

**BEYOND BOUNDARIES**



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**Amarin Printing and Publishing Public Company Limited**

Invitation letter to the 2020 Annual General Meeting of Shareholders



June 9, 2020

- Subject: Invitation to the 2020 Annual General Meeting of Shareholders
- Attention: Shareholders of Amarin Printing and Publishing Public Company Limited
- Enclosures:
1. A copy of Minutes of the 2019 Annual General Meeting of Shareholders held on April 29, 2020
  2. 2019 Annual Report in form of QR code with registration form
  3. List of auditor and auditor's remuneration for the year 2020
  4. List and profile of new directors nominated for directorship in place of those to be retired by rotation and definition of an independent director
  5. Director's remuneration for the year 2020
  6. Proxy forms
  7. Independent director profile for an appointment of proxy
  8. Documents and evidence required to be presented before participating in the Meeting
  9. Articles of Association of the Company concerning Meeting of Shareholders
  10. Usage Direction of QR Code for downloading 2019 Annual Report
  11. Form requesting for 2019 Annual Report in form of booklet
  12. Map of direction to meeting venue

Amarin Printing and Publishing Public Company Limited cordially invites you to attend the 2020 Annual General Meeting of Shareholders on July 10, 2020 at 10:00 a.m. at the Convention Hall, Executive Building, 378 Chaiyaphruk Road, Taling Chan, Taling Chan, Bangkok 10170 to consider matters according to the following agenda.

**Agenda 1: To consider and adopt the Minutes of the 2019 Annual General Meeting of Shareholders held on April 29, 2019**

Background and Rationale: The 2019 Annual General Meeting of Shareholders was held on April 29, 2019. A copy of the minutes of the meeting has been attached to this invitation as Enclosure No. 1. The said minutes of the meeting have also been published on the Company's website at [www.amarin.com](http://www.amarin.com).

Board's Opinion: The Board considered the Minutes of the 2019 Annual General Meeting of Shareholders held on April 29, 2019 to have been accurately recorded and that it should be further proposed to the Shareholders Meeting for consideration and adoption.



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

**Agenda 2: To consider and acknowledge the operating results for the 2019 fiscal year, the 2019 Annual Report and the 2020 Business Plan**

Background and Rationale: The Company has summarized its operating results for the year 2019, as per the details given in Enclosure No. 2 attached to this invitation. The 2019 operating results have also been published on the Company's website at [www.amarin.com](http://www.amarin.com), and the 2020 Business Plan has been presented in the Company's Annual Report.

Board's Opinion: It is appropriate for shareholders to acknowledge the operating results for the year 2019, the 2019 Annual Report and the 2020 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, 2019, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31, 2019, all of which have been audited by the Company's auditor for the year 2019**

Background and Rationale: In order to comply with the Public Limited Companies 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 2019 have been reviewed by the Audit Committee and approved by the Company's certified auditor for their correctness.

The Company and its subsidiaries generated a net profit of Baht 167,717,335 out of its 2019 operations as set out in Enclosure No. 2 and summarized as follows:

**(Unit: Million Baht)**

	<b>Consolidated Financial Statements</b>	<b>Separate Financial Statements</b>
Total Assets	5,284.16	6,761.74
Total Liabilities	1,111.36	430.49
Shareholders' Equity	4,172.80	6,331.26
Total Revenues	3,268.46	1,693.31
Total Comprehensive income profit (loss)		
For the Year	167.72	124.16
Earnings per Share (Baht)	0.17	0.12

Board's Opinion: It is appropriate for shareholders to approve the said Statement of Financial Position and Statement of Comprehensive Income for the year 2019.

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

**Agenda 4: To consider and approve the allocation of profits and legal reserves for the year 2019, acknowledge the payment of interim dividend and omission of additional dividend payment for the year 2019**

Background and Rationale: According to the operational results for the year ended December 31, 2019, the Company has incurred the net profit of Baht 167,717,335 (Consolidated Basis) and Baht 124,157,474 (Separate Basis) without any accumulated loss. Therefore, the Board of Directors has considered and endorsed to i) allocate the net profit as a legal reserve of Baht 6,210,000, which is in accordance with Section 116 of the Public Limited Companies Act B.E. 2535 (1992) (the "Public Limited Companies Act") and Article 56 of the Articles of Association of the Company which provides that the Company is required to set aside a statutory reserve at least 5% of its annual net income after deducting accumulated deficit brought forward (if any) until the reserve reaches 10% of its registered share capital; and ii) make the interim dividend payment in an amount of Baht 0.12 per share totaling Baht 119,793,790.80 on May 12, 2020 in order to mitigate any impact that may incur to all shareholders due to the postponement of the 2020 AGM, which was previously scheduled to be held on April 29, 2020. In making such interim dividend payment, the Company's Board of Directors has taken the operations results of both the Company and its subsidiaries into account, in consideration that it better reflects the current operational capability of the Company. Therefore, the dividend payment policy of the Company has been changed by applying the consolidated balance sheet as the basis for calculating the dividend payment rate. The interim dividend payment calculated as per the above method will equal to 71.43% of total profit of the consolidated balance sheet and 96.49 of total profit of the separated balance sheet which conforms to the current policy to pay the dividend in the amount of not less than 60% of the net profit after corporate income tax. Thus, the Board of Directors has endorsed to propose to the shareholder meeting to acknowledge the payment of interim dividend detail as stated above and omit the payment of additional dividend for the year 2019.



### The dividend payment as compared to that of the previous year

Unit: Baht

Year	Dividend Payment
2019	Baht 1.20 per share
2018	Baht 0.07 per share
2017	N/A
2016	N/A
2015	N/A
2014	Baht 0.70 per share
2013	Baht 0.1111111111 per share
2012	Baht 1.20 per share
2011	Baht 0.90 per share
2010	Baht 0.80 per share

Board's Opinion: It is appropriate for shareholders to approve the allocation of net profits and legal reserves for the year 2019, acknowledge the payment of interim dividend made on May 12, 2020 in an amount of Baht 0.12 per share, totaling approximately Baht 119,793,790.80 and the omission of additional dividend payment for the year 2019 as proposed.

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

**Agenda 5: To consider and appoint the Company's auditor and determine remuneration for the year 2020 (Detailed information pertaining to the agenda is given in Enclosure No. 3)**

Background and Rationale: To comply with Section 120 of the Public Limited Companies Act B.E. 2535 (1992), and Article 49 of the Company's Articles of Association, the Audit Committee has selected the auditor for the year 2020 and comply with law in accordance with the determined procedures regarding the rotation of auditors and has proposed to the Company's Board of Directors to consider and propose to the Annual General Meeting of Shareholders to appoint the auditor from KPMG Phoomchai Audit Company Limited to be the Company's auditor for the year 2020. In this regard, one of the following auditors shall be assigned to be responsible for auditing and commenting the Company's financial statements for the year 2020.

1. Ms. Nittaya Chetchotiros Certified Auditor No. 4439 and/or  
(has never reviewed or audited and commenting on the Company's financial statements)
2. Ms. Sureerat Thongarunsang Certified Auditor No. 4409 and/or  
(has never reviewed or audited and commenting on the Company's financial statements)
3. Ms. Sasithorn Pongadisak Certified Auditor No. 8802  
(being the person signing for reviewing or auditing and commenting on the Company's Financial statements for the year 2017 - 2019 totaling 3 years)



KPMG Phoomchai Audit Company Limited and the three auditors as proposed are the auditors of the Company and the subsidiaries and have no relationship or interest with the Company, the subsidiaries, the executives or the major shareholders or anyone related to the aforementioned persons. Therefore, they are the auditors who are able to independently audit and comment on the Company's financial statements.

In addition, the Audit Committee approved the remuneration of the Company's auditor for the year 2020, detail as follows:

Unit: Baht

Audit Fees	2020 (Year Proposed)	2019	Increase (Decrease)	
			Baht	%
Amarin Printing and Publishing Public Company Limited	1,550,000	1,550,000	-	0%

\*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.

\*In 2019, there was a service fee payable to KPMG Phoomchai Audit Company Limited for preparation of the documents accompanying the determination of the transfer pricing which covers the study of the Company/ transaction being the Benchmarking Study for preparing to comply with the law regarding the transfer pricing in an amount of Baht 550,000 and there will be another service fee in an amount of Baht 550,000 in year 2020.

Note: Pursuant to the Notification of Capital Market Supervisory Board No. Tor Jor 28/2520 dated March 27, 2020, the listed companies, which are unable to hold the AGM to appoint company's auditors due to COVID - 19, shall submit the company's financial statements for the first quarter of 2020 reviewed by the auditors in the list of auditors approved by the Office of SEC and appointed by the company's Board of Directors, to the SEC. The Company's Board of Directors No. 1/2563 held on February 26, 2020, has approved to appoint the auditors whose name are appeared above of KPMG Phoomchai Audit Company Limited to review the quarterly financial statement of the Company.

Audit Committee's Opinion: The Audit Committee has properly considered and scrutinized the appointment of the auditors from the ability to perform task with independence, being equipped with skill, and able to comprehend the nature of the Company including to carry on the profession with responsibility. The Audit Committee deemed that it is appropriate to propose to approve the appointment of KPMG Phoomchai Audit Company Limited as the Company's and the affiliates' auditor and to consider the appropriate audit fee by comparing the rate of other companies in the industry having the comparable size of assets.

Board's Opinion: As discreetly considered and proposed by the Audit Committee, the Board of directors deemed that it is appropriate to propose to the Annual General Meeting of Shareholders



to approve the appointment of KPMG Phoomchai Audit Company Limited as the Company's auditors with one of the following auditors:

1. Ms. Nittaya Chetchotiros Certified Auditor No. 4439 and/or  
(has never reviewed or audited and commenting on the Company's financial statements)
2. Ms. Sureerat Thongarunsang Certified Auditor No. 4409 and/or  
(has never reviewed or audited and commenting on the Company's financial statements)
3. Ms. Sasithorn Pongadisak Certified Auditor No. 8802  
(being the person signing for reviewing or auditing and commenting on the Company's Financial statements for the year 2017 - 2019 totaling 3 years)

The determination of remuneration for the year 2020 audit is in the amount of Baht 1,550,000.

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

**Agenda 6: 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. 4)**

Background and Rationale: To comply with the Public Limited Companies 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 4 directors are due to retire by rotation:

1. Mrs. Metta Utakapan Chairperson  
Member of the Corporate Governance Committee
2. Mr. Pramoad Phornprapha Independent Director, Chairman of the Nomination and Remuneration Committee
3. Mrs. Rarin Utakapan Punjarungroj Director, Executive Director, Member of the Sustainability and Risk Management Committee, Member of the Nomination and Remuneration Committee and Group CEO
4. Mr. Cheewapat Nathalang Director  
Executive Director  
Deputy Group CEO

To encourage the implementation of the Good Corporate Governance Principle, the Company gave an opportunity to the shareholders to nominate qualified candidates to be appointed as the Company's directors between December 3, 2019 and February 3, 2020 via the news system of the



Stock Exchange of Thailand and posted on the Company's website. However, none of shareholders nominated any candidates to be considered as the Company's directors.

Board's Opinion: It has been resolved by the Board of Directors, excluding the interested Directors, that it is appropriate to propose to the Annual General Meeting of Shareholders to consider appointing those four directors who are due to retire by rotation to return in the position of directors and the Sub-Committees again for another period according to the opinion of the Nomination and Remuneration Committee that the four persons are fully qualified in accordance with Section 68 of the Public Limited Companies Act, and have no prohibited characteristics to be appointed as directors, according to the relevant rules and regulations of the Securities and Exchange Commission. They are also knowledgeable, capable, and experienced which are beneficial for the Company's business operation and can benefit the Company well. Moreover, previously, they had duly performed their duties as the members of the Company's Board of Directors and the Sub-Committees. The re-election of directors will be done individually and the profiles and relevant information of the nominated persons and the definition of independent directors of the Company are attached hereto in the Enclosure 4.

In addition, the Nomination and Remuneration Committee excluding the directors who have a conflict of interest, considered that Mr. Pramoad Phornprapha has been an independent director of the company for 2 years, 7 months since taking office as an independent director and have all qualifications required by the Public Company Limited Act B.E. 2535 and has experience that is beneficial to the business and is able to freely provide useful comments to the company.

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

**Agenda 7: To consider and determine Director's remuneration for the year 2020  
(Detailed information pertaining to the agenda is given in Enclosure No. 5)**

Background and Rationale: The Nomination and Remuneration Committee has considered the remuneration for directors, Director, Independent Directors, Executive Director, Audit Committee, Nomination and Remuneration Committee, Corporate Governance Committee and Sustainability and Risk Management Committee for the year 2020 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 Director, Independent Director, Executive Director, Audit Committee, Nomination and Remuneration Committee, Corporate Governance Committee and Sustainability and Risk Management Committee. The Directors who are assigned to perform the duties in the Sub-Committees are entitled to receive additional remuneration as a result of the increase in responsibilities.

The Remuneration and Nomination Committee has carefully scrutinized the remuneration for the Board of Directors and the Sub-Committees and considered the appropriateness of such remuneration as compared to that within the same industry by taking into account the Company's



business expansion and growth. It was agreed to propose to the Annual General Meeting of Shareholders to approve the remuneration for the Board Directors and the Sub-Committees for the year 2020 (Effective from January 1, 2020), which when calculated together with the extra remuneration (if any) shall not exceed Baht 5,000,000. For the extra remuneration, the Remuneration and Nomination Committee will consider and appropriately allocate by taking into account the Company's operational results.

The details of remuneration for the Board of Directors and the Sub-Committee for the year 2020 compared to that of the year 2019.

Position	Monthly remuneration (Baht/Month)		Meeting allowance (Baht/Time)	
	2020	2019	2020	2019
Chairperson	20,000	20,000	25,000	25,000
Director	10,000	10,000	20,000	20,000
Chairman of the Audit Committee	30,000	30,000	N/A	N/A
Member of the Audit Committee	20,000	20,000	N/A	N/A
Chairman of Executive Director	30,000	30,000	N/A	N/A
Executive Director	20,000	20,000	N/A	N/A
Chairman of the Nomination and Remuneration Committee	N/A	N/A	20,000	20,000
Member of the Nomination and Remuneration Committee	N/A	N/A	15,000	15,000
Chairman of the Corporate Governance Committee	N/A	N/A	20,000	20,000
Member of the Corporate Governance Committee	N/A	N/A	15,000	15,000
Chairman of the Sustainability and Risk Management Committee	N/A	N/A	20,000	20,000
Member of the Sustainability and Risk Management Committee	N/A	N/A	15,000	15,000

Remark: The above remuneration shall not be applied to the Executives.

Board's Opinion: It is appropriate for shareholders to approve the proposed remuneration as suggested by the Nomination and Remuneration Committee at the amount not to exceed Baht 5,000,000.

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 other matters (if any).**

The Company cordially invites all shareholders to attend the 2020 Annual General Meeting of Shareholders at 10.00 am. on July 10, 2020 at Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited, 378 Chaiphruk Road, Taling Chan Sub District, Taling Chan District, Bangkok. Registration for attendance will start at 08.30 a.m. The list of shareholders who are eligible to attend the Annual General Meeting of Shareholders Year 2020 will be determined on May 28, 2020.

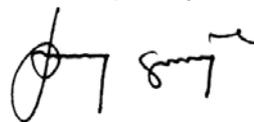
Should you wish to appoint a proxy to attend and vote at the Meeting on your behalf, please kindly complete the enclosed proxy form and present to the proxy before the Meeting date. If you wish to appoint an independent director as your proxy, you may appoint either 1) Assoc. Prof. Dr. Somchai Phagaphasvivat; or 2) Mr. Suwit Chindasanguan. The Company would appreciate it if you could return the signed proxy form to the Company by July 8, 2020. In order to help expedite the registration process, shareholder/proxy should bring the documents listed in Enclosure No. 8 with them to present during registration on the Meeting date.

