



Amarin Printing and Publishing Public Company Limited
Invitation letter to the 2017 Annual General Meeting of Shareholders



Amarin Printing & Publishing Public Company Limited

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29 March 2017

Subject: Invitation to the 2017 Annual General Meeting of Shareholders
Attention: Shareholders of Amarin Printing and Publishing Public Company Limited
Enclosures: 1. A copy of Minutes of Extraordinary General Meeting of Shareholders No. 1/2017 on February 10, 2017
2. 2016 Annual Report
3. List and profile of new directors nominated for directorship in place of those to be retired by rotation and definition of an independent director
4. Profile of the candidate to be appointed as a new director
5. Director's remuneration for the year 2017
6. Auditor's remuneration for the year 2017
7. Proxy forms
8. Independent director profile for an appointment of proxy
9. Documents and evidence required to be presented before participating in the Meeting
10. Articles of Association of the Company concerning Meeting of Shareholders
11. Request form for Company-provided shuttle bus service
12. Map of direction to meeting venue

Amarin Printing and Publishing Public Company Limited cordially invites you to attend the 2017 Annual General Meeting of Shareholders on April 28, 2017 at 2:00 pm. at the Convention Hall, Executive Building, 378 Chaiyaphruk Road, Taling Chan District, Bangkok to consider matters according to the following agenda and to take account of the Board's opinions given.

Agenda 1: To consider and approve the Minutes of Extraordinary General Meeting of Shareholders No. 1/2017 held on February 10, 2017.

Background and Rationale: The Extraordinary General Meeting of Shareholders No. 1/2017 was held on February 10, 2017. A copy of the minutes of the meeting has been attached to this invitation as Enclosure No. 1. The said minutes of meeting have also been published on the Company's website at www.amarin.com.

Board's Opinion: The Board considered the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2017 held on February 10, 2017 to have been accurately recorded and that it should be further proposed to the Meeting for final consideration and approval.

Meeting's Resolution: Approval of this agenda requires a majority vote cast by attending and voting shareholders.

Agenda 2: To consider and acknowledge the operating results for the 2016 fiscal year, the 2016 Annual Report and the 2017 Business Plan.

Background and Rationale: The Company has summarized its operating results for the year 2016, as per the details given in Enclosure No. 2 attached to this invitation. The 2016 operating results have also been published on the Company's website at www.amarin.com, and the 2017 Business Plan has been presented in the Company's Annual Report.

Board's Opinion: The Board found it appropriate to acknowledge the operating results for the year 2016, the 2016 Annual Report and the 2017 Business Plan as proposed.

Meeting's Resolution: This agenda is only intended for acknowledgement of shareholders and therefore does not require any voting and resolution.

Agenda 3: To consider and approve the Statement of Financial Position as of December 31, 2016, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31, 2016, all of which have been audited by the Company's auditor for the year 2016.

Background and Rationale: In order to comply with the Public Company Act that requires listed company to prepare its Statement of Financial Position and Statement of Comprehensive Income at the end of the Company's fiscal year for shareholders' consideration and approval. Both of the said statements for the year 2016 have been reviewed by the Audit Committee and approved by the Company's certified auditor for their correctness.

The Company generated a net loss of 624,692,190.20 Baht out of its 2016 operations, as set out in Enclosure No. 2 and summarized as follows:

(Unit: Million Baht)

	Consolidated Financial Statements	Separate Financial Statements
Total Assets	4,740.57	3,667.23
Total Liabilities	3,970.66	1,049.74
Shareholders' Equity	769.91	2,617.49
Total Revenue	1,945.01	1,764.89
Total Comprehensive Income (loss) for the Year	(624.69)	223.04
Earnings per Share (Baht)	(2.86)	1.00

Board's Opinion: The Board found it appropriate to approve the said Statement of Financial Position and Statement of Comprehensive Income for the year 2016.

Meeting's Resolution: Approval of this agenda requires a majority vote cast by attending and voting shareholders.

Agenda 4: To consider and approve to refrain annual dividend payment for the operating period between January 1, 2016 to December 31, 2016.

Background and Rationale: It is the Company' policy to pay dividend in the amount of not less than 60% of the net profit after corporate income tax according to the operating results and financial position as stipulated by the Public Company Act B.E. 2535. To reserve money in investments and working capital of the then proposed the Annual General Meeting of shareholders approve to refrain a dividend for fiscal year 2016.

Board's Opinion: The Board found it appropriate to approve refraining from the annual dividend payment for the year 2016 as proposed.

Meeting's Resolution: Approval of this agenda requires a majority vote cast by attending and voting shareholders.

Agenda 5: To consider and elect new directors in place of those who are due to retire by rotation. (List and profile of new directors nominated for directorship are given in Enclosure No. 3.)

Background and Rationale: To comply with the Public Company Act and Article 16 of the Company's

Articles of Association which stipulate that one third of the directors must retire during the Annual General Meeting of Shareholders. In case the calculated number is not three or a multiple of three, the nearest number to one third shall retire. In this Meeting, the following 3 directors are due to retire by rotation:

- | | |
|-------------------------------------|--|
| 1. Mrs. Metta Utakapan | Chairperson, President and Member of Nomination and Remuneration Committee |
| 2. Mrs. Rarin Utakapan Punjarungroj | Director, Executive Director and Member of Nomination and Remuneration Committee |
| 3. Mr. Cheewapat Nathalang | Director, Executive Director and Member of Nomination and Remuneration Committee |

The Company posted notification inviting shareholders to nominate qualified individuals to be elected as directors and to propose meeting agenda in advance in the Investors Relation section on its corporate website. However, no meeting agenda or director candidates were submitted to the Company. The Nomination and Remuneration Committee, based on the best interest of the Company, has therefore recommended re-election of the 3 directors due to retire by rotation to continue performing their roles in the directorship for another term. The profile and work experience of these directors are given in Enclosure No. 3.

Board's Opinion: The Board found it appropriate to re-elect the 3 nominated candidates to be the Company's directors as suggested by the Nomination and Remuneration Committee on the grounds that these candidates possess knowledge and experience that can benefit the Company's business performance.

Meeting's Resolution: Approval of this agenda requires a majority vote cast by attending and voting shareholders.

Agenda 6: To Consider approving an additional directors. (Profile of the individual nominated for the directorship is in Attachment 4.)

Background and Rationale: The Board currently consists of 9 directors and it deems appropriate to seek another capable individual as new directors. The Board found it appropriate to nominate

1. Flying Officer Kamolnai Chaixanien
2. Mr. Pramoad Phornprapha

For directorship, making the total number of directors equals 11.

Board's Opinion: The Board found it appropriate that the Shareholders' Meeting approves the election of Flying Officer Kamolnai Chaixanien and Mr. Pramoad Phornprapha as directors because Flying Officer Kamolnai Chaixanien and Mr. Pramoad Phornprapha have the right knowledge and experience that will help the Company's new businesses and marketing activities. Flying Officer Kamolnai Chaixanien will become a director and Mr. Pramoad Phornprapha will become an independent director.

Agenda 7: To consider and determine Director's remuneration for the year 2017. (Detailed information pertaining to the agenda is given in Enclosure No. 5.)

Background and Rationale: The Board has considered the remuneration for directors, independent directors and Audit Committee for the year 2017 based on the type, size and association with the Company's operating results according to similar industry standards as well as the particular roles and responsibilities of the given position with detail as follows (As stated in Enclosure No. 5):

Salary for the position (Baht per Month)

Position	Yr 2017(Yr propose)	Yr 2016	Yr 2015	Yr 2014	Yr 2013
Chairperson ^{1/}	20,000	None	None	None	None
Director ^{2/}	10,000	10,000	10,000	10,000	10,000
Chairman of Audit Committee	30,000	30,000	30,000	30,000	30,000
Member of Audit Committee	20,000	30,000	30,000	30,000	30,000
President ^{1/}	30,000	None	None	None	None
Executive Director ^{1/}	20,000	None	None	None	None

^{1/} In the case of executives, this will not be paid.

^{2/} Year 2017 In the case of executives, this will not be paid.

Year 2013 - 2016 In the case of executives, audit committee to receive salary for the position, this will not be paid.

Meeting allowance (Baht per Time)

Position	Yr 2017(Yr propose)	Yr 2016	Yr 2015	Yr 2014	Yr 2013
Chairperson ^{1/}	25,000	None	None	None	None
Director ^{1/}	20,000	None	None	None	None
Chairman of Audit Committee	None	20,000	20,000	20,000	20,000
Member of Audit Committee	None	20,000	20,000	20,000	20,000
President ^{1/}	None	None	None	None	None
Executive Director ^{1/}	None	None	None	None	None

^{1/} In the case of executives, this will not be paid.

Board's Opinion: Shareholders should approve the proposed remuneration as suggested by the Nomination and Remuneration Committee.

Meeting's Resolution: Approval of this agenda requires more than two-thirds of the vote cast by attending and voting shareholders.

Agenda 8: To consider and appoint the Company's auditor and determine remuneration for the year 2017. (Detailed information pertaining to the agenda is given in Enclosure No. 6.)

Background and Rationale: The Company had given ample opportunity for several accounting firms to give their quotations to the Audit Committee for their audit service to be provided to the Company and its subsidiaries through the year 2017 and to facilitate the Audit Committee's consideration and selection process. Deciding factors taken into account cover their professional performance, auditor independence and remuneration. After due consideration, the Audit Committee has resolved to propose to the Board to appoint the Company's auditor for the year 2017 as follows:

1. Ms. Sasithorn Pongadisak CPA No. 8802 or
2. Ms. Nittaya Chetchotiros CPA No. 4439 or
3. Ms. Sureerat Thongarunsang CPA No. 4409

Any one of the above three decent candidates, after being appointed, will act as the Company's auditor for the year 2017 and have the authorization to perform audit tasks and sign the Company's financial statements to grant approval. The auditor's remuneration has been determined as tabulated below:

Unit: Baht

Audit Fees	2017 (Year Proposed)	2016	Increase (Decrease)	
			(Baht)	(%)
Amarin Printing and Publishing Public Company Limited	1,600,000	915,000	685,000	74.86
Amarin Television Company Limited	900,000	425,000	475,000	111.76
Other service fees	None	None	-	-
Total Remuneration	2,500,000	1,340,000	1,160,000	86.57

*The above audit fees do not include other relevant expenses such as document/publishing, postage, duty and communications to be incurred during the course of service. The auditor may bill the Company for those expenses on an actual basis.

Board's Opinion: The Board found it appropriate to appoint any one of the following three decent candidates; 1. Ms. Sasithorn Pongadisak or 2. Ms. Nittaya Chetchotiros or 3. Ms. Sureerat Thongarunsang attached to KPMG Poomchai Audit Limited as the Company's auditor for the year 2017.

Meeting's Resolution: Approval of this agenda requires a majority vote cast by attending and voting shareholders.

Agenda 9: To approve amendments to the Articles of Association No. 40.

Background and Rationale: To comply with the operational and management structure of the company. Proposed at the General Meeting of Shareholders to amend the Articles of Association as follows.

No. 40 Authorized to act on behalf of the Company's two directors jointly sign and the company's seal.

Board's Opinion: The Board found it appropriate to Approval of the amendment of Article No. 40 to comply with the operational and management structure of the company.

Meeting's Resolution: Approval of this agenda requires more than three fourth of the vote cast by attending and voting shareholders.

Agenda 10: To consider other matters (if any).

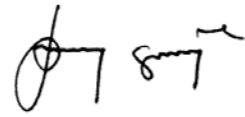
The Company cordially invites all shareholders to attend the 2017 Annual General Meeting of Shareholders at 2.00 pm. on April 28, 2017 at Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited, 378 Chaiyaphruk Road, Taling Chan District, Bangkok. Registration for attendance will start at 12.00 pm. List of shareholders eligible to attend the Meeting will be determined on April 24, 2017 and the name list will be collected according to Section 225 of the Securities and Exchange Act B.E. 2535 (Revised in B.E. 2551) by closing the share registration book to suspend share transfer activities on April 27, 2017.

Should you wish to appoint a proxy to attend and vote at the Meeting on your behalf, please kindly complete the enclosed proxy form and present to the proxy before the Meeting date. If you wish to appoint an independent director as your proxy, the Company has provided the following independent directors i.e. 1) Mr. Somchai Phagaphasvivat 2) Mr. Charoenchit Nasongkhla and 3) Mr. Ampon Ruayfupant. The Company would appreciate it if you could return

the signed proxy form to the Company by April 25, 2017. In order to help expedite the registration process, shareholder/proxy should bring the documents listed in Enclosure No. 9 with them to present during registration on the Meeting date.

In order for you to get the most from the Meeting and to best protect your right and interest, please let us know if you have questions on any Meeting agenda that you would like the Company to provide clarification. You may send your questions in advance to ir@amarin.co.th or fax us at 0-2423-9900 Ext. 6800.

Yours respectfully,



(Mrs. Metta Utakapan)

Chairperson

Chief Executive Officer's Office

Tel. 0-2422-9999 Ext. 4110 / Fax 0-2422-9902



**Minutes of the No.1/2017 Extraordinary General Meeting of Shareholders
of
Amarin Printing and Publishing Public Company Limited**

The Meeting was held on February 10, 2017 at 2:00 pm at the Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited (“**Company**”), 378 Chaiphruk Road, Taling Chan Sub-District, Taling Chan District, Bangkok. The Meeting was chaired by Chairperson of the Board, Mrs. Metta Utakapan (“**Chairperson of the Meeting**”). Chairperson of the Meeting appointed Ms. Monthida Thangsabut as the Meeting facilitator.

The Meeting facilitator informed the Meeting that the Company had 219,999,865 issued shares in total. At the time the Meeting started, there were 117 shareholders and proxies, collectively accounting for 154,693,612 shares or an equivalent of 70.3153% of the total issued shares, thus constituting a quorum in accordance with relevant legal requirement and the Company’s Articles of Association that requires presence of either not less than 25 shareholders and proxies or not less than half of the total shareholders with aggregated number of shares held not less than one-third of the total issued shares.

Directors attending the Meeting:

- | | |
|-------------------------------------|--|
| 1. Mrs. Metta Utakapan | Chairperson and Member of Nomination and Remuneration Committee |
| 2. Dr. Somchai Phagaphasvivat | Chairperson of Audit Committee and Independent Director |
| 3. Mr. Charoenchit Nasongkhla | Chairperson of Nomination and Remuneration Committee, Independent Director and Member of Audit Committee |
| 4. Mrs. Rarin Utakapan Punjarungroj | Director and Member of Nomination and Remuneration Committee |
| 5. Mr. Chokchai Punjarungroj | Director and Member of Nomination and Remuneration Committee |
| 6. Mr. Cheewapat Nathalang | Director and Member of Nomination and Remuneration Committee |
| 7. Mrs. Suphab Noi-Um | Director |
| 8. Mr. Smat Ruangnarong | Independent Director |
| 9. Mr. Ampon Ruayfupant | Independent Director and Member of Audit Committee |

Other management and advisory members attending the Meeting:

- | | |
|--------------------------------|--|
| 1. Mr. Chantachat Dhanesnitaya | Assistant Managing Director, Accounting & Finance Department |
| 2. Mr. Pojana Asavasontichai | Auditor, Representative from Dharmniti Auditing Co., Ltd. |
| 3. Mrs. Suvabha Charoenying | Financial Advisor from Thanachart Securities |
| 4. Ms. Phanthita Sae-Eng | Financial Advisor from Thanachart Securities |
| 5. Mrs. Nisaphon Roekaram | Independent Financial Advisor from Advisory Plus Company Limited |
| 6. Ms. Sumali Tantayaphon | Independent Financial Advisor from Advisory Plus Company Limited |
| 7. Mr. Chatri Trakulmanenate | Legal Advisor from The Capital Law Office Limited |
| 8. Ms. Yaowarot Klinbun | Legal Advisor from The Capital Law Office Limited |
| 9. Mr. Ruth Chaowanakawi | Accounting Advisor from EY Corporate Services Limited |

The Meeting facilitator explained about some key guidelines on conducting the meeting and voting as follows:

(1) For the purpose of conducting this Meeting, the Company assigned 3 independent directors, namely Dr. Somchai Phagaphasvivat, Mr. Charoenchit Nasongkhla and Mr. Ampon Ruayfupant, to act as proxies as per the details declared in the Independent Director Biodata for Shareholder’s Proxy Appointment (**Enclosure 8**) of the Meeting invitation.

(2) In the Meeting, each agenda would be considered consecutively as mentioned in the Meeting invitation. Information on each agenda would be presented and shareholders would be provided with opportunities to raise questions and concerns regarding the agenda before casting votes. In the event that shareholders or proxies would like to inquire about further details of agenda in consideration, they could raise their hands after all details pertaining to the said agenda have been presented and pointed out to the Meeting by Chairperson of the Meeting or person designated to act on her behalf. After being invited to make inquiry/express concerns over the agenda at provided microphone, shareholders or proxies would tell their first and last names and their shareholding status (shareholder or proxy) before raising questions. Any question unrelated to the agenda should be raised in Agenda 9 when other issues would be considered.

(3) Voting in each agenda would require votes from shareholders as set forth below:

Voting to approve Agenda 1 would require a majority vote cast by shareholders who were present at the Meeting and eligible for voting.

