



# Amarin Printing and Publishing Public Company Limited

Invitation to the 2021 Annual General Meeting of Shareholders



March 26, 2021

- Subject: Invitation to the 2021 Annual General Meeting of Shareholders
- Attention: Shareholders of Amarin Printing and Publishing Public Company Limited
- Enclosures:
1. A copy of Minutes of the 2020 Annual General Meeting of Shareholders held on July 10, 2020
  2. 2020 Annual Report
  3. List of auditor and auditor's remuneration for the year 2021
  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 2021
  6. Proxy forms
  7. Independent director profile for an appointment of proxy
  8. Documents and evidence required to be presented before participating at the Meeting
  9. Articles of Association of the Company concerning Meeting of Shareholders
  10. Map of direction to meeting venue

Amarin Printing and Publishing Public Company Limited cordially invites you to attend the 2021 Annual General Meeting of Shareholders on April 27, 2021 at 2:00 p.m. at the Convention Hall, Executive Building, No. 378 Chaiyapruk 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 2020 Annual General Meeting of Shareholders held on July 10, 2020**

Background and Rationale: The 2020 Annual General Meeting of Shareholders was held on July 10, 2020. A copy of the minutes of the meeting has been attached to this invitation as Enclosure No. 1. The said minutes of meeting have also been published on the Company's website at [www.amarin.co.th](http://www.amarin.co.th).

Board's Opinion: The Board considered the Minutes of the 2020 Annual General Meeting of Shareholders held on July 10, 2020 to have been accurately recorded and that it should be further proposed to the Shareholders Meeting for consideration and adoption.

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

**Agenda 2: To consider and acknowledge the operating results for the 2020 fiscal year, the 2020 Annual Report and the 2021 Business Plan**

Background and Rationale: The Company has summarized its operating results for the year 2020, as per the details given in Enclosure No. 2 attached to this invitation. The 2020 operating results have also been published on the Company's website at www.amarin.co.th and the 2021 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 2020, the 2020 Annual Report and the 2021 Business Plan as proposed.

Meeting's Resolution: This agenda is 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, 2020, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31, 2020, all of which have been audited by the auditor for the year 2020**

Background and Rationale: In order to comply with the Public Company Act that requires listed company to prepare its Statement of Financial Position and Statement of Comprehensive Income at the end of the Company's fiscal year for shareholders' consideration and approval. Both of the said statements for the year 2020 have been reviewed by the Audit Committee and endorsed by the auditor for their correctness.

In 2020, the Company and its subsidiaries generated a net profit of Baht 170,668,650 which details are as set out in Enclosure No. 2 and summarized as follows:

	<b>(Unit: Million Baht)</b>	
	<b>Consolidated</b>	<b>Separate</b>
	<b>Financial Statements</b>	<b>Financial Statements</b>
Total Assets	5,416.33	6,618.76
Total Liabilities	1,195.18	387.73
Shareholders' Equity	4,221.16	6,231.03
Total Revenues	2,937.11	1,218.14
Net Profit (Loss)	170.67	22.08
Earnings per Share (Baht)	0.17	0.02

Board's Opinion: It is appropriate for shareholders to approve the said Statement of Financial Position, Statement of Comprehensive Income and Cash Flow Statement for the year 2020.

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

**Agenda 4: To consider and approve the payment of dividend and allocation of profits and legal reserves for the operating results from January 1, 2020 to December 31, 2020**

Background and Rationale: According to the operational results for the year ended December 31, 2020, the Company has incurred the net profit of Baht 170,668,650 (consolidated basis) without any accumulated loss and the Company has sufficient cash flow for the dividend payment. Therefore, the Board of Directors has considered approving; i) the payment of dividend at the rate of Baht 0.12 per share, in totaling amount of Baht 119,793,790.80 and; ii) to allocate the net profit as a legal reserve of Baht 1,110,000.00 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. The Company's Board of Directors has taken the operations results of both the Company and its subsidiaries (which reflect the current operational capability of the Company) into account for consideration and therefore changed the dividend payment policy of the Company by applying the consolidated balance sheet as the basis for calculating the dividend payment rate. The amount of dividend payment calculated as per the above method will equal to 70.19% of total net profit of the consolidated 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 from the Company's operation result and financial condition in each year. However, such policy is subject to change according to the Company's necessity.

**The dividend payment as compared to that of the previous year** **Unit: Baht**

<b>Year</b>	<b>Dividend Payment</b>
2020	Baht 0.12 per share
2019	Baht 0.12 per share
2018	Baht 0.07 per share
2017	None
2016	None
2015	None
2014	Baht 0.70 per share
2013	Baht 0.1111111111 per share
2012	Baht 1.20 per share
2011	Baht 0.90 per share

Board's Opinion: It is appropriate for shareholders to approve the payment of dividend at the rate of Baht 0.12 per share, in totaling amount of Baht 119,793,790.80 for the 2020 operating results and the allocation of net profits and legal reserves, totaling approximately Baht 1,110,000.00 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 2021  
(Detailed information pertaining to the agenda is given in Enclosure No. 3)**

Background and Rationale: To comply with the Section 120 of the Public Company 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 2021 and complied 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 2021. 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 2021.

1. Ms. Nittaya Chetchotiros Certified Auditor No. 4439 and/or  
(being the person signing for reviewing or auditing and commenting on the Company's Financial statements for the year 2020 for total period of 1 year)
2. Ms. Sasithorn Pongadisak Certified Auditor No. 8802 and/or  
(being the person signing for reviewing or auditing and commenting on the Company's Financial statements for the year 2017 - 2019 for total period of 3 years)
3. Ms. Natsasin Rattanapaisarn Certified Auditor No. 10767  
(has never reviewed or audited and commenting on the Company's financial statements)

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 conflict of 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 2021, detail as follows:

Unit: Baht

Audit Fees	2021 (Year Proposed)	2020	Increase (Decrease)	
			Baht	%
Amarin Printing and Publishing Public Company Limited	1,550,000	1,550,000	0	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 2020, there was a service fee payable to KPMG Phoomchai Audit 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 225,000 and there will be another service fee in an amount of Baht 225,000 in 2021.