In addition, the company has been closely monitoring the situation of the Corona epidemic ("COVID - 19") in Thailand and concerns about health safety of shareholders, directors, executives and company officers as well as all relevant parties. The Company has fully and good intention in preparing the Annual General Meeting of Shareholders to be held appropriately and strictly in accordance with the guidelines and recommendations from government agencies and related agencies regarding the organization of a meeting or seminar as well as other activities that are a combination of a large group of people. In this Annual General Meeting of Shareholders, the Company must therefore arrange a meeting place to conform with social distancing resulting in the limited number of seats in the meeting room and the reserved seats outside may not be convenient. In addition, the Company is also not able to allow a large group of people gathering in the same place for a long time.

Therefore, given to the above reasons, the Company requests the shareholders to consider granting proxy to attend the meeting to the independent directors of the Company in accordance with the proxy form in which you can specify your intention of voting on every agenda in advance. The Company will send the proxy form together with the list of independent directors who will be proposed as a proxy to shareholders together with the invitation letter of this meeting. In this regard, the Company will notify additional measures (if any) to shareholders via the news system of the Stock Exchange of Thailand.

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](mailto:ir@amarin.co.th) or fax us at 0-2422-9890, 0-2422-9892

Yours respectfully,



(Mrs. Metta Utakapan)

Chairperson

Group Chief Executive Officer's Office

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



(For consideration regarding Agenda 1)

**Minutes of the 2019 Annual General Meeting of Shareholders**  
**of**  
**Amarin Printing and Publishing Public Company Limited**  
**Held on April 29, 2019 at 2.00 p.m.**  
**at the Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited**  
**No. 378 Chaiphruk Road, Taling Chan Sub-District, Taling Chan District, Bangkok**

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The Meeting was held on April 29, 2019 at 2.00 pm at the Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited, No. 378 Chaiphruk Road, Taling Chan Sub-District, Taling Chan District, Bangkok. The Meeting was chaired by Chairperson of the Board, Mrs. Metta Utakapan (the "Chairperson"). At the time the Meeting started, there were 33 shareholders who attended the Meeting in person, accounting for 189,434,809 shares and 18 proxies, accounting for 661,374,370 shares. Therefore, the total number of shareholders present in the Meeting was 51, collectively accounting for 850,809,179 shares, or an equivalent of 85.23% of the total issued shares, thus constituting a quorum. The Chairperson made an opening speech to commence the Meeting and assigned Mr. Chantachat Dhanesnitaya, Company Secretary, to introduce the Company's directors, executives and other meeting participants.

**Directors presenting the Meeting:**

- |   |   |
|---|---|
| 1. Mrs. Metta Utakapan                    | Chairperson of the Board and Chairperson of the Nomination and Remuneration Committee, Member of the Corporate Governance Committee |
| 2. Assoc.Prof. Dr. Somchai Phagaphasvivat | Independent Director, Chairman of the Audit Committee and Member of the Sustainability and Risk Management Committee                |
| 3. Mr. Thapana Sirivadhanabhakdi          | Vice Chairperson, Chairman of the Executive Committee and Member of the Nomination and Remuneration Committee                       |
| 4. Mr. Suwit Chindasanguan                | Independent Director and Chairman of the Corporate Governance Committee and Member of the Audit Committee                           |
| 5. Prof. Dr. Nantawat Boramanand          | Independent Director, Chairman of the Sustainability and Risk Management Committee and Member of the Audit Committee                |
| 6. Mr. Pramoad Phornprapha                | Independent Director and Member of the Corporate Governance Committee   |

- |     |                                  |   |
|-----|----------------------------------|---|
| 7.  | Mr. Nararat Limnararat           | Director, Vice Chairman of Executive Committee, Member of the Nomination and Remuneration Committee and Member of the Corporate Governance Committee        |
| 8.  | Mr. Khumpol Poonsonee            | Director, Member of the Sustainability and Risk Management Committee and Executive Director   |
| 9.  | Mrs. Rarin Utakapan Punjarungroj | Director, Member of the Sustainability and Risk Management Committee, Executive Director, Member of the Nomination and Remuneration Committee and Group CEO |
| 10. | Mr. Cheewapat Nathalang          | Director, Executive Director, Deputy Group CEO and CEO of Amarin Omniverse Co., Ltd.  |

**Absent Director:**

- |                           |          |
|---------------------------|----------|
| Mr. Chokchai Punjarungroj | Director |
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As of the Meeting date, the Board of Directors of the Company was comprised of 11 directors and there were 10 directors attending the Meeting. The percentage of the directors attending the Meeting was 90.91%.

**Other management members and persons attending the Meeting:**

- |    |                             |  |
|----|-----------------------------|--|
| 1. | Mr. Siri Bunpitukgate       | Chief Financial Officer and CEO of Amarin Television Co., Ltd.     |
| 2. | Mr. Chantachat Dhanesnitaya | Company Secretary and Financial Controller                         |
| 3. | Ms. Tanaree Pimparu         | Account and Finance Director                                       |
| 4. | Ms. Sasithorn Pongadisak    | Auditor, Representative from KPMG Phoomchai Holdings Audit Limited |
| 5. | Mr. Neramit Trongpromsuk    | Legal Advisor, Representative from DN36 Limited                    |
| 6. | Ms. Natcha Srisupornvichai  | Legal Advisor, Representative from DN36 Limited                    |

Prior to commencement of the Meeting, Mr. Chantachat Dhanesnitaya, Company Secretary informed the Meeting that the Company had provided shareholders with the opportunity to propose meeting agenda, post questions and nominate candidates for directorship in advance via the Company's website from December 3, 2018 until February 5, 2019. However, upon expiration of such designated period, no suggestion on agenda or candidates was submitted.

Mr. Chantachat Dhanesnitaya, Company Secretary further explained the Meeting certain key guidelines on conducting the meeting voting and counting as follows:

- For voting purposes, 1 share would equal 1 vote.



- Before casting votes on any agenda, the Meeting Facilitator would provide opportunities for shareholders who wish to vote for disapproval or to abstain. If there was no such votes it would be considered as unanimously approved.
- If any shareholder wish to vote for disapproval or to abstain from voting, such shareholder would mark under 'disapproval' or 'abstention' on his or her ballot and raise his or her hand to signify for the staff to collect the relevant ballot for the purpose of vote counting. A shareholder who votes for approval shall return the ballots to the staff after the meeting has finished for the purpose of transparency of vote counting.
- With respect to the vote counting on each agenda item, the Company would count the votes cast by the shareholders attending the Meeting in person and the shareholders who have appointed a proxy and cast their votes in advance in the Proxy Form B or C submitted at the registration of the Meeting. The Company will deduct such disapproval and abstention from the total eligible votes and assume the rest of the votes as approval of such agenda.
- The vote counting would be conducted in three ways, according to each agenda item, as follows:
  1. Agenda 1, Agenda 3, Agenda 4, Agenda 5, Agenda 6 and Agenda 7 would be passed by a simple majority of the total number of votes of the shareholders who attended the meeting and cast their votes by which the Company would calculate only the approval and disapproval votes as the calculation base (excluding abstention vote);
  2. Agenda 8 should be passed by an affirmative resolution of not less than two-third of the total number of votes of the shareholders attending the meeting by which all approval, disapproval and abstention would be counted as the calculation base;
  3. Agenda 9 should be passed by an affirmative resolution of not less than three-fourth of the total number of votes of the shareholders attending the meeting and were entitled to vote by which all approval, disapproval and abstention would be counted as the calculation base.

For Agenda 2, no votes would be required as the purpose of the agenda was to acknowledge the operational results of the Company.

- Any votes casted in the following manner shall be considered voided:
  1. A ballot that was filled with more than one mark in the spaces provided, except in the case of a custodian;
  2. A ballot with votes that had been crossed out with no signature; and
  3. A ballot that was cast with votes exceeding the number of voting rights to which the shareholder was entitled.
- In order to prevent the Meeting from waiting for the results of the vote counting of the agenda item under discussion, it was proposed that the Meeting continued discussing the next agenda item without waiting for the result, and after such next agenda item was concluded, the Company would inform the Meeting of the voting result of the preceding agenda.
- Prior to the voting on each agenda, the Chairperson would give shareholders an opportunity to raise questions and express their opinions concerning such agenda items as the Chairperson deems appropriate. The shareholders or proxies wishing to raise questions or express their opinions shall declare their full name

to the Meeting each time before asking any question or expressing any opinion for the purpose of the recording of the Minutes.

- In the case where shareholders present after the meeting had proposed, shall have an opportunity to cast their votes on the current and remaining agendas.

Prior to commencement of the Meeting, the Chairperson asked for three volunteers from meeting participants to act as vote-counting inspectors in order to ensure transparency in conducting the Meeting and counting of votes. However, no one was interested in volunteering to act as a vote counting inspector. However, for vote counting transparency, Mr. Thapana Sirivadhanabhakdi, Vice Chairperson, proposed the Company to provide one representative to observe the vote counting by which the Company provided 2 representatives which were Ms. Ampawan Suwanruengsri to observe the vote counting together with Ms. Natcha Srisupornvichai, Legal Advisor, Representative from DN36 Limited.

After detailed information was fully explained, Chairperson assigned Ms. Chayamon Peeraponpisan as the Meeting Facilitator (the “**Meeting Facilitator**”) to proceed according to the following agenda:

**Agenda 1: To consider and approve the Minutes of the 2018 Annual General Meeting of Shareholders held on April 25, 2018**

The Meeting Facilitator informed the Meeting that the Minutes of the 2018 Annual General Meeting of Shareholders held on April 25, 2018, was published on the Company’s website via [www.amarin.com](http://www.amarin.com) and a copy of the said minutes was also distributed in advance for shareholders’ thorough considerations as Enclosure 1 along with the Meeting invitation.

For this agenda, The Board’s opinion given to the Meeting was “The Board found the Minutes of the 2018 Annual General Meeting of Shareholders held on April 25, 2018, to have been accurately recorded and that it should be proposed to the Meeting for final consideration and approval.”

The Meeting Facilitator allowed the shareholders to raise their questions on this presented agenda.

As there were no questions raised by any shareholders, the Meeting Facilitator then proposed to the Meeting to consider the matters.

**Upon due consideration**, the Meeting resolved to approve the Minutes of the 2018 Annual General Meeting of Shareholders held on April 25, 2018 with the unanimous votes of shareholders attending and casting their votes as follows:

	<b>Votes</b>	<b>Percentage</b>
<b>Approve</b>	864,115,029	100.0000
<b>Disapprove</b>	0	0
<b>Abstain</b>	0	0
<b>Voided Ballot</b>	0	0



*Note: There were 5 shareholders holding 13,305,850 shares in total additionally attending the meeting subsequent to the commencement of the meeting.*

**Agenda 2: To consider and acknowledge the operating results for the 2018 fiscal year, the 2018 Annual Report and the 2019 Business Plan**

The Chairperson explained the 2018 operating results to the Meeting that in 2018, the nation's overall economy had been expanded continuously as a result of the expansion of the global economy. Besides, the advertising budget which was related to the Company's business had been increased for 4%. These would deem to be a good signal because the advertising budget previously spent tended to decrease.

In the previous year, the Company's income and profit had been increased resulting from i) further building on printing business such as online media and events organization; ii) the material development in the operation results of Amarin Television Co., Ltd.; as well as iii) the acquisition of Amarin Book Center Co., Ltd. up to 100% of shares whereby all of its incomes and operation results had been consolidated in the second half of 2018.

**Company's Operating Results in 2018**

For the consolidated balance sheet, the Company had total income in an amount of Baht 3,626.39 million, an increase of Baht 1,289.20 million or 57.63% from 2017. The Company had net profit in an amount of Baht 173.90 million, an increase of Baht 337.84 million or 206.08% from 2017. The earning per share was in an amount of Baht 0.17.

**Company's Operation in 2018**

The important development of the Company's businesses during the previous year was as follows:

**Printing:** Improvement had been continuously made to the production line resulting that capacity consumption was in a good rate throughout the year.

**Magazines:** Improvements were made in terms of number and frequency of available covers for responding to customer's needs. By December 2018, 9 covers of magazines were available.

**Pocketbooks:** In 2018, there were 389 new titles published. The expansion rate of the Company's pocketbook business was greater than those of the market.

**New Media:** As a result of the improvement of the Company's websites to become more trending, in 2018 the traffic of the Company's digital media such as advertisement media on the websites of Praew Magazine and Baan Lae Suan had been increased continuously resulting that the Company continuously received the advertisement purchase order and the Company's income had been increased materially.

In addition, the Company had organized 5 new additional fairs which were 1) NG Explorer Fair; 2) Thailand Food Show; 3) Kin Dee Yu Dee; 4) Baan Lae Suan Select; and 5) Naiin Book Playground. In 2018, 29 fairs were held.

Regarding Amarin Television Company Limited, a subsidiary and operator of digital television business in which the Company holds a 99.99% stake, in year 2018 the continuous improvement on the content was made.

The Company had a good performance in the previous year and 2018 was the first year since the commencement of TV digital business in 2014 that the Company's consolidated balance sheet had profit. All of these were due to the cooperation of all departments including shareholders, directors, executives and all staffs in emphasizing the cost management and concentrating on their works.

With regard to the anti-corruption policy, the Company had emphasized to operate its business transparency and legally as well as promoted the anti-corruption policy to ensure that the Company's business operation complying with the good corporate governance principles. Besides, with a target to create cooperation in the development of a sustainable society, the Company also had a policy to encourage all staffs to comply with the laws and be a good citizen as well as encourage all business partners to operate its business transparency and legally whereby the Company joined the Collective Anti-Corruption (CAC) in 2018 and currently the Company was preparing for moving to the next step.

The Chairperson thereafter assigned Mrs. Rarin Utakapan Punjarungroj to report the 2019 business plan of the Company and Amarin Television Co., Ltd. by which she preliminary reported the business plan but prior to getting into detailed business plan, she has assigned Mr. Siri Bunpitukgate, Chief Financial Officer to report the details of 2018 operating result.

Mr. Siri Bunpitukgate, Chief Financial Officer reported to the Meeting the 2018 operating result as follows:

The Company had the shareholders' equity as shown in the consolidated balance sheet in an amount of Baht 4,075 million increasing from the profit earned in 2018 as well as the liabilities of Baht 2,092 million increasing from the account receivable of Amarin Book Center Co., Ltd. ("ABOOK") being non-interest bearing debt. The debt to equity ratio was at 0.51.

The Company had no interest bearing debt due to the Company had repaid such loan in full. However the Company still had the L/G facility for guaranteeing the payment of outstanding TV digital license fee of Baht 1,049 million (VAT included) resulting that Amarin Group was a group of companies having no interest bearing debt. With regard to the equity, subsequent to the increase of capital in 2017 made by way of private placement and right offering, the increased capital, share premium and the increased retained earning had caused the Company to have the equity in an amount of Baht 4,075 million.

As for the 2018 consolidated balance sheet of the Company, the Company had income derived from sale and service in an amount of Baht 3,327 million increasing 52% from the previous year. The Company earned net profit in an amount of Baht 174 million increasing 206% from the previous year. In addition, the Company also had a special profit of Baht 58 million as per the accounting standard from the acquisition of ABOOK's shares.



As for the separated balance sheet of the Company, the Company had income derived from sale and service in an amount of Baht 1,689 million decreasing 5% from the previous year and earned net profit in an amount of Baht 169 million decreasing 13% from the previous year. These were due to the Company had conducted business reorganization for more flexible in operation resulting that the profit as shown in the separated balance sheet would decrease but the profit as shown in the consolidated balance sheet would increase continuously.

Amarin Television Co., Ltd. had income derived from sale and service in an amount of Baht 879 million increasing 71% from the previous year and generated loss in an amount of Baht 31 million decreasing 91% from the previous year.