Voting to approve agenda 2 to Agenda 6 and Agenda 8 would require not less than three-fourth of the aggregate votes of shareholders who were present at the Meeting and eligible for voting.

In addition, voting to approve Agenda 7 would also require not less than three-fourth of the aggregate votes of shareholders who were present at the Meeting and eligible for voting. In addition, there must be no disapproval from shareholders whose votes account for 10% or more of aggregate votes of shareholders who were present at the Meeting and eligible for voting.

As the issues to be considered in Agenda 4 to Agenda 8 were all related. Therefore, approval for all of the said agendas is related and conditional to one another. In the event that any of the said agenda was not approved, all the other approved agendas were consequently nullified and the other remaining agendas would not be further considered. In this case, it would deem that such approval to be made earlier in the Agenda 4 to Agenda 8 would be considered disapproved by the Meeting.

In casting votes, company-provided ballots are used. 1 share would equal 1 vote, a practice which is in accordance with the Company’s Articles of Association. For shareholders who appointed proxies by using Proxy Form B. and Proxy Form C. to attend the Meeting and vote on their behalf based on the shareholder’s intention, the Company had input their votes i.e. approve, disapprove or abstain, into the computer for each corresponding agenda. In each agenda, after Chairperson of the Meeting responds to questions raised, shareholders and proxies would cast their votes in the Company-provided ballots. There are 3 options to choose from: Approve, Disapprove and Abstain. Chairperson of the Meeting would ask which shareholders or proxies opt to disapprove or abstain. Those shareholders or proxies would raise their hands and hand over their marked ballots to the Company staff. Those shareholders or proxies who do not raise their hands or hand over their ballots would be considered to have voted in favor of that agenda. In counting the voting results for each agenda, only the ‘Disapprove’ and ‘Abstain’ ballots would be collected, then the Company would subtract the ‘Disapprove’ and ‘Abstain’ votes from the total number of votes in order to obtain ‘Approve’ votes for that agenda.

In addition, the Meeting facilitator explained and gave examples of invalid ballots which include, among others, marking two options, scratching out decided option without affixing signature, and /or missing signature.

(4) Those shareholders or proxies who would leave before the end of the Meeting or would not be present during any Agenda can hand over their marked ballots in advance to the Company staff.

(5) The Meeting facilitator further informed the Meeting that to ensure transparency in conducting the Meeting and counting of votes, volunteers from meeting participants are welcome to act as vote-counting inspectors. One shareholder, Mr. Pricha Chintananon, and one legal advisor from Capital Law Office Limited, Ms. Kesama Khlaewyotha, volunteered to act as vote-counting inspectors.

After detailed information was fully explained, the Meeting proceeded according to the following agenda:

Agenda 1: To consider and approve Minutes of the 2016 Annual General Meeting of Shareholders held on April 20, 2016.

The Meeting facilitator informed the Meeting that a copy of the minutes of the 2016 Annual General Meeting of Shareholders (**Enclosure 1**), held on April 20, 2016, was distributed in advance to shareholders along with the Meeting invitation. The said minutes were also published on the Company's website at www.amarin.com

The Meeting facilitator informed the Meeting that the Board's opinion given to the Meeting was "The Board found the Minutes of the 2016 Annual General Meeting of Shareholders held on April 20, 2016 to have been accurately recorded and that it should be proposed to the Meeting for final consideration and approval".

The Meeting facilitator gave opportunities for the Meeting to express their opinions and raise questions regarding this agenda. As no shareholders expressed their opinions and raised questions, the Meeting facilitator then proceeded to voting procedures.

Resolution: Upon due consideration, the Meeting resolved to approve the Minutes of the 2016 Annual General Meeting of Shareholders, based on the majority of votes cast by shareholders who were present and eligible for voting as follows:

	No. of People	Votes	Percentage
Approve	126	158,688,442	100
Disapprove	0	0	0
Abstain	0	0	0
Total	126	158,688,442	100

- Note:**
1. There were no invalid ballots in this agenda.
 2. Voting to approve this agenda would require a majority vote cast by shareholders who were present at the Meeting and eligible for voting.
 3. At the time of voting for this agenda, there were 9 additional shareholders totaling 3,994,830 shares who registered for the Meeting after the meeting kick-off. The total number of shareholders present at the Meeting therefore was increased to 126 with 158,688,442 shares in total.

Agenda 2: To consider and approve a decrease in the Company's registered capital by Baht 135 from the existing registered capital of Baht 220,000,000 to Baht 219,999,865 by means of removal of 135 unsold common shares at the par value of Baht 1.

The Meeting facilitator informed the Meeting that as the Company sought to increase its registered capital for purpose of allocation and offering of new common shares by means of private placement with discounted share price of over 10% from the market price. The Company also sought a respite to make a tender offer for all securities of the business (Whitewash). All these efforts would subsequently be further detailed in Agenda 4 to Agenda 8.

However, pursuant to Section 136 of the Public Limited Company Act B.E. 2535 (including its subsequent revisions) ("**Public Limited Company Act**") and No. 60 of the Company's Articles of Association, the Company can increase its registered capital by means of issuance of new common shares. This is on condition that all the shares have been sold and fully paid up. Alternatively, in the event that all the shares have not been sold and fully paid up, the remaining shares must be those issued for convertible debentures or right warrants. At present, the Company's 135 common shares at the par value of Baht 1 still remain unsold.

The Meeting facilitator further informed the Meeting that in order to enable the Company to increase its registered capital as above stated, the Meeting should consider and approve the decrease in the Company's registered capital by Baht 135 from its existing registered capital worth Baht 220,000,000. This decrease would lower the registered capital to Baht 219,999,865. Such decrease in the registered capital would be accomplished by means of removal of 135 unsold common shares at the par value of Baht 1 as per the details above proposed.

The Meeting facilitator gave opportunities for the Meeting to express their opinions and raise questions regarding this agenda. As no shareholders expressed their opinions and raised questions, the Meeting facilitator then proceeded to voting procedures.

Resolution: Upon due consideration, the Meeting resolved to approve the decrease in the Company's registered capital by Baht 135 from the existing registered capital of Baht 220,000,000 and to lower its registered capital to Baht 219,999,865 by means of removal of 135 unsold common shares at the par value of Baht 1 as per the details proposed above, based on the majority of votes cast by shareholders who were present and eligible for voting as follows:

	No. of People	Votes	Percentage
Approve	128	159,148,642	100
Disapprove	0	0	0
Abstain	0	0	0
Total	128	159,148,642	100

- Note:**
1. There were no invalid ballots in this agenda.
 2. Voting to approve this agenda would require not less than three-fourth of votes cast by shareholders who were present at the Meeting and eligible for voting.
 3. At the time of voting for this agenda, there were 2 additional shareholders totaling 460,200 shares who registered for the Meeting after the meeting kick-off. The total number of shareholders present at the Meeting therefore was increased to 128 with 159,148,642 shares in total.

Agenda 3: To consider and approve an amendment to No. 4 of the Company's Memorandum of Association in parallel with the decrease in the Company's registered capital.

The Meeting facilitator informed the Meeting that in order to be in parallel with the Company's decrease in its registered capital, as considered in the preceding Agenda 2, amendment to the No. 4 of the Company's Memorandum of Association would be necessary. Such amendment would require the use of the following statement to replace the existing one. In implementing the amendment, person assigned by the Board to register such change with the Business Development Department ("**Business Development Department**"), Ministry of Commerce, is authorized to modify and make addition to the relevant statement in order to comply with registrar's instruction.

"No. 4	Registered Capital Worth	219,999,865 Baht	(Two hundred and nineteen million and nine hundred and ninety-nine thousand and eight hundred and sixty-five Baht)
	Divided into	219,999,865 shares	(Two hundred and nineteen million and nine hundred and ninety-nine thousand and eight hundred and sixty-five shares)
	Par Value	1 Baht	(One Baht)
	Categorized as:		
	Common Share	219,999,865 shares	(Two hundred and nineteen million and nine hundred and ninety-nine thousand and eight hundred and sixty-five shares)
	Preference Share	- share	(-)"

The Meeting facilitator informed the Meeting that the Board had opinioned that the Meeting should consider and approve the amendment to the No. 4 of the Company's Memorandum of Association in order to be in parallel with the decrease in the Company's registered capital as per the details above proposed.

The Meeting facilitator gave opportunities for the Meeting to express their opinions and raise questions regarding this agenda. As no shareholders expressed their opinions and raised questions, the Meeting facilitator then proceeded to voting procedures.

Resolution: Upon due consideration, the Meeting resolved to approve the amendment to the No. 4 of the Company's Memorandum of Association in order to be in parallel with the decrease in the Company's registered capital as per the details above proposed, based on the majority of votes cast by shareholders who were present and eligible for voting as follows:

	No. of People	Votes	Percentage
Approve	131	159,159,892	100
Disapprove	0	0	0
Abstain	0	0	0
Total	131	159,159,892	100

- Note:**
1. There were no invalid ballots in this agenda.
 2. Voting to approve this agenda would require not less than three-fourth of votes cast by shareholders who were present at the Meeting and eligible for voting.
 3. At the time of voting for this agenda, there were 3 additional shareholders totaling 11,250 shares who registered for the Meeting after the meeting kick-off. The total number of shareholders present at the Meeting therefore was increased to 131 with 159,159,892 shares in total.

Before proceeding to the next agenda, the Meeting facilitator informed the Meeting that as all the issues to be considered from Agenda 4 to Agenda 8 were centered on the allocation of the new common shares by the Company as an offering to Vadhanabhakdi Company Limited by Mr. Thapana Sirivadhanabhakdi and Mr. Panot

Srivadhanabhakdi ("**Buyer**") and the respite to make a tender offer for all securities of the business (Whitewash). All the said issues are related. Therefore, consideration and approval for all of the said issues are related and conditional to one another. In the event that any of the said agenda was not approved, all the other agendas approved earlier would consequently become nullified and the other remaining agendas would not be further considered. In this case, it would deem that such approval in the Agenda 4 to Agenda 8 would be considered disapproved by the Meeting.

Agenda 4: To consider and approve an increase in the Company's registered capital by Baht 200,000,000 from the existing registered capital of Baht 219,999,865 making the total registered capital to reach Baht 419,999,865 by means of issuance of new 200,000,000 common shares at the par value of Baht 1.

The Meeting facilitator asked Mrs. Rarin Utakapan Punjarunroj to point out the details of this agenda to the Meeting.

Mrs. Rarin Utakapan Punjarunroj pointed out to the Meeting the details of the registered capital increase effort and transaction conditions. She furthered that as the Company's operating loss during the past 2 - 3 years adversely affected liquidity and working capital. In addition, debt-to-equity ratio, as of September 30, 2016 was at 4.32 times. However, the Company found it necessary to raise more fund for an additional investment in its digital television business, which was in its early start and had high operating costs. The fund to be raised would be funneled into frequency permit fees to enable the Company to provide digital television service ("**Digital Television Permit**") to the public, payment of service charge for monthly digital television network, loan repayment to financial institutions and working capital, i.e. television program production. The Company planned to utilize the to-be-raised fund within early 2017. In order to enable the Company to implement all the planned actions above referred, it was necessary for the Company to increase its registered capital. In addition, due to high competition in the digital television industry, the Company needed to forge business alliance with strategic partners well equipped with strong capital support and business expertise along with solid financial status and business relations with diversified business groups. This would make the Company's succeed in raising the funds at the desired amount while also helping strengthen business confidence. Under current circumstance, the Company took the view that private placement was the most suitable method for increasing its registered capital. Therefore, the Meeting was requested to consider and approve an increase in the Company's registered capital by Baht 200,000,000 from the existing registered capital of Baht 219,999,865. This would lift the total registered capital to Baht 419,999,865. The capital increase would be accomplished by means of issuance of new 200,000,000 common shares at the par value of Baht 1. The new common shares would be allocated and offered to buyers at the price of Baht 4.25 per share, totaling Baht 850,000,000 in value ("**Allocation and Offering of Common Shares to Buyers**"). After buying the said new common shares, buyers would own 47.62% of all the Company's shares sold (after registration of the Company's increase in its paid-up capital). The details of the registered capital increase and the new common share allocation were all declared in the Registered Capital Increase Form (F53-4) (**Enclosure 2**).

The Meeting facilitator informed the Meeting that after consideration of all the given reasons, the Board opinioned that the Meeting should consider and approve the plan to increase the Company's registered capital by Baht 200,000,000 from the existing registered capital of Baht 219,999,865 making the total registered capital to reach Baht 419,999,865 by means of issuance of new 200,000,000 common shares at the par value of Baht 1 as per the details above proposed.

The Meeting facilitator gave opportunities for the Meeting to express their opinions and raise questions regarding this agenda. The Q&A session was recorded as follows:

Agenda 4: Question/Opinion/Answer

Mr. Chawalit Wisaranyakun (Shareholder) What is the projected total cost of the digital television business per year, taking into account bidding, network and personnel costs?

Response by Mr. Chantachat Dhanesnitaya At present, the cost stands approximately at Baht 800 million per year. This can be broken down to network lease (approx. Baht 200 million), digital television permit fees (approx. Baht 200 million) and television program production (approx. Baht 400 million).

Mr. Chawalit Wisaranyakun (Shareholder) If the Company can raise Baht 850 million from this new common share allocation and offering, would that be enough for the whole project? Will there be any need to take another effort to increase the Company's registered capital? If so, when?

Response by Mrs. Rarin Utakapan Punjarungroj We anticipate that the Baht 850 million to be raised from the new common share allocation and offering would meet the Company's financial requirement for the year 2017. Baht 400 million would be used as working capital or production of quality television program, which should boost interest and popularity among viewers and in turn generate more revenue for the Company. In addition, a portion of the fund to be raised from the registered capital increase effort would be spent on payment of digital television permit fees. In case of any additional future capital requirement, the Company would consider other potential sources of fund. At present, the fund to be raised is considered adequate for the Company's financial requirement for a certain period.

Mr. Chawalit Wisaranyakun (Shareholder) Will television program production cost exceed Baht 400 million? And what is the Company's revenue generated from year 2016 operations?

Response by Mr. Chantachat Dhanesnitaya Most costs are fixed. The approximate revenue generated during the first 9 months exceeded Baht 100 million with tendency towards constant quarterly growth. In 2016, our revenue from the digital television business was affected to some extent during the situation in October. However, the September revenue showed steady growth by Baht 59.53 million. With regard to the revenue for the entire 2016, the final figures are not yet available until annual auditing is complete.

Response by Mr. Chokchai Punjarungroj Annual cost stands approximately at Baht 800 million. They are of costs related to accounting and interest; collectively some Baht 200 million. Therefore, the figures are of accounting data.

Mr. Chawalit Wisaranyakun (Shareholder) How buyers would support the Company's business?

Response by Mrs. Rarin Utakapan Punjarungroj The Company and the buyers would talk about the issue in details after the Meeting resolves to approve the new common share allocation and offering to buyers. However, in terms of forged business alliance with strategic partner, in my opinion, the Company and the buyers would be able to cooperate and grow mutually to a certain extent. We do not look at how we could raise more funds from shareholders but instead focus on television program production so as to generate revenue from advertisement in general market. There would be mutual cooperation between the Company and the buyers, undoubtedly.

Mr. Wirat Kosonwathawong (Shareholder) With regard to the new common shares to be offered to buyers, is there any silent period? If so, how?

Response by Mr. Chatri Trakulmanenate As the new common shares would be offered at the price below the market price by over 10%, the silent period is fixed at 1 year in compliance with the regulation of the Securities and Exchange Commission.

Mr. Sakchai Sakunsrimontri (Proxy) What is the total area of the Company's land? Has its value been assessed and how? And why do buyers opt to seek the respite to make a tender offer for all securities of the business?

Response by Mr. Chatri Trakulmanenate As buyers do not wish to make a tender offer for all securities of the business, buyers opt to seek the respite for such a tender offer by means of resolution passed in shareholder meeting (Whitewash), based on the Notification of the Securities and Exchange Commission: No. Sor. Chor. 36/2546 Governing Criteria for Respite for Tender Offer for All Securities of the Business (including its subsequent revisions). At present, the Securities and Exchange Commission has granted an initial approval for the respite request.

Response by Mrs. Nisaphon Roekaram The price as appeared in the report of independent financial advisor is an additional data as a result of missing price data from independent expert. Independent financial advisor managed to obtain such data via the Internet and market price available online. However, such price data is not the final one, as actual purchase has not yet occurred. Also, the price data is not a bargained one. Instead, the price data is an additional data for purpose of facilitating shareholders' consideration. The price figure is not an assessed value from independent price assessor, which would normally take into account several factors for final calculation.

Response by Dr. Somchai Phagaphasvivat In order to assess the price, the Company would need to consider several factors. Firstly, the Company needs to look at its current situation of low liquidity. This requires the Company to seek assistance from financial advisor to conduct selling price assessment based on the value of the Company's business. Secondly, although the market price is higher than the offering price, such market price is a future price that is dependent on whether or not the new common share allocation and offering to buyers are successful. Thirdly, with regard to the Company's land, although the land price is high, the land itself has low liquidity. In addition, the Company views business alliance forging with strategic partner as another factor.

Mr. Sakchai Sakunsrimontri (Proxy) What is the reason for the Company to hold this No. 1/2017 Extraordinary General Meeting of Shareholders although the next Annual General Meeting of Shareholders is scheduled in the forthcoming April? What is the current status of the Company?