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

1. Ms. Nittaya Chetchotiros      Certified Auditor No. 4439 and/or  
(being the person signing for reviewing or auditing and commenting on the Company's Financial statements for the year 2020 totaling 1 year)
2. Ms. Sasithom Pongadisak      Certified Auditor No. 8802 and/or  
(being the person signing for reviewing or auditing and commenting on the Company's Financial statements for the year 2017 - 2019 totaling 3 years)
3. Ms. Natsasin Rattanapaisarn      Certified Auditor No. 10767  
(has never reviewed or audited and commenting on the Company's financial statements)

By proposed the remuneration of the Company's auditor for the year 2021 in an 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 be retired 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 Company Act and Article 16 of the Company's Articles of Association which stipulate that one third of the directors must retire during the Annual General Meeting of Shareholders. In case the calculated number is not three or a multiple of three, the nearest number to one third shall retire. In this Meeting, the following 4 directors are due to be retired by rotation:

1. Mr. Suwit Chindasanguan      Independent Director  
Chairman of the Corporate Governance Committee,  
Member of the Audit Committee  
Member of the Nomination and Remuneration Committee

- |                              |   |
|------------------------------|---|
| 2. Mr. Nararat Limnararat    | Director<br>Vice Chairman of the Executive Committee<br>Member of the Corporate Governance Committee<br>Member of the Nomination and Remuneration Committee |
| 3. Mr. Khumpol Poonsonee     | Director<br>Member of the Sustainability and Risk Management Committee<br>Member of the Executive Committee   |
| 4. Mr. Chokchai Punjarungroj | Director  |

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, 2020 and February 3, 2021 via the news system of the Stock Exchange of Thailand's 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 be retired 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. Suwit Chindasanguan has been an independent director of the company for 3 years and 1 month since taking office as an independent director, He has all qualifications required by the Public Company Limited Act, B.E. 2535 and has experience that is beneficial to the business. He is able to independently 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 2021**

**(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, Independent Directors, Executive Committee, Audit Committee, Nomination and Remuneration Committee, Corporate Governance Committee and Sustainability and Risk Management Committee for the year 2021 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 Committee, 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-Committee 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-Committee 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 is agreed to propose to the Annual General Meeting of Shareholders to approve the remuneration for the Board Directors and the Sub-Committee for the year 2021 (Effective from January 1, 2021), which when calculated together with the extra remuneration (if any) shall not to 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 2021 compared to that the year 2020 are as follows:

Position	Monthly remuneration (Baht/Month)		Meeting allowance (Baht/Time)	
	2021	2020	2021	2020
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	None	None
Member of the Audit Committee	20,000	20,000	None	None
Chairman of the Executive Committee	30,000	30,000	None	None
Member of the Executive Committee	20,000	20,000	None	None
Chairman of the Nomination and Remuneration Committee	None	None	20,000	20,000
Member of the Nomination and Remuneration Committee	None	None	15,000	15,000
Chairman of the Corporate Governance Committee	None	None	20,000	20,000
Member of the Corporate Governance Committee	None	None	15,000	15,000

Position	Monthly remuneration (Baht/Month)		Meeting allowance (Baht/Time)	
	2021	2020	2021	2020
Chairman of the Sustainability and Risk Management Committee	None	None	20,000	20,000
Member of the Sustainability and Risk Management Committee	None	None	15,000	15,000

Remark : - The directors who are the Company's executives will not be entitled to this remuneration.  
- The Company shall not pay other remuneration or other benefits to the directors except the abovementioned.

Board's Opinion: It is appropriate to propose to the Annual General Meeting of 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 2021 Annual General Meeting of Shareholders at 2.00 p.m. on April 27, 2021 at Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited, No. 378 Chaoyapruk Road, Taling Chan Sub District, Taling Chan District, Bangkok. Registration for attendance will commence at 12.00 p.m. The list of shareholders who are eligible to attend the Annual General Meeting of Shareholders Year 2021 will be determined on March 16, 2021.

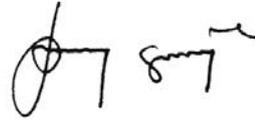
Should you wish to appoint a proxy to attend and vote at the Meeting on your behalf, please kindly complete the enclosed proxy form and present to the proxy before the Meeting date. If you wish to appoint an independent director as your proxy, you may appoint either 1) Assoc. Prof. Dr. Somchai Phagaphasvivat; or 2) Mr. Pramoad Phornprapha as your proxy. The Company would appreciate it if you could return the signed proxy form to the Company by April 23, 2021. 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 closely monitored the situation of the Corona epidemic ("COVID-19") in Thailand and has concern about health safety of shareholders, directors, executives and company officers as well as all relevant parties. The Company has 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 have a social distance at every point resulting in the limited number of seats in the meeting room and the reserved seats outside may not be convenient. 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 kindly consider granting proxy to attend the meeting to the independent director 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 has also sent you herewith the proxy form and the above mentioned two independent director profiles. In this regard, the Company will notify additional measures (if any) to shareholders via the news system of the Stock Exchange of Thailand.

For the Shareholder's best interest and to fully protect your right and interest, if you have any questions or require further clarification on any Meeting agenda, 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 Sincerely,

A handwritten signature in black ink, consisting of a stylized 'M' followed by a series of loops and a horizontal line.

(Mrs. Metta Utakapan)

Chairperson

Group Chief Executive Officer's Office

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

(For consideration regarding Agenda 1)

**Minutes of the 2020 Annual General Meeting of Shareholders**  
**of**  
**Amarin Printing and Publishing Public Company Limited**  
**Held on July10, 2020 at 10:00 a.m.**  
**at the Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited,**  
**No. 378 Chaipayruk Road, Taling Chan Sub-District, Taling Chan District, Bangkok**

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The Meeting was held on July10, 2020 at 10:00 a.m. at the Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited, No. 378 Chaipayruk 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 19 shareholders who attended the Meeting in person accounting for 180,871,018 shares and by 14 proxy holders accounting for 640,544,507 shares. Therefore, the total number of shareholders present in the Meeting was 33, collectively accounting for 821,415,525 shares, or an equivalent to 82.28% 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<br>Member of the Corporate Governance Committee  |
| 2. | Assoc. Prof. Dr. Somchai Phagaphasvivat | Chairman of the Audit Committee, Independent Director and<br>Member of the Sustainability and Risk Management Committee   |
| 3. | Mr. Thapana Sirivadhanabhakdi           | Vice Chairperson,<br>Chairman of the Executive Committee  |
| 4. | Prof. Dr. Nantawat Boramanand           | Chairman of the Sustainability and Risk Management Committee,<br>Independent Director and Member of the Audit Committee   |
| 5. | Mr. Suwit Chindasanguan                 | Chairman of the Corporate Governance Committee,<br>Independent Director, Member of the Nomination and<br>Remuneration Committee and Member of the Audit Committee |
| 6. | Mr. Pramoad Phornprapha                 | Chairman of the Nomination and Remuneration Committee,<br>Independent Director and Member of the Corporate Governance<br>Committee                                |
| 7. | Mr. Nararat Limnararat                  | Vice Chairman of the Executive Committee, Director,<br>Member of the Nomination and Remuneration Committee and<br>Member of the Corporate Governance Committee    |
| 8. | Mr. Khumpol Poonsonee                   | Director, Member of the Executive Committee<br>Member of the Sustainability and Risk Management Committee   |

- |     |                                  |  |
|-----|----------------------------------|--|
| 9.  | Flg.Off. Kamolnai Chaixanien     | Director and Member of the Executive Committee   |
| 10. | Mrs. Rarin Utakapan Punjarungroj | Director, Member of the Sustainability and Risk Management Committee, Member of the Executive Committee, Member of the Nomination and Remuneration Committee and Group Chief Executive Officer |
| 11. | Mr. Cheewapat Nathalang          | Director, Member of the Executive Committee, Deputy Group CEO of AMARIN 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 12 directors and there were 11 directors attending the Meeting. The percentage of the directors attending the Meeting was 91.67%.