Mr. Nararat Limnararat, Vice Chairman of Executive Committee further clarified the meeting that in 2018, the measure to ease the financial burdens of telecom and digital TV broadcaster was enacted reducing the license payment burden of the Company in an amount of Baht 875 million. The summarization of the measure and Company's benefit would be as follows:

Measures	Company's benefit
Return of the license was allowed.	(indirect benefit) reduction of TV channels
Exemption of the remaining last tranche (in case of minimum or beginning license fee) or two tranches of license payment (in case of license fee higher than the minimum or beginning license fee) for all digital TV broadcasters	Reduction of the license payment burden of the Company in an amount of Baht 875 million (VAT excluded) as well as L/G burden (Baht 1,049 million)
Subsidizing the rental fee for broadcasting network (MUX) for the remaining years of the digital TV licenses.	Reduction of the rental burden of Baht 169.9 million per year totaling of Baht 1,515 million
The rating of TV digital would be made by a neutral organization.	Such expenses would be subsidized.

Thereafter, Mrs. Rarin Utakapan Punjarungroj reported the 2019 business plan of the Company to the Meeting that in overall the Company would maintain the OMNI-MEDIA and OMNI-CHANNEL strategy and would emphasize on the OMNI-CHANNEL. The business plan of each sector was as follows:

**On Print:** The pocketbook business of the Company had continuously grown by which the Company had not only emphasized to increase the number of the covers of new pocketbook but also responded to the need of each group of customers. The Company also launched a new website [www.mareads.com](http://www.mareads.com) being a website that allowed all users to write, read or buy any novels in the website via coins system by which in the future the Company would

plug-in the Print On demand system to this website. For text book business, in 2019 the Company would publish 2 subjects of text book which were mathematics and English.

With regard to publishing business, in 2019 Amarin Publishing Service Co., Ltd. would expand its service by providing digital printing service by way of converting book into digital format for responding the need of the customers. Besides, Amarin Publishing Service would also installed additional accessory printing machineries for supporting the premium packaging printing.

Print on demand- website [www.neramitthailand.com](http://www.neramitthailand.com) would be furthered developed into an application in 2019 in order to allow general customers to order the printing of photo book, album or private book as well as stickers printing for supporting SME market.

As for Magazine business, currently the Company had 8 covers of magazines, each of which was no. 1 in each category resulting that the Company had market share of 80% of total magazine market.

**On Line:** The Company would invest in Data Management Platform (DMP). Currently the Company had 130 million users per month by which such DMP would collect the data regarding interest of each user and generate user segments for efficiency digital marketing purpose.

In 2019, the Company would launch a new platform so called AMARIN Creator allowing general person to write or create any content with an opportunity to receive remuneration which would be reviewed by Amarin's editor before publicizing. In addition, the Company had still emphasized the investment and development of video production which was a main factor in presenting any content and would help the Company in increasing its income and viewer.

**On Ground:** In 2018, the Company held 5 new additional fairs but in 2019 there would be no new fair but the Company would emphasize the improvement of the existing fair in term of increase of either area or frequency.

**On Air:** The Company had a plan to expand category of TV programs to be broadcasted which were game show, sport and drama.

**On Shop:** The Company would emphasize the digital marketing channel and there would be the improvement on "Naiin Digital Platform" by which the sale of books, voice books as well as print on demand service would be gathered at the same place and make the most out of the Company's existing media. In addition, the new additional sale channels of the Company were as follows:

- **Amarin Shopping:** being a TV shopping program launched on January 2019
- **AMVATA.com:** being a market place by which the Company accepted all kinds of products to be sold on such website having lifestyle products (such as home and garden, kids, fashion and health) as the main products. The difference between AMVATA and other websites was that the Company pushed the products sold on AMVATA to appear on all digital media of the Company by using DMP to generate user segments as per their interest and allowing all users to click to purchase promptly. It was expected to be launched in the middle of 2019.



The Meeting Facilitator allowed the shareholders to raise their questions on this presented agenda.

Mr. Chaitat Cheeparanai, a shareholder present in person, inquired about the AMVATA and whether the products sold thereon belonged to the Company.

Mrs. Rarin Utakapan Punjarungroj explained that www.amvata.com would be a market place platform that would allow the users to search and purchase any products. The products sold on the website did not belong to the Company but belong to the shop using the Company's platform.

The Meeting Facilitator allowed the shareholders to raise their questions on this presented agenda.

As there were no questions raised by any shareholders, the Meeting Facilitator then informed the Meeting that this agenda did not require the Meeting to vote.

The Meeting acknowledged the Company's 2018 operating results and 2019 business plan as proposed.

**Agenda 3: To consider and approve the Statement of Financial Position as of December 31, 2018, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31, 2018, all of which have been audited by the Company's auditor for the year 2018**

The Meeting Facilitator asked Mr. Siri Bunpitukgate, Chief Financial Officer to present the Statement of Financial Position as of December 31, 2018, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31, 2018 to the Meeting.

Mr. Siri Bunpitukgate, Chief Financial Officer reported to the Meeting that the Statement of Financial Position and the Statement of Comprehensive Income for the year 2018, which had been audited by the auditor and reviewed by the Audit Committee, were properly prepared and accurate. The Company and its subsidiaries earned a net profit of Baht 173,901,516 in the fiscal year 2018. The detailed information was distributed to shareholders prior to the Meeting for thorough considerations as Enclosure 2 along with the Meeting invitation. The summary of those financial statements are as follows:

	(Unit : Million Baht)	
	Consolidated	Separated
Total Assets	6,167.45	6,800.77
Total Liabilities	2,092.49	523.79
Shareholders' Equity	4,074.96	6,276.98
Total Revenue	3,526.39	1,748.30
Net Profit (Loss) for the Year	173.90	169.08
Earnings (Loss) per Share (Baht)	0.17	0.17

Whereby all details were shown in Form 56-1 and pages number 176-267 of the Company's annual report disclosed on the websites of the Stock Exchange of Thailand and the Company/ Investor Relations.

Subsequent to that Assoc. Prof. Dr. Somchai Phagaphasvivat, Chairman of the Audit Committee declared to the Meeting that the Audit Committee, having reviewed the Statement of Financial Position as of December 31, 2018, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31, 2018, were of the opinion that such statements had been accurately prepared and therefore proposed that such statements were approved as proposed by the Board of Directors.

The Meeting Facilitator informed the Meeting that for this agenda, an opinion given to the Meeting by the Board of Directors was "The Meeting should approve the Statement of Financial Position and Statement of Comprehensive Income for the year 2018."

The Meeting Facilitator provided opportunities for shareholders to raise questions and concerns regarding the agenda.

As there were no questions raised by any shareholders, the Meeting Facilitator then proposed to the Meeting to consider the matters. Before casting the votes, the Meeting Facilitator informed the Meeting that this agenda would be adopted only with the simple majority votes of shareholders attending and casting their votes.

**After due consideration**, the Meeting resolved to approve the Statement of Financial Position and the Statement of Comprehensive Income for the year 2018 with the simple majority votes of shareholders attending and casting their votes as follows:

	<b>Votes</b>	<b>Percentage</b>
<b>Approve</b>	865,873,452	100.0000
<b>Disapprove</b>	0	0
<b>Abstain</b>	55,700	0
<b>Voided Ballot</b>	0	0

*Note: There were 9 shareholders holding 1,814,123 shares in total additionally attending the meeting subsequent to the completion of Agenda 1.*

**Agenda 4: To consider and appoint the Company's auditor and determine audit fee for the year 2019**

The Meeting Facilitator informed the Meeting that the Company had given opportunity for various accounting firms to propose the quotation for their auditor for the year 2019. The Audit Committee selected the accounting firm for the Company and its subsidiaries based on their service track records, independence and remuneration and proposed to the Meeting that one of the following auditors be appointed as the auditor for the fiscal year 2019:

1. Ms. Sasithorn Pongadisak CPA License No. 8802 or  
(being the person signing for reviewing or auditing and commenting on the Company's Financial statements for the year 2017 - 2018 totaling 2 years)



2. Ms. Nittaya Chetchotiros CPA License No. 4439 or  
(has never reviewed or audited and commenting on the Company's financial statements)
3. Ms. Sureerat Thongarunsang CPA License No. 4409  
(has never reviewed or audited and commenting on the Company's financial statements)

One of the three candidates above from KPMG Phoomchai Audit Limited would become a selected auditor and be authorized to audit and approve the financial statements of the Company and its subsidiaries. Such proposed candidates had no relation or interest in the Company and its subsidiaries or with the Company's management, majority shareholders or related person, such proposed candidates therefore would independently audit the financial statements. None of such proposed candidates had executed the Company's auditor report for 5 consecutive years. Besides, the Audit Committee proposed to determine the auditor remuneration for the year 2019 as follows:

- Quoted audit fees for Amarin Printing and Publishing Public Company Limited: Baht 1,550,000

For this agenda, the opinion given to the Meeting by the Board of Directors was "The Meeting should appoint Ms. Sasithorn Pongadisak or Ms. Nittaya Chetchotiros or Ms. Sureerat Thongarunsang from KPMG Phoomchai Audit Limited as the Company's independent auditor for 2019 and determine the annual remuneration as proposed."

The Meeting Facilitator provided opportunities for shareholders to raise questions and concerns regarding the agenda.

As there were no questions raised by any shareholders, the Meeting Facilitator then proposed to the Meeting to consider the matters. Before casting the votes, the Meeting Facilitator informed the Meeting that this agenda would be adopted only with the simple majority votes of shareholders attending and casting their votes.

**After due consideration**, the Meeting resolved, with the unanimous votes of shareholders attending and casting their votes, to approve the appointment of one of the above-mentioned three auditors: Ms. Sasithorn Pongadisak (CPA License No. 8802) and/or Ms. Nittaya Chetchotiros (CPA License No. 4439) and/or Ms. Sureerat Thongarunsang (CPA License No. 4409) from KPMG Phoomchai Audit Limited, to act as the Company's independent auditor for the year 2019 for the remuneration according to the proposed rates and terms. The vote breakdown was shown below:

	Votes	Percentage
<b>Approve</b>	865,929,152	100.0000
<b>Disapprove</b>	0	0
<b>Abstain</b>	0	0
<b>Voided Ballot</b>	0	0

*Note: There were no shareholders additionally attending the meeting subsequent to the completion of Agenda 3.*



**Agenda 5: To consider and approve annual dividend payment and the allocation of the legal reserves for the operating period between January 1, 2018 and December 31, 2018**

The Meeting Facilitator informed the Meeting that pursuant to the operational results for the year ended December 31, 2018 (Separate Financial Statements), the Company earned the net profit for dividend payment of Baht 169,078,366.00 with no accumulated loss and the Company's cash flow was sufficient for the dividend payment. Therefore, the Board of Directors had considered to i) allocate the net profit as a legal reserve of Baht 8,460,000, (which was in accordance with Section 116 of the Public Limited Companies Act B.E. 2535 (1992) (the "Public Limited Companies Act") and Article 56 of the Articles of Association of the Company providing that the Company was required to set aside a statutory reserve at least 5% of its annual net income after deducting accumulated deficit brought forward (if any) until the reserve reaches 10% of its registered share capital) and ii) pay the dividends to the shareholders at the rate of Baht 0.07 per share, totaling Baht 69,879,711.30 or 41% of the net profit. The Company had a policy to pay dividend in the amount of not less than 60% of the net profit after corporate income tax and the rationale the Company dividend payment rate was lower than those of the Company's policy because the Company needs to reserve fund for business investment and expansion in 2019.

For this agenda, the opinion given to the Meeting by the Board of Directors was "The Meeting should approve annual dividend payment at the rate of Baht 0.07 per share, totaling Baht 69,879,711.30 for the operating period between January 1, 2018 and December 31, 2018 and the allocation of the legal reserves of Baht 8,460,000 as proposed."

The Meeting Facilitator provided opportunities for shareholders to raise questions and concerns regarding the agenda.

As there were no questions raised by any shareholders, the Meeting Facilitator then proposed to the Meeting to consider the matters. Before casting the votes, the Meeting Facilitator informed the Meeting that this agenda would be adopted only with the simple majority votes of shareholders attending and casting their votes.

**After due consideration**, the Meeting resolved to approve annual dividend payment and the allocation of the legal reserves for the operating period between January 1, 2018 and December 31, 2018 with the unanimous votes of shareholders attending and casting their votes as follows:

	<b>Votes</b>	<b>Percentage</b>
<b>Approve</b>	865,929,152	100.0000
<b>Disapprove</b>	0	0
<b>Abstain</b>	0	0
<b>Voided Ballot</b>	0	0

*Note: There were no shareholders additionally attending the meeting subsequent to the completion of Agenda 4.*



#### **Agenda 6: To consider and elect new directors in place of those who are due to retire by rotation**

Even the Public Limited Companies Act and other applicable regulations did not require the candidates for the director-nomination to leave the meeting room during the consideration of this agenda, all of four nominated directors asked for the Chairperson's approval to leave the meeting room prior to the commencement of the discussion on this agenda for providing more opportunity to all shareholders to raise any related questions and to vote independently. The Chairperson then allowed all of four nominated directors to leave the meeting room.

Thereafter the Meeting Facilitator informed the Meeting that in order to comply with the Public Limited Companies Act and Article 16 of the Company's Articles of Association, one third of the directors must retire during the Annual General Meeting of Shareholders. In case the calculated number was not three or a multiple of three, the nearest number to one third shall retire. In this Meeting, the following 4 directors were due to retire by rotation:

- |   |   |
|---|---|
| 1. Assoc.Prof. Dr. Somchai Phagaphasvivat | Independent Director, Chairman of the Audit Committee and Member of the Sustainability and Risk Management Committee  |
| 2. Prof. Dr. Nantawat Boramanand          | Independent Director, Chairman of the Sustainability and Risk Management Committee and Member of the Audit Committee  |
| 3. Mr. Thapana Sirivadhanabhakdi          | Vice Chairperson, Chairman of the Executive Committee and Member of the Nomination and Remuneration Committee   |
| 4. Mrs. Rarin Utakapan Punjarungroj       | Director, Member of the Sustainability and Risk Management Committee, Executive Director, Member of the Nomination and Remuneration Committee and Chief Executive Officer |

Detail regarding the background, achievements and performance of the 4 directors was sent to shareholders prior to the date of this Meeting for their thorough considerations as Enclosure 4 along with the Meeting invitation.

For this agenda, the opinion given to the Meeting by the Board of Directors was "The Board, excluding the interested directors, considered that such four directors were knowledgeable, capable, and experienced which would be beneficial to the Company's business operation and therefore approved the re-election of such four directors as proposed by the Nomination and Remuneration Committee. With regard to Assoc. Prof. Dr. Somchai Phagaphasvivat who had been an independent director of the company for 25 years and 7 months, since his appointment as an independent director until the date of this Meeting (whereby he would retire by rotation in this Meeting), he was an expert in accounting and finance who always provide useful comments or recommendations to the Company independently. Even there would be a Good Corporate Governance policy recommending that an independent director should not be in the office exceeding 9 years, taking into account for consideration the knowledge, capability and experience of each independent director who was beneficial to all stakeholders and created growth for the Company including the results of the performance and assessment of performance throughout the term of each

independent director, Assoc. Prof. Dr. Somchai Phagaphasvivat had proven to maintain independence and had no conflict of interest and / or significant interest with the Company.

The Meeting Facilitator provided opportunities for shareholders to raise questions and concerns regarding the agenda.

As there were no questions raised by any shareholders, the Meeting Facilitator then proposed to the Meeting to cast their votes on individually basis. Before casting the votes, the Meeting Facilitator informed the Meeting that this agenda would be adopted only with the simple majority votes of shareholders attending and casting their votes.