Response by Mr. Chokchai Punjarungroj
 The Company has made efforts to tackle liquidity problem over the past few years. Our digital television business has climbed from below 20th to 9th ranked position within such a period. The Company has low working capital whereas the digital television business is fast-changing by nature. Therefore, development needs to occur as soon as possible. Due to this reason, the Company deems it appropriate to hold this extraordinary meeting session for purpose of raising funds for the development of the digital television business. This would in turn allow the Company to move on. All of the taken efforts are meant to protect the interests of the Company and all shareholders.

Mr. Sakchai Sakunsrinontri (Proxy)
 Why the new common shares are not also offered to minor shareholders?

Response by Mr. Chokchai Punjarungroj
 In the past, the Company made efforts to seek strategic partner and ways to raise more funds at the amount adequate for further business operations. However, with time constraint and being under current economic situation, right offering to current shareholders would require longer period and be unable to meet the required amount of fund. However, the Company would acknowledge and record this requirement of shareholders.

Mr. Sakchai Sakunsrinontri (Proxy)
 Will the Company appoint additional directors? If so, how?

Response by Mr. Chokchai Punjarungroj
 The Company would appoint buyer-nominated directors afterwards.

Mr. Kitti Sanitwong Na Ayutthaya (Shareholder)
 How did the Company identify this new shareholder?

Response by Mr. Chokchai Punjarungroj
 The Company does not expect only fund but also takes into account strategic partnership possibility. This move of the Company is considered a good opportunity to forge bond with strong business alliance.

Mr. Aphichat Phetrat (Proxy)
 What are the opinions of Utakapan Family on the allocation and offering of the Company's new common shares to buyers? And if the transaction fails, has the Company's management had any plan in mind as an additional resort?

Response by Mrs. Rarin Utakapan Punjarungroj
 The Utakapan Family takes the view that the transaction would be beneficial to both the Company and shareholders. If this transaction fails, other sourced of fund would be sought.

Mr. Ritthichai Yipcharoenphon (Shareholder)
 What and how the Company expect from buyers? Why does the Company not opt to sell shares of subsidiary instead?

Response by Mr. Chokchai Punjarungroj
 The Company takes the view that the fund to be raised from this registered capital increase effort would be adequate to meet this financial requirement. In addition, the Company would have a good strategic partner to further promote the business strengths.

Response by Mrs. Rarin Utakapan Punjarungroj
 As the Company's business and those of subsidiaries are related, having a strategic partner with potentials to manage all these related businesses would be more beneficial to the Company.

As no shareholders expressed their opinions and raised questions, the Meeting facilitator then proceeded to voting procedures.

Resolution Upon due consideration, the Meeting resolved to approve the an increase in the Company's registered capital by Baht 200,000,000 from the existing registered capital of Baht 219,999,865 making the total registered capital to reach Baht 419,999,865 by means of issuance of new 200,000,000 common shares at the par value of Baht 1 as per the details above proposed, based on the majority of votes cast by shareholders who were present and eligible for voting as follows:

	No. of People	Votes	Percentage
Approve	132	159,709,892	100
Disapprove	0	0	0
Abstain	0	0	0
Total	132	159,709,892	100

- Note:**
1. There were no invalid ballots in this agenda.
 2. Voting to approve this agenda would require not less than three-fourth of votes cast by shareholders who were present at the Meeting and eligible for voting. In addition the voting to approve this agenda would not involve connected persons and/or shareholders with vested interests in the agenda and not eligible for voting as prescribed in the Public Limited Company Act, the Notification of the Securities and Exchange Commission: No. Thor. Chor. 21/2551 Governing Criteria for Connected Transaction and the Notification of the Board of Governors of the Stock Exchange of Thailand Governing Disclosure of Information and Practice of Listed Company in Connected Transaction B.E. 2546 (including its subsequent revisions) ("**Connected Transaction Notifications**").
 3. At the time of voting for this agenda, there were 1 additional shareholder totaling 550,000 shares who registered for the Meeting after the meeting kick-off. The total number of shareholders present at the Meeting therefore was increased to 132 with 159,709,892 shares in total.

Agenda 5: To consider and approve an amendment to No. 4 of the Company's Memorandum of Association in accordance with the increase in the Company's registered capital.

The Meeting facilitator asked Mrs. Rarin Utakapan Punjarungroj to point out the details of this agenda to the Meeting.

Mrs. Rarin Utakapan Punjarungroj informed the Meeting that in order to be in parallel with the Company's increase in its registered capital, as considered in the preceding Agenda 4, it was therefore deemed appropriate to seek approval from the Meeting for an amendment to the No. 4 of the Company's Memorandum of Association. Such amendment would require the use of the following statement to replace the existing one. In implementing the amendment, person assigned by the Board to register such change with the Business Development Department is authorized to modify and make addition to the relevant statement in order to comply with registrar's instruction.

“No. 4	Registered Capital Worth	419,999,865 Baht	(Four hundred and nineteen million and nine hundred and ninety-nine thousand and eight hundred and sixty-five Baht)
	Divided into	419,999,865 shares	(Four hundred and nineteen million and nine hundred and ninety-nine thousand and eight hundred and sixty-five shares)
	Par Value	1 Baht	(One Baht)
	Categorized as:		
	Common Share	419,999,865 shares	(Four hundred and nineteen million and nine hundred and ninety-nine thousand and eight hundred and sixty-five shares)
	Preference Share	- share	(-)”

The Meeting facilitator informed the Meeting that, given the reasons above stated, the Board had opined that the Meeting should consider and approve the amendment to the No. 4 of the Company’s Memorandum of Association in order to be in parallel with the increase in the Company’s registered capital as per the details above proposed.

The Meeting facilitator gave opportunities for the Meeting to express their opinions and raise questions regarding this agenda. As no shareholders expressed their opinions and raised questions, the Meeting facilitator then proceeded to voting procedures.

Resolution: Upon due consideration, the Meeting resolved to approve the amendment to the No. 4 of the Company’s Memorandum of Association in order to be in parallel with the increase in the Company’s registered capital as per the details above proposed, based on the majority of votes cast by shareholders who were present and eligible for voting as follows:

	No. of People	Votes	Percentage
Approve	132	159,709,892	100
Disapprove	0	0	0
Abstain	0	0	0
Total	132	159,709,892	100

- Note:**
1. There were no invalid ballots in this agenda.
 2. Voting to approve this agenda would require not less than three-fourth of votes cast by shareholders who were present at the Meeting and eligible for voting. In addition the voting to approve this agenda would not involve connected persons and/or shareholders with vested interests in the agenda and not eligible for voting as prescribed in the Public Limited Company Act and Connected Transaction Notifications.
 3. There were no additional shareholders who registered for the Meeting after the meeting kick-off.

Agenda 6: To consider and approve an allocation and offering of new common shares to buyers considered a connected transaction.

The Meeting facilitator asked Mrs. Rarin Utakapan Punjarungroj to point out the details of this agenda to the Meeting.

Mrs. Rarin Utakapan Punjarungroj pointed out to the Meeting that as a consequence of the Company’s effort to increase its registered capital by Baht 200,000,000 from its existing registered capital of Baht 219,999,865, making its total registered capital to reach Baht 419,999,865. The effort was implemented by means of issuance of not over 200,000,000 new common shares at the par value of Baht 1, as considered earlier in Agenda 5. It was hereby proposed to the Meeting that approval should be considered for the allocation and offering of the said common shares to buyers. This would be a private placement at the price of Baht 4.25 per share, totally worth not over Baht 850,000,000. Following such allocation and offering of the said common shares, the buyers would own 47.62% of all the Company’s shares sold (after registration of the Company’s increase in its paid-up capital). This would make the effort to become a transaction related to juristic person owned by major shareholder. In addition, buyers’ representative would be nominated as the Company’s executive or authorized person with control power. (Executives shall also mean and refer to the Company’s director.) Therefore, the buyers would be considered a connected person. This would make the allocation and offering of the said common shares to the buyers a connected transaction of a listed company, as stipulated in the Connected Transaction Notifications. The size of the transaction was 122.36% of the Company’s net tangible assets (“NTA”) value as of September 30, 2016, which exceeded Baht 20 million, or over 3.00% of the Company’s NTA value. As a consequence, the Company would be required to disclose information on the transaction to the Stock Exchange of Thailand (“Stock Exchange of Thailand”) as detailed in the Company’s Information on Connected Transaction (**Enclosure 3**). The Company was also required to take the following actions:

- (1) To seek approval from the Meeting with not less than three-fourth of not less than three-fourth of the aggregate votes of shareholders who were present at the Meeting and eligible for voting.
- (2) To appoint independent financial advisor to perform duties related to the transaction, including giving opinions as stated in the Connected Transaction Notifications. In this regard, the Company managed to appoint Advisory Plus Company Limited to act as an independent financial advisor and to implement required actions as stated in the Connected Transaction Notifications. The independent financial advisor opined that the transaction was reasonable, with fair price and conditions, and that the the transaction would be beneficial to the Company and shareholders. The detailed opinions were available in Independent Financial Advisor’s Report on the Connected Transaction and the Respite for Tender Offer for All Securities of the Business by Means of Resolution Passed in Shareholder Meeting (Whitewash) (**Enclosure 5**).

In addition, in order to ensure efficient implementation of the transaction, it was deemed appropriate to authorize the Company’s executive directors and/or managing director and/or their authorized persons to consider determining other particulars related to the said transaction. For example, (a) determination of requirements, conditions and other details pertaining to the allocation of such new common shares; (b) negotiation, entry into agreement and signing in documents and contracts related to the transaction, including taking actions related to the transaction; and (c) signing in application for permits and written evidence necessary for and related to the transaction, which includes making contacts and submitting the said application, document and evidence to concerned governmental/private agencies, and registration of the new common shares in the Stock Exchange of Thailand, and be authorized to take any other actions deemed necessary and appropriate for the transaction in compliance with statutory and/or regulatory requirements.

In addition, the allocation and offering of the new common shares to the buyers at the price of Baht 4.25 per share was a transaction with a 43.11% discount. The price is lower than market price by over 10% of the market price, as stated in the Notification of the Securities and Exchange Commission: No. Thor. Chor. 72/2558 Governing Permission for Private Placement of New Common Shares by Listed Company (“**Notification No. Thor. Chor. 72/2558**”). Therefore, the said transaction to the buyers would require prior approval from the Meeting with not less than three-fourth of the aggregate votes of shareholders who were present at the Meeting and eligible for voting. In addition, there must be no disapproval from shareholders whose votes account for 10% or more of aggregate votes of shareholders who were present at the Meeting and eligible for voting. Apart from this, the Company would have to seek approval from the Securities and Exchange Commission (“**The Securities and Exchange Commission**”) for its private placement of the new common shares, as stipulated in the Notification No. Thor. Chor. 72/2558 before making allocation and offering of the new common shares to the buyers despite prior approval granted in the No. 1/2017 Extraordinary General Meeting of Shareholders for such allocation and offering. The details of the private placement at the price with discount over 10% of the market price would be proposed to the Meeting in the upcoming Agenda 7.

Market price shall mean and refer to the weighted-average trading price of the Company’s common share in the Stock Exchange of Thailand during the past 7 consecutive business days before the date of resolution passed by the Board to propose the transaction to the No. 1/2017 Extraordinary General Meeting of Shareholders. This 7-day period falls between November 15 and 23, 2016. The market price in question was equal to Baht 7.47. The calculation of the weighted-average market price per share was based on the overall trading value over the 7 consecutive business days, divided by the total trading volume during the same 7-day period (November 15 - 23, 2016). The overall trading value was calculated by using daily average share price multiplied by the total daily trading volume, as per the Company’s trading data available in SETSMART on www.setsmart.com of the Stock Exchange of Thailand.

The details of the Company’s allocation of the new common shares, considered a connected transaction of listed company, is made available in the Company’s Information on Connected Transaction (**Enclosure 3**).

The Meeting facilitator informed the Meeting that the Board’s opinion given to the Meeting was that the allocation of the new common shares by the Company, considered a connected transaction by listed company, was a transaction made on fair price and based on general commercial conditions. The Meeting should consider to approve the allocation and offering of not over 200,000,000 new common shares at the par value of Baht 1 to the buyers at Baht 4.25 per share, totaling Baht 850,000,000 in value. The Meeting should also consider to approve the authorization of the Company’s executive directors and/or managing director and/or their authorized persons to consider determining other particulars related to the said transaction, as above detailed.

The Meeting facilitator gave opportunities for the Meeting to express their opinions and raise questions regarding this agenda. As no shareholders expressed their opinions and raised questions, the Meeting facilitator then proceeded to voting procedures.

Resolution Upon due consideration, the Meeting resolved to approve the allocation and offering of the Company’s new common shares which was considered a connected transaction of listed company and the authorization of the Company’s executive directors and/or managing director and/or their authorized persons to consider determining other particulars related to the said transaction as per the details above proposed, based on the majority of votes cast by shareholders who were present and eligible for voting as follows:

	No. of People	Votes	Percentage
Approve	132	159,709,892	100
Disapprove	0	0	0
Abstain	0	0	0
Total	132	159,709,892	100

Note:

1. There were no invalid ballots in this agenda.
2. Voting to approve this agenda would require not less than three-fourth of votes cast by shareholders who were present at the Meeting and eligible for voting. In addition the voting to approve this agenda would not involve connected persons and/or shareholders with vested interests in the agenda and not eligible for voting as prescribed in the Public Limited Company Act and Connected Transaction Notifications.
3. There were no additional shareholders who registered for the Meeting after the meeting kick-off.

Agenda 7: To consider and approve the offering of the Company’s new common shares by means of private placement at the price with discount over 10% of the market price.

The Meeting facilitator asked Mrs. Rarin Utakapan Punjarungroj to point out the details of this agenda to the Meeting.

Mrs. Rarin Utakapan Punjarungroj pointed out to the Meeting that as the allocation and offering of the Company’s new common shares to the buyers, as already considered in Agenda 6, it was a transaction with a 43.11% discount. The transaction is considered a private placement, with its price lower than the market price by over 10%, as stated in the Notification No. Thor. Chor. 72/2558. The said transaction to the buyers would require prior approval from the Meeting with not less than three-fourth of the aggregate votes of shareholders who were present at the Meeting and eligible for voting. In addition, there must be no disapproval from shareholders whose votes account for 10% or more of aggregate votes of shareholders who were present at the Meeting and eligible for voting. Apart from this, the Company would have to seek permission from the Securities and Exchange Commission (“**The Securities and Exchange Commission**”) before making allocation and offering of the new common shares to the buyers. Due to the afore-mentioned factual information, the Meeting was requested to consider and approve the said offering of the new common shares to the buyers by means of private placement at the clearly determined price with discount over 10% of the market price, as above detailed.

With regard to this, in case the Company’s new common shares were offered at the price below 90% of the market price during the past 7 - 15 days before the first offering day to the buyers, the Company would be responsible for preventing the buyers to sell those common shares in entirety within the following period of 1 year, beginning from the first day when the new common shares are traded on the Stock Exchange of Thailand (Silent Period). After the said new common shares were traded on the Stock Exchange of Thailand for 6 months, the buyers would be entitled to sell 25% of those entire barred common shares in accordance with the Stock Exchange of Thailand’s Consideration Criteria, Conditions and Procedures for Processing an Application for Registering Common Shares or Preference Share in Capital Increase Effort as Registered Securities B.E. 2558 (including its subsequent revisions).

The Meeting facilitator informed the Meeting that the Board opinioned that the potential benefits that shareholders would gain from the allocation and offering of the new common shares to the buyers would be greater than the profit sharing or voting right or earning-per-share benefits. The allocation and offering of new common shares would provide more benefits to shareholders to the extent greater than the impacts of share price decline

or shareholder's right to vote. Aside from additional capital to be funneled into its digital television business, which was in its early start, frequency permit fees, service charge for digital television network, loan repayment to financial institutions and working capital, i.e. quality television program production for future operations of the digital television business, the Company would also have a good opportunity to forge bond with strategic partner equipped with strong capital support and business expertise in various industries along with solid financial status and business relations with diversified business groups. This would make the Company's succeed in raising funds at the desired amount while also helping strengthen business confidence. In addition, the fact that buyers would become the Company's investment partner and major shareholder would help strengthen the digital television business with support of the buyers' firm financial status and extensive business connection, thus increasing the competitiveness of the digital television business. The detailed opinions of the Board about the said new common share allocation and offering by means of private placement at the clearly determined price with discount over 10% of the market price were made available in the Information on New Common Share Offering (**Enclosure 4**). In addition, the transaction was proved appropriate, reasonable and beneficial to the Company and shareholders. With all these reasons, the Board opined that the Meeting should consider to approve the said transaction, as above detailed.

The Meeting facilitator gave opportunities for the Meeting to express their opinions and raise questions regarding this agenda. As no shareholders expressed their opinions and raised questions, the Meeting facilitator then proceeded to voting procedures.