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

- |    |                             |   |
|----|-----------------------------|---|
| 1. | Mr. Siri Bunpitukgate       | Member of the Executive Committee, CFO of AMARIN and CEO of Amarin Television Co., Ltd. |
| 2. | Mr. Jeramiah Pitakwong      | Member of the Executive Committee and Managing Director of Living Media                 |
| 3. | Mr. Chantachat Dhanesnitaya | Company Secretary and Financial Controller  |
| 4. | Ms. Tanaree Pimparu         | Account and Finance Director  |
| 5. | Ms. Nittaya Chetchotiros    | Auditor, Representative from KPMG Phoomchai Audit Ltd.                                  |
| 6. | Ms. Sasithorn Pongadisak    | Auditor, Representative from KPMG Phoomchai Audit Ltd.                                  |
| 7. | Mr. Neramit Trongpromsuk    | Legal Advisor, Representative from DN36 Limited   |
| 8. | 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, 2019 until February 3, 2020. 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 wished 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 and Agenda 6 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 7 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 and entitling to vote by which all approval, disapproval and abstention votes 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.

**Expressing Opinions and Asking Questions**

1. To reduce the risk of pandemic of the COVID-19 through the use of shared microphone, a shareholder or proxy who wish to express any opinion or ask any question in each agenda would be asked to write down the opinion or question in the paper that provided by the Company. In this regard, the shareholder was requested to inform

of his/her name and surname, and specify whether he/she was a shareholder attending the Meeting in person or by proxy, and raise his/her hand to submit the paper to the Company's staff.

2. The Company reserves the rights to select submitted question from shareholder which is not redundant to concise and adjourn the Meeting within specified time. If there is any further query, the Company will disclose the answer together with the Minutes of this meeting via the Company's website.

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. There were 3 representatives volunteered which were 1) Ms. Amporn Suebphongdej 2) Ms. Monthita Limsupchareon and 3) Ms. Juthamas Namkum to observe the vote counting together with Ms. Natcha Srisuponvichai, Legal Advisor, Representative from DN36 Limited.

After detailed information was fully explained, Chairperson assigned Mr. Charnwit Chantalertwittaya as the Meeting Facilitator (the "**Meeting Facilitator**") to proceed according to the following agenda:

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

The Meeting Facilitator informed the Meeting that the Minutes of the 2019 Annual General Meeting of Shareholders held on April 29, 2019, was published on the Company's website via [www.amarin.co.th](http://www.amarin.co.th) 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 2019 Annual General Meeting of Shareholders held on April 29, 2019, 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.

Mr. Sakchai Sakulsrimontri, a shareholder attending the Meeting in person, inquired about the expense for Digital Television License.

Mr. Siri Bunpitukgate explained to the shareholders that in 2019, the National Council for Peace and Order ("NCPO") (at the time) has issued a solution to support the Digital Television Business by waiving the payment of the 5<sup>th</sup> and 6<sup>th</sup> installation license fee, such exemption has benefited the Company's expenses approximately Baht 700 million and Amarin Television Company Limited ("AMTV") had an outstanding license fee of Baht 250 million but has already been paid. Therefore, currently AMTV has no obligation to pay any license fee to the National Broadcasting and Telecommunication Commission (NBTC).

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 by only with the simply majority votes of shareholders attending and cast their votes.

**Upon due consideration**, the Meeting resolved to approve the Minutes of the 2019 Annual General Meeting of Shareholders with the unanimous votes of shareholders attending and casting their votes as follows:

	Votes	Percentage
Approve	824,364,488	100.0000
Disapprove	0	0
Abstain	0	0
Voided Ballot	0	0
<b>Total</b>	<b>824,364,488</b>	<b>100.0000</b>

*Note: There were 8 shareholders holding 2,948,963 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 2019 fiscal year, the 2019 Annual Report and the 2020 Business Plan**

The Chairperson explained to the Meeting that in 2019 the Company continuously developed the operation of the integrated media business and maintained the quality of such. Despite the external factors had impact on the Company business and its subsidiaries but regarding to the development and expansion of our business resulting in the growth of Company's operation results significantly.

**Company's Operating Results in 2019**

For the consolidated balance sheet, the Company had total income in an amount of Baht 3,268.46 million, an increase of Baht 270.22 million or 9.01% from 2018. The Company had net profit in an amount of Baht 167.72 million decreased 3.56% from 2019. The earning per share was in an amount of Baht 0.17. In 2018, the Company's recorded profits by equity method on previously held equity interest in related parties prior to change of status to subsidiary in an amount of Baht 58.08 Million. Therefore, the profits excluding from such transaction, in the year 2019, the Company and its subsidiaries have increased net profit by Baht 51.90 million or 44.81%.

**Company's Operation in 2019**

The important developments of the Company's businesses during the previous year were as follows:

**Printing and Packaging:** The production line had been continuously improved and launched the packaging printing service.

**Media:** Improvements were made in terms of number and frequency of magazine published and sale for responding to customer's needs. In 2019, 8 magazines were published.

**Pocketbooks:** In 2019, there were 302 new covers published.

**Media Commerce:** To various the products sale platform additional from Naiin Store, the Company has developed the E-Marketplace platform named "AMVATA.com".

In addition, the Company had organized 2 new additional fairs which were 1) Healthy in Trends by Cheewajit and 2) International Novel Festival. In 2019, 16 fairs were held.

For the previous year, the program and content of Company's Digital Television Business has been improved continuously and also received a good response from the audiences which made AMARIN HD TV ranked in 7<sup>th</sup> of the most popular TV channel in Thailand.

The Company had a good performance in the previous year, 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.

In addition, the Company has carried out various project for the benefit of society such as Project to facilitate the acceptance / delivery of donations to disaster victims in Ubon Ratchathani Province, "Phonboon Project" which the buyers can buy wreaths to express condolences and donate books at the same value as the wreath prices to the organization including the "Sending Knowledge, Creating Happiness" project which has been carrying out continuously for 2 years.

The Chairperson thereafter assigned Mrs. Rarin Utakapan Punjarungroj and Mr. Siri Bunpitukgate to report the 2019 operating result and 2020 business plan of the Company and its subsidiaries.