**After due consideration**, the Meeting resolved to approve the re-election of the 4 retired directors for another term. The votes for each director were shown below:

**6.1 After due consideration**, the Meeting resolved to approve the re-election of Assoc. Prof. Dr. Somchai Phagaphasvivat for another term with the simple majority votes of shareholders attending and casting their votes as follows:

	<b>Votes</b>	<b>Percentage</b>
<b>Approve</b>	864,926,994	99.9999
<b>Disapprove</b>	1,158	0.0001
<b>Abstain</b>	0	0
<b>Voided Ballot</b>	0	0

*Note: There were no shareholders additionally attending the meeting subsequent to the completion of Agenda 5.*

**6.2 After due consideration**, the Meeting resolved to approve the re-election of Prof. Dr. Nantawat Boramanand for another term with the simple majority votes of shareholders attending and casting their votes as follows:

	<b>Votes</b>	<b>Percentage</b>
<b>Approve</b>	865,078,152	100.0000
<b>Disapprove</b>	0	0
<b>Abstain</b>	0	0
<b>Voided Ballot</b>	851,000	0

*Note: There were no shareholders additionally attending the meeting subsequent to the completion of Agenda 6.1*



**6.3 After due consideration**, the Meeting resolved to approve the re-election of Mr. Thapana Sirivadhanabhakdi for another term with the simple majority votes of shareholders attending and casting their votes as follows:

	<b>Votes</b>	<b>Percentage</b>
<b>Approve</b>	865,036,711	100.0000
<b>Disapprove</b>	0	0
<b>Abstain</b>	0	0
<b>Voided Ballot</b>	893,741	0

*Note: There was 1 shareholder holding 1,300 shares additionally attending the meeting subsequent to the completion of Agenda 6.2.*

**6.4 After due consideration**, the Meeting resolved to approve the re-election of Mrs. Rarin Utakapan Punjarungroj for another term with the simple majority votes of shareholders attending and casting their votes as follows:

	<b>Votes</b>	<b>Percentage</b>
<b>Approve</b>	726,608,489	100.0000
<b>Disapprove</b>	0	0
<b>Abstain</b>	138,387,052	0
<b>Voided Ballot</b>	935,241	0

*Note: There was 1 shareholder holding 330 shares additionally attending the meeting subsequent to the completion of Agenda 6.3.*

After the vote casting in this agenda, the Chairperson invited the four nominated directors to return to the meeting room.

**Agenda 7: To consider and approve the election of a new additional director**

The Meeting Facilitator informed the Meeting that currently the Board of Director comprised of 11 directors and it was deem appropriate to seek another capable person as a new director whereby the Nomination and Remuneration Committee found it appropriate to nominate Flying Officer Kamolnai Chaixanien for directorship. Thereafter, the Board of Director would comprise of 12 directors.

Detail regarding the background, achievements and performance of the individual nominated for the directorship was sent to shareholders prior to the date of this Meeting for their thorough considerations as Enclosure 5 along with the Meeting invitation.



For this agenda, the opinion given to the Meeting by the Board of Directors was “The Board has considered it appropriate to approve the election of Flying Officer Kamolnai Chaixanien as a new additional director because Flying Officer Kamolnai Chaixanien was knowledgeable and expertise which would help the Company's new businesses and marketing activities.

The Meeting Facilitator provided opportunities for shareholders to raise questions and concerns regarding the agenda.

As there were no questions raised by any shareholders, the Meeting Facilitator then proposed to the Meeting to consider the matters. Before casting the votes, the Meeting Facilitator informed the Meeting that this agenda would be adopted only with the simple majority votes of shareholders attending and casting their votes.

**After due consideration**, the Meeting resolved to approve the election of Flying Officer Kamolnai Chaixanien as a new additional director with the simple majority votes of shareholders attending and casting their votes as follows:

	<b>Votes</b>	<b>Percentage</b>
<b>Approve</b>	865,060,633	100.0000
<b>Disapprove</b>	0	0
<b>Abstain</b>	0	0
<b>Voided Ballot</b>	870,149	0

*Note: There were no shareholders additionally attending the meeting subsequent to the completion of Agenda 6*

**Agenda 8: To consider and determine the remuneration of directors for the year 2019**

The Meeting Facilitator informed the Meeting that the remuneration for directors, independent directors, Executive Director, Audit Committee, Nomination and Remuneration Committee and Corporate Governance Committee members for 2018 (January 1, 2018 to December 31, 2018) had been determined by taking into account the Company's business type and size and in association with the Company's operating performance. These considerations were comparable to those in the same industry and commensurate with the functions and the responsibilities of the Board of Directors, independent directors, Executive Director, Audit Committee, Nomination and Remuneration Committee and Corporate Governance Committee. The remuneration had been reviewed by the Nomination and Remuneration Committee and detail of which was distributed to shareholders prior to this Meeting for their thorough consideration as Enclosure 6 along with the Meeting invitation. The remuneration for directors for the year 2019 was in an amount not exceeding Baht 5 million as described below:



Position	Monthly remuneration (Baht/Month)	Meeting allowance (Baht/Time)
Chairperson	20,000	25,000
Director	10,000	20,000
Chairman of the Audit Committee	30,000	None
Member of the Audit Committee	20,000	None
Chairman of the Executive Committee	30,000	None
Executive Director	20,000	None
Chairman of the Nomination and Remuneration Committee	None	20,000
Member of the Nomination and Remuneration Committee	None	15,000
Chairman of the Corporate Governance Committee	None	20,000
Member of the Corporate Governance Committee	None	15,000
Chairman of the Sustainability and Risk Management Committee	None	20,000
Member of the Sustainability and Risk Management Committee	None	15,000

**Remark : The above remuneration shall not be applied to the executives.**

For this agenda, the opinion given to the Meeting by the Board of Directors was “The Meeting should approve the remuneration as proposed by the Nomination and Remuneration Committee.”

The Meeting Facilitator provided opportunities for shareholders to raise questions and concerns regarding the agenda.

As there was no questions raised by any shareholders, the Meeting Facilitator then proposed to the Meeting to consider the matters. Before casting the votes, the Meeting Facilitator informed the Meeting that this agenda would be adopted only with the majority votes of not less than two-thirds of shareholders attending and entitling to vote.

After due consideration, the Meeting resolved to approve the remuneration for directors for 2019 according to the proposed rates and terms with the majority votes of not less than two-thirds of shareholders attending as follows:

	Votes	Percentage
<b>Approve</b>	865,079,782	99.9017
<b>Disapprove</b>	0	0
<b>Abstain</b>	0	0
<b>Voided Ballot</b>	851,000	0.0983

*Note: There were no shareholders additionally attending the meeting subsequent to the completion of Agenda 7*



**Agenda 9: To consider and approve the amendment of the Company’s Articles of Association (Article 31, 32 and 45)**

The Meeting Facilitator informed the Meeting that for conformity with the Announcement of the National Council for Peace and Order No. 74/2557 Re: Electronic Conferencing (allowing the electronic conference) and the Order of the Head of the National Council for Peace and Order No. 21/2560 Re: Amendments of Laws to Facilitate the Ease of Doing Business, providing the amendment to Section 100 of the Public Limited Companies Act B.E. 2535 (1992) regarding the convening of shareholders’ meetings by the shareholders, in the case where the Board of Directors failed to arrange for the meeting as requested by the shareholders. In this regard, in order to facilitate the meeting via electronic media and to comply with the amended Section 100 of the Public Limited Companies Act B.E. 2535 (1992), **the Company proposed that Article 31, 32 and 45 of the Articles of Association of the Company be repealed and replaced by the following Articles state below.** In addition, the Company proposed that the person delegated by the authorized directors of the Company be authorized to register the amendment to the Articles of Association of the Company, as well as to change and/or add the terms therein, to be in accordance with the registrar’s order as necessary and expedient, whereby such changes and additions must not affect the essence of the amendment.

For this agenda, the opinion given to the Meeting by the Board of Directors was “The Board of Directors deemed it appropriate to propose that the Annual General Meeting of Shareholders consider and approve the proposed amendment of Article 31, 32, and 45 of the Articles of Association of the Company in relation to the meeting via electronic media and the convening of shareholders’ meetings by the shareholders for conformity with the Announcement of the National Council for Peace and Order No. 74/2557 Re: Electronic Conferencing and Section 100 of the Public Limited Companies Act B.E. 2535 (1992) which is amended according to the Order of the Head of the National Council for Peace and Order No. 21/2560 Re: Amendments of Laws to Facilitate the Ease of Doing Business.”

**Proposed Amendment**

<b>Current Provisions</b>	<b>Proposed Amendment</b>
<p><b>Article 31.</b> At a meeting of the Board of Directors, the number of directors attending the meeting shall not be less than half of the total number of directors in order to constitute a quorum. In the event that the chairman is absent or is unable to discharge his/her duties, if a vice-chairman is present, he/she shall preside at the meeting, and if there is no vice-chairman or if the vice-chairman is not able to discharge his/her duties, the directors present at the meeting shall elect on among themselves to be chairman of that meeting.</p> <p>Decisions of the meeting shall be based on the majority of votes.</p>	<p><b>Article 31.</b> At a meeting of the Board of Directors, the number of directors attending the meeting shall not be less than half of the total number of directors in order to constitute a quorum. In the event that the chairman is absent or is unable to discharge his/her duties, if a vice-chairman is present, he/she shall preside at the meeting, and if there is no vice-chairman or if the vice-chairman is not able to discharge his/her duties, the directors present at the meeting shall elect on among themselves to be chairman of that meeting.</p> <p><b><u>For each meeting of the Board of Directors, the chairman of the meeting may determine that a meeting be held and conducted through an electronic media.</u></b></p>



Current Provisions	Proposed Amendment
<p>Each director shall have one vote, but the director who has interests in any matter shall have no right to vote on such matter. In case of a tie of votes, the chairman of the meeting shall have a casting vote.</p>	<p><b><u>In this regard, effect as the meeting as prescribed by law.</u></b></p> <p>Decisions of the meeting shall be based on the majority of votes.</p> <p>Each director shall have one vote, but the director who has interests in any matter shall have no right to vote on such matter. In case of a tie of votes, the chairman of the meeting shall have a casting vote.</p>
<p><b>Article 32.</b> In summoning for a meeting of the Board of Directors, the chairman or the person assigned by him shall submit notices calling for a meeting to the directors not less than 7 (seven) days prior to the date of the meeting. However, in case of necessity and urgency for the purpose of maintaining the rights or interests of the Company, the summon for a meeting may be made by other methods and the date of the meeting may be fixed sooner.</p>	<p><b>Article 32.</b> In summoning for a meeting of the Board of Directors, the chairman or the person assigned by him shall submit notices calling for a meeting to the directors not less than 7 (seven) days prior to the date of the meeting. However, in case of necessity and urgency for the purpose of maintaining the rights or interests of the Company, the summon for a meeting may be made by other methods and the date of the meeting may be fixed sooner.</p> <p><b><u>The Company may send a summoning notice for a meeting of the Board of Directors and the related documents by an electronic mail. In this regard, the summoning notice and its related documents as evidence, which may be stored in electronic data format by law.</u></b></p>
<p><b>Article 45.</b> The Board of Directors shall arrange for an annual general meeting of shareholders within 4 (four) months from the last day of the fiscal year of the Company. Meeting other than that mentioned above shall be called extraordinary meetings.</p> <p>The Board of Directors may summon an extraordinary meeting of shareholders whenever the Board of Directors may deem appropriate or the shareholders together shall count the number of shares not less than one-fifth of total number of issued shares or when the shareholders of a number of not less than 25 (twenty-five) persons holding shares altogether not less than one-tenth (1/10) of the total number of shares sold may submit a written request signed by them requesting the Board of Directors to summon an extraordinary meeting of shareholders at any time but they shall give reasons for such request in the</p>	<p><b>Article 45.</b> The Board of Directors shall arrange for an annual general meeting of shareholders within 4 (four) months from the last day of the fiscal year of the Company. Meeting other than that mentioned above shall be called extraordinary meetings.</p> <p>The Board of Directors may summon an extraordinary meeting of shareholders whenever the Board of Directors may deem appropriate or <b><u>one or more shareholders holding shares amounting to not less than 10 (ten) percent of the total number of issued shares</u></b> may submit a written request signed by them requesting the Board of Directors to summon an extraordinary meeting of shareholders at any time but they shall give <b><u>subject and</u></b> reasons for such request in the said letter. In such case, the Board of Directors shall arrange for the meeting of shareholders to be held within <b><u>forty-five (45) days</u></b> from the date of receipt of such request from the shareholders.</p>

Current Provisions	Proposed Amendment
said letter. In such case, the Board of Directors shall arrange for the meeting of shareholders to be held within 1 (one) month from the date of receipt of such request from the shareholders	<p style="text-align: center;"><b><u>If the Board of Directors does not arrange for the meeting of shareholders within the period of time specified in paragraph three, the shareholders who subscribe their names or other shareholders holding shares amounting to the required amount may call the meeting themselves within forty-five (45) days as from the date on which the period of time in paragraph three ends. In this case, the meeting is deemed a shareholders meeting called by the Board of Directors and the Company shall be responsible for the expenses incurred therefrom and shall reasonably facilitate the meeting. In the case where the quorum of the meeting called by the shareholders under paragraph four cannot be constituted as specified in this Articles, the shareholders under paragraph four shall jointly compensate the Company the expenses incurred from the meeting.</u></b></p>

The Meeting Facilitator provided opportunities for shareholders to raise questions and concerns regarding the agenda.

As there were no questions raised by any shareholders, the Meeting Facilitator then proposed to the Meeting to consider the matters. Before casting the votes, the Meeting Facilitator informed the Meeting that this agenda would be adopted only with the majority votes of not less than three-fourth of shareholders attending and entitling to vote.

After due consideration, the Meeting resolved to approve the amendment of the Company's Articles of Association with the majority votes of not less than three-fourth of shareholders attending and entitling to vote as follows:

	Votes	Percentage
<b>Approve</b>	865,079,774	99.9017
<b>Disapprove</b>	0	0
<b>Abstain</b>	0	0
<b>Voided Ballot</b>	851,008	0.0983

**Note:** There were no shareholders additionally attending the meeting subsequent to the completion of Agenda 8



## **Agenda 10: To consider other issues**

The Meeting Facilitator provided the shareholders with opportunity to propose other topics or questions.

Mr. Chatchai Wongkaewcharoen, a shareholder present in person, inquired as follows:

1. The period that drama program to be broadcasted;
2. Feedback of Amarin TV Shopping;
3. Whether the advertising rate for the year 2019 was increased;
4. The rating trend of Amarin TV for the year 2019 (as the Company set its target rating point for the year 2019 at 0.45); and
5. Whether the temporarily closure for renovation of the Queen Sirikit Convention Center would cause any effect to the fair organization of the Company.

Mr. Nararat Limnararat, Vice Chairman of Executive Committee replied the inquiries nos. 1, 3 and 4 of such shareholder as follows:

- Drama program would be broadcasted every Saturday and Sunday during 10.00 p.m. to 11.00 p.m.
- Due to the advertising rate for the year 2018 was greatly increased as well as the condition of the highly competitive market, the advertising rate for the year 2019 therefore had not been increased; and
- The rating of Amarin TV reached the target rating of 0.45 for certain period of time but on the annual average rating basis, the rating of Amarin TV did not reach the target rating. It was expected that in order to reach such target rating, the Company was required to take certain period of time.

Mrs. Rarin Utakapan Punjarungroj further replied the inquiries nos. 2 and 5 of such shareholder as follows:

- Amarin TV Shopping had been launched since January 2019. The Company took the first 3 months period to train and develop the working team as well as to educate the group of viewer by which the feedback was in satisfactory with the potentiality to continue this business. However there were still a lot of thing to be developed by the Company such as development of database or sourcing of good and quality products which were different from other channels; and
- The fair held at the Queen Sirikit Convention Center was only Baan Lae Suan Select. The Company acknowledged such temporarily closure for renovation plan of the Queen Sirikit Convention Center in advance and therefore adjust the Company's plan and change the location of such fair to Impact, Muang Thong Thani. With regard to other fairs, the Company still had capability to expand the fairs in term of area and frequency. In addition, the Company was studying to hold certain fairs in the provincial area by the second half of 2019 or the beginning of the following year.