Resolution Upon due consideration, the Meeting resolved to approve the allocation and offering of the Company's new common shares to the buyers by means of private placement at the clearly determined price with discount over 10% of the market price as per the details above proposed, based on the majority of votes cast by shareholders who were present and eligible for voting as follows:

	No. of People	Votes	Percentage
Approve	132	159,709,892	100
Disapprove	0	0	0
Abstain	0	0	0
Total	132	159,709,892	100

Note:

1. There were no invalid ballots in this agenda.
2. Voting to approve this agenda would require not less than three-fourth of votes cast by shareholders who were present at the Meeting and eligible for voting. There must be no disapproval from shareholders whose votes account for 10% or more of aggregate votes of shareholders who were present at the Meeting and eligible for voting. In addition the voting to approve this agenda would not involve connected persons and/or shareholders with vested interests in the agenda and not eligible for voting as prescribed in the Public Limited Company Act and Connected Transaction Notifications.
3. There were no additional shareholders who registered for the Meeting after the meeting kick-off.

Agenda 8: To consider and approve a respite to make a tender offer for all securities of the business (Whitewash)

The Meeting facilitator asked Mrs. Rarin Utakapan Punjarungroj to point out the details of this agenda to the Meeting.

Mrs. Rarin Utakapan Punjarungroj pointed out to the Meeting that after the Meeting considered to approve the allocation and offering of the new common shares to the buyers in Agenda 6 and after the buyers managed to subscribe those new common shares, the buyers would become the Company's major shareholders and own approximately 47.62% of all the Company's shares sold (after registration of the Company's increase in its paid-up capital). As the buyers' share ownership exceeds 25% but not reaches 50% of all the Company's shares sold, the buyers were required to make a tender offer for all securities of the business, as stipulated in the Securities and Exchange Act B.E. 2535 (including its subsequent revisions) ("**Securities and Exchange Act**") and the Notification of the Securities and Exchange Commission: No. Thor. Chor. 12/2554 Governing Criteria, Conditions and Procedures for Acquiring Securities for Business Acquisition Purpose (including its subsequent revisions). However, the buyers did not wish to make such a tender offer for all securities of the business but instead opted to have a respite from such a tender offer by means of resolution passed in the Company's shareholder meeting (Whitewash) and in accordance with the Notification of the Securities and Exchange Commission No. Sor. Chor. 36/2546 Governing Criteria for Respite to Make Tender Offer for All Securities of the Business (Whitewash) by Means of Resolution Passed in Shareholder Meeting (including its subsequent revisions) ("**Notification No. Sor. Chor. 36/2546**"). This would be on condition that not less than three-fourth of the aggregate votes of shareholders who were present at the Meeting and eligible for voting was cast in favor of the issue. Therefore, the Meeting was requested to consider and approve the said whitewash action. It was deemed appropriate to authorize the Company's executive directors and/or managing director and/or their authorized persons to take any action related to the above-mentioned implementation, including making contacts to submit data and written evidence to concerned agencies and to do any action necessary for the complete implementation of this agenda.

At present, the buyers were not connected to the Company, executive, person with control power in the Company or the Company's major shareholders or other companies where those people are their major shareholders or equipped with control power.

In implementing this, the Company managed to appoint Advisory Plus Company Limited to act as an independent financial advisor to give opinions on the respite to make a tender offer for all securities of the business, including to perform related duties and to give opinions on matters as stated in the Notification No. Sor. Chor. 36/2546. The independent financial advisor opined that both the transaction and the (whitewash) action were reasonable, of fair price and conditions, and that the transaction would be beneficial to the Company and shareholders. The detailed opinions were available in Independent Financial Advisor's Report on the Connected Transaction and the Respite for Tender Offer for All Securities of the Business by Means of Resolution Passed in Shareholder Meeting (Whitewash) (**Enclosure 5**).

In this regard, the buyers managed to submit relevant documents, as mentioned in the Notification No. Sor. Chor. 36/2546, to the Securities and Exchange Commission for consideration. The details of the matter were available in the Request Form for Shareholders' Meeting Resolution to Approve Acquisition of New Securities without Requirement to Make a Tender Offer for All Securities of the Business (Form 247-7) (**Enclosure 6**). After a period of 7 days from the receipt of such document by the Securities and Exchange Commission, the SEC did not respond to the submission of the said document with different feedback.

In addition, the Board opined that the respite to make a tender offer for all securities of the business (Whitewash) was reasonable given the need to increase the Company's registered capital and potential benefits to gain from the capital increase effort, as per the details given in the Request Form for Shareholders' Meeting Resolution

to Approve Acquisition of New Securities without Requirement to Make a Tender Offer for All Securities of the Business (Form 247-7) (Enclosure 6). The Board deemed it appropriate to request the Meeting to consider and approve the said whitewash action as well as authorizing the Company's executive directors and/or managing director and/or their authorized persons to take any action related to the above-mentioned implementation, including making contacts to submit data and written evidence to concerned agencies and to do any action necessary for the complete implementation of this agenda as per the details above proposed.

The Meeting facilitator gave opportunities for the Meeting to express their opinions and raise questions regarding this agenda. As no shareholders expressed their opinions and raised questions, the Meeting facilitator then proceeded to voting procedures.

Resolution Upon due consideration, the Meeting resolved to approve the whitewash action as per the details above proposed, based on the majority of votes cast by shareholders who were present and eligible for voting as follows:

	No. of People	Votes	Percentage
Approve	132	159,709,892	100
Disapprove	0	0	0
Abstain	0	0	0
Total	132	159,709,892	100

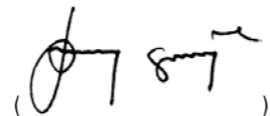
Note:

1. There were no invalid ballots in this agenda.
2. Voting to approve this agenda would require not less than three-fourth of votes cast by shareholders who were present at the Meeting and eligible for voting. In addition the voting to approve this agenda would not involve connected persons and/or shareholders with vested interests in the agenda and not eligible for voting as prescribed in the Public Limited Company Act and Connected Transaction Notifications.
3. There were no additional shareholders who registered for the Meeting after the meeting kick-off.

Agenda 9: To consider other issues

When no shareholders proposed other topics to the Meeting for consideration, the Meeting facilitator informed that Meeting that any further questions and additional opinions were welcome during this period.

When no other shareholders raised any further questions and gave additional opinions, the Chairperson thanked all shareholders and participants and declared the Meeting adjourned at 4.30 pm.



Chairperson of the Meeting

อัมพวัน สุวรรณรุ่งศรี
(Mrs. Ampawan Suwanruangsri)
Minutes Taker



History of individuals who have been nominated to a director
Due to replacement of the directors retired by rotation

Mrs. Metta Utakapan
Age 68 Years



Date of Birth	February 24, 1949
Address	13/3 Arun Amarin Road, Bangkok Noi, Bangkok 10700
Nationality	Thai
Position	Chairperson, President and Member of Nomination and Remuneration Committee
Start Year as a director	1993
Education	MA from University of Northern Colorado, USA
Training Director Position	-None-
Work Experience	<p>2002 - Recent Chairperson, President Amarin Printing & Publishing Public Company Limited.</p> <p>2013 - Recent Member of Nomination and Remuneration Committee Amarin Printing & Publishing Public Company Limited.</p> <p>2012 - Recent Chairperson Amarin Television Company Limited.</p> <p>1993 - 2002 Senior Executive President and Director Amarin Printing & Publishing Public Company Limited.</p>
Shares	36,671,791 Shares
Prohibited Qualification	No history of criminal offenses No history of transactions that may be a conflict of interest with the Company
Rules and procedures for recruiting	The Company announced on the company's investor on the website to invite the shareholders to nominate a person with appropriate qualifications for selecting a Director in advance. But shareholders do not nominate any person into the agenda of the meeting. The Nomination and Remuneration Committee has considered appropriate and to be the most beneficial to the operations of the Company to propose Mrs. Metta Utakapan who retired by rotation back to directors for another term . It is evident that she is qualified under the Companies Act 2535 and have knowledge and experience in the business related to the Company's operations and can help develop the Company.
Time in Committee	25 Years

More information about the relationship

Relationship in the Company	Status / Explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights	36,671,791 Shares 16.67%
2. Is a close relative with the administrators of the major shareholders of the Company - a subsidiary	Yes
3. Committee to participate in the management of employee or consultant who has been a regular salary	Yes
4. Is a professional service provider (such as auditors or legal counsel)	No
5. A business relationship (such as buying - selling raw materials/products/ services, lending or borrowing money)	No

- (*) 1. Business competition includes other companies and businesses where the directors/active executives have majority of the revenue. (More than 50 percent of total revenue of the Company/other business) from running competing or similar business.
2. A significantly related business includes other companies and businesses whose directors/active directors are also the Customer/Supplier/Trade accounts receivable or Trade accounts payable etc. The significance of the related business is considered based on the amount of the purchase/sale/rent of all products and services during the previous year of the Company and its business.

Note : Board of Directors meeting of the year 2016, 8/8 times.
: Attend the Annual General Meeting of Shareholders 2016, 1/1 time.
: Attend the Extraordinary General Meeting of Shareholders No. 1/2017, 1/1 time.
: Meeting of the Nomination Committee and Remuneration year 2017, 2/2 times.

**History of individuals who have been nominated to a director
Due to replacement of the directors retired by rotation (Next)**

Mrs. Rarin Utakapan Punjarungroj
Age 41 Years



Date of Birth	October 16, 1975
Address	22 Taling Chan, Taling Chan, Bangkok 10170
Nationality	Thai
Position	Director, Executive Director, Chief Executive Officer and Member of Nomination and Remuneration Committee
Start Year as a director	2003
Education	MA from University of Northumbria at Newcastle, United of Kingdom
Training Director Position	DAP 12/2004, Thai Institute of Directors Association
Work Experience	2010 - Recent Chief Executive Officer Amarin Printing & Publishing Public Company Limited. 2012 - Recent Director Amarin Television Company Limited. 2016 - Recent Director Kadokawa Amarin Company Limited. 2004 - 2009 Managing Director: Publishing Business Division Amarin Printing & Publishing Public Company Limited. 2003 Deputy Chief Executive Office: Marketing & Brand Communication and Assistant Managing Director: Publishing Business Division Amarin Printing & Publishing Public Company Limited.
Shares	54,387,052 Shares
Prohibited Qualification	No history of criminal offenses No history of transactions that may be a conflict of interest with the Company

Rules and procedures for recruiting

The Company announced on the company's investor on the website to invite the shareholders to nominate a person with appropriate qualifications for selecting a Director in advance. But shareholders do not nominate any person into the agenda of the meeting. The Nomination and Remuneration Committee has considered appropriate and to be the most beneficial to the operations of the Company to propose **Mrs. Rarin Utakapan Punjarungroj who retired by rotation back to directors for another term**. It is evident that she is qualified under the Companies Act 2535 and have knowledge and experience in the business related to the Company's operations and can help develop the Company.

Time in Committee

15 Years

More information about the relationship

Relationship in the Company	Status / Explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights	54,387,052 Shares 24.73%
2. Is a close relative with the administrators of the major shareholders of the Company - a subsidiary	Yes
3. Committee to participate in the management of employee or consultant who has been a regular salary	Yes
4. Is a professional service provider (such as auditors or legal counsel)	No
5. A business relationship (such as buying - selling raw materials/products/ services, lending or borrowing money)	No

- (*) 1. Business competition includes other companies and businesses where the directors/active executives have majority of the revenue. (More than 50 percent of total revenue of the Company/other business) from running competing or similar business.
2. A significantly related business includes other companies and businesses whose directors/active directors are also the Customer/Supplier/Trade accounts receivable or Trade accounts payable etc. The significance of the related business is considered based on the amount of the purchase/sale/rent of all products and services during the previous year of the Company and its business.

Note : Board of Directors meeting of the year 2016, 8/8 times.
: Attend the Annual General Meeting of Shareholders 2016, 1/1 time.
: Attend the Extraordinary General Meeting of Shareholders No. 1/2017, 1/1 time.
: Meeting of the Nomination Committee and Remuneration year 2016, 2/2 times.

History of individuals who have been nominated to a director
Due to replacement of the directors retired by rotation (Next)

Mr. Cheewapat Nathalang
Age 51 Years



Date of Birth April 6, 1965
Address 376 Taling Chan, Taling Chan, Bangkok 10170
Nationality Thai
Position Director, Executive Director, Member of Nomination and Remuneration Committee, Deputy CEO and Managing Director: Printing Business Division
Start Year as a director 1993
Education Bachelor Degree from Faculty of Science, Chulalongkorn University
M.B.A. International Management, Southeastern University, USA
Training Director Position DAP 70/2008, Thai Institute of Directors Association
Work Experience
1998 - Recent Managing Director: Printing Business Division
Amarin Printing & Publishing Public Company Limited.
2013 - Recent Director
Amarin Television Company Limited.
2016 - Recent Director
Kadokawa Amarin Company Limited.
1996 - 1998 Deputy Managing Director: Publishing Business Division
Amarin Printing & Publishing Public Company Limited.
Shares 220,000 Shares
Prohibited Qualification No history of criminal offenses
No history of transactions that may be a conflict of interest with the Company

Rules and procedures for recruiting The Company announced on the company's investor on the website to invite the shareholders to nominate a person with appropriate qualifications for selecting a Director in advance. But shareholders do not nominate any person into the agenda of the meeting. The Nomination and Remuneration Committee has considered appropriate and to be the most beneficial to the operations of the Company to propose **Mr. Cheewapat Nathalang who retired by rotation back to directors for another term**. It is evident that he is qualified under the Companies Act 2535 and have knowledge and experience in the business related to the Company's operations and can help develop the Company.

Time in Committee 20 Years

More information about the relationship

Relationship in the Company	Status / Explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights	220,000 Shares 0.10%
2. Is a close relative with the administrators of the major shareholders of the Company - a subsidiary	No
3. Committee to participate in the management of employee or consultant who has been a regular salary	Yes
4. Is a professional service provider (such as auditors or legal counsel)	No
5. A business relationship (such as buying - selling raw materials/products/ services, lending or borrowing money)	No

- (*) 1. Business competition includes other companies and businesses where the directors/active executives have majority of the revenue. (More than 50 percent of total revenue of the Company/other business) from running competing or similar business.
2. A significantly related business includes other companies and businesses whose directors/active directors are also the Customer/Supplier/Trade accounts receivable or Trade accounts payable etc. The significance of the related business is considered based on the amount of the purchase/sale/rent of all products and services during the previous year of the Company and its business.

Note : Board of Directors meeting of the year 2016, 8/8 times.
: Attend the Annual General Meeting of Shareholders 2016, 1/1 time.
: Attend the Extraordinary General Meeting of Shareholders No. 1/2017, 1/1 time.
: Meeting of the Nomination Committee and Remuneration year 2016, 2/2 times.

The Definition of Independent Director

Definition of Independent Directors of the Company is more strict than the minimum requirements of the Securities and Exchange Commission of Thailand and the Stock Exchange of Thailand. The independent directors, and / or audit committee of the Company shall have the following qualification:

- (1) Directors who hold shares not more than 1 percent of the paid-up capital of the Company, companies, subsidiaries or related companies. This shall be inclusive of the shares held by related persons as well;
- (2) Directors who are not in the management of the Company, associated or related companies, or major shareholders of the Company and are not staff members or consultants who have received a regular salary from the Company, or associated companies, or major shareholders of the Company;
- (3) Directors who have no interest, whether direct or indirect, in terms of finance and management of the Company, companies, subsidiaries or related companies, or major shareholders of the Company, which will affect the execution and the freedom of decision making;
- (4) Directors who are not related persons or close relatives of the executives or major shareholders of the Company;
- (5) Directors who are not appointed as representatives to safeguard interests of the directors of the Company, major shareholders, or shareholders who are related to the major shareholders of the Company;
- (6) Directors who can independently perform their duties and express their opinions or report the performance of duties as assigned by the Board of Directors of the Company. They are able to work without any control of management or major shareholders of the Company, including those related to or close relatives of such person. For the benefit of the Company, independent directors should be ready to challenge the actions of other directors or management.



Enclosure No. 4

(To consider with Agenda 6)

Profile of the individual nominated for the new directorship

Flying Officer Kamolnai Chaixanien

Age 59 years



Date of Birth	March 17, 1958	2015 - Recent	Director
Address	539/18 Soi Sukhumvit 31 (Sawasdee) Khlong Tan Nuea, Watthana, Bangkok	2015 - Recent	Quantum Assets Management Co., Ltd.
Nationality	Thai	2015 - Recent	Director
Position	None		TCC World Co., Ltd.
Education	Master of Business Administration Cornell University, New York, USA	2015 - Recent	Director
	Master of Engineering, Industrial Engineering Cornell University, New York, USA	2015 - Recent	Director
Training Director Position	DAP / 2003, Thai Institute of Directors Association DCP / 2003, Thai Institute of Directors Association	2014 - Recent	Director
Work Experience	1991 - Recent Director Varopakorn Public Co., Ltd.	2014 - Recent	Director
	2017 - Recent Director Dhospaak Co., Ltd.	2014 - Recent	Director
	2017 - Recent Director Thai Beverage Marketing Co., Ltd.	2014 - Recent	Director
	2017 - Recent Director Thai Beverage Training Co., Ltd.	2013 - Recent	Director
	2016 - Recent Director TCC Solar Power 1 Co., Ltd.	2013 - Recent	Director
	2016 - Recent Director Kasemsubbhakdi Co., Ltd.	2011 - Recent	Director
	2016 - Recent Director Quantum Capital Development Co., Ltd.	2007 - Recent	Director
	2016 - Recent Director ACK Realty Co., Ltd.	2007 - Recent	Director
	2016 - Recent Director TCC Sports and Recreation Co., Ltd.	2005 - Recent	Director
	2016 - Recent Director TCCL North Park Co., Ltd.	2004 - Recent	Director
	2016 - Recent Director 38 Development Co., Ltd.	2016 - Recent	Senior Vice President - Corporate Affair Thai Beverage Public Co., Ltd.
		2016 - Recent	Senior Vice President - Assets Management TCC Assets (Thailand) Co., Ltd.