Mr. Siri Bunpitukgate, CFO reported to the Meeting the 2019 operating result as follows:

As for the 2019 consolidated balance sheet of the Company, the Company had total assets of Baht 5,284 million, liabilities of Baht 1,111 million equity of Baht 4,173 million and the debt to equity was 0.27 time. From the past 2 years until now, the Company has no interest-bearing liabilities with any financial institutions.

The Company has income derived from sale and service in an amount of Baht 3,104 million increasing 11% from the previous year. Due to the restructuring of group business operations resulting on the decrease of net profit recorded in separated balance sheet. The Company earned net profit in an amount of Baht 168 million increasing 45% from the previous year and total net profit from operating in an amount of Baht 116 million (Excluding a special profit of Baht 58 million as per the accounting standard from the acquisition of ABOOK's shares in 2018). In addition, the Company has profit before interest, taxes, depreciation and amortization (EBITDA) or net profit in cash flows approximately Baht 588 million.

Amarin Television Co., Ltd. ("AMTV") had income derived from sale and service in an amount of Baht 988 million increasing 13% from the previous year 2019 was for the first year that AMTV generated profit in an amount of Baht 76 million increasing 338% from the previous year. AMTV also steadily increased its popularity started from 0.303 or ranked 9<sup>th</sup> in December 2018, 0.419 or ranked 7<sup>th</sup> in December 2019 and as of June 2020 AMTV was ranked in 4<sup>th</sup> with a rating average at 0.711.

Thereafter, Mrs. Rarin Utakapan Punjarungroj reported the 2020 business plan of the Company to the Meeting that in overall the Company would maintain the OMNI-MEDIA and OMNI-CHANNEL strategy and further expand the sale to link with various media. The business plan of each sector was as follows:

**On Print:** The Company has expanded service by providing a packaging printing service since the end of 2019 and mainly provide 4 services as follows:

- 1) Creaprint or books publishing.
- 2) Creapack is a packaging printing service. The Company has received GMP and HACCP license for food grade packaging in order to expand and increase sales margin.
- 3) Creatia is a creative content service such as offline-online content, VDO, E-Book or website to provide the integrated service and approach to customers' need.
- 4) Print on Demand within Quarter 4 the Company planned to launch application named "Neramit".

The pocketbook business of the Company had increased the number of published book to 400 covers in the previous year. Even though to the Government's lockdown measure to prevent the pandemic of COVID-19 has affected retail store but the demand of books buying was continuing, the Company took this opportunity to publish and increase sales for publisher. The Company also received the rights to product E-Book and Audio Books to provide various choice for our customers. For "How to" books, the Company planned to create Video Class and community to supplement additional information and interactive with the instructor.

As for Magazine business, currently the Company had maintained market share of 85% of total magazine market by emphasizing at magazines Pre-Order to predict the number of sales and reduce the chance of returning published magazine from retails.

**On Line:** The Company online service is in the form of "Total Online Media Solution" such as Website, Facebook, Video from Amarin's Group. The re-watching is the advantage of online platform and continuously generating income.

**On Ground:** In 2020, the Company originally planned to hold 13 fairs in total but due to the pandemic of COVID-19, in 2<sup>nd</sup> Quarter was not available to hold any fair. In the second half of the year, the Company planned to hold 8 more fairs with the concept of "Total Hybrid Fair". To expand the customer base, any retail shops that participate in our exhibition will be an affiliate seller on AMVATA.com and customers can buy both on website or at the exhibition including the same promotion. In addition, the Company has also developed the QR Code system to facilitate the users and to collect real time data for the benefit of the Company and the shop for improvement of the next fair / exhibition.

**On Shop:** Currently, Naiin bookstore has 142 branches and 536 network shops. In Naiin shop is not selling only books but expanding into related lifestyle products in the store to increase revenue per square meter and provide complete service to the customers. For the second half of the year, The Company will develop website and application Naiin to support new features and provide better service which customers can conveniently approach books through Digital Platform.

Furthermore, the Company planned to hold book fairs at various office building, department store or outer provinces to increase the Company's revenue. Although the books fair was unavailable to hold in the beginning of the year but the Company still generated income by selling book via website and application. However, the income from such sales were still unable to cover the sales normally generated from store. Therefore, the Company is working on organizing more book fairs.

For AMVATA.com, totaling 750 stores divided into 12 categories partnering on website and the Company is carrying forward of the selling on both online and offline platforms to prevent and support any future incidents.

**On Air:** The Company continues to maintain the rating of AMTV at Top 5. Within 2020, AMTV had scheduled for additional of Morning and Midday News program which rating were satisfied resulting on the advertisement costs and new opportunity to create new contents for the audiences. From such satisfied operation result and rating which made AMTV more diverse, increasing sales opportunity and generating income.

The Meeting Facilitator informed the Meeting that the Company has signed the Declaration of Intent to officially join the Thailand's Private Sector Collective Action Coalition against Corruption (CAC) and currently on process for the next step.

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

Mr. Sakchai Sakulsrimontri, a shareholder presents in person, inquired about the increasing of 8 magazines and suggested to update Company's information on [www.set.or.th](http://www.set.or.th).

Mrs. Rarin Utakapan Punjarungroj explained that in 2020 Company's publisher will publish 7 magazines as follow: 1) Praew 2) Sudsupda 3) Praew Wedding 4) Cheewajit 5) Baan lae suan 6) National Geographic and 7) room.

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 2019 operating results and 2020 business plan as proposed.

**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**

The Meeting Facilitator asked Mr. Siri Bunpitukgate, CFO to present 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 to the Meeting.

Mr. Siri Bunpitukgate, CFO reported to the Meeting that the Statement of Financial Position and the Statement of Comprehensive Income for the year 2019, 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 167,717,335 in the fiscal year 2019. 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 Financial Statements			Separate Financial Statements		
	2018	2019	% Increase (Decrease)	2018	2019	% Increase (Decrease)
<b>Statement of financial position</b>						
<b>Total assets</b>	6,167.45	5,284.16	(14.32%)	6,800.77	6,761.74	(0.57%)
<b>Total liabilities</b>	2,092.49	1,111.36	(46.89%)	523.79	430.49	(17.81%)
<b>Shareholder's Equity</b>	4,074.96	4,172.80	2.40%	6,276.98	6,331.26	0.86%
<b>Paid-up Registered Capital</b>	998.28	998.28	0.00%	998.28	998.28	0.00%

(Unit: Million Baht)	Consolidated Financial Statements			Separate Financial Statements		
	2018	2019	% Increase (Decrease)	2018	2019	% Increase (Decrease)
<b>Statements of Comprehensive Income</b>						
Income from Sales and Services	2,798.96	3,103.94	10.90%	1,689.42	1,639.02	(2.98%)
Cost of Goods Sold	1,985.91	1,975.77	(0.51%)	1,181.69	1,173.24	(0.71%)
Gross Profits	813.05	1,128.17	38.76%	507.73	465.77	(8.26%)
Other income						
Gain on previously held equity interest in related parties prior to change of status to subsidiary	58.08	-	(100.00%)	-	-	-
Others	141.20	164.52	16.52%	58.88	54.29	(7.80%)
Net Profit from Operating	246.46	205.21	(16.74%)	216.99	154.38	(28.85%)
Finance Costs	32.38	8.90	(72.50%)	7.90	1.90	(75.90%)
Net Profit	173.90	167.72	(3.56%)	169.08	124.16	(26.57%)

Whereby all details were shown Management Discussion and Analysis-MD&A report in Form 56-2 or page number 76-83 of the Company's annual report and page number 176-279 of the Company financial statement 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, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31, 2019, 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 2019."