Mr. Chantachat Dhanesnitaya, Company Secretary informed the Meeting that there was a shareholder inquiring about the plastic bag reduction policy of Naiin Book Store.

Mrs. Rarin Utakapan Punjarungroj further replied that as per the cooperation meeting of the Publishers and Publishing Distributors Association, the plastic cover would not be given to the customers by the second half of 2019. With regard to the plastic bag reduction policy, due to the condition of the plastic bag of Naiin Book Store was not

suitable for recycling and any suspension of plastic bag would cause effect to the customers. Therefore Naiin Book Store would give a special point to any members who refused the plastic bag.

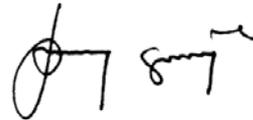
Mr. Thapana Sirivadhanabhakdi additionally informed the Meeting that the Order of the National Council of Peace and Order No. 4/2019 entitled all digital TV broadcasters to notify their intention to return the digital TV license on or before May 10, 2020. Even though Amarin TV would be one of the Company's core business and media that the Board of Director and the executive wished to develop and create the sustainable growth, the Board of Director would carefully study such order of the National Council of Peace and Order and might inquire the Office of the National Broadcasting and Telecommunication Commission in writing regarding the criteria of compensation in case of return of the digital TV license as stated under Clause 13 thereof so that the Company would be able to review the business operation as well as would not miss any opportunity.

Besides, Mr. Thapana Sirivadhanabhakdi requested the Company to clarify the characteristic of the voided ballots appeared in Agendas 6, 7, 8 and 9.

Mr. Siri Bunpitukgate, Chief Financial Officer clarified that such voided ballot were the ballots with votes that had been crossed out with no signature.

No shareholders proposed other topics to the Meeting for consideration.

When no other shareholders raised any further questions, the Chairperson thanked all shareholders and participants and declared the Meeting adjourned at 5.00 p.m.



(Mrs. Metta Utakapan)

Chairperson of the Meeting



Mr. Chantachat Dhanesnitaya

Minutes Recorder



(For consideration regarding Agenda 5)

**To appoint auditors and determine annual compensation in 2020**

The Audit Committee has properly considered and scrutinized the appointment of the auditors from the ability to perform task with independence, being equipped with skill, able to comprehend the nature of the Company and to carry on the profession with responsibility. The Audit Committee deemed it appropriate to propose to approve the appointment of KPMG Phoomchai Audit Company Limited as the Company's and the affiliate's auditor and to consider the appropriate audit fee by comparing the rate of other companies in the industry having the comparable size of assets. As discreetly considered and proposed by the Audit Committee, the Board of directors deemed it appropriate to propose to the Annual General Meeting of Shareholders to approve the appointment of KPMG Phoomchai Audit Company Limited as the Company's auditors with one of the following auditors:

1. Ms. Nittaya Chetchotiros      Certified Auditor No. 4439 and/or  
(has never reviewed or audited and commenting on the Company's financial statements)
2. Ms. Sureerat Thongarunsang      Certified Auditor No. 4409 and/or  
(has never reviewed or audited and commenting on the Company's financial statements)
3. Ms. Sasithorn Pongadisak      Certified Auditor No. 8802  
(being the person signing for reviewing or auditing and commenting on the Company's  
for the year 2017 - 2019 totaling 3 years)

The Audit Committee approved the remuneration of the Company's auditors for the year 2020 as follows:

Unit: Baht

Audit Fees	2020 (Year Proposed)	2019	Increase (Decrease)	
			(Baht)	(%)
Amarin Printing and Publishing Public Company Limited	1,550,000	1,550,000	-	0%

\*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.

\*In 2019, there was a service fee payable to KPMG Phoomchai Audit Company Limited for preparation of the documents accompanying the determination of the transfer pricing which covers the study of the Company/ transaction being the Benchmarking Study for preparing to comply with the law regarding the transfer pricing in an amount of Baht 550,000 and there will be another service fee in an amount of Baht 550,000 in year 2020.

Note: Pursuant to the Notification of Capital Market Supervisory Board No. Tor Jor 28/2520 dated March 27, 2020, the listed companies, which are unable to hold the AGM to appoint company's auditors due to COVID - 19, shall submit the company's financial statements for the first quarter of 2020 reviewed by the auditors in the list of auditors approved by the Office of SEC and appointed by the company's Board of Directors, to the SEC. The Company's

Board of Directors No. 1/2563 held on February 26, 2020, has approved to appoint the auditors whose names are appeared above of KPMG Phoomchai Audit Company Limited to review the quarterly financial statement of the Company.

### **Board's Opinion**

According to the recommendation of the Audit Committee, the Board of Directors has consider to select the auditors and determine the appropriate compensation. Therefore, it was 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, 2020 as follows.

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

1. Ms. Nittaya Chetchotiros      Certified Auditor No. 4439 and/or  
(has never reviewed or audited and commenting on the Company's financial statements)
2. Ms. Sureerat Thongarunsang Certified Auditor No. 4409 and/or  
(has never reviewed or audited and commenting on the Company's financial statements)
3. Ms. Sasithorn Pongadisak      Certified Auditor No. 8802  
(being the person signing for reviewing or auditing and commenting on the Company's for the year 2017 - 2019 totaling 3 years)

2. Proposed remuneration of auditors in the 2020 annual, totaled of Baht 1,550,000.

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.



(For consideration regarding Agenda 5)

**History and experience of the auditor for the year 2020**

<b>Name</b>	Ms. Nittaya Chetchotiros Permit Number 4439
<b>Company</b>	KPMG Phoomchai Audit Limited
<b>Position</b>	Partner, Audit
<b>Education</b>	Bachelor of Accountancy and Master of Business Administration, Chulalongkorn University
<b>Qualification</b>	<ul style="list-style-type: none"> <li>- Accredited KPMG IFRS reviewing partner</li> <li>- Certified Public Accountant in Thailand</li> <li>- SEC Licensed Auditor</li> <li>- Bank of Thailand Licensed Auditor</li> <li>- Subcommittee of the Board of Auditing Committee, the Federation of Accounting Professions of Thailand</li> <li>- Committee of the Board of Certified Tax Auditor Testing Committee</li> </ul>
<b>Auditing Experience</b>	<ul style="list-style-type: none"> <li>- Nittaya has extensive of audit and business advisory experience in diversified industries covering multinational and listed companies.</li> <li>- 29 years of audit mainly experience with various business in Factoring &amp; leasing, Food &amp; Beverage, Consumer products, Retails, Hospital, Manufacturing and Trading etc.</li> <li>- Nittaya had conducting as instructor in The International Financial Reporting Standards (IFRS) for internal and external personnel. And experience in auditing financial statements of the Company. Nittaya has experiences in auditing of financial statements of Airports of Thailand Public Company Limited for IFRS and reviewing the financial statements which represent the impact of privatization to public company of the Airports Authority of Thailand.</li> <li>- Leader for auditing of listed companies in Thailand and International.</li> </ul>
<b>Past and present representative clients</b>	<ul style="list-style-type: none"> <li>-Thai Beverage Group</li> <li>- Oishi Group</li> <li>- Serm Suk Group</li> <li>- Univentures Group</li> <li>- Golden Land</li> <li>- Siam Food Group</li> </ul>

**History and experience of the auditor for the year 2020**

<b>Name</b>	Ms. Sureerat Thongarunsang Permit Number 4409
<b>Company</b>	KPMG Phoomchai Audit Limited
<b>Position</b>	Risk Management Partner, Audit
<b>Education</b>	- Master Degree of Accountancy, Thammasat University - Bachelor's Degree of Accountancy, Thammasat University
<b>Qualification</b>	- Member of Federation of Accounting Profession of Thailand - Certified Public Accountant in Thailand - SEC Licensed Auditor - Committee of the Board of Auditing Committee, the Federation of Accounting Professions of Thailand - Committee of The Board of Specialist subcommittee of Certified Public Accounting Testing Committee, the Federation of Accounting Professions of Thailand
<b>Auditing Experience</b>	- Providing audit service covering various industries i.e. food and beverage, real estate, construction and international audit experience. - Working as a member of the Department of Professional Practice where in she is involved extensively in developing practice notes on accounting and auditing issues especially on IFRS for KPMG Thailand from 2005 - 2008. - Participating with the Education Center in the United States of America, where Sureerat had experience in media design and co-develop computer programs for electronic working papers for the auditors of KPMG Thailand.
<b>Past and present representative clients</b>	- Thai Beverage Public Company Limited Group - Semsuk Public Company Limited Group - Sappe Public Company Limited Group - The Siam Cement Public Company Limited (SCG) Group



(For consideration regarding Agenda 5)

**History and experience of the auditor for the year 2020**

<b>Name</b>	Ms. Sasithorn Pongadisak Permit Number 8802
<b>Company</b>	KPMG Phoomchai Audit Limited
<b>Position</b>	Partner
<b>Education</b>	- Master of Business Administration, Chulalongkorn University - Bachelor of Business Administration, Thammasat University
<b>Qualification</b>	- Certified Public Accountant in Thailand - SEC licensed Auditor - Subcommittee of The Board of Specialist subcommittee of Certified Public Accounting Testing Committee, the Federation of Accounting Professions of Thailand
<b>Auditing Experience</b>	- Sasithorn has accumulated extensive experience in diversified industries covering multinational and listed companies and also is one of the international engagement team in providing audit service to the clients listed in other countries stock exchanges and coordination for auditing of foreign companies doing business in Thailand and Asia Pacific. - Sasithorn has experiences in providing audit service covering various industries i.e. Media, Consumer Market, Food and Beverage, Construction and Industries market businesses. - Sasithorn had working experiences in China to support Thai clients and Thai investor doing business in China for 2 years (2010 - 2012).

**Past and present representative clients**

- Amarin Printing and Publishing Public Company Limited
- Workpoint Entertainment Public Company Limited
- JWD InfoLogistic Public Company Limited
- Don Muang Tollway Public Company Limited
- Thai Beverage Public Company Limited
- Oishi Group Public Company Limited
- O.C.C. Public Company Limited

(For consideration regarding Agenda 6)

**History of individuals who have been nominated to a director****Due to replacement of the directors retired by rotation****Mrs. Metta Utakapan****Age 70 Years**

<b>Date of Birth</b>	February 24, 1949
<b>Address</b>	13/3 Arun Amarin Road, Bangkok Noi, Bangkok 10700
<b>Nationality</b>	Thai
<b>Type of Director</b>	Independent Director
<b>Position</b>	- Chairperson - Member of the Corporate Governance Committee
<b>Start Year as a Director</b>	June 15, 1993
<b>Duration as director</b>	26 years 6 months
<b>Education</b>	- Honorary doctorate degree in Communication Arts, Eastern Asia University - Honorary doctorate degree in Buddhism, Mahachulalongkornrajavidyalaya University - Master's degree (Curriculum Development), Colorado University - Bachelor of Arts (second-class honors), Chulalongkorn University
<b>Director Position</b>	- None
<b>Work experiences during the past five years</b>	
<b>Position(s) in other listed companies</b>	-None
<b>Position(s) in non-listed companies</b>	-None
<b>Work experiences in other listed companies</b>	
2018 - Present	- Chairperson - Amarin Book Center Co., Ltd.
2012 - Present	- Chairperson - Amarin Television Co., Ltd.
<b>Work experiences in non-listed companies</b>	- None.
<b>Position in competing business related to the business of the company that may cause conflict of interest</b>	- None
<b>Shareholding in the company, including shareholding of spouse and minor children</b>	
	Directly holding 36,671,791 shares, which account for 3.67 percent of AMARIN's total 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 Public Limited Companies Act B.E. 2535 and has knowledge and experience in the business related to the Company's operations and can help develop the Company

**More information about the relationship**

Relationship in the Company	Status / Explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights	<b>36,671,791 Shares</b> <b>3.67%</b>
2. Is a close relative with the administrators of the major shareholders of the Company a subsidiary	<b>Yes</b>
3. Committee to participate in the management of employee or consultant who has been a regular salary	<b>Yes</b>
4. Is a professional service provider (such as auditors or legal counsel)	<b>No</b>
5. A business relationship (such as buying - selling raw materials / products / services, lending or borrowing money)	<b>No</b>

- (\*) 1. Competitive business such as company directors and other business / management positions. The majority of the revenue. (Accounting for more than 50 percent of the total revenue of the Company / other companies) on a competitive or similar business.  
 2. As well as related material such as company directors and other business / management positions as Customer / Supplier / Trade accounts receivable or payable, etc. relevant to the Company's business significantly, consider the limit buy / sell / lease products - all services during the past year and the Company's business.

**Note** : The 2019 Annual General Meeting of Shareholders, 1/1 time  
 : The Board of Directors meeting of the year 2019, 5/5 times  
 : The Nomination and Remuneration Committee meeting of the year 2019, 2/2 times  
 : The Corporate Governance Committee meeting of the year 2019, 3/3 times



**History of individuals who have been nominated to a director**

**Due to replacement of the directors retired by rotation (Next)**



**Mr. Pramoad Phornprapha**

**Age 53 Years**

<b>Date of Birth</b>	August 21, 1966
<b>Address</b>	399 Soi Ueawattanasakun, Suan Luang, Bangkok
<b>Nationality</b>	Thai
<b>Type of Director</b>	Independent Director
<b>Position</b>	- Independent Director - Chairman of the Nomination and Remuneration Committee - Member of the Corporate Governance Committee
<b>Start Year as a Director</b>	May 12, 2017
<b>Duration as director</b>	2 years 7 months
<b>Education</b>	- MBA in Marketing (Honors), J.L. Kellogg Graduate School of Management, Northwestern University, USA - MPA in Business and Government (Honors), Kennedy School of Government, Harvard University, USA - Bachelor of Science in Electrical Engineering (Honors), Northwestern University, USA
<b>Training Director Position</b>	- Director Certification Program (DCP 55/2005)
<b>Work experiences during the past five years</b>	
<b>Position(s) in other listed companies</b>	
<b>Listed companies in Thailand</b>	
2017 - Present	- Independent Director - Univanich Palm Oil Plc. Member of the Audit Committee,
2012 - Present	- Independent Director - Sermasuk Plc. - Member of the Nomination and Corporate Governance Committee - Member of the Risk Management Committee,
2005 - Present	- Independent Director - Member of the Audit Committee -Thai Summit Harness Plc.
<b>Listed company outside Thailand</b>	
2018 - Present	- Independent Director - Saigon Beer Alcohol Beverage Corporation
2019 - Present	- Chairman of the Audit Committee- Saigon Beer Alcohol Beverage Corporation



**Position(s) in non-listed companies/other organizations**

2015 - Present	- Chairman	- Talaypu Natural Products Co., Ltd.
2011 - Present	- Managing Director	- myDNA Co., Ltd.
2008 - Present	- Director	- EcoFuture Plus Co., Ltd.
2004 - Present	- Managing Director	- Claris Co., Ltd.
2002 - Present	- Managing Director,	- Wanwarin & Associate Co., Ltd.
2002 - Present	- Director	- Pornmit Co., Ltd.
2000 - Present	- Director	- Danpundao Co., Ltd. (Formerly name: P Garden Service Co., Ltd.)
1997 - Present	- Director	- PLandscape Co., Ltd.
1992 - Present	- Director	- Plim 369 Co., Ltd.
1989 - Present	- Director	- Plimboonluck Co., Ltd.

**Work experiences in other listed companies**

2018 - Oct. 2019 - Member of the Audit Committee - Saigon Beer Alcohol Beverage Corporation

**Work experiences in non-listed companies**

1997 - May 2019 - Director - The Progress Watch Co., Ltd.

**Position in competing business related to the business of the company that may cause conflict of interest**

- None

**Shareholding in the company, including shareholding of spouse and minor children**

0.00% (0 Share)

**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. Pramoad Phornprapha** who retired by rotation back to directors for another term. It is evident that he is qualified under the Public Limited Companies Act B.E. 2535 and has knowledge and experience in the business related to the Company's operations and can help develop the Company.