2009 - 2013	Senior Vice Presidents - Assets Management (International Hotel) TCC Hotels Group
2006 - 2009	President N.C.C. Management and Development Co., Ltd.
2006 - 2009	Asst. to President - Operation N.C.C. Management and Development Co., Ltd. N.C.C. Exhibition Organizer Co., Ltd. N.C.C. Image Co., Ltd. F and B International Co., Ltd.
2005 - 2006	Business Development Director TCC Land Leisure Co., Ltd.
1998 - 2005	Business Development Director / Operation Director Imperial Group
Shareholding in the company	None
Prohibited qualification	No history of criminal offenses regarding fraudulent acquisition of assets No history of conflict of interest transactions in the past year
Rules and procedures for recruiting	The Company announced on the Investor Relations section of the corporate website to invite shareholders to nominate candidates with appropriate qualifications for directorship and to propose meeting agenda in advance. However, no candidate or agenda was proposed. The Nomination and Remuneration Committee (excluding directors with vested interest) thus, based on the best interest of the business operations, proposed Flying Officer Kamolnai Chaixanien as an additional director on the basis that he is fully qualified according to the Public Company Act B.E. 2535 and that his knowledge and experience in the business related to the Company's operations can help grow the Company.

More information about the relationship

Nature of Relationship in the Company	Status / Explanation
1. Share holding in the Company 1.1 Number of shares 1.2 Ratio of shares with voting rights	No No
2. Is a close relative to executive director(s) and/or major shareholders of the Company or its subsidiary	No
3. Is a director involved in management, an employee, contractor or consultant receiving regular salary	No
4. Is a professional service provider (such as an auditor or legal advisor)	No
5. Has business relationship (such as buying/selling of raw materials/products/services; lending or borrowing money to/from the Company)	No

- (*) 1. Business competition includes other companies and businesses where the directors/active executives have majority of the revenue. (More than 50 percent of total revenue of the Company/other business) from running competing or similar business.
2. A significantly related business includes other companies and businesses whose directors/active directors are also the Customer/Supplier/Trade accounts receivable or Trade accounts payable, etc. The significance of the related business is considered based on the amount of the purchase/sale/rent of all products and services during the previous year of the Company and its business. management positions as Customer/Supplier/Trade accounts receivable or payable,

Enclosure No. 4

(To consider with Agenda 6)

Profile of the individual nominated for the new directorship (Next)

Mr. Pramoad Phornprapha

Age 50 years



Date of Birth	August 21, 1966
Address	399 Soi UeaWatthanasakun, Suanluang, Suanluang, Bangkok
Nationality	Thai
Position	None
Education	BS in Electrical Engineering, Northwestern University (Honours) MBA in Marketing, Kellogg School of Management, Northwestern University (Honours) MPA in Business and Government, Kennedy School of Government, Harvard University (Honours)
Training Director Position	DCP 55/2005, Thai Institute of Directors Association
Work Experience	Recent Founder and Managing Partner Claris Co., Ltd. Recent Independent Director Sermsuk Public Company Limited Recent Chairman Talaypu Natural Products Co., Ltd. Recent Managing Director myDNA Co., Ltd. Recent Independent Director Thai Summit Harness Co., Ltd. Recent Director Progress Watch Co., Ltd. Recent Managing Director Wanwarin and Associate Co., Ltd. Recent Director P Landscape Co., Ltd. Recent Director Plimboonluck Co., Ltd. Recent Director Pornmit Co., Ltd.

Shareholding in the company

None

Prohibited qualification

No history of criminal offenses regarding fraudulent acquisition of assets

No history of conflict of interest transactions in the past year

Rules and procedures for recruiting

The Company announced on the Investor Relations section of the corporate website to invite shareholders to nominate candidates with appropriate qualifications for directorship and to propose meeting agenda in advance. However, no candidate or agenda was proposed. The Nomination and Remuneration Committee (excluding directors with vested interest) thus, based on the best interest of the business operations, proposed Mr. Pramoad Phornprapha as an additional director on the basis that he is fully qualified according to the Public Company Act B.E. 2535 and that his knowledge and experience in the business related to the Company's operations can help grow the Company.

More information about the relationship

Nature of Relationship in the Company	Status / Explanation
1. Share holding in the Company	
1.1 Number of shares	No
1.2 Ratio of shares with voting rights	No
2. Is a close relative to executive director(s) and/or major shareholders of the Company or its subsidiary	No
3. Is a director involved in management, an employee, contractor or consultant receiving regular salary	No
4. Is a professional service provider (such as an auditor or legal advisor)	No
5. Has business relationship (such as buying/selling of raw materials/products/services; lending or borrowing money to/from the Company)	No

(*) 1. Business competition includes other companies and businesses where the directors/active executives have majority of the revenue. (More than 50 percent of total revenue of the Company/other business) from running competing or similar business.

2. A significantly related business includes other companies and businesses whose directors/active directors are also the Customer/Supplier/Trade accounts receivable or Trade accounts payable, etc. The significance of the related business is considered based on the amount of the purchase/sale/rent of all products and services during the previous year of the Company and its business. management positions as Customer/Supplier/Trade accounts receivable or payable,



Enclosure No. 5

(To consider with Agenda 7)

Remuneration for Committee Performance Year 2017

In the meeting held on 9 March 2017, the Nomination and Remuneration Committee carefully considered the remuneration for committee and the appropriate criteria which were compared to the related data of the same industry, together with the business growth and the structure of various committee of the Company. The details of the meeting are as follows:

Remuneration for the Year 2017

1) Salary for the position (Baht per Month)

Position	Yr 2017 (Yr propose)	Yr 2016	Yr 2015	Yr 2014	Yr 2013
Chairperson ^{1/}	20,000	None	None	None	None
Director ^{2/}	10,000	10,000	10,000	10,000	10,000
Chairman of Audit Committee	30,000	30,000	30,000	30,000	30,000
Member of Audit Committee	20,000	30,000	30,000	30,000	30,000
President ^{1/}	30,000	None	None	None	None
Executive Director ^{1/}	20,000	None	None	None	None

^{1/} In the case of Executives, this will not be paid.

^{2/} Year 2017: In the case of Executives, this will not be paid.

Year 2013 - 2016: In the case of Executives or Audit Committees who receive salary for the position, this will not be paid.

2) Meeting allowance (Baht per Time)

Position	Yr 2017 (Yr propose)	Yr 2016	Yr 2015	Yr 2014	Yr 2013
Chairperson ^{1/}	25,000	None	None	None	None
Director ^{1/}	20,000	None	None	None	None
Chairman of Audit Committee	None	20,000	20,000	20,000	20,000
Member of Audit Committee	None	20,000	20,000	20,000	20,000
President ^{1/}	None	None	None	None	None
Executive Director ^{1/}	None	None	None	None	None

^{1/} In the case of Executives, this will not be paid.

Scope of duties and responsibilities of Committees

Audit Committees

As of 31 December 2016, Audit Committee consists of Chairman of the Audit Committee, 2 independent directors (3 members of the independent directors).

Responsibilities

As one important tool or mechanism to make this a system of good corporate governance (Good Corporate Governance). The duties and responsibilities of the Audit Committee are as follows.

- (1) Review and ensure accurate and adequate reporting of the Company's financial reports.
- (2) Review and ensure that the Company's internal control and internal audit systems are suitable and effective.
Review the independence of Internal Audit Department as well as authorize the appointment, transfer and termination of Head of Internal Audit Department or any other departments in charge of internal audits (if any).
- (3) Review to ensure the Company is in compliance with the Securities and Exchange Act, rules and regulations of the Stock Exchange of Thailand, and related business laws.
- (4) Recruit and propose independent individuals to perform the role of independent auditors, and propose their remuneration. Attend meetings with independent auditors without the presence of the management at least once a year.
- (5) Review connected transactions or transactions with potential conflict of interest to ensure compliance with relevant laws and regulations of the Stock Exchange of Thailand. This is to ensure that the transactions are reasonable and for the best interest of the Company.
- (6) Prepare Audit Committee reports to be published in the Company's annual report. The reports, signed by Chairman of Audit Committee, must contain the following information in minimum:
 - (a) Opinion on the accuracy, completeness and credibility of the Company's financial reports
 - (b) Opinion on the adequacy of the Company's internal control system
 - (c) Opinion on the Company's compliance of Securities and Exchange Act, rules and regulations of the Stock Exchange of Thailand, or related business laws
 - (d) Opinion on the qualifications of independent auditors
 - (e) Opinion on transactions with potential conflict of interests
 - (f) Number of Audit Committee meeting sessions held and attendance of each committee member
 - (g) Overall opinions and remarks received by the Audit Committee based on their duty performance in conformity with Audit Committee Charter
 - (h) Any other issues considered appropriate to make known to shareholders and investors under Audit Committee's scope of responsibilities as authorized by Board of Directors
- (7) Perform any other tasks assigned by Board of Directors and mutually agreed upon by both the Board of Directors and Audit Committee.

Nomination and Remuneration Committee

As of 31 December 2016, Nomination and Remuneration Committee consists of Chairman of the board of director and 4 committees

Duties and responsibilities

1. Recruit and select qualified individuals to serve as the Company's directors or Chief Executive Officer. Monitor the succession plan to look out for qualified individuals to fulfill any vacant positions due to the completion of term or for other reasons.
2. Determine the approach and criteria involving the selection and performance evaluation of directors, and managing director to ensure transparency.
3. Determine the approach and criteria to nominate qualified candidates in advance by minority shareholders to ensure all shareholders are treated equally and fairly.
4. Possess the authority to request relevant documents and individuals to support decision making process.
5. Propose policy and criteria regarding remuneration for directors, advisors to the Board, and committees appointed by the Board.
6. Determine the annual remuneration for directors, advisors to the Board, and committees appointed by the Board.
7. Perform other tasks as assigned by the Board of Directors.

To appoint auditors and determine annual compensation in 2017.**Audit Committee Opinion**

Audit Committee considered the auditing firm for the Company and its subsidiaries for the year 2017. The Committee has considered based on their performance, independence and remuneration and has suggested the Board elect the following as the auditor for 2017:

1. Ms. Sasithorn Pongadisak CPA No. 8802 or
2. Ms. Nittaya Chetchotiros CPA No. 4439 or
3. Ms. Sureerat Thongarunsang CPA No. 4409

From KPMG Phoomchai Audit Limited to audit for the Company and its subsidiaries for the year 2017. The auditor's remuneration are as follows:

Account Audit Fee	Year 2017 (Year proposed)	Year 2016	Increase (Decrease)	
			(Baht)	(%)
Amarin Printing and Publishing Plc.	1,600,000	915,000	685,000	74.86
Amarin Television Co., Ltd.	900,000	425,000	475,000	111.76
Other service fees	None	None	-	-
Total remuneration	2,500,000	1,340,000	1,160,000	86.57

Unit : Baht

Board's Opinion

According to the recommendation of the Audit Committee, the Board of Directors has considered to select the auditors and determined the appropriate compensation. Therefore, the Board agreed to propose to the Annual General Meeting of shareholders to approve the appointment of the auditors of the Company and their remuneration for the period ended December 31, 2017 as follows.

1. Three auditors from KPMG Phoomchai Audit Limited appointed as the auditor of the Company are as follows:

Name	Permit Number	Years Auditing	
1. Ms. Sasithorn Pongadisak	8802	0 Year	or
2. Ms. Nittaya Chetchotiros	4439	0 Year	or
3. Ms. Sureerat Thongarunsang	4409	0 Year	

2. Proposed remuneration of auditors in the 2017 annual, totaled of 2,500,000 Baht

For the non-audit services in the past year, the Company and its subsidiaries did not receive other services from auditing firm or enterprise related to the auditor.

The three auditors neither have relationship nor profitable part in the Company, subsidiaries, executives of major shareholders, or associated with any of their relatives, and have been well performed in their duties, with knowledge and appropriate compensation.



อาคารแสดมปี
20 บาท

Enclosure No. 7

แบบหนังสือมอบฉันทะ (แบบ ก.) / Proxy (Form A.)

เลขทะเบียนผู้ถือหุ้น _____ เขียนที่ _____
Shareholders' Registration No. Written at
วันที่ / Date _____ เดือน / Month _____ พ.ศ. / Year _____

(1) ข้าพเจ้า (I/We) _____ สัญชาติ (Nationality) _____
อยู่บ้านเลขที่ (Address) _____

(2) เป็นผู้ถือหุ้นของ บริษัท อมารินท์พรินติ้งแอนด์พับลิชชิ่ง จำกัด (มหาชน)
(am/are a) shareholder(s) of AMARIN PRINTING AND PUBLISHING PUBLIC COMPANY LIMITED
โดยถือหุ้นจำนวนทั้งสิ้น รวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding the total number of _____ shares and having the right to vote equal to _____ votes as follows.
 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary share _____ shares and having the right to vote equal to _____ votes
 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Preferred share _____ shares and having the right to vote equal to _____ votes

3) ขอมอบฉันทะให้ / Hereby appoint (ผู้ถือหุ้นสามารถแต่งตั้งบุคคลเป็นผู้รับมอบฉันทะได้ 3 คน โดยผู้รับมอบฉันทะคนใดคนหนึ่งเพียงคนเดียวเท่านั้นที่จะเป็นผู้แทนของผู้ถือหุ้นในการมาเข้าร่วมประชุมผู้ถือหุ้น ทั้งนี้ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระก็ได้ โดยกาเครื่องหมายหน้าชื่อกรรมการอิสระที่ปรากฏข้างท้ายนี้ / Shareholder may appoint 3 proxies and only one of them shall represent him/her to attend the Meeting. Shareholder may appoint Independent Directors of the Company by indicating in the boxes in front of their names listed below.)

นายสมชาย ภคภาสนีวิวัฒน์ / Mr. Somchai Phagaphasvivat กรรมการอิสระ / Independent Director อายุ / Age 71 ปี / Years
อยู่บ้านเลขที่ 1104 ชั้น 11 อาคารจุลดิศ ริเวอร์ แมนชั่น เลขที่ 2/132-3 ซอยสามเสน 3 แขวงวัดสามพระยา เขตพระนคร กรุงเทพมหานคร 10200
Resident at Room 1104 fl.11, Juldis River Mansion No. 2/132-3, Soi Sam Sen 3, Wat Sam Phraya, Phra Nakhon, Bangkok 10200

หรือ/or นายเจริญจิตต์ ณ สงขลา / Mr. Charoenchit Na Songkhla กรรมการอิสระ / Independent Director อายุ / Age 86 ปี / Years
อยู่บ้านเลขที่ 16 ถนนอรุณพนิมิตร แขวงสามเสนใน เขตพญาไท กรุงเทพมหานคร 10400
Resident at 16 Unnopnarumit Road, Sam Sen Nai, Phaya Thai, Bangkok 10400

หรือ/or นายอำพล รวยฟูพันธ์ / Mr. Ampon Ruayfupant กรรมการอิสระ / Independent Director อายุ / Age 47 ปี / Years
อยู่บ้านเลขที่ 1 ถนนบางขุนเทียน แขวงบางบอน เขตบางบอน กรุงเทพมหานคร 10150
Resident at 1 Bangkhunthien Road, Bangbon, Bangkok, Bangkok 10150

หรือ/or ชื่อ / Name _____ อายุ / Age _____ ปี / year
อยู่บ้านเลขที่ / Resident at _____

หรือ/or ชื่อ / Name _____ อายุ / Age _____ ปี / year
อยู่บ้านเลขที่ / Resident at _____

หรือ/or ชื่อ / Name _____ อายุ / Age _____ ปี / year
อยู่บ้านเลขที่ / Resident at _____

หรือ/or ชื่อ / Name _____ อายุ / Age _____ ปี / year
อยู่บ้านเลขที่ / Resident at _____

หรือ/or ชื่อ / Name _____ อายุ / Age _____ ปี / year
อยู่บ้านเลขที่ / Resident at _____

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2560 ในวันที่ 28 เมษายน 2560 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือจะฟังเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย / Only one of them to represent myself/ourselves for attending and voting on my/our behalf at the Shareholder's Annual General Meeting Year 2017 (B.E.) to be held on April 28, 2017 at 14.00 hrs. at the Convention Hall Executive Building on 378 Chaiyapruk Road, Bangkok, or such other date, time and place as the Meeting may be adjourned.

ผู้ที่มาประชุมด้วยตนเอง โปรดนำหนังสือฉบับนี้มาแสดงต่อเจ้าหน้าที่ลงทะเบียนในวันประชุมด้วย
Please bring this proxy to show at the registration desk even shareholders who attend the meeting in person.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมครั้งนี้ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ / Any act(s) performed by the Proxy in this Meeting shall be deemed to be the action(s) performed by myself/ourselves in all respects.

