes	equivalent to	0.00%
Voided ballot	0	votes	equivalent to	0.00%

Agenda 7 Approved the appointment of three auditors of M.R.& Associates Co., Ltd. To be the Company's auditors for 2016 as follow: Mr. Akadet Pliensakul CPA.NO. 5389 or Mr. Methree Ratanasrimethal CPA.NO. 3425 or Mr. Pisit Chiwaruangroch CPA.NO. 2803.

An Audit fee for Thitikorn Plc and subsidiary in 2016 will be Baht 3,050,000, by the majority votes of the shareholders who attend and casted their votes as follows;

Approve	414,424,349	votes	equivalent to	100.00%
Not Approve	0	votes	equivalent to	0.00%
Abstain	0	votes		
Voided ballot	0	votes		

Agenda 8 Approved the issue and offering of debenture not exceeding 2,200 million Baht.

The matter was approved by the vote of not less than three-quarters of the shareholders who attend the meeting and are eligible to vote as follow;

Approve	414,424,349	votes	equivalent to	100.00%
Not Approve	0	votes	equivalent to	0.00%
Abstain	0	votes	equivalent to	0.00%
Voided ballot	0	votes	equivalent to	0.00%

Agenda 9 Approved the amendment of the Articles of Association of the Company.

The matter was approved by the vote of not less than three-quarters of the shareholders who attend the meeting and are eligible to vote as follow;

Approve	414,424,349	votes	equivalent to	100.00%
Not Approve	0	votes	equivalent to	0.00%
Abstain	0	votes	equivalent to	0.00%
Voided ballot	0	votes	equivalent to	0.00%

Agenda 10 Approved an addition of the Company's Objectives and the amendment to Clause 3 of the Company's Memorandum of Association.

The matter was approved by the vote of not less than three-quarters of the shareholders who attend the meeting and are eligible to vote as follow;

Approve	414,424,349	votes	equivalent to	100.00%
Not Approve	0	votes	equivalent to	0.00%
Abstain	0	votes	equivalent to	0.00%
Voided ballot	0	votes	equivalent to	0.00%

Please be informed accordingly.

Yours faithfully,

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Ms. Prathama Phornprapha

Managing Director