**More information about the relationship**

<b>Relationship in the Company</b>	<b>Status / Explanation</b>
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights	<b>0 Share</b> <b>0.00%</b>
2. Is a close relative with the administrators of the major shareholders of the Company a subsidiary	<b>No</b>
3. Committee to participate in the management of employee or consultant who has been a regular salary	<b>No</b>
4. Is a professional service provider (such as auditors or legal counsel)	<b>No</b>
5. A business relationship (such as buying - selling raw materials / products / services, lending or borrowing money)	<b>No</b>

- (\*) 1. Competitive business such as company directors and other business / management positions. The majority of the revenue. (Accounting for more than 50 percent of the total revenue of the Company / other companies) on a competitive or similar business.
2. As well as related material such as company directors and other business / management positions as Customer / Supplier / Trade accounts receivable or payable, etc. relevant to the Company's business significantly, consider the limit buy / sell / lease products - all services during the past year and the Company's business.

**Note** : The 2019 Annual General Meeting of Shareholders, 1/1 time  
: The Board of Directors meeting of the year 2019, 5/5 times  
: The Corporate Governance Committee meeting of the year 2019, 3/3 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 44 Years**

<b>Date of Birth</b>	October 16, 1975
<b>Address</b>	22 Soi Chaiyaphruk 24, Taling Chan, Taling Chan, Bangkok 10170
<b>Nationality</b>	Thai
<b>Type of Director</b>	Director
<b>Position</b>	<ul style="list-style-type: none"><li>- Director</li><li>- Member of the Sustainability and Risk Management Committee</li><li>- Member of the Nomination and Remuneration Committee</li><li>- Executive Director</li><li>- Authorized Director</li><li>- Group Chief Executive Officer</li></ul>
<b>Start Year as a Director</b>	April 24, 2003
<b>Duration as director</b>	16 years 8 months
<b>Education</b>	<ul style="list-style-type: none"><li>- Master of Arts, University of Northumbria at Newcastle, The United Kingdom</li><li>- Bachelor of Arts, Chulalongkorn University</li></ul>
<b>Training Director Position</b>	<ul style="list-style-type: none"><li>- Director Accreditation Program (DAP 12/2004)</li></ul>
<b>Training / Seminar</b>	<ul style="list-style-type: none"><li>- BRAIN: Business Revolution and Innovation Network by the Federation of Thai Industries</li><li>- DAAT Day 2018 by Digital Advertising Association (Thailand)</li><li>- Digital Marketing Conference Asia Pacific 2018</li><li>- Corporate Innovation Summit 2019</li><li>- Capital Market Academy Greater Mekong Subregion Program (CMA GMS Program)</li><li>- Risk Management Program for Corporate Leaders</li><li>- Successful Formulation &amp; Execution of Strategy (SFE)</li></ul>
<b>Work experiences during the past five years</b>	
<b>Position(s) in other listed companies</b>	<ul style="list-style-type: none"><li>- None</li></ul>

**Position(s) in non-listed companies/other organizations**

- 2018 - Present - Director - Amarin Book Center Co., Ltd.  
 - Executive Director
- 2017 - Present - Director - Amarin Omniverse Co., Ltd.  
 - Executive Director
- 2016 - Present - Director - Kadokawa Amarin Co., Ltd.
- 2012 - Present - Director - Amarin Television Co., Ltd.  
 - Executive Director

**Work experiences in other listed companies**

- None

**Work experiences in non-listed companies**

- None

**Position in competing business related to the business of the company that may cause conflict of interest**

- None

**Shareholding in the company, including shareholding of spouse and minor children**

Directly holding 138,416,752 shares, which account for 13.87 percent of AMARIN's total 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 Public Limited Companies Act B.E. 2535 and has knowledge and experience in the business related to the Company's operations and can help develop the Company.

**More information about the relationship**

Relationship in the Company	Status / Explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights	<b>138,416,752 shares</b> <b>13.87%</b>
2. Is a close relative with the administrators of the major shareholders of the Company a subsidiary	<b>Yes</b>
3. Committee to participate in the management of employee or consultant who has been a regular salary	<b>Yes</b>
4. Is a professional service provider (such as auditors or legal counsel)	<b>No</b>
5. A business relationship (such as buying - selling raw materials / products / services, lending or borrowing money)	<b>No</b>



- (\*)
1. Competitive business such as company directors and other business / management positions. The majority of the revenue. (Accounting for more than 50 percent of the total revenue of the Company / other companies) on a competitive or similar business.
  2. As well as related material such as company directors and other business / management positions as Customer / Supplier / Trade accounts receivable or payable, etc. relevant to the Company's business significantly, consider the limit buy / sell / lease products - all services during the past year and the Company's business.

**Note** : The 2019 Annual General Meeting of Shareholders, 1/1 time  
: The Board of Directors meeting of the year 2019, 5/5 times  
: The Nomination and Remuneration Committee meeting of the year 2019, 2/2 times  
: The Executive Committee meeting of the year 2019, 12/12 times  
: The Sustainability and Risk Management Committee meeting of the year 2019, 3/3 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 54 Years**

<b>Date of Birth</b>	April 6, 1965
<b>Address</b>	376 Chaiyaphruk Road, Taling Chan, Taling Chan, Bangkok 10170
<b>Nationality</b>	Thai
<b>Type of Director</b>	Director
<b>Position</b>	- Director - Executive Director - Authorized Director - Deputy Group CEO
<b>Start Year as a Director</b>	April 24, 1998
<b>Duration as director</b>	21 years 8 months
<b>Education</b>	- MBA International Management, Southeastern University, USA - Bachelor of Science, Photographic Science and Printing Technology, Chulalongkorn University
<b>Training Director Position</b>	Director Accreditation Program (DAP 70/2008)
<b>Training/Seminar</b>	Techsauce Global Summit 2019

#### **Work experiences during the past five years**

##### **Position(s) in other listed companies**

-None

##### **Position(s) in companies that are not listed on stock market**

2017 - Present - Director - Amarin Omniverse Co., Ltd.

- Executive Director

- CEO

2013 - Present - Director - Amarin Television Co., Ltd.

- Executive Director

##### **Work experiences in other listed companies**

- None

##### **Work experiences in non-listed companies**

2016 - 2019 - Director - Kadokawa Amarin Co., Ltd.

##### **Position in competing business related to the business of the company that may cause conflict of interest**

- None



### Shareholding in the company, including shareholding of spouse and minor children

Directly holding 300,000 shares, which account for 0.03 percent of AMARIN's total 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 Public Limited Companies Act B.E. 2535 and has knowledge and experience in the business related to the Company's operations and can help develop the Company.

#### More information about the relationship

Relationship in the Company	Status / Explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights	300,000 shares 0.03%
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. Competitive business such as company directors and other business / management positions. The majority of the revenue. (Accounting for more than 50 percent of the total revenue of the Company / other companies) on a competitive or similar business.

2. As well as related material such as company directors and other business / management positions as Customer / Supplier / Trade accounts receivable or payable, etc. relevant to the Company's business significantly, consider the limit buy / sell / lease products - all services during the past year and the Company's business.

**Note** : The 2019 Annual General Meeting of Shareholders, 1/1 time

: The Board of Directors meeting of the year 2019, 5/5 times

: The Executive Committee meeting of the year 2019, 12/12 times



(For consideration regarding Agenda 6)

**The Definition of Independent Director**

Definition of Independent Directors of the Company is more strict than the minimum requirements of the Stock Exchange of Thailand, which is stated in the announcement of the Thai Stock Exchange. Scope of the Audit Committee (No. 1) Act 1999, by the independent directors, and / or audit committee of the company shall have the following features.

- (1) Holding 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 participate in the management of the Company, associated or related companies, or major shareholders of the company staff member, or consultant who has been a regular salary from the Company, or associated companies, or major shareholders of the Company.
- (3) A director of who has 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 effect the execution of duties, and the freedom of decision making
- (4) A director who is not a related person or close relatives of the executives or major shareholders of the Company.
- (5) A director is not appointed from a representative to safeguard interests of the directors of the Company, major shareholders, or shareholders who are related to the major shareholders of the Company.
- (6) Can perform and express their opinions or reporting the performance of duties as assigned by the Board of Directors of the Company by independent. And 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.



(For consideration regarding Agenda 7)

**Remuneration for Committee Performance year 2020**

The Nomination and Remuneration Committee has considered remuneration for the Board of Director, Independent Director, Audit Committee, Executive Director, Nomination and Remuneration Committee, Corporate Governance Committee and Sustainability and Risk Management Committee for the year 2020 (effective from January 1, 2020 onwards), taking into consideration the appropriateness of the type, size and relationship with the operating results of the Company. Which corresponds to the same industry. Include appropriate for the duties and responsibilities. Board of Director, Independent Director, Executive Director, Audit Committee, Nomination and Remuneration Committee, Corporate Governance Committee, Sustainability and Risk Management Committee and Compensation for special remuneration (if any) is limited to Baht 5,000,000 and details are as follows:

The details of remuneration for the Board of Directors and the Sub-Committee for the year 2020 compared to that of the year 2019.

Position	Monthly remuneration (Baht/Month)		Meeting allowance (Baht/Time)	
	2020	2019	2020	2019
Chairperson	20,000	20,000	25,000	25,000
Director	10,000	10,000	20,000	20,000
Chairman of the Audit Committee	30,000	30,000	N/A	N/A
Member of the Audit Committee	20,000	20,000	N/A	N/A
Chairman of the Executive Director	30,000	30,000	N/A	N/A
Executive Director	20,000	20,000	N/A	N/A
Chairman of the Nomination and Remuneration Committee	N/A	N/A	20,000	20,000
Member of the Nomination and Remuneration Committee	N/A	N/A	15,000	15,000
Chairman of the Corporate Governance Committee	N/A	N/A	20,000	20,000
Member of the Corporate Governance Committee	N/A	N/A	15,000	15,000
Chairman of the Sustainability and Risk Management Committee	N/A	N/A	20,000	20,000
Member of the Sustainability and Risk Management Committee	N/A	N/A	15,000	15,000

Remark: In the case of executives, this will not be paid.

## **Scope of duties and responsibilities of Committees**

### **Audit Committees**

As of December 31, 2019, Audit Committee consists of Chairman of the Audit Committee which is an independent director, 2 independent directors (3 members of the independent directors).

### **Duties and responsibilities**

The Audit Committee is responsible for assisting the Board of Directors in performing their duties. On the appropriateness and accuracy of financial reports, in terms of reliability. The information is complete, accurate and in accordance with standards and regulatory requirements confidence and credibility of investors financial institution Business partners and stakeholders. As well as the efficiency of internal control of Amarin Printing and Publishing Public Company Limited and subsidiaries. To ensure that the operations of the various agencies. To be effective, legislation, regulations and requirements of regulatory authorities. The standard of good ethics. The scope of duties and responsibilities of the audit committee as follows:

1. Reviewed Financial Statements and subsidiaries, to ensure reliable and adequate disclosure.
2. Review the company and subsidiaries comply with the law governing securities and the Stock Exchange of Thailand. Regulatory requirements and other laws related to the company's business.
3. Consider the connected transaction Items with potential conflict of interest acquisition or disposition of assets and subsidiaries to comply with the law and regulations of the Stock Exchange of Thailand. In order to ensure that the items are reasonable for the maximum benefit of the company and the operation is transparent.
4. Review the Company and subsidiaries have an internal control system, internal audit appropriate and effective. Also consider the independence of the internal audit unit, provide advice on the budget, manpower, and approve the appointment. Annual performance evaluation and termination of the chief Internal Auditor
5. To consider, select, nominate, appoint, remove persons who are independent. To serve as the company's auditor and subsidiaries and propose auditor's remuneration. Also, attend meetings with the auditors. without the management, attend the meeting, at least 1 time per year.
6. Review the company and subsidiaries have a risk assessment system and adequate and effective risk management.
7. Prepare report of audit Committee signed by the chairman of the audit committee and disclosed in the company's annual report. In accordance with the regulations of the Stock Exchange of Thailand
8. Approve the internal audit plan of the company and subsidiaries by the way and generally accepted standards. To monitor the performance of the internal audit department.
9. The audit committee may seek independent opinions from other professional consultants. When deemed necessary at the expense of the company.
10. Perform other duties assigned by the board of directors, with the approval of the audit committee.



### **Nomination and Remuneration Committee**

As of December 31, 2019, Nomination and Remuneration Committee consists of Chairman of the board of director which is an independent director, 1 independent director (totaling 2 independent directors) and 2 directors.

### **Duties and responsibilities**

1. Recruit and select qualified individuals to serve as the Company's directors or Group 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 Group Chief Executive Officer 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.



### **Corporate Governance Committee**

As of December 31, 2019, Corporate Governance Committee consists of Chairman of the board of director which is an independent director, 1 independent director (totaling 2 independent directors) and 2 directors.

### **Duties and responsibilities**

The Corporate Governance Committee has carried out its works under the Corporate Governance Committee Charter as follows:

1. Duty regarding the formulation of good corporate governance policies and guidelines for the Company;
  - 1.1 To prepare good corporate governance principles and guidelines for the Company's business operations;
  - 1.2 To publicly disclose the Company's good corporate governance principles and guidelines;
2. Duty regarding the formulation of good policies and guidelines for upholding good corporate governance;
  - 2.1 For shareholders and investors;
  - 2.2 For business partners and customers;
  - 2.3 For employees;
  - 2.4 For the society and the environment;
3. Duty to review elements in the Board of Directors and the preparation for the development of the Board:
  - 3.1 To specify the qualifications of directors in the way that matches the Company's structure and size, and prescribe elements of knowledge, experiences, and expertise of directors that on the overall are in line with the Company's business operations;
  - 3.2 To plan the guideline for directors' development such as training for directors, Board Retreats, and various other aspects of development;
  - 3.3 To supervise and monitor the assessment of Board of Directors' performance on an annual basis to ensure efficient evaluations; and
4. Duty to uphold anti-corruption policies:
  - 4.1 To lay down framework for the supervision of anti-corruption efforts; and
  - 4.2 To prepare, review, recommend, monitor and evaluate the anti-corruption operations and report the evaluation results to the Board of Directors at least once a year.



### **Sustainability and Risk Management Committee**

As of December 31, 2019, Sustainability and Risk Management Committee consists of Chairman of the board of director which is an independent director, 1 independent director (totaling 2 independent directors) and 2 directors.

### **Duties and responsibilities**

The Sustainability and Risk Management Committee has carried out its works under the Corporate Governance Committee Charter as follows:

1. Formulate strategies and policies throughout the organization's risk management goals. To be a guideline for the management to have effective risk management and in the same direction.
2. Establish an integrated risk management framework that covers key business risks, such as business risk and operational risk, etc.
3. Set up a risk management system to reduce the impact that may have on the business operations of the company permanently Including providing a risk assessment on a regular basis.
4. Prepare and approve the appropriate risk management plan. By assessing risk factors that may affect the business operations of the company prepare risk management plans at all levels by brainstorming opinions from executives and employees from various departments.
5. Communicate with the Audit Committee on important risks affecting internal control.
6. Report to the Board of Directors about risks and risk management.



อาคารแสดงมี  
20 บาท

Enclosure No. 6

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

เลขทะเบียนผู้ถือหุ้น \_\_\_\_\_  
Shareholders' Registration No.

เขียนที่ \_\_\_\_\_  
Written at  
วันที่ / Date \_\_\_\_\_ เดือน / Month \_\_\_\_\_ พ.ศ. / Year \_\_\_\_\_

(1) ข้าพเจ้า (I/We) \_\_\_\_\_ สัญชาติ (Nationality) \_\_\_\_\_  
อยู่บ้านเลขที่ (Address) \_\_\_\_\_

(2) เป็นผู้ถือหุ้นของ บริษัท อมารินพรินติ้ง แอนด์ พับลิชชิ่ง 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 โดยผู้รับมอบฉันทะคนใดคนหนึ่งเพียงคนเดียวเท่านั้น  
ที่จะเป็นผู้แทนของผู้ถือหุ้นในการมาเข้าร่วมประชุมผู้ถือหุ้น ทั้งนี้ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระก็ได้ โดยกาเครื่องหมายหน้าชื่อกรรมการอิสระ ที่  
ปรากฏข้างท้ายนี้ / 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.)