ลงนาม / Signed _____ ผู้มอบฉันทะ / Grantor
 ()
 ลงนาม / Signed _____ ผู้รับมอบฉันทะ / Proxy
 ()
 ลงนาม / Signed _____ ผู้รับมอบฉันทะ / Proxy
 ()
 ลงนาม / Signed _____ ผู้รับมอบฉันทะ / Proxy
 ()

หมายเหตุ / Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้ / The shareholder appointing the Proxy must authorize only one proxy to attend and vote at the Meeting and cannot split the number of shares to many proxies for splitting votes.
2. ผู้ถือหุ้นจะมอบฉันทะเท่ากับจำนวนหุ้นที่ระบุไว้ในข้อ (2) โดยไม่สามารถจะมอบฉันทะเพียงบางส่วนน้อยกว่าจำนวนที่ระบุไว้ในข้อ (2) ได้ / The shareholder must authorize the votes to the Proxy equal to the total numbers of shares specified in Clause (2) and cannot divide those specified shares in partial to the proxy.
3. หนังสือมอบฉันทะแบบ ค. ซึ่งเป็นแบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น ซึ่งบริษัทฯ ได้เผยแพร่ไว้บนเว็บไซต์ของบริษัทฯ www.amarin.com เพื่อให้ผู้ถือหุ้นสามารถดึงข้อมูลมาใช้ได้ตามความเหมาะสม / Proxy Form C for foreign shareholders appointing custodians in Thailand. Interested shareholders can obtain information from the Company's website at www.amarin.com

อากรแสตมป์
20 บาท

แบบหนังสือมอบฉันทะ (แบบ ข.) / Proxy (Form B.)

เลขทะเบียนผู้ถือหุ้น _____ เขียนที่ _____
 Shareholders' Registration No. Written at
 วันที่ / Date ____เดือน / Month _____ พ.ศ. / Year ____

(1) ข้าพเจ้า (I/We) _____ สัญชาติ (Nationality) _____
 อยู่บ้านเลขที่ (Address) _____

(2) เป็นผู้ถือหุ้นของ บริษัท อมารินท์พรินติ้งแอนด์พับลิชชิ่ง จำกัด (มหาชน)
 (am/are a) shareholder(s) of AMARIN PRINTING AND PUBLISHING PUBLIC COMPANY LIMITED
 โดยถือหุ้นจำนวนทั้งสิ้น รวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
 holding the total number of _____ shares and having the right to vote equal to _____ votes as follows.
 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
 Ordinary share _____ shares and having the right to vote equal to _____ votes
 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
 Preferred share _____ shares and having the right to vote equal to _____ votes

(3) ขอมอบฉันทะให้ / Hereby appoint (ผู้ถือหุ้นสามารถแต่งตั้งบุคคลเป็นผู้รับมอบฉันทะได้ 3 คน โดยผู้รับมอบฉันทะคนใดคนหนึ่งเพียงคนเดียวเท่านั้นที่จะเป็นผู้แทนของผู้ถือหุ้นในการมาเข้าร่วมประชุมผู้ถือหุ้น ทั้งนี้ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระก็ได้ โดยกาเครื่องหมายหน้าชื่อกรรมการอิสระที่ปรากฏข้างท้ายนี้ / Shareholder may appoint 3 proxies and only one of them shall represent him/her to attend the Meeting. Shareholder may appoint Independent Directors of the Company by indicating in the boxes in front of their names listed below.)

นายสมชาย ภคภาสนีวิวัฒน์ / Mr. Somchai Phagaphasvivat กรรมการอิสระ / Independent Director อายุ / Age 71 ปี / Years
 อยู่บ้านเลขที่ 1104 ชั้น 11 อาคารจุลดิศ ริเวอร์ แมนชั่น เลขที่ 2/132-3 ซอยสามเสน 3 แขวงวัดสามพระยา เขตพระนคร กรุงเทพมหานคร 10200
 Resident at Room 1104 fl.11, Juldis River Mansion No. 2/132-3, Soi Sam Sen 3, Wat Sam Phraya, Phra Nakhon, Bangkok 10200

หรือ/or นายเจริญจิตต์ ณ สงขลา / Mr. Charoenchit Na Songkhla กรรมการอิสระ / Independent Director อายุ / Age 86 ปี / Years
 อยู่บ้านเลขที่ 16 ถนนอรุณพนมมิตร แขวงสามเสนใน เขตพญาไท กรุงเทพมหานคร 10400
 Resident at 16 Unnopnarumit Road, Sam Sen Nai, Phaya Thai, Bangkok 10400

หรือ/or นายอำพล รวยฟูพันธ์ / Mr. Ampon Ruayfupant กรรมการอิสระ / Independent Director อายุ / Age 47 ปี / Years
 อยู่บ้านเลขที่ 1 ถนนบางขุนเทียน แขวงบางบอน เขตบางบอน กรุงเทพมหานคร 10150
 Resident at 1 Bangkhunthien Road, Bangbon, Bangkok 10150

หรือ/or ชื่อ / Name _____ อายุ / Age _____ ปี / year
 อยู่บ้านเลขที่ / Resident at _____

หรือ/or ชื่อ / Name _____ อายุ / Age _____ ปี / year
 อยู่บ้านเลขที่ / Resident at _____

หรือ/or ชื่อ / Name _____ อายุ / Age _____ ปี / year
 อยู่บ้านเลขที่ / Resident at _____

หรือ/or ชื่อ / Name _____ อายุ / Age _____ ปี / year
 อยู่บ้านเลขที่ / Resident at _____

หรือ/or ชื่อ / Name _____ อายุ / Age _____ ปี / year
 อยู่บ้านเลขที่ / Resident at _____

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2560 ในวันที่ 28 เมษายน 2560 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย / Only one of them to represent myself/ourselves for attending and voting on my/our behalf at the Shareholder's Annual General Meeting Year 2017 (B.E.) to be held on April 28, 2017 at 14.00 hrs. at the Convention Hall Executive Building on 378 Chaiyapruk Road, Bangkok, or such other date, time and place as the Meeting may be adjourned.

ผู้ที่มาประชุมด้วยตนเอง โปรดนำหนังสือฉบับนี้มาแสดงต่อเจ้าหน้าที่ลงทะเบียนในวันประชุมด้วย
Please bring this proxy to show at the registration desk even shareholders who attend the meeting in person.

(4) ข้าพเจ้าขอมอบมติให้ผู้รับมอบมติออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
In this Meeting, I/we authorize the Proxy to vote on my/our behalf as follows.

- วาระที่ 1**
Agenda No. 1 พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้นครั้งที่ 1/2560 เมื่อวันที่ 10 กุมภาพันธ์ 2560
To consider and approve the Minutes of Extraordinary Annual General Meeting of Shareholders No. 1/2017 held on February 10, 2017.
○ (ก) ให้ผู้รับมอบมติที่มีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
○ (ข) ให้ผู้รับมอบมติออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
○ เห็นด้วย / Agree ○ ไม่เห็นด้วย / Disagree ○ งดออกเสียง / Abstain
- วาระที่ 2**
Agenda No. 2 พิจารณารับทราบผลการดำเนินงานของบริษัทฯ ในรอบปีบัญชี 2559 รับรองรายงานประจำปี 2559 และแผนงานประจำปี 2560
To consider and acknowledge the operating results for the 2016 fiscal year, the 2016 Annual Report and the 2017 Business Plan.
○ (ก) ให้ผู้รับมอบมติที่มีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
○ (ข) ให้ผู้รับมอบมติออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
○ เห็นด้วย / Agree ○ ไม่เห็นด้วย / Disagree ○ งดออกเสียง / Abstain
- วาระที่ 3**
Agenda No. 3 พิจารณารับรองงบแสดงฐานะการเงิน ณ วันที่ 31 ธันวาคม 2559 งบกำไรขาดทุนเบ็ดเสร็จ และงบกระแสเงินสด สำหรับปีสิ้นสุดวันเดียวกัน ซึ่งผ่านการตรวจสอบจากผู้สอบบัญชีประจำปี 2559
To consider and approve the Statement of Financial Position as of December 31, 2016, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31, 2016, all of which have been audited by the Company's auditor for the year 2016.
○ (ก) ให้ผู้รับมอบมติที่มีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
○ (ข) ให้ผู้รับมอบมติออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
○ เห็นด้วย / Agree ○ ไม่เห็นด้วย / Disagree ○ งดออกเสียง / Abstain
- วาระที่ 4**
Agenda No. 4 พิจารณาอนุมัติงดการจ่ายเงินปันผลประจำปีสำหรับผลการดำเนินงานตั้งแต่วันที่ 1 มกราคม 2559 ถึงวันที่ 31 ธันวาคม 2559
To consider and approve to refrain annual dividend payment for the operating period between January 1, 2016 and December 31, 2016.
○ (ก) ให้ผู้รับมอบมติที่มีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
○ (ข) ให้ผู้รับมอบมติออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
○ เห็นด้วย / Agree ○ ไม่เห็นด้วย / Disagree ○ งดออกเสียง / Abstain
- วาระที่ 5**
Agenda No. 5 พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ครบกำหนดออกจากตำแหน่งตามวาระ
To consider and elect new directors in place of those who are due to retire by rotation.
○ (ก) ให้ผู้รับมอบมติที่มีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
○ (ข) ให้ผู้รับมอบมติออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
การเลือกตั้งกรรมการทั้งหมด / Election of all directors
○ เห็นด้วย / Agree ○ ไม่เห็นด้วย / Disagree ○ งดออกเสียง / Abstain
การเลือกตั้งกรรมการเป็นรายบุคคล ดังนี้ / Election of each individual director as follows
1. นางเมตตา อุทกะพันธุ์ / Mrs. Metta Utakapan
○ เห็นด้วย / Agree ○ ไม่เห็นด้วย / Disagree ○ งดออกเสียง / Abstain
2. นางระริน อุทกะพันธุ์ ปัญจรุ่งโรจน์ / Mrs. Rarin Utakapan Punjarungroj
○ เห็นด้วย / Agree ○ ไม่เห็นด้วย / Disagree ○ งดออกเสียง / Abstain
3. นายชีพวัฒน์ ณ กลาง / Mr. Cheewapat Nathalang
○ เห็นด้วย / Agree ○ ไม่เห็นด้วย / Disagree ○ งดออกเสียง / Abstain
- วาระที่ 6**
Agenda 6 พิจารณาแต่งตั้งกรรมการเข้าใหม่เพิ่มเติมดังนี้
To consider approving an additional director
○ (ก) ให้ผู้รับมอบมติที่มีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
○ (ข) ให้ผู้รับมอบมติออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.

การเลือกตั้งกรรมการเป็นรายบุคคล ดังนี้ / Election of each individual director as follows

1. เรืออากาศโท กมลนัย ชัยเจเนียน / Flying Officer Kamolnai Chaixanien
○ เห็นด้วย / Agree ○ ไม่เห็นด้วย / Disagree ○ งดออกเสียง / Abstain
2. นายปราโมทย์ พรประภา / Mr. Pramoad Phomprapha
○ เห็นด้วย / Agree ○ ไม่เห็นด้วย / Disagree ○ งดออกเสียง / Abstain

- วาระที่ 7**
Agenda No. 7 พิจารณากำหนดค่าตอบแทนสำหรับกรรมการสำหรับปี 2560
To consider and determine Director's remuneration for the year 2017.
○ (ก) ให้ผู้รับมอบมติที่มีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
○ (ข) ให้ผู้รับมอบมติออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
○ เห็นด้วย / Agree ○ ไม่เห็นด้วย / Disagree ○ งดออกเสียง / Abstain
- วาระที่ 8**
Agenda No. 8 พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทน ประจำปี 2560
To consider and appoint the Company's auditor and determine remuneration for the year 2017.
○ (ก) ให้ผู้รับมอบมติที่มีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
○ (ข) ให้ผู้รับมอบมติออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
○ เห็นด้วย / Agree ○ ไม่เห็นด้วย / Disagree ○ งดออกเสียง / Abstain
- วาระที่ 9**
Agenda No. 9 พิจารณาแก้ไขข้อบังคับของบริษัทฯ ข้อ 40
To consider amending article 40 of the Company's Articles of Association.
○ (ก) ให้ผู้รับมอบมติที่มีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
○ (ข) ให้ผู้รับมอบมติออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
○ เห็นด้วย / Agree ○ ไม่เห็นด้วย / Disagree ○ งดออกเสียง / Abstain
- วาระที่ 10**
Agenda No. 10 พิจารณาเรื่องอื่น ๆ (ถ้ามี)
To consider other matters (if any).
○ (ก) ให้ผู้รับมอบมติที่มีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
○ (ข) ให้ผู้รับมอบมติออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
○ เห็นด้วย / Agree ○ ไม่เห็นด้วย / Disagree ○ งดออกเสียง / Abstain
- (5) การลงคะแนนเสียงของผู้รับมอบมติในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบมตินี้ ให้ถือว่ากรรมการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช้เป็น การลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น / Voting by the Proxy in any agenda that is not in accordance to that specified on this proxy form is deemed invalid and not mine/ours as a shareholder.
- (6) คำแถลงหรือเอกสารหลักฐานอื่น ๆ (ถ้ามี) ของผู้รับมอบมติ / Other statements or evidences (if any) of the Proxy
- (7) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใด นอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบมติที่มีสิทธิพิจารณาและลงมติ แทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / In case I/we have not specified my/our voting in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the Proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects. กิจการใดที่ผู้รับมอบมติได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบมติไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบมติให้ถือเสมือนว่าข้าพเจ้า ได้กระทำเองทุกประการ / Any act(s) performed by the Proxy in this Meeting, except such vote(s) that is(are) not in accordance to my/our intentions specified on this proxy form, shall be deemed to be the action(s) performed by myself/ourselves in all respects.
- ลงนาม / Signed _____ ผู้มอบมติ / Grantor
()
ลงนาม / Signed _____ ผู้รับมอบมติ / Proxy
()
ลงนาม / Signed _____ ผู้รับมอบมติ / Proxy
()
ลงนาม / Signed _____ ผู้รับมอบมติ / Proxy
()

หมายเหตุ / Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้ / The shareholder appointing the Proxy must authorize only one proxy to attend and vote at the Meeting and cannot split the number of shares to many proxies for splitting votes.
2. ผู้ถือหุ้นจะต้องมอบฉันทะเท่ากับจำนวนหุ้นที่ระบุไว้ในข้อ (2) โดยไม่สามารถจะมอบฉันทะเพียงบางส่วนน้อยกว่าจำนวนที่ระบุไว้ในข้อ (2) ได้ / The shareholder must authorize the votes to the Proxy equal to the total numbers of shares specified in Clause (2) and cannot divide those specified shares in partial to the proxy.
3. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ / In case there is more agenda than those specified above, the shareholder may display such additional agenda in the attached supplemental proxy form B.
4. กรณีหากมีข้อกำหนดหรือบังคับใดกำหนดให้ผู้รับมอบฉันทะต้องแถลงหรือแสดงเอกสารหลักฐานอื่นใด เช่น กรณีผู้รับมอบฉันทะเป็นผู้มีส่วนได้ส่วนเสียในกิจการเรื่องใดที่ได้เข้าร่วมประชุมและออกเสียงลงคะแนนก็สามารถแถลงหรือแสดงเอกสารหลักฐานโดยระบุไว้ในข้อ (6) / If there is any rule or regulation requiring the Proxy to make any statement or provide any evidence, such as the case that the Proxy has interest in any matter which he/she attends and votes at the Meeting, he/she may declare or provide relevant evidence by specifying in Clause (6).
5. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล / In the agenda of the election of directors, Shareholder or the Proxy may vote for either all directors or each individual director.
6. หนังสือมอบฉันทะ แบบ ค. ซึ่งเป็นแบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นซึ่งบริษัทฯ ได้เผยแพร่ไว้บนเว็บไซต์ของบริษัทฯ www.amarin.com / Proxy Form C for foreign shareholders appointing custodians in Thailand. Interested shareholders can obtain in from the Company's website at www.amarin.com

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Supplemental Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท อมารินทรพ์ริ้นติ้งแอนด์พับลิชชิ่ง จำกัด (มหาชน)

As the Proxy to act on behalf of the shareholder of Amarin Printing and Publishing Public Company Limited.

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2560 ในวันที่ 28 เมษายน 2560 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย / in the Shareholder's Annual General Meeting 2017 (B.E.) to be held on April 28, 2017 at 14.00 hrs. at the Convention Hall Executive Building on 378 Chaiyapruk Road, Bangkok, or such other date, time and place as the Meeting may be adjourned.

วาระที่ _____ เรื่อง _____

Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.

เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

วาระที่ _____ เรื่อง _____

Agenda Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.

เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

วาระที่ _____ เรื่อง เลือกตั้งกรรมการ (ต่อ) _____

Agenda Subject Election of Directors (Continues)

ชื่อกรรมการ _____

Director's name

เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

ชื่อกรรมการ _____

Director's name

เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

ชื่อกรรมการ _____

Director's name

เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I/We hereby certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

ลงนาม / Signed _____ ผู้มอบฉันทะ / Grantor
()

ลงนาม / Signed _____ ผู้รับมอบฉันทะ / Proxy
()

ลงนาม / Signed _____ ผู้รับมอบฉันทะ / Proxy
()

ลงนาม / Signed _____ ผู้รับมอบฉันทะ / Proxy
()

อากรแสตมป์
20 บาท

แบบหนังสือมอบฉันทะ (แบบ ค.) / Proxy (Form C.)