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

Mr. Sakchai Sakulsrimontri, a shareholder presents in person, inquired that what was the kind of assets the long-term investments categorized in and what was the Company's future plan for such asset.

Mr. Siri Bunpitukgate explained that such long-term investment was cash from the Company capital increased and reserved for a digital television license fee but later upon the exemption of the fee therefore the Company invested the cash in Thai Beverage Public Company Limited's debentures at the interest rate of 3.00% per annum and mature on March 22, 2021. After the debentures reach the matured date, the Company will consider for business expansion and seek for the most cost-effective and low risk of investment.

Mr. Sakchai Sakulsrimontri, a shareholder presents in person, raised additional queries about the accrued expense of the License to use frequency and operate TV station and there was a goodwill record in the Company's financial statement would the recording change in the future and how.

Mr. Siri Bunpitukgate explained that as mentioned in Agenda 1 about the license fee exemption for the 5<sup>th</sup> and 6<sup>th</sup> installation resulting on the reduction of liabilities and assets in 2019. In the Company's annual report and page number 244, showing the details of license fee and amortization over the periods specified in the contracts. Therefore, the remaining license fee as of December 31, 2019 was as recorded in the financial statement. At the present, the Company does not have any debts or liabilities with NBTC.

For the goodwill which is the Company's assets, derived from the purchase of shares in Amarin Book Center Company Limited (ABOOK) evaluated pricing by estimating future cash flows but in Accounting Standard the book price will be recorded at the market price of the effective assets of ABOOK which the difference will be recorded as a good will and every year the impairment will be considered. If ABOOK's turnover was good, there will be no impact with the value of the said goodwill.

Mr. Nararat Limnararat further explained that the transaction and value of the digital television license specified in the financial statement were booked as a full value of such fee and amortized under the accounting standard. The mentioned license fee was all cleared and no remaining liabilities. For the statements of comprehensive income there will be an amortization of expenses every year with no payment made. Therefore, the Company will have a relatively high net cash flow. Currently, the Company has a cash balance of approximately 1 billion baht, which will be considered for investment opportunities in the future.

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 2019 with the unanimous votes of shareholders attending and casting their votes as follows:

	<b>Votes</b>	<b>Percentage</b>
<b>Approve</b>	824,755,393	100.0000
<b>Disapprove</b>	0	0
<b>Abstain</b>	55,700	0
<b>Voided Ballot</b>	0	0
<b>Total</b>	824,811,093	100.0000

*Note: There were 6 shareholders holding 446,605 shares in total additionally attending the Meeting subsequent to the completion of Agenda 2.*

**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**

The Meeting Facilitator informed the Meeting that the according to 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) with no accumulated loss. Therefore, the Board of Directors has considered and approved to 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) and Article 56 of the Company's Articles of Association which define that the Company requires 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. The Meeting Facilitator proposed to the Meeting to consider and approve such allocation of profits and legal reserves for the year 2019.

In additional, the Meeting Facilitator proposed the Meeting to acknowledge 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 occur to all shareholders due to the postponement of the 2020 AGM and also to acknowledge the omission of annual dividend payment for the year 2019.

In making such interim dividend payment, the Company's Board of Directors has taken the operations result of both the Company and its subsidiaries into account which reflects on positive operations result. Therefore, the dividend payment policy has been changed by calculating the dividend payment rate basis on consolidated balance sheet which equal to 71.43% of total profit of the consolidated balance sheet and 96.49% of total profit of the separated balance sheet. The total amount of dividend payment 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.

For this agenda, the opinion given to the Meeting by the Board of Directors was "The Meeting should approve the allocation of net profits and legal reserve for the year 2019 in and amount of Baht 6,210,000.00, and acknowledge the payment of interim dividend made on May 12, 2020 in an amount of Baht 0.12 per share totaling of Baht 119,793,790.80 and the omission of the annual dividend payment for the year 2019 as proposed.

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

Mr. Sakchai Sakulsrimontri, a shareholder presents in person, raised the additional suggestion to rearrange Agenda for the understanding of shareholders as follows: "to approve the allocation of profits and legal reserves for the year 2019, omission of additional dividend payment for the year 2019 and acknowledge the payment of interim dividend".

Mr. Neramit Tronpromsuk, Legal Advisor of the Company informed the Meeting for conformity of understanding that for this Agenda is to consider and approve the allocation of profits and legal reserves for the year 2019, and acknowledge the payment of interim dividend to comply with the law which such interim dividend payment was from the operation result of the year 2019 and omission of additional dividend payment for the year 2019.

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 allocation of net profits and legal reserve for the year 2019 with the unanimous votes of shareholders attending and casting their votes and acknowledged the interim dividend payment and the omission of the annual dividend payment for the year 2019 as follows:

	<b>Votes</b>	<b>Percentage</b>
<b>Approve</b>	824,821,093	100.0000
<b>Disapprove</b>	0	0
<b>Abstain</b>	0	0
<b>Voided Ballot</b>	0	0
<b>Total</b>	824,821,093	100.0000

*Note: There were 1 shareholders holding 10,000 shares in total additionally attending the Meeting subsequent to the completion of Agenda 3.*

**Agenda 5: To consider and appoint the Company's auditor and determine remuneration for the year 2020**

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 2020. 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 2020:

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

3. Ms. Sasithorn Pongadisak CPA License 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)

One of the three candidates above from KPMG Phoomchai Audit Ltd. 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 2020 as follows:

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

Pursuant to the Notification of Capital Market Supervisory Board No. Tor Jor 28/2563 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 Ltd. to review the quarterly financial statement of the Company.

For this agenda, the opinion given to the Meeting by the Board of Directors was "The Meeting should appoint Ms. Nittaya Chetchotiros (CPA License No. 4439) and/or Ms. Sureerat Thongarunsang (CPA License No. 4409) and/or Ms. Sasithorn Pongadisak (CPA License No. 8802) from KPMG Phoomchai Audit Ltd. as the Company's independent auditor for 2020 and determine the annual remuneration as proposed.

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

Mr. Sakchai Sakulsrimontri, a shareholder presents in person, inquired about the notes of Transfer Pricing Study Service in an amount of Baht 550,000 paid for KPMG Phoomchai Tax Company Ltd.

Mr. Siri Bunpitukgate explained that such service fee was for the 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. The Company appointed KPMG Phoomchai Tax Ltd. which in the group of KPMG Phoomchai Audit Ltd. and such service fee was excluded from the audits fee for the year 2020.

Mr. Nararat Limnararat further explained that according to the law appointment of the Company's auditor and determination remuneration for the fiscal year shall propose and approved by the shareholders' meeting but Benchmarking study service is a normal part of business operation and informed the shareholders for the transparency.



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 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 Office of SEC. 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-Committee.”

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 Mrs. Metta Utakapan for another term with the unanimous votes of shareholders attending and casting their votes as follows:

	<b>Votes</b>	<b>Percentage</b>
<b>Approve</b>	788,149,302	100.0000
<b>Disapprove</b>	0	0
<b>Total</b>	788,149,302	100.0000
<b>Abstain</b>	36,671,791	-
<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 Mr. Pramoad Phornprapha for another term with the unanimous votes of shareholders attending and casting their votes as follows:

	<b>Votes</b>	<b>Percentage</b>
<b>Approve</b>	824,821,093	100.0000
<b>Disapprove</b>	0	0
<b>Abstain</b>	0	0
<b>Voided Ballot</b>	0	0
<b>Total</b>	824,821,093	100.0000

*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 Mrs. Rarin Utakapan Punjarungroj for another term with the unanimous votes of shareholders attending and casting their votes as follows:

	<b>Votes</b>	<b>Percentage</b>
<b>Approve</b>	686,434,041	100.0000
<b>Disapprove</b>	0	0
<b>Total</b>	686,434,041	100.0000
<b>Abstain</b>	138,387,052	0
<b>Voided Ballot</b>	0	0

*Note: There were no shareholders 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 Mr. Cheewapat Nathalang for another term with the unanimous votes of shareholders attending and casting their votes as follows:

	<b>Votes</b>	<b>Percentage</b>
<b>Approve</b>	824,521,093	100.0000
<b>Disapprove</b>	0	0
<b>Total</b>	824,521,093	100.0000
<b>Abstain</b>	300,000	0
<b>Voided Ballot</b>	0	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 Vice-Chairperson invited the four nominated directors to return to the meeting room and Mrs. Metta Utakapan continued as a chairperson for the following agenda.

**Agenda 7: To consider and determine the remuneration of directors for the year 2020**

The Meeting Facilitator informed the Meeting that the remuneration for Directors, Independent Directors, Executive Committee, Audit Committee, Nomination and Remuneration Committee, Corporate Governance Committee and Sustainability and Risk Management Committee members for 2020 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 roles and the responsibilities of the Directors, Independent Directors, Executive Committee, 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-Committee are entitled to receive additional remuneration as a result of the increase in responsibilities. 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 5 along with the Meeting invitation. The remuneration for directors for the year 2020 was in an amount not exceeding Baht 5 million as described below:

<b>Position</b>	<b>Monthly remuneration (Baht/Month)</b>	<b>Meeting allowance (Baht/Time)</b>
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
Member of the Executive Committee	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 at the amount of not exceeding Baht 5 million.”

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 two-thirds of shareholders attending and entitling to vote.

After due consideration, the Meeting resolved to approve the remuneration for directors for 2020 according to the proposed rates and terms with unanimous votes of not less than two-thirds of shareholders attending and entitling to vote as follows:

	<b>Votes</b>	<b>Percentage</b>
<b>Approve</b>	824,821,093	100.0000
<b>Disapprove</b>	0	0
<b>Abstain</b>	0	0
<b>Voided Ballot</b>	0	0
<b>Total</b>	824,821,093	100.0000

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

**Agenda 8: To consider other issues**

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

Ms. Irarom Anant, representative from Thai Investor Association, inquired as follows:

1. Live broadcast of Thai Boxing Program on Amarin HD TV and;
2. According to the Announcement of the NBTC Subject: Rules and Procedures for the submission of annual funds to the Research and Development Fund (No.2), which has reduced the rate of remittance of the annuity causing any reduction of the Company's expenses.

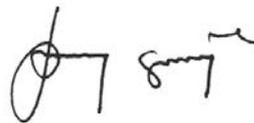
Mr. Siri Bunpitukgate replied the inquires as follows:

- Due to the situation of COVID-19 in March, the boxing competition and drama filming has been ceased. Therefore, the boxing live broadcast and drama program could not be able to on-air. The Company has rescheduled by re-aired some program and increased the time of broadcasting news programs to respond the recent increase in viewership of news programs, which received good feedback and ratings. If the situation and government lockdown measure is at ease, allow to organize a boxing match and shooting of drama, the Company will bring the said program back into the schedule. In this week, Chang Suek, Muay Thai Kiat Petch is permitted to hold the competition and will continue to broadcast the live every Sunday beginning on July 12, 2020 onwards.

- For the year 2020, the expense settled for such fund in 2019 will be reversal recorded, in an amount of approximately Baht 10 million, from 2020 onwards, the expenses for the fund will be reduced by Baht 6-7 hundred thousand per month. The annual remittance rates as stated above will be calculated based on progressive revenue.

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 12.30 a.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 2021**

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 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 Limited as the Company's auditors with one of the following auditors:

1. Ms. Nittaya Chetchotiros      Certified Auditor No. 4439 and/or  
(being the person signing for reviewing or auditing and commenting on the Company's for the year 2020 totaling 1 year)
2. Ms. Sasithorn Pongadisak      Certified Auditor No.8802 and/or  
(being the person signing for reviewing or auditing and commenting on the Company's for the year 2017 - 2019 totaling 3 years)
3. Ms. Nadsasin Wattanapaisal      Certified Auditor No.10767  
(has never reviewed or audited and commenting on the Company's financial statements)

The Audit Committee approved the remuneration of the Company's auditors for the year 2021 as follows:

Unit: Baht

Audit Fees	2021 (Year Proposed)	2020	Increase (Decrease)	
			(Baht)	(%)
Amarin Printing and Publishing Public Company Limited	1,550,000	1,550,000	0	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 2020, there was a service fee payable to KPMG Phoomchai Audit 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 225,000 and there will be another service fee in an amount of Baht 225,000 in year 2021.