รศ. ดร. สมชาย ภคภาสน์วิวัฒน์ / Assoc. Prof. Dr.Somchai Phagaphasvivat กรรมการอิสระ / Independent Director อายุ / Age 74 ปี / Years  
อยู่บ้านเลขที่ 1104 ชั้น 11 อาคารจตุลดิศ 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 Nakorn, Bangkok 10200  
หรือ/or  นายสุวิทย์ จินดาสงวน / Mr. Suwit Chindasanguan กรรมการอิสระ / Independent Director อายุ / Age 66 ปี / Years  
อยู่บ้านเลขที่ 59/145 หมู่ที่ 19 ซอยบรมราชชนนี 101 ถนนเป็นเกล้า-นครชัยศรี แขวงศาลาธรรมสพน์ เขตทวีวัฒนา กรุงเทพมหานคร 10170  
Resident at 59/145 Moo 19 Soi Boromratchachonni 101, Pinklao-Nakhonchaisri Rd., Sala Thammasop, Thawi Watthana, Bangkok 10170  
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 2563 ในวันที่ 10  
กรกฎาคม 2563 เวลา 10.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือจะพึง  
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 2020 to be held on July 10, 2020 at 10.00 a.m. at the Convention Hall Executive Building on 378 Chaiyapruk Road,  
Taling Chan, Taling Chan, 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.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ในการประชุมนี้ 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. ผู้ถือหุ้นที่มอบฉันทะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน 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 ซึ่งบริษัทได้เผยแพร่ไว้บนเว็บไซต์ของบริษัท [www.amarin.com](http://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](http://www.amarin.com)



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

เลขทะเบียนผู้ถือหุ้น \_\_\_\_\_  
Shareholders' Registration No.

เขียนที่ \_\_\_\_\_  
Written at  
วันที่ / Date \_\_\_\_\_ เดือน / Month \_\_\_\_\_ พ.ศ. / Year \_\_\_\_\_

(1) ข้าพเจ้า (I/We) \_\_\_\_\_ สัญชาติ (Nationality) \_\_\_\_\_  
อยู่บ้านเลขที่ (Address) \_\_\_\_\_

(2) เป็นผู้ถือหุ้นของ บริษัท อมารินท์พรินติ้ง แอนด์ พับลิชชิ่ง 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 โดยผู้รับมอบฉันทะคนใดคนหนึ่งเพียงคนเดียวเท่านั้น  
ที่จะเป็นผู้แทนของผู้ถือหุ้นในการมาเข้าร่วมประชุมผู้ถือหุ้น ทั้งนี้ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระก็ได้ โดยกาเครื่องหมายหน้าชื่อกรรมการอิสระ ที่  
ปรากฏข้างท้ายนี้ / 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.)

รศ. ดร. สมชาย ภคภาสน์วิวัฒน์ / Assoc. Prof. Dr.Somchai Phagaphasvivat กรรมการอิสระ / Independent Director อายุ / Age 74 ปี / Years  
อยู่บ้านเลขที่ 1104 ชั้น 11 อาคารจตุลดิศ 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 Nakorn, Bangkok 10200

หรือ/or  นายสุวิทย์ จินดาสงวน / Mr. Suwit Chindasanguan กรรมการอิสระ / Independent Director อายุ / Age 66 ปี / Years  
อยู่บ้านเลขที่ 59/145 หมู่ที่ 19 ซอยบรมราชชนนี 101 ถนนปิ่นเกล้า-นครชัยศรี แขวงศาลาธรรมสพน์ เขตทวีวัฒนา กรุงเทพมหานคร 10170  
Resident at 59/145 Moo 19 Soi Boromratchachonni 101, Pinklao-Nakhonchaisri Rd., Sala Thammasop, Thawi Watthana, Bangkok 10170

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 2563 ในวันที่ 10  
กรกฎาคม 2563 เวลา 10.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือจะพึง  
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 2020 to be held on July 10, 2020 at 10.00 a.m. at the Convention Hall Executive Building on 378 Chaiyapruk Road,  
Taling Chan, Taling Chan, 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) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้  
In this Meeting, I/we authorize the Proxy to vote on my/our behalf as follows.

- วาระที่ 1  
**Agenda No. 1** พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2562 เมื่อวันที่ 29 เมษายน 2562  
**To consider and adopt the Minutes of the 2019 Annual General Meeting of Shareholders held on April 29, 2019**
- (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  
**Agenda No. 2** พิจารณารับทราบผลการดำเนินงานของบริษัทในรอบปีบัญชี 2562 รับรองรายงานประจำปี 2562 และแผนงานประจำปี 2563  
**To consider and acknowledge the operating results for the 2019 fiscal year, the 2019 Annual Report and the 2020 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  
**Agenda No. 3** พิจารณานุมัติงบแสดงฐานะการเงิน ณ วันที่ 31 ธันวาคม 2562 งบกำไรขาดทุนเบ็ดเสร็จ และงบกระแสเงินสด สำหรับปีสิ้นสุดวันเดียวกัน ซึ่งผ่านการตรวจสอบจากผู้สอบบัญชีประจำปี 2562  
**To consider and approve the Statement of Financial Position as of December 31, 2019, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31, 2019, all of which have been audited by the Company's auditor for the year 2019**
- (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  
**Agenda No. 4** พิจารณานุมัติจัดสรรเงินกำไร และจัดสรรทุนสำรองประจำปี 2562 รับทราบการจ่ายเงินปันผลระหว่างกาล และการงดจ่ายเงินปันผลประจำปี 2562  
**To consider and approve the allocation of profits and legal reserves for the year 2019, acknowledge the payment of interim dividend and omission of additional dividend payment for the year 2019**
- (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  
**Agenda No. 5** พิจารณานุมัติการแต่งตั้งผู้ตรวจสอบบัญชีและกำหนดค่าสอบบัญชีประจำปี 2563  
**To consider and appoint the Company's auditor and determine remuneration for the year 2020**
- (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 6  
**Agenda No. 6** พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ครบกำหนดออกจากตำแหน่งตามวาระ  
**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:

1. นางเมตตา อุทกะพันธุ์ / Mrs. Metta Utakapan  
 เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       จดออกเสียง / Abstain
2. นายปราโมทย์ พรประภา / Mr. Pramoad Phornprapha  
 เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       จดออกเสียง / Abstain
3. นางระริน อุทกะพันธุ์ ปัญจรุ่งโรจน์ / Mrs. Rarin Utakapan Punjarungroj  
 เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       จดออกเสียง / Abstain
4. นายชีวิพัฒน์ ณ กลาง / Mr. Cheewapat Nathalang  
 เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       จดออกเสียง / Abstain

วาระที่ 7

พิจารณากำหนดค่าตอบแทนสำหรับกรรมการ ประจำปี 2563

Agenda No. 7

To consider and determine Director's remuneration for the year 2020

- (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       จดออกเสียง / Abstain

วาระที่ 8

พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda No. 8

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       จดออกเสียง / Abstain

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น / 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.  
กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุไว้ในหนังสือมอบฉันทะ 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**

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. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าที่ระบุไว้ข้างต้นผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ 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. กรณีหากมีข้อกำหนดหรือข้อบังคับที่กำหนดให้ผู้รับมอบฉันทะต้องแถลงหรือแสดงเอกสารหลักฐานอื่นใด 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) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น ซึ่งบริษัทได้เผยแพร่ไว้บนเว็บไซต์ของบริษัท [www.amarin.com](http://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](http://www.amarin.com)



ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Supplemental Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท อมารินท์พรินติ้ง แอนด์ พับลิชชิ่ง จำกัด (มหาชน)

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

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2563 ในวันที่ 10 กรกฎาคม 2563 เวลา 10.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย / in the Shareholder's Annual General Meeting 2020 to be held on July 10, 2020 at 10.00 a.m. at the Convention Hall Executive Building on 378 Chaiyapruk Road, Taling Chan, Taling Chan, 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  
( )







อาคารแสดงพิมพ์  
20 บาท

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

เลขทะเบียนผู้ถือหุ้น \_\_\_\_\_  
Shareholders' Registration No.

เขียนที่ \_\_\_\_\_  
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 อมารินพรินท์ติ้ง แอนด์ พับลิชชิ่ง 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 โดยผู้รับมอบฉันทะคนหนึ่งเพียงคนเดียวเท่านั้น  
ที่จะเป็นตัวแทนของผู้ถือหุ้นในการมาเข้าร่วมประชุมผู้ถือหุ้น ทั้งนี้ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระก็ได้ โดยกาเครื่องหมายหน้าชื่อกรรมการ  
อิสระ ที่ปรากฏข้างท้ายนี้ / 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.)

รศ. ดร. สมชาย ภคภาสน์วิวัฒน์ / Assoc. Prof. Dr.Somchai Phagaphasvivat กรรมการอิสระ / Independent Director อายุ / Age 74 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 Nakorn, Bangkok 10200

หรือ/or  นายสุวิทย์ จินดาสงวน / Mr. Suwit Chindasanguan กรรมการอิสระ / Independent Director อายุ / Age 66 ปี / Years

อยู่บ้านเลขที่ 59/145 หมู่ที่ 19 ซอยบรมราชชนนี 101 ถนนปิ่นเกล้า-นครชัยศรี แขวงศาลาธรรมสพน์ เขตทวีวัฒนา กรุงเทพมหานคร 10170

Resident at 59/145 Moo 19 Soi Boromratchachonni 101, Pinklao-Nakhonchaisri Rd., Sala Thammassop, Thawi Watthana, Bangkok 10170

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 2563 ในวันที่ 10  
กรกฎาคม 2563 เวลา 10.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือจะพึง  
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 2020 to be held on July 10, 2020 at 10.00 a.m. at the Convention Hall Executive Building on 378 Chaiyapruk Road,  
Taling Chan, Taling Chan, 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.

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

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 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2562 เมื่อวันที่ 29 เมษายน 2562

Agenda No. 1 To consider and adopt the Minutes of the 2019 Annual General Meeting of Shareholders held on April 29, 2019

(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 พิจารณารับทราบผลการดำเนินงานของบริษัทในรอบปีบัญชี 2562 รับรองรายงานประจำปี 2562 และแผนงานประจำปี 2563

Agenda No. 2 To consider and acknowledge the operating results for the 2019 fiscal year, the 2019 Annual Report and the 2020 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 พิจารณาอนุมัติงบแสดงฐานะการเงิน ณ วันที่ 31 ธันวาคม 2562 งบกำไรขาดทุนเบ็ดเสร็จ และงบกระแสเงินสด สำหรับปีสิ้นสุดวันเดียวกัน ซึ่งผ่านการตรวจสอบจากผู้สอบบัญชีประจำปี 2562

Agenda No. 3 To consider and approve the Statement of Financial Position as of December 31, 2019, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31, 2019, all of which have been audited by the Company's auditor for the year 2019

(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 พิจารณาอนุมัติจัดสรรเงินกำไร และจัดสรรทุนสำรองประจำปี 2562 รับทราบการจ่ายเงินปันผลระหว่างกาล และการงดจ่ายเงินปันผลประจำปี 2562

Agenda No. 4 To consider and approve the allocation of profits and legal reserves for the year 2019, acknowledge the payment of interim dividend and omission of additional dividend payment for the year 2019

(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

พิจารณาอนุมัติการแต่งตั้งผู้ตรวจสอบบัญชีและกำหนดค่าตอบแทนประจำปี 2563

Agenda No. 5

To consider and appoint the Company's auditor and determine remuneration for the year 2020

- (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 6

พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ครบกำหนดออกจากตำแหน่งตามวาระ

Agenda No. 6

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:

1. นางเมตตา อุทกะพันธุ์ / Mrs. Metta Utakapan

เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       งดออกเสียง / Abstain

2. นายปราโมทย์ พรประภา / Mr. Pramoad Phornprapha

เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       งดออกเสียง / Abstain

3. นางระริน อุทกะพันธุ์ ปัญจรุ่งโรจน์ / Mrs. Rarin Utakapan Punjarungroj

เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       งดออกเสียง / Abstain

4. นายชีวิพัฒน์ ณ ถลาง / Mr. Cheewapat Nathalang

เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       งดออกเสียง / Abstain

วาระที่ 7

พิจารณากำหนดค่าตอบแทนสำหรับกรรมการ ประจำปี 2563

Agenda No. 7

To consider and determine Director's remuneration for the year 2020

- (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

พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda No. 8

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 ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น / 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 เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ / 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**

1. 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.
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ / Documents required are
  - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียนเป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน / Evidence stating authorization from the shareholder to the Custodian to sign the Proxy Form on behalf of him/her
  - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน / Evidence confirming that the person who signed on the Proxy Form is a licensed Custodian.
3. 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.
4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล / In the agenda of the election of directors, Shareholder or the Proxy may vote for either all directors or each individual director.
5. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบปะจําต่อแบบหนังสือมอบฉันทะแบบ 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.
6. 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 by specifying in Clause (6).



ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. / Supplemental Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท อมารินพรินติ้ง แอนด์ พับลิชชิ่ง จำกัด (มหาชน)

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

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2563 ในวันที่ 10 กรกฎาคม 2563 เวลา 10.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย / in the Shareholder's Annual General Meeting 2020 to be held on July 10, 2020 at 10.00 a.m. at the Convention Hall Executive Building on 378 Chaiyaphruk Road, Taling Chan, Taling Chan 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

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**

**Assoc. Prof. Dr. Somchai Phagaphasvivat**

**Age 74 Years**

<b>Date of Birth</b>	January 1, 1945
<b>Address</b>	399 Soi Ueawattanasakun, Suan Luang, Bangkok
<b>Nationality</b>	Thai
<b>Position</b>	- Independent Director - Chairman of the Audit Committee and - Member of the Sustainability and Risk Management Committee
<b>Start Year as a director</b>	April 15, 1993
<b>Time in Committee</b>	26 years 7 months
<b>Education</b>	- Doctorado de Estado, Facultad de Ciencia Política, Universidad Complutense de Madrid, Spain - Diplôme d'études supérieures, (Economic Integration Université de Nancy, France - Licenciatura, Facultad de Ciencia Política y Económica, Universidad Complutense de Madrid, Spain - Bachelor of Arts, Chulalongkorn University
<b>Training Director Position</b>	Director Accreditation Program (DAP 34/2005)

**Working Experience during the past 5 years**

**Position(s) in other listed companies**

2016 – Present	- Chairman of the Corporate Governance Committee	- Supalai Plc.
2015 - Present	- Independent Director	- Supalai Plc.
2013 - Present	- Chairman	- SEAFCO Plc.
2008 - Present	- Chairman of the Audit Committee	- Lee Feed Mill Plc.
1991 - Present	- Independent Director and Chairman of the Audit Committee	- Lee Feed Mill Plc.