เลขทะเบียนผู้ถือหุ้น _____ เขียนที่ _____
Shareholders' Registration No. _____ Written at _____
วันที่ / Date _____ เดือน / Month _____ พ.ศ. / Year _____

(1) ข้าพเจ้า (I/We) _____ สัญชาติ (Nationality) _____
อยู่บ้านเลขที่ (Address) _____

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ _____

As the Custodian for

ซึ่งเป็นผู้ถือหุ้นของ บริษัท อมารินพรินต์ติ้งแอนด์พับลิชชิ่ง จำกัด (มหาชน)

Who is a shareholder(s) of AMARIN PRINTING AND PUBLISHING PUBLIC COMPANY LIMITED

โดยถือหุ้นจำนวนทั้งสิ้น รวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding the total number of _____ shares and having the right to vote equal to _____ votes as follows.

หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Ordinary share _____ shares and having the right to vote equal to _____ votes

หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง

Preferred share _____ shares and having the right to vote equal to _____ votes

(2) ขอมอบฉันทะให้ / Hereby appoint (ผู้ถือหุ้นสามารถแต่งตั้งบุคคลเป็นผู้รับมอบฉันทะได้ 3 คน โดยผู้รับมอบฉันทะคนใดคนหนึ่งเพียงคนเดียวเท่านั้นที่จะเป็น
ผู้แทนของผู้ถือหุ้นในการมาเข้าร่วมประชุมผู้ถือหุ้น ทั้งนี้ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระก็ได้ โดยกาเครื่องหมายหน้าชื่อกรรมการอิสระที่ปรากฏ
ข้างท้ายนี้ / Shareholder may appoint 3 proxies and only one of them shall represent him/her to attend the Meeting. Shareholder may appoint
Independent Directors of the Company by indicating in the boxes in front of their names listed below.)

นายสมชาย ภคภาสนีวิวัฒน์ / Mr. Somchai Phagaphasvivat กรรมการอิสระ / Independent Director อายุ / Age 71 ปี / Years
อยู่บ้านเลขที่ 1104 ชั้น 11 อาคารจุลดิศ ริเวอร์ แมนชั่น เลขที่ 2/132-3 ซอยสามเสน 3 แขวงวัดสามพระยา เขตพระนคร กรุงเทพมหานคร 10200
Resident at Room 1104 fl.11, Juldis River Mansion No. 2/132-3, Soi Sam Sen 3, Wat Sam Phraya, Phra Nakhon, Bangkok 10200

หรือ/or นายเจริญจิตต์ ณ สงขลา / Mr. Charoenchit Na Songkhla กรรมการอิสระ / Independent Director อายุ / Age 86 ปี / Years
อยู่บ้านเลขที่ 16 ถนนอรุณพนิมิตร แขวงสามเสนใน เขตพญาไท กรุงเทพมหานคร 10400
Resident at 16 Unnopnarumit Road, Sam Sen Nai, Phaya Thai, Bangkok 10400

หรือ/or นายอำพล รวยฟูพันธ์ / Mr. Ampon Ruayfupant กรรมการอิสระ / Independent Director อายุ / Age 47 ปี / Years
อยู่บ้านเลขที่ 1 ถนนบางขุนเทียน แขวงบางบอน เขตบางบอน กรุงเทพมหานคร 10150
Resident at 1 Bangkhunthien Road, Bangbon, Bangkok 10150

หรือ/or ชื่อ / Name _____ อายุ / Age _____ ปี / year
อยู่บ้านเลขที่ / Resident at _____

หรือ/or ชื่อ / Name _____ อายุ / Age _____ ปี / year
อยู่บ้านเลขที่ / Resident at _____

หรือ/or ชื่อ / Name _____ อายุ / Age _____ ปี / year
อยู่บ้านเลขที่ / Resident at _____

หรือ/or ชื่อ / Name _____ อายุ / Age _____ ปี / year
อยู่บ้านเลขที่ / Resident at _____

หรือ/or ชื่อ / Name _____ อายุ / Age _____ ปี / year
อยู่บ้านเลขที่ / Resident at _____

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2560 ในวันที่
28 เมษายน 2560 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือจะฟัง
เลื่อนไปในวัน เวลา และสถานที่อื่นด้วย / Only one of them to represent myself/ourselves for attending and voting on my/our behalf at the Shareholder's
Annual General Meeting Year 2017 (B.E.) to be held on April 28, 2017 at 14.00 hrs. at the Convention Hall Executive Building on 378 Chaiyapruk Road,
Bangkok, or such other date, time and place as the Meeting may be adjourned.

ผู้ที่มาประชุมด้วยตนเอง โปรดนำหนังสือฉบับนี้มาแสดงต่อเจ้าหน้าที่ลงทะเบียนในวันประชุมด้วย
Please bring this proxy to show at the registration desk even shareholders who attend the meeting in person.

- (3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
We authorize the Proxy to attend and vote in this Meeting as follows.
- มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้ / authorize the Proxy to vote equal to the total number of the shares held.
- มอบฉันทะบางส่วน คือ / authorize in partial as follows.
- | | | |
|--|--|---------------|
| <input type="checkbox"/> หุ้นสามัญ _____ | หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ | เสียง |
| Ordinary share | shares and having the right to vote equal to | votes |
| <input type="checkbox"/> หุ้นบุริมสิทธิ _____ | หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ | เสียง |
| Preferred share | shares and having the right to vote equal to | votes |
| รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด (Total Voting) _____ | | เสียง (votes) |

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
In this Meeting, I/we authorize the Proxy to vote on my/our behalf as follows.

- วาระที่ 1** พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้นครั้งที่ 1/2560 เมื่อวันที่ 10 กุมภาพันธ์ 2560
Agenda No. 1 To consider and approve the Minutes of Extraordinary Annual General Meeting of Shareholders No. 1/2017 held on February 10, 2017.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

- วาระที่ 2** พิจารณารับทราบผลการดำเนินงานของบริษัทฯ ในรอบปีบัญชี 2559 รับรองรายงานประจำปี 2559 และแผนงานประจำปี 2560
Agenda No. 2 To consider and acknowledge the operating results for the 2016 fiscal year, the 2016 Annual Report and the 2017 Business Plan.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

- วาระที่ 3** พิจารณารับรองงบแสดงฐานะการเงิน ณ วันที่ 31 ธันวาคม 2559 งบกำไรขาดทุนเบ็ดเสร็จ และงบกระแสเงินสด สำหรับปีสิ้นสุดวันเดียวกัน ซึ่งผ่านการตรวจสอบจากผู้สอบบัญชีประจำปี 2559
Agenda No. 3 To consider and approve the Statement of Financial Position as of December 31, 2016, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31, 2016, all of which have been audited by the Company's auditor for the year 2016.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

- วาระที่ 4** พิจารณาอนุมัติงดการจ่ายเงินปันผลประจำปี สำหรับผลการดำเนินงาน ตั้งแต่วันที่ 1 มกราคม 2559 ถึงวันที่ 31 ธันวาคม 2559
Agenda No. 4 To consider and approve to refrain annual dividend payment for the operating period between January 1, 2016 and December 31, 2016.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

- วาระที่ 5** พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ครบกำหนดออกจากตำแหน่งตามวาระ
Agenda No. 5 To consider and elect new directors in place of those who are due to retire by rotation.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
- การเลือกตั้งกรรมการทั้งหมด/ Election of all directors
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain
- การเลือกตั้งกรรมการเป็นรายบุคคล ดังนี้ / Election of each individual director as follows
- นางเมตตา อุทกะพันธุ์ / Mrs. Metta Utakapan
 - นางระริน อุทกะพันธุ์ ปัญจรุ่งโรจน์ / Mrs. Rarin Utakapan Punjarungroj
 - นายชิวพัฒนา ณ ถลาง / Mr. Cheewapat Nathalang
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

- วาระที่ 6** พิจารณาแต่งตั้งกรรมการเข้าใหม่เพิ่มเติมดังนี้
Agenda No. 6 To consider approving an additional director
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
- การเลือกตั้งกรรมการเป็นรายบุคคล ดังนี้ / Election of each individual director as follows
- เรืออากาศโท กมลนัย ชัยเนียรน / Flying Officer Kamolnai Chaixanien
 - นายปราโมทย์ พรประภา / Mr. Pramoad Phornprapha
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

- วาระที่ 7** พิจารณากำหนดค่าตอบแทนสำหรับกรรมการ สำหรับปี 2560
Agenda No. 7 To consider and determine Director's remuneration for the year 2017.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

- วาระที่ 8** พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทน ประจำปี 2560
Agenda No. 8 To consider and appoint the Company's auditor and determine remuneration for the year 2017.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

- วาระที่ 9** พิจารณาแก้ไขข้อบังคับของบริษัทฯ ข้อ 40
Agenda No. 9 To consider amending article 40 of the Company's Articles of Association.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

- วาระที่ 10** พิจารณาเรื่องอื่น ๆ (ถ้ามี)
Agenda No. 10 To consider other matters (if any).
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช้เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น / Voting by the Proxy in any agenda that is not in accordance to that specified on this proxy form is deemed invalid and not mine/ours as a shareholder.
- (6) คำแถลงหรือเอกสารหลักฐานอื่น ๆ (ถ้ามี) ของผู้รับมอบฉันทะ / Other statements or evidences (if any) of the Proxy
- (7) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / In case I/we have not specified my/our voting in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the Proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ / Any act(s) performed by the Proxy in this Meeting, except such vote(s) that is(are) not in accordance to my/our intentions specified on this proxy form, shall be deemed to be the action(s) performed by myself/ourselves in all respects.

ลงนาม / Signed _____ ผู้มอบฉันทะ / Grantor
()

ลงนาม / Signed _____ ผู้รับมอบฉันทะ / Proxy
()

ลงนาม / Signed _____ ผู้รับมอบฉันทะ / Proxy
()

ลงนาม / Signed _____ ผู้รับมอบฉันทะ / Proxy
()

หมายเหตุ / Remarks

- หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น / Proxy Form C. is used only in case the shareholder's name appeared on the registration book is a foreign shareholder who appoints the Custodian in Thailand to be in charge of his/her shares.
- หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ / Documents required are
 - หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียนเป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน / Evidence stating authorization from the shareholder to the Custodian to sign the Proxy Form on behalf of him/her
 - หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน / Evidence confirming that the person who signed on the Proxy Form is a licensed Custodian.
- ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้ / The shareholder appointing the proxy must authorize only one proxy to attend and vote at the Meeting and cannot split the number of shares to many proxies for splitting votes.
- วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล / In the agenda of the election of directors, Shareholder or the Proxy may vote for either all directors or each individual director.
- ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ / In case there is more agenda than those specified above, the shareholder may display such additional agenda in the attached supplemental proxy form C.
- กรณีหากมีข้อกำหนดหรือข้อบังคับใดกำหนดให้ผู้รับมอบฉันทะต้องแถลงหรือแสดงเอกสารหลักฐานอื่นใด เช่น กรณีผู้รับมอบฉันทะเป็นผู้มีส่วนได้ส่วนเสียในกิจการเรื่องใดที่ได้เข้าร่วมประชุมและออกเสียงลงคะแนนก็สามารถแถลงหรือแสดงเอกสารหลักฐานโดยระบุไว้ในข้อ (6) / If there is any rule or regulation requiring the Proxy to make any statement or provide any evidence, such as the case that the Proxy has interest in any matter which he/she attends and votes at the Meeting, he/she may declare or provide relevant evidence in by specifying in Clause (6).

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. / Supplemental Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท อมารินทรพ์ริ้นติ้งแอนด์พับลิชชิ่ง จำกัด (มหาชน)
As the Proxy to act on behalf of the shareholder of Amarin Printing and Publishing Public Company Limited.

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2560 ในวันที่ 28 เมษายน 2560 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย / in the Shareholder's Annual General Meeting 2017 (B.E.) to be held on April 28, 2017 at 14.00 hrs. at the Convention Hall Executive Building on 378 Chaiyapruk Road, Bangkok, or such other date, time and place as the Meeting may be adjourned.

วาระที่ _____ เรื่อง _____
Agenda Subject
 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
 เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

วาระที่ _____ เรื่อง _____
Agenda Subject
 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows.
 เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

วาระที่ _____ เรื่อง เลือกตั้งกรรมการ (ต่อ) _____
Agenda Subject Election of Directors (Continues)
 ชื่อกรรมการ _____
Director's name
 เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain
 ชื่อกรรมการ _____
Director's name
 เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain
 ชื่อกรรมการ _____
Director's name
 เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

**ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ
I/We hereby certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.**

ลงชื่อ / Signed _____ ผู้มอบฉันทะ / Grantor
()
วันที่ / Date _____

ลงชื่อ / Signed _____ ผู้รับมอบฉันทะ / Proxy
()
วันที่ / Date _____

ลงชื่อ / Signed _____ ผู้รับมอบฉันทะ / Proxy
()
วันที่ / Date _____

ลงชื่อ / Signed _____ ผู้รับมอบฉันทะ / Proxy
()
วันที่ / Date _____



Data independent of proxies of shareholders

Mr. Somchai Phagaphasvivat

Age 71 Years



Date of Birth January 1, 1946

Address Room 1104 Floor 11, Juladis River Mansion,
Wat Sam Phraya, Bangkok 10200, Thailand

Nationality Thai

Position Chairman of Audit Committee and Independent Director

Start Year as a Director 1993

Education Doctorado de Estado, Facultad de Ciencia Politica,
Universidad Complutense de Madrid, Spain
Diplome d'Etudes Superieures (Economic Integration),
Universite de Nancy France
Licenciatura, Facultad de Ciencia Politica y Economica,
Universidad Complutense de Madrid, Spain
Bachelor of Arts, Chulalongkorn University

Training Director Position DPA, Thai Institute of Directors Association

Work Experience

2013 - Present	Chairman of Audit Committee Amarin Printing & Publishing Public Company Limited
1996 - 2013	Member of Audit Committee Amarin Printing & Publishing Public Company Limited
1996 - Present	Independent Director Amarin Printing & Publishing Public Company Limited
2007 - Present	Independent Director and Chairman of Audit Committee Lee Feed Mill Public Company Limited
2013 - Present	Chairman SEAFCO Public Company Limited
2006 - 2013	Chairman of Audit Committee SEAFCO Public Company Limited
2006 - Present	Independent Director SEAFCO Public Company Limited
2007 - Present	Director and Chairman of Audit Committee The Krungthep Thanakom Company Limited
2007 - Present	Director and Chairman of Audit Committee Thai Hua Rubber Public Company Limited
2015 - Present	Director Supalai Public Company Limited
2010 - 2011	Independent Director and Member of Audit Committee Siam City Bank Public Company Limited

Shares -None-

Prohibited Qualification No history of criminal offenses
No history of transactions that may be a conflict of interest with the Company

Time in Committee 25 Years

The Stakeholders in this meeting None

More information about the relationship

Relationship in the Company	Status / Explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights	None
2. Is a close relative with the administrators of the major shareholders of the Company - a subsidiary	No
3. Committee to participate in the management of employee or consultant who has been a regular salary	No
4. Is a professional service provider (such as auditors or legal counsel)	No
5. A business relationship (such as buying - selling raw materials / products / services, lending or borrowing money)	No

- (*) 1. Business competition includes other companies and businesses where the directors/active executives have majority of the revenue. (More than 50 percent of total revenue of the Company/other business) from running competing or similar business.
2. A significantly related business includes other companies and businesses whose directors/active directors are also the Customer/Supplier/Trade accounts receivable or Trade accounts payable etc. The significance of the related business is considered based on the amount of the purchase/sale/rent of all products and services during the previous year of the Company and its business.

Note : Board of Directors meeting of the year 2016, 8 / 8 times.
: Attend the Annual General Meeting of Shareholders 2016, 1 / 1 time.
: Attend the Extraordinary General Meeting of Shareholders No. 1/2017, 1 / 1 time.
: Board of Audit Committee meeting year 2016, 9 / 9 times.

Data independent of proxies of shareholders (Next)

Mr. Charoenchit Nasongkhla

Age 86 Years



Date of Birth	December 8, 1930
Address	16 Unnopnarumit Road, Sam Sen Nai, Phaya Thai, Bangkok
Nationality	Thai
Position	Chairman of the Nomination and Remuneration Committee, Member of Audit Committee and Independent Director
Start Year as a Director	1993
Education	Bachelor degree from Faculty of Political Science, Thammasat University
Training Director Position	DAP 38/2005, Thai Institute of Directors Association
Work Experience	1998 - Present Member of Audit Committee and Independent Director Amarin Printing & Publishing Public Company Limited 2013 - Present Chairman of Nomination and Remuneration Committee Amarin Printing & Publishing Public Company Limited 1993 - 1998 Director Amarin Printing & Publishing Public Company Limited Senator, Deputy Ministry of the Interior, Permanent Secretary of the Interior and Director of the Centre for the Southern Border Provinces Administration (SBPAC)
Shares	-None-
Prohibited Qualification	No history of criminal offenses No history of transactions that may be a conflict of interest with the Company
Time in Committee	25 Years
The Stakeholders in this meeting	None

More information about the relationship

Relationship in the Company	Status / Explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights	None
2. Is a close relative with the administrators of the major shareholders of the Company - a subsidiary	No
3. Committee to participate in the management of employee or consultant who has been a regular salary	No
4. Is a professional service provider (such as auditors or legal counsel)	No
5. A business relationship (such as buying - selling raw materials/products/ services, lending or borrowing money)	No

- (*) 1. Business competition includes other companies and businesses where the directors/active executives have majority of the revenue. (More than 50 percent of total revenue of the Company/other business) from running competing or similar business.
2. A significantly related business includes other companies and businesses whose directors/active directors are also the Customer/Supplier/Trade accounts receivable or Trade accounts payable etc. The significance of the related business is considered based on the amount of the purchase/sale/rent of all products and services during the previous year of the Company and its business.

Note : Board of Directors meeting of the year 2016, 8/8 times.
: Attend the Annual General Meeting of Shareholders 2016, 1/1 time.
: Attend the Extraordinary General Meeting of Shareholders No. 1/2017, 1/1 time.
: Board of Audit Committee meeting year 2016, 9/9 times.

Data independent of proxies of shareholders (Next)

Mr. Ampon Ruayfupant

Age 47 years



Date of Birth	December 13, 1969
Address	1 Bangkhunthien, Bangbon, Bangbon, Bangkok 10150
Nationality	Thai
Position	Member of Audit Committee and Independent Director
Education	Master of Business - Finance From: Cornell University
Work Experience	2013 - Present Independent Director and Member of Audit Committee Amarin Printing and Publishing Public Company Limited 2010 - Present Independent Director and Member of Audit Committee Chiangmai frozen foods Public Company Limited 2010 - Present Executive Director Pilot Knit Sport Wear Company Limited Present Director Mahachai Thai Foods Company Limited Present Director, Y.U.D Holding Company Limited Present Director, Y.U.D Textile Company Limited Present Director, M.T.F. Marketing Company Limited Present Director, Bangkok Label Company Limited Present Director, Hi Tech Embroidery Company Limited Present Partner, Yongudomkarntho Partnership Present Director Rising Corporation Company Limited Present Director Fasamut View Company Limited
Shareholding in the Company	32,247 shares
Prohibited qualification	No history of criminal offenses regarding fraudulent acquisition of assets No history of conflict of interest transactions in the past year
Time in Committee	5 Years
The Stakeholders in this meeting	None

More information about the relationship

Relationship in the Company	Status / Explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights	32,247 shares 0.0147%
2. Is a close relative with the administrators of the major shareholders of the Company - a subsidiary	No
3. Committee to participate in the management of employee or consultant who has been a regular salary	No
4. Is a professional service provider (such as auditors or legal counsel)	No
5. A business relationship (such as buying - selling raw materials/products/ services, lending or borrowing money)	No

(*) 1. Business competition includes other companies and businesses where the directors/active executives have majority of the revenue. (More than 50 percent of total revenue of the Company/other business) from running competing or similar business.

2. A significantly related business includes other companies and businesses whose directors/active directors are also the Customer/Supplier/Trade accounts receivable or Trade accounts payable etc. The significance of the related business is considered based on the amount of the purchase/sale/rent of all products and services during the previous year of the Company and its business.

Note. : Board of Directors meeting of the year 2016, 8/8 times.
: Attend the Annual General Meeting of Shareholders 2016, 1/1 time.
: Attend the Extraordinary General Meeting of Shareholders No. 1/2017, 1/1 time.
: Board of Audit Committee meeting year 2016, 9/9 times.

Documents and evidences that the participants will be required prior to the conference**Conditions / How to register, attend the meeting by proxy, and vote**

To build a confidence for the shareholders, investors and all relevant parties and to clarify shareholder conference with righteous and beneficial to the shareholders; therefore, the Company decided to review documents or proof of a shareholder or a representative of the shareholders entitled to attend the meeting to the shareholders or representatives of shareholders. The Company reserves the right to file a waiver of documentation or proof of a shareholder or a representative of the shareholders entitled to attend the meeting. After the conference started due to the schedule in the notice, the Company reserves the right to refrain from voting for the agenda which is already considered and announced the votes. The shareholders can vote only remaining term.

Documents and evidence that the participants will be required prior to the meeting: Shareholders who are Thai nationality**Attending the conference him/herself:**

- Show I.D. which the government issued that has not expired, such as identity card, official card, or passport.

Appoint proxies to attend the meeting:

- Proxy (In the form attached with invitation), which is complete and accurate, with grantor signature, and 20 Baht stamp.
- A copy of the document issued by the Government of shareholders and not expired, such as identity card, official card, or passport with certified signature.
- A copy of the document issued by the Government of Proxies, and has not expired, such as, identity card, official card, or passport with certified signature.

Shareholders who are legal entities registered in Thailand**If authorized person on behalf of corporate entity attend the conference him/herself**

- A copy of the document issued by the Government of the corporate entity which has not expired, such as, identity card, official card, or passport with certified signature.
- Certificate of Company Registration of the shareholders. The certified true copy by the corporate entity, and the text shows that the corporate entity, the participant is authorized to act on behalf of a corporate shareholder.

Appoint proxies to attend the meeting:

- Proxy (In the form attached with invitation), which is complete and accurate, and signed by a person authorized to sign on behalf of the entity specified in the proxy issued by the Ministry of Commerce with the corporate seal (if any).
- A copy of Company Registration of shareholders who have been certified by the corporate entity, and the text shows that the corporate entity that signed the proxy form, authorized to act on behalf of the shareholders.
- A copy of the document issued by the government to corporate entity, and has not expired, such as, identity card, official card, or passport with certified signature.
- A copy of the document issued by the government to Proxies, and has not expired, such as, identity card, official card, or passport with certified signature.

Shareholders who are not a Thai national or a corporate entity established under foreign law

Please have your documents and documents as the same as individual or, legal entities case, use the following documents.

- Copy of shareholders' passport or a juristic person or by proxy with certified signature.
- A copy of the entity that issued by the Government of the entity is located. It requires a detailed legal entity authorized to bind the entity and the conditions or restrictions on the sign.
- The original documents which are not in English must be translated in English and attached with the legal representative of the individuals personality and authentication of the translation.

Shareholders who are investing abroad and appointed as custodian (Custodian) in Thailand as the depositary shares and care

- Same documents as the legal entity
- Power of attorney from the shareholder to custodian who signed the proxy.
- Confirmation that the custodian as the signer in the proxy statement authorized business as custodian.

How to appoint a proxy

The Company has sent a proxy statement Form A. - Form B. - Form C. according to the regulations of Department of Business Development, Ministry of Commerce. The proxy form is clear and obvious, so the shareholders who cannot attend the Company shareholders conference can appoint their proxies by carrying out the below instructions.

- (1) Shareholders who cannot attend the meeting can consider whether to appoint a person or any independent directors to be a proxy. The shareholder may specify a proxy more than one person. If any proxy could not attend the meeting, other proxies can attend instead.

- (2) Attach 20 Baht stamp duty crossed with a date of the proxy statement to make accurate and legally binding.

The Company provides a stamp duty for proxies who attend the meeting.

- (3) Send the proxy form back to "Office of President" within April 20, 2017 before 12.00 hrs. so as to the Company's staff members can check the document in time before the meeting.

The shareholder can hold many shares, but can not split the number of shares to proxy, so the proxies are able to cast more votes.

The Company provides Proxy Form A. (Proxy, Common, uncomplicated one), and C. (Proxy only if the shareholders are foreign investors and appointed custodian in Thailand to be the depositary shares and care.) The shareholders can print information from the Company's website www.amarin.com.

Conference Registration

The Company will begin the shareholder registration approximately an hour and a half before the meeting is started, or from 12.00 hrs. on April 28, 2017 onwards. The conference will take place at Convention Hall, Executive Building, Amarin Printing & Publishing Public Company Limited, 378, Chaiyaphruk Road, Taling Chan, Taling Chan, Bangkok. The map of the conference is attached herewith.

Shareholder Conference Voting

Balloting the vote on each agenda item is done by hand, in disclosing display. One person is one vote.

The shareholders will be excluded from proxy vote which are agree, disagree, or vote for abstain, as many votes.

- (1) In the case of proxy voting, the proxy must vote as specified in the proxy form. If the proxy does not specify the purpose of voting on the proxy form or not clearly defined, the proxy is entitled to consider and vote instead.
- (2) Resolution of the shareholders' meeting must include the following vote.
 - In common case, the conference decision is based on a majority votes of the meeting.
 - Other cases which have laws or regulations, the chairman of the meeting will notify shareholders at the meeting acknowledged before the vote on each agenda item above.
- (3) If an equality of votes take place, the chairman shall have an additional one vote separately as a casting vote.
- (4) Shareholders or proxies which have special interests in particular is prohibited from voting on such matter. The Chairman of the meeting may ask the shareholders or proxies to temporarily leave the meeting, unless voting for the election of directors.

Company regulations concerning the shareholder conference

Article 45. Board of Directors must provide the shareholders an annual general conference within four months after the end of its fiscal year. Meeting of shareholders other than the above, then called the special meeting.

The Committee may call shareholders for special meeting whenever it deemed appropriate, or the combined shareholders equity of not less than one-fifth of the total number of issued shares, or shareholders not less than twenty-five people, whose share in aggregate not less than one-tenth of the total number of issued shares. The shareholders can make a written request to the Board of Directors request a special meeting of shareholders at any time. But shareholders must specify the reasons for asking for a meeting in the requesting letter. In this case, the Board of Directors shall organize the shareholders' meeting within one month from the date receiving requesting letter.

Article 46. In a shareholders' conference, the Committee will organize conference invitation notice specified meeting place, date, time, agenda and the matters to be proposed at the conference, with appropriate details. Also, the notice has to distribute to the shareholders and the registrar not less than seven days before the meeting. Moreover, Meeting notices should be printed and advertised in the newspaper every day for three days before the conference.

Article 47. The shareholders conference must have shareholders and proxies from the shareholders (if any) presence of not less than twenty-five people, or not less than half of all shareholders. Also, the shareholders conference must have shares in aggregate not less than one-third of the total issued shares to constitute a quorum.

In case that the scheduled shareholder meeting is delayed for one hour due to the insufficient quorum as specified, the meeting shall be cancelled despite the requests of shareholders. In case of the special requests of shareholders to reconvene a meeting, the invitation letter must be submitted to the shareholders at least seven days prior to the meeting. The number of shareholders present in this meeting is not required to meet the number of the quorum.

At the meeting of shareholders, the President shall preside at the meeting. If the Chairman is not present at the meeting or is unable to perform his/her duties, the Vice Chairman shall preside. If there is no Vice Chairman, or Deputy Chairman is unable to perform his duties, the meeting will set the election of a shareholder who attended the meeting, to be presided over the meeting.

Notification of intention to use the van
The 2017 Annual General Meeting of Shareholders
Amarin Printing and Publishing Public Company Limited

Article 48. The resolution of the shareholders' conference shall consist of the following votes:

- (1) A decision shall be made by voting. No matter voting will be done, one share is equal to one, except the Company has issued preference shares and shall have the right to vote less than ordinary.
- (2) In normal case, the conference accept a majority vote of shareholders attending the meeting. If there is an equality of votes, the chairman of the meeting shall vote as an additional vote.
- (3) In the following case, a vote must not be less than three-fourths of the shareholders votes who entitled to vote attending the conference.
 - (a) Sale or transfer all business, or some of the key to others.
 - (b) Purchasing or acquiring other companies, or private companies to the Company.
 - (c) The amendment or termination of a contract relating to the Company lease, or essential part.
 - (d) The assignment to someone else to manage the business or merge with others, due to sharing profit and loss.
 - (e) The increase or decrease the capital of the Company.
 - (f) Bond.
 - (g) The merger or dissolution.

Article 49. Minimum transactions for an annual general meeting.

- (1) Acknowledge the committee's report that represents the activities of the Company during the past year.
- (2) Approve the balance sheet and profit and loss account.
- (3) Approve the appropriation of profit.
- (4) Elect directors who retire by rotation.
- (5) Appoint the auditor and the amount of audit fees.
- (6) Other parties.

Article 50. The Company must submit the shareholders accounts in the annual general conference, stating the name, nationality, number of shares held, and certificate number to the registrar within one month from the date of completion of the conference.

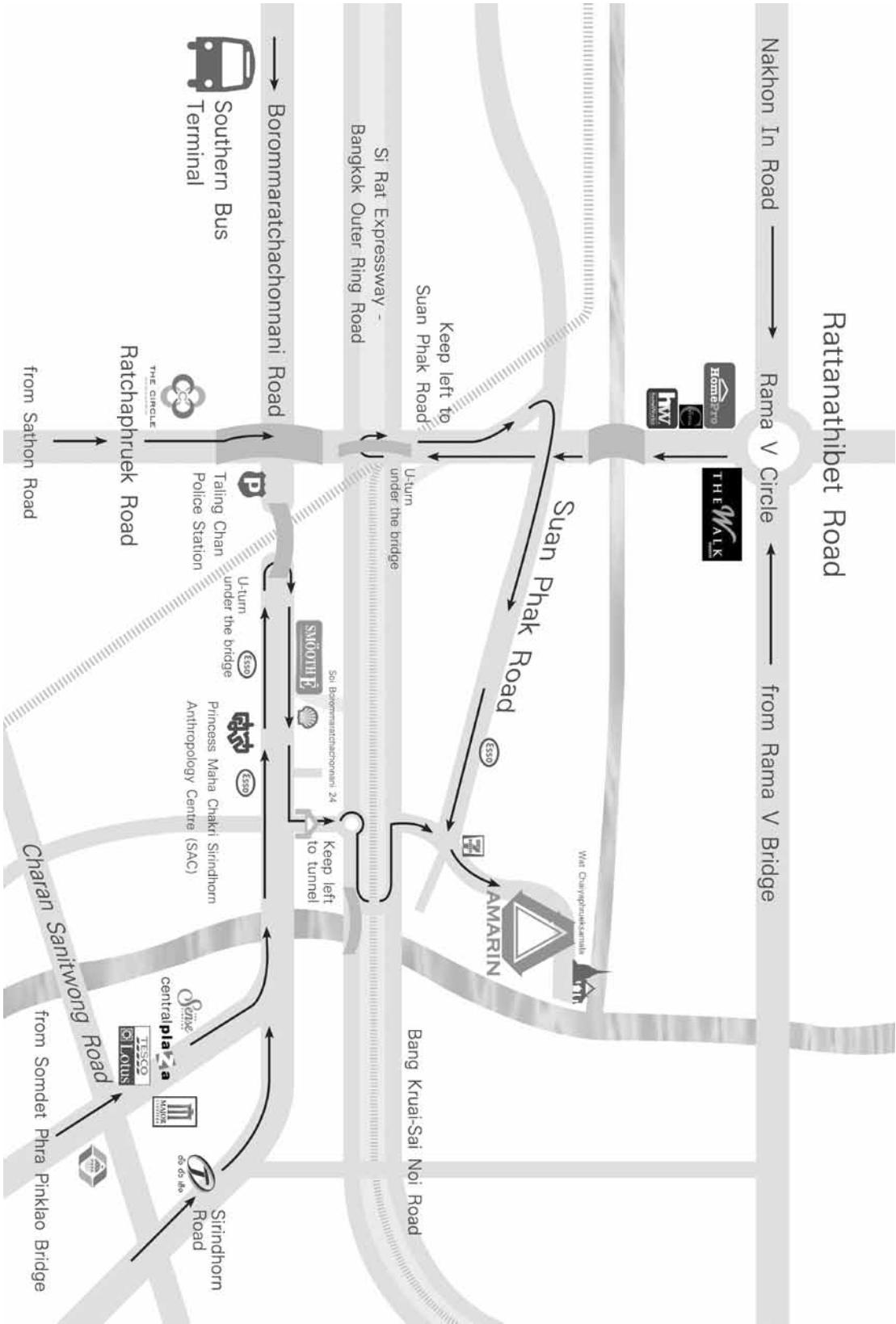
I/We _____

Mobile No. _____

Address _____

Remarks:

1. The shareholders can submit your request using a van service to the Company on or before April 25, 2017 at ir@amarin.co.th. or fax 0-2423-9900 ext. 6800.
2. The van will depart from Bang Wa BTS Station at 12.30 hrs. and the Company's staff member will contact the shareholders on April 26, 2017 at 12.00 hrs. by telephone to inform the shareholders about the parking spot.
3. In case the appointed time of 12.30 hrs. on April 28, 2017, the Company reserves the right to consider leaving at the scheduled time in order that other shareholders can attend the meeting on time.
4. The Company reserves the right for the shareholders who first express their intention to use a van service.
5. In case that the shareholders did not get confirmation as informed in No. 2, please contact the Company on or before April 26, 2017 to preserve the rights. The shareholders can contact at Tel. 0-2423-9900 ext. 6806, 6817.



Map

Amarin Printing & Publishing Public Company Limited

No. 378 Chaiyaphruk Road, Taling Chan, Taling Chan, Bangkok Tel. 0-2422-9999

Convention Hall, Executive Building.