## 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, 2021 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  
(being the person signing for reviewing or auditing and commenting on the Company's for the year 2020 totaling 1 year)
2. Ms. Sasithorn Pongadisak                      Certified Auditor No.8802 and/or  
(being the person signing for reviewing or auditing and commenting on the Company's for the year 2017 - 2019 totaling 3 years)
3. Ms. Nadsasin Wattanapaisal                      Certified Auditor No.10767  
(has never reviewed or audited and commenting on the Company's financial statements)

2. Proposed remuneration of auditors in the 2021 annual, totaled of Baht 1,550,000.

The three auditors neither have relationship or 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 2021**

<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>

(For consideration regarding Agenda 5)

**History and experience of the auditor for the year 2021**

<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).
<b>Past and present representative clients</b>	- 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 5)

**History and experience of the auditor for the year 2021**

<b>Name</b>	Ms. Nadsasin Wattanapaisal Permit Number 10767
<b>Company</b>	KPMG Phoomchai Audit Limited
<b>Position</b>	Partner
<b>Education</b>	- Master of Managerial Accounting, Chulalongkorn University - Bachelor of Accounting, Chulalongkorn University
<b>Qualification</b>	- Certified Public Accountant and Member of the Federation of Accounting Professions of Thailand - Licensed CPA approved by Thai Securities Exchange Commission
<b>Auditing Experience</b>	- Nadsasin is the Audit Director of KPMG Thailand, with over 16 years of audit work experience. She has provided professional audit services to several large multinational groups in accordance with Thai GAAP and IFRS. She has audit experience in various industries covering multinational and listed companies including Consumer and beverage Products, Real Estate and Hospitality. - Nadsasin is a certified public accountant for group of companies listed on the Stock Exchange of Thailand (SET), and other group of companies which conduct businesses both inside and outside Thailand. She has experience in auditing many business fields and being an auditor for companies operating international businesses which must prepare financial statements in accordance with the International Financial Reporting Standards (IFRS).
<b>Past and present representative clients</b>	- Thai Beverage Group - Frasers Property Limited Group - Univenture Public Company Limited Group

(For consideration regarding Agenda 6)

**History of individuals who have been nominated to a director****Due to replacement of the directors retired by rotation****Mr. Suwit Chindasanguan****Age 67 Years**

<b>Date of Birth</b>	June 18, 1954
<b>Address</b>	59/145 Moo 19 Soi Boromratchachonni 101, Pinklao-Nakhonchaisri Rd, Salathammasop, Thaveewatana, Bangkok 10170
<b>Nationality</b>	Thai
<b>Type of Director</b>	Independent Director
<b>Position</b>	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>Duration as director</b>	3 years 1 month
<b>Education</b>	<ul style="list-style-type: none"> <li>• Master of Sciences (Economics), Kasetsart University</li> <li>• Bachelor of Sciences (Economics), Kasetsart University</li> </ul>
<b>Training Director Position</b>	<ul style="list-style-type: none"> <li>• Board Nomination and Compensation Program (BNCP 9/2563)</li> <li>• Ethical Leadership Program (ELP 1/2558)</li> <li>• Director Certification Program Update (DCPU 1/2557)</li> <li>• Risk Management Committee Program (RMP 1/2556)</li> <li>• Role of the Nomination and Governance Committee (RNG 2/2555)</li> <li>• Advanced Audit Committee Program (AAP 4/2554)</li> <li>• Monitoring the System of Internal Control and Risk Management (MIR 9/2553)</li> <li>• Monitoring the Internal Audit Function (MIA 8/2553)</li> <li>• Monitoring Fraud Risk Management (MFM 4/2553)</li> <li>• Successful Formulation &amp; Execution of Strategy (SFE 8/2553)</li> <li>• Monitoring the Quality Financial Report (MFR 6/2551)</li> <li>• The Role of the Chairman Program (RCP 18/2551)</li> <li>• The Role of the Compensation Committee Program (RCC 1/2549)</li> <li>• Improving the Quality of Financial Reporting (QFR 2/2549)</li> <li>• Audit Committee Program (ACP 4/2548)</li> <li>• Director Certification Program (DCP 44/2547)</li> <li>• Director Accreditation Program (DAP 14/2547)</li> </ul>



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

- (\*)
1. 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 2020 Annual General Meeting of Shareholders, 1/1 time
  - : The Board of Directors meeting of the year 2020, 6/6 times
  - : The Audit Committee meeting of the year 2020, 5/5 times
  - : The Corporate Governance Committee meeting of the year 2020, 3/3 times
  - : The Nomination and Remuneration Committee meeting of the year 2020, 2/2 times

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



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

**Mr. Nararat Limnararat**

**Age 62 Years**

<b>Date of Birth</b>	May 17, 1958
<b>Address</b>	95/15 Soi Ari Samphan 1, Phaholyothin Rd., Samsaennai, Phayathai, Bangkok 10400
<b>Nationality</b>	Thai
<b>Type of Director</b>	Director
<b>Position</b>	Director Vice Chairman of the Executive Committee Member of the Nomination and Remuneration Committee Member of the Corporate Governance Committee and Authorized Director
<b>Start Year as a Director</b>	March 9, 2017
<b>Duration as director</b>	3 years 9 months
<b>Education</b>	<ul style="list-style-type: none"><li>• Master's degree in Finance, Cornell University, New York, the United States</li><li>• Bachelor's degree in Economics, first-class honors (gold medal), Chulalongkorn University</li></ul>
<b>Training Director Position</b>	<ul style="list-style-type: none"><li>• Risk Management Committee Program (RMP 1/2013)</li><li>• The Executive Director Course (EDC 1/2012)</li><li>• Monitoring the System of Internal Control and Risk Management (MIR 13/2012)</li><li>• Role of the Nomination and Governance Committee (RNG 2/2012)</li><li>• Audit Committee Program (ACP 35/2011)</li><li>• DCP Refresher Course (5/2007)</li><li>• Finance for Non-Finance Director (FND 1/2003)</li><li>• Director Certification Program (DCP 2000)</li></ul>
<b>Training / Seminar</b>	<ul style="list-style-type: none"><li>• Internal Audit Topics for Audit Committee Consideration (2557)</li></ul>
<b>Work experiences during the past five years</b>	
<b>Position(s) in other listed companies</b>	
2005 - Present	- Director - Univentures Plc. - Member of the Executive Committee - Member of the Remuneration and Nomination Committee
<b>Position(s) in non-listed companies/other organizations</b>	
2018 - Present	- Chairman of the Executive Committee - Amarin Television Co., Ltd.
2018 - Present	- Vice Chairman of the Board of Directors - Amarin Omniverse Co., Ltd. - Chairman of the Board of Executive Directors

2018 - Present	- Vice Chairman of the Board of Directors - Chairman of the Board of Executive Directors	- Amarin Book Center Co., Ltd.
2018 - Present	- Director - Member of the Board of Executive Directors	- T Space Digital Co., Ltd.
2018 - Present	- Chairman of the Board of Executive Directors-	- Tarad Dot Com Group Co., Ltd.
2018 - Present	- Director	- Pay Solutions Co., Ltd.
2018 - Present	- Director	- T.C.C. Technology Co., Ltd.
2018 - Present	- Director	- Times Publishing Limited
2017 - Present	- Director	- Capital Link Holding Limited
2016 - Present	- Director	- Univentures BGP Co., Ltd.
2014 - Present	- Independent Director	- Capital Link Credit Foncier Ltd.
2012 - Present Ltd.	- Director	- Samosorn Khun Thong Kum Co.,
2002 - Present	- Director	- N. Ratanarai Co., Ltd.
1998 - Present	- Director - President	- Asia Asset Management Limited.

**Work experiences in other listed companies**

- None

**Work experiences in non-listed companies**

2018 - 30 Nov. 2020	- Director	- A-Time Media Co., Ltd.
2018 - 30 Nov. 2020	- Director	- GMM TV Co., Ltd.
2018 - 30 Nov. 2020	- Director	- GMM Channel Co., Ltd.
2018 - 30 Nov. 2020	- Director	- GMM Studios International Co., Ltd.
2018 - 30 Nov. 2020	- Director	- Change 2561 Co., Ltd.
2018 - 30 Nov. 2020	- Director	- GMM Media Co., Ltd.
2018 - 30 Nov. 2020	- Vice President	- GMM Channel Holding Co., Ltd.
2017 - 30 Nov. 2020	- Director - Member of the Board of Executive Directors	- GMM Channel Holding Co., Ltd.
Sep. 2019 - Dec. 2019	- Director	- Talent Management Co., Ltd.
2015 - 2019	- Member of the Audit Committee	- Capital Link Credit Foncier Ltd
2018 - 2019	- Director	- Tarad Dot Com Group Co., Ltd.
2012 - 2017	- Independent Director - Member of the Audit Committee	- Terabyte Net Solution Plc.
2010 - 2013	- Advisory	- Market for Alternative Investment
2010 - 2013	- Member of Subcommittee on Nomination and Development of Listed Companies	- The Stock Exchange of Thailand

**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. Nararat Limnararat** 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	0 Share 0.00%
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. 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 2020 Annual General Meeting of Shareholders, 1/1 time
  - : The Board of Directors meeting of the year 2020, 6/6 times
  - : The Nomination and Remuneration Committee meeting of the year 2020, 2/2 times
  - : The Corporate Governance Committee meeting of the year 2020, 3/3 times
  - : The Executive Committee meeting of the year 2020, 12/12 times



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

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

**Mr. Khumpol Poonsonee**

**Age 49 Years**

<b>Date of Birth</b>	July 5, 1971	
<b>Address</b>	173/1 Soi Phatthanakan 65 separate 5, Phatthanakan Rd., Pravet, Pravet, Bangkok 10250	
<b>Nationality</b>	Thai	
<b>Type of Director</b>	Director	
<b>Position</b>	Director Member of the Sustainability and Risk Management Committee Member of the Executive Committee and Authorized Director	
<b>Start Year as a Director</b>	March 29, 2017	
<b>Duration as director</b>	3 years 9 months	
<b>Education</b>	<ul style="list-style-type: none"> <li>• MBA, University of Newcastle upon Tyne, the United Kingdom</li> <li>• Bachelor of Science (Agricultural Economics), Kasetsart University</li> </ul>	
<b>Training Director Position</b>	<ul style="list-style-type: none"> <li>• Company Secretary Program (CSP 55/2015)</li> <li>• Risk Management Committee Program (RMP 4/2014)</li> <li>• Director Certification Program (DCP 185/2014)</li> <li>• Director Accreditation Program (DAP 87/2011)</li> </ul>	
<b>Training / Seminar</b>	<ul style="list-style-type: none"> <li>• Capital Market Academy (CMA 24/2017)</li> </ul>	
<b>Work experiences during the past five years</b>		
<b>Position(s) in other listed companies</b>		
Oct. 2020 - Present	- President - Member of the Executive Committee - Chairman of the Risk Management and Sustainability Committee	- Univentures Plc.
2018 - Present	- Director - Executive Director	- Stonehenge Inter Plc.
<b>Position(s) in non-listed companies/other organizations</b>		
Oct. 2020 - Present	- Director	- Grand Unity Development Co., Ltd.
Oct. 2020 - Present	- Director	- Connexion Co., Ltd.
Oct. 2020 - Present	- Director	- ESCO Ventures Co., Ltd.
Oct. 2020 - Present	- Director	- Grand U Living Co., Ltd.
Oct. 2020 - Present	- Director	- Univentures Asset Management Co., Ltd.
Oct. 2020 - Present	- Director	- Thai-Lysaght Co., Ltd.

Oct. 2020 - Present	- Director	- Senses Property Management Co., Ltd.
Oct. 2020 - Present	- Director	- Forward System Co., Ltd.
Oct. 2020 - Present	- Director	- Thai-Zinc Oxide Co., Ltd.
Aug. 2020 - Present	- Member of the Executive Committee - Senior Executive Vice President (Strategy and Business Development)	- Adelfos Co., Ltd.
May. 2020 - Present	- Member of the Executive Committee	- F&B International Co., Ltd.
Apr. 2020 - Present	- Director	- F&B International Co., Ltd.
May. 2020 - Present	- Member of the Executive Committee	- N.C.C. Image Co., Ltd.
Apr. 2020 - Present	- Director	- N.C.C. Image Co., Ltd.
May. 2020 - Present	- Member of the Executive Committee	- N.C.C. Exhibition Organizer Co., Ltd.
Apr. 2020 - Present	- Director	- N.C.C. Exhibition Organizer Co., Ltd.
2019 - Present	- Director	- Property Development Lertrattakarn Co., Ltd.
2019 - Present	- Director	- TCC Assets (Thailand) Co., Ltd.
2018 - Present	- Executive Director	- T Space Digital Co., Ltd.
2018 - Present	- Director	- Pay Solutions Co., Ltd.
2018 - Present	- Vice Chairman of Executive Committee	- Tarad Dot Com Group Co., Ltd.
2018- Present	- Director - Vice Chairman of Executive Committee	- Amarin Book Center Co., Ltd.
2018 - Present	- Director	- NY Property Development Co., Ltd.
2017- Present	- Vice Chairman - Vice Chairman of the Executive Committee	- Amarin Television Co., Ltd.
2017 - Present	- Director	- Univentures Capital Co., Ltd.
2017 - Present	- Director	- Ahead All Co., Ltd.
2017- Present	- Director - Executive Director	- Amarin Omniverse Co., Ltd.
2017 - Present	- Director	- Siridamrongdham Co., Ltd.
2017 - Present	- Director	- LRK Development Co., Ltd.
2016 - Present	- Director	- Univentures BGP Co., Ltd.
2016 - Present	- Director	- Vadhanabhakdi Co., Ltd.
2016 - Present	- Director	- Lertrattakarn Co., Ltd.
2002 - Present	- Director	- Cathay Asset Management Co., Ltd.
<b>Work experiences in other listed companies</b>		
2016 - Sep. 2020	- Vice President for Investment and Business Development	