**Position(s) in non-listed companies**

-None

**Experiences in other listed companies**

2010 – 2011	- Independent Director - Member of the Audit Committee	- Siam City Bank Plc.
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2004 - 2012 - Independent Director - SEAFCO Plc.  
 - Chairman of the Audit Committee

**Experiences in non listed companies**

2018 - 2019 - Member of Risk Oversight Committee - Thanachart Bank Plc.  
 2009 - 2019 - Independent Director - Thanachart Bank Plc.  
 2009 - 2019 - Member of the Audit Committee - Thanachart Bank Plc.  
 2007 - 2016 - Director - The Krungthep Thanakom Co., Ltd.  
 - Chairman of the Audit Committee

**Position in competing business related to the business of the company that may cause conflict of interest**

- None

**Shareholding in the company, including shareholding of spouse and minor children**

0.00% (0 share)

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

**There is interest in the agenda** 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	<b>0 share</b> <b>0.00%</b>
2. Is a close relative with the administrators of the major shareholders of the company - a subsidiary	<b>No</b>
3. Committee to participate in the management of employee or consultant who has been a regular salary	<b>No</b>
4. Is a professional service provider (Such as auditors or legal counsel)	<b>No</b>
5. A business relationship (such as buying - selling raw materials / products / services, lending or borrowing money)	<b>No</b>

- (\*) 1. Shareholding includes shares held by spouse and minor children.  
 2. Competitive business such as company directors and other business / management positions. The majority of the revenue. (Accounting for more than 50 percent of the total revenue of the company / other companies) on a competitive or similar business.  
 3. As well as related material such as company directors and other business / management positions as Customer / Supplier / Trade accounts receivable or payable, etc. relevant to the company's business significantly, consider the limit buy / sell / lease products - all services during the past year and the company's business.

**Note:** : The 2019 Annual General Meeting of Shareholders, 1/1 time  
 : The Board of Directors meeting of the year 2019, 5/5 times  
 : The Audit Committee meeting of the year 2019, 5/5 times  
 : The Sustainability and Risk Management Committee meeting of the year 2019, 3/3 times





**Data independent of proxies of shareholders (Next)**

**Mr. Suwit Chindasanguan**

**Age 66 Years**

<b>Date of Birth</b>	June 18, 1954
<b>Address</b>	59/145 Moo 19 Soi Boromratchachonni 101, Pinklao-Nakhonchaisri Rd, Sala Thammasop, Thawi Watthana, Bangkok 10170
<b>Nationality</b>	Thai
<b>Position</b>	- Independent Director - Chairman of the Corporate Governance Committee - Member of the Audit Committee - Member of the Nomination and Remuneration Committee
<b>Start Year as a director</b>	November 22, 2017
<b>Time in Committee</b>	2 Years 1 Month
<b>Education</b>	- Master of Sciences (Agricultural Economics), Kasetsart University - Bachelor of Sciences (Economics), Kasetsart University
<b>Training Director Position</b>	- Ethical Leadership Program (ELP 1/2015) - Director Certification Program Update (DCPU 1/2014) - Risk Management Committee Program (RMP 1/2013) - Role of the Nomination and Governance Committee (RNG 2/2012) - Advanced Audit Committee Program (AACP 4/2011) - Monitoring the System of Internal Control and Risk Management (MIR 9/2010) - Monitoring the Internal Audit Function (MIA 8/2010) - Monitoring Fraud Risk Management (MFM 4/2010) - Successful Formulation & Execution of Strategy (SFE 8/2010) - Monitoring the Quality Financial Report (MFR 6/2008) - The Role of the Chairman Program (RCP 18/2008) - The Role of Compensation Committee Program (RCC 1/2006) - Improving the Quality of Financial Reporting (QFR 2/2006) - Audit Committee Program (ACP 4/2005) - Direct Certification Program (DCP 44/2004) - Direct Accreditation Program (DAP 14/2004)
<b>Training / Seminar</b>	- IOD Chairman Forum 2019: “Successful Corporate Culture Change: from Policy to Practices” - Audit Committee Forum 2019: Robotic Process Automation - Next Generation Workforce



- The SET Seminar 2019: How to Transform Your Business to Become an Exponential Company in a Digital Era
- IOD's Briefing 2018 "Better Governance, Better Business: Thailand's Progress Report"
- Audit Committee Forum 2017: The Audit Committee's Role in Compliance and Ethical Culture Oversight
- Corporate Finance Law 2017 (Omega World Class)
- Economic and Business Outlook in 2016: Hot-button Issues for Directors
- National Director Conference 2016: Enhancing Growth through Governance in Family-Controlled Business
- Directors Forum 2/2012 "Risk Oversight VS Risk Management"

**Working Experience during the past 5 years**

**Position(s) in other listed companies**

- 2003 - Present - Independent Director - Univentures Plc.  
 - Chairman of the Audit Committee  
 - Member of the Corporate Governance Committee

**Position(s) in non-listed companies**

- 2018 - Present - Independent Director - Capital Link Credit Foncier Ltd.  
 Chairman of the Audit Committee  
 - Member of the Nomination and Remuneration Committee  
 Member of the Risk Management Committee
- 2005 - Present - Chairman - Wide Wi max Co., Ltd.

**Experiences in other listed companies**

- 2003 - 2017 - Independent Director - SIS Distribution (Thailand) Plc.  
 - Member of the Audit Committee  
 - Chairman of the Board of Directors  
 - Chairman of the Corporate Governance Committee

**Experiences in non listed companies**

- 2012 - 2016 - Member of the Nomination Committee  
 for Rehabilitation Planners and Management Legal  
 - Execution Department, Ministry of Justice

**Position in competing business related to the business of the company that may cause conflict of interest**

- None

**Shareholding in the company, including shareholding of spouse and minor children**

0.00% (0 share)

**Prohibited Qualification**

No history of criminal offenses

No history of transactions that may be a conflict of interest with the Company

-

**There is interest in the agenda** None

**More information about the relationship**

<b>Relationship in the Company</b>	<b>Status / Explanation</b>
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights	<b>0 share</b> <b>0.00%</b>
2. Is a close relative with the administrators of the major shareholders of the company - a subsidiary	<b>No</b>
3. Committee to participate in the management of employee or consultant who has been a regular salary	<b>No</b>
4. Is a professional service provider. (Such as auditors or legal counsel)	<b>No</b>
5. A business relationship (such as buying - selling raw materials / products / services, lending or borrowing money)	<b>No</b>

(\* ) 1. Shareholding includes shares held by spouse and minor children.

2. Competitive business such as company directors and other business / management positions. The majority of the revenue. (Accounting for more than 50 percent of the total revenue of the company / other companies) on a competitive or similar business.

3. As well as related material such as company directors and other business / management positions as Customer / Supplier / Trade accounts receivable or payable, etc. relevant to the company's business significantly, consider the limit buy / sell / lease products - all services during the past year and the company's business.

**Note:** : The 2019 Annual General Meeting of Shareholders, 1/1 time  
: The Board of Directors meeting of the year 2019, 5/5 times  
: The Corporate Governance Committee meeting of the year 2019, 3/3 times  
: The Audit Committee meeting of the year 2019, 5/5 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 the duly signed by.
- A copy of the document issued by the Government of Proxies, and has not expired; Such as, identity card, official card, or passport with the duly signed by.

**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 the duly signed by.
- 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 the duly signed by.
- A copy of the document issued by the government to Proxies, and has not expired, such as, identity card, official card, or passport with the duly signed by.

#### **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 the duly signed.
- 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 attach 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 depository 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 proxy**

The company has sent a proxy statement Form A. - Form B. - Form C. according to the Department of Business Development, Ministry of Commerce has set. The proxy form is clear and obvious, so the shareholders who can not attend the company shareholders conference can appoint their own by doing the following.

- (1) Shareholders who can not attend the meeting on their own 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 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) Sent the proxy form back to "Group Chief Executive Officer's Office" within July 8, 2020 before 12.00 Hrs. to so as check in time is the start of the document.

The shareholder can hold many shares, but cannot 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 depository shares and care.) The shareholders can print information from the company's website. [www.amarin.com](http://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 10.00 Hrs. on July 10, 2020 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 the proxy specified in the proxy only. 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. The Board of Directors shall arrange for an annual general meeting of shareholders within 4 (four) months from the last day of the fiscal year of the Company. Meeting other than that mentioned above shall be called extraordinary meetings.

The Board of Directors may summon an extraordinary meeting of shareholders whenever the Board of Directors may deem appropriate or one or more shareholders holding shares amounting to not less than 10 (ten) percent of the total number of issued shares may submit a written request signed by them requesting the Board of Directors to summon an extraordinary meeting of shareholders at any time but they shall give subject and reasons for such request in the said letter. In such case, the Board of Directors shall arrange for the meeting of shareholders to be held within forty-five (45) days from the date of receipt of such request from the shareholders.

If the Board of Directors does not arrange for the meeting of shareholders within the period of time specified in paragraph three, the shareholders who subscribe their names or other shareholders holding shares amounting to the required amount may call the meeting themselves within forty-five (45) days as from the date on which the period of time in paragraph three ends. In this case, the meeting is deemed a shareholders meeting called by the Board of Directors and the Company shall be responsible for the expenses incurred therefrom and shall reasonably facilitate the meeting. In the case where the quorum of the meeting called by the shareholders under paragraph four cannot be constituted as specified in this Articles, the shareholders under paragraph four shall jointly compensate the Company the expenses incurred from the meeting.

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 print and advertise in the newspaper everyday 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.

If the shareholder conference is pass the starting time to one hour, and the number of shareholders who attended the meeting did not constitute a quorum as specified. In the case that the conference was called because the shareholders requested, the meeting will be extinguished. However, If it because the shareholders request a conference, and submit the notice of conference to shareholders not less than seven days before the conference, the conference is not mandatory to have a 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 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.



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, unless the company has issued preference shares and shall have the right to vote less than ordinary.

(2) In normal case, the conference except 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.

(4) The assignment to someone else to manage the business or merge with others, due to sharing profit and loss.

(a) The increase or decrease the capital of the company.

(b) Bond.

(c) The merger or dissolution.

Article 49. Minimum Transactions for an annual general meeting.

(1) Acknowledge the committee's report represents the activities of the Company during the past year.

(2) To 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.



### QR Code Downloading Procedures for the 2019 Annual Report

The Thailand Securities Depository Co., Ltd., as a securities registrar under the Stock Exchange of Thailand, has developed a system which allows SET Listed Companies to send to the shareholders documents regarding the Annual General Meeting of Shareholders and the 2019 Annual Report in the form of e-books accessible through QR Code, thus allows the shareholders to access the information with ease.

The aforementioned documents could be downloaded from the QR Code (as shown in Attachment 2) by following the steps below.

- **For iOS System**

1. Turn on the mobile camera.
2. Turn the mobile camera to the QR Code to scan it.
3. The notification will appear on top of the screen. Click on the notification to access documents regarding the meeting.

Remark: If the notification does not appear on the mobile phone, the QR Code can be scanned with other applications such as QR CODE READER, Facebook or LINE.

- **For Android System**

1. Open applications such as QR CODE READER, Facebook or LINE.

How to scan the QR Code with LINE application

- Open LINE application and click on "Add friend"
- Choose "QR Code"
- Scan the QR Code

2. Scan the QR Code to access documents regarding the meeting







Enclosure No. 11

The 2019 Annual Report Request Form

Attention: Company Secretary, Amarin Printing and Publishing Public Company Limited

Shareholder No.....

I.....

Address.....

.....

Mobile Phone.....E-mail.....

1. Would like to request a printed the 2019 Annual Report. Please mark ✓ in ( )

( ) Thai

( ) English

2. Means of receiving a printed the 2019 Annual Report

( ) The Company sends the printed the 2019 Annual Report to the same address as above - mentioned.

( ) The Company sends the printed the 2019 Annual Report to the address below:

Address.....Moo.....Soi.....

Road.....Sub-district.....

District.....Province.....

Postal Code.....Mobile Phone.....

Shareholders can send details of requesting documents to the company or contact to

Amarin Printing and Publishing Public Company Limited

Management Account and Investor Relations Department

No. 378 Chaiyaphruk Road, Taling Chan, Taling Chan, Bangkok 10170

Or IR@amarin.co.th

Remark: 1. The Shareholders shall receive the 2019 Annual Report one copy per person

2. Please complete the request information in order to facilitate the delivery of document

3. For more information, contact the Management Account and Investor Relations Department. Phone number

0-2422-9999 ext.4634, 4635



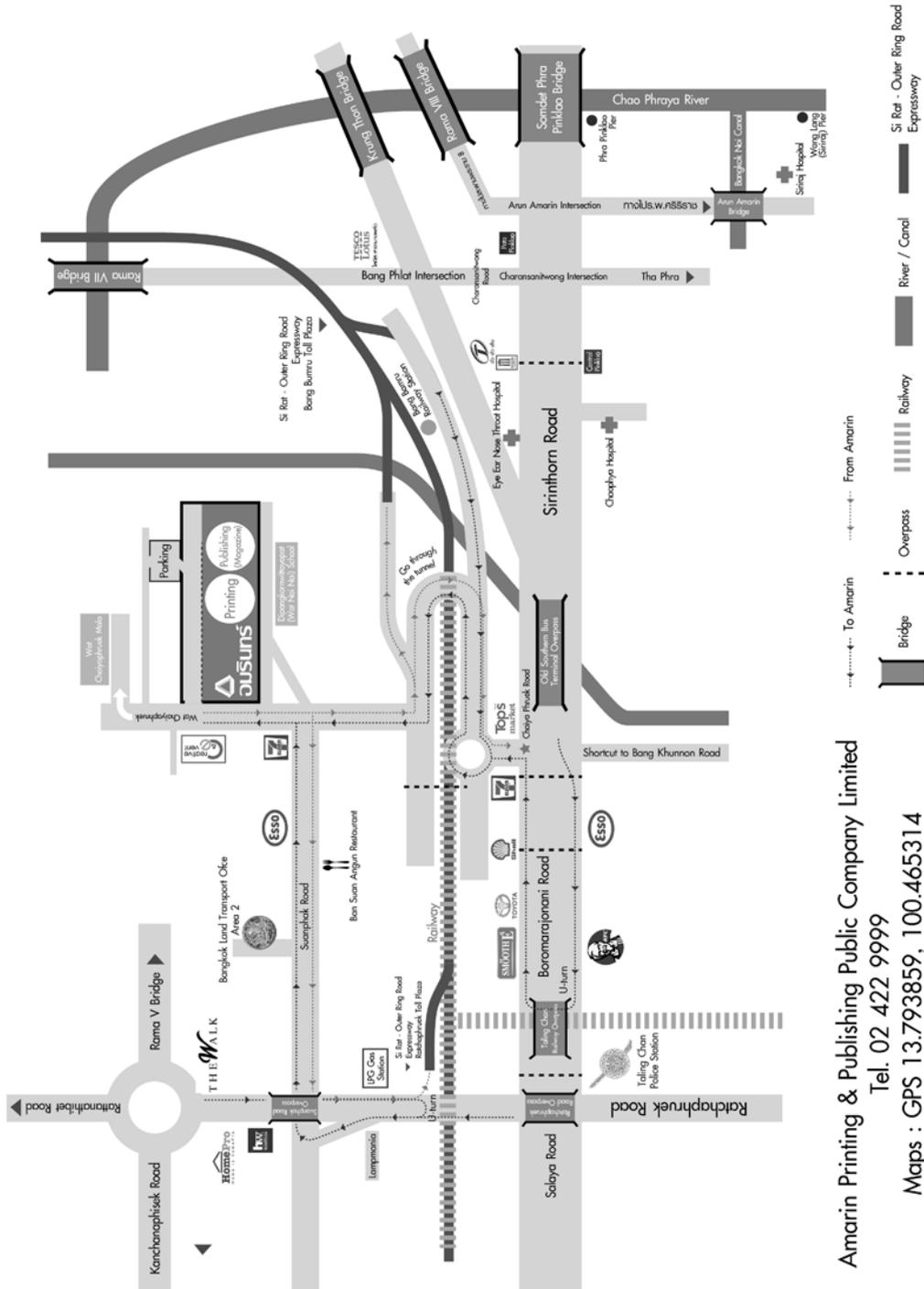
Map

Amarin Printing & Publishing Public Company Limited

No. 378 Chaiphruk Road,

Taling Chan, Taling Chan, Bangkok Tel. 0-2422-9999

Convention Hall, Executive Building



Amarin Printing & Publishing Public Company Limited

Tel. 02 422 9999

Maps : GPS 13.793859, 100.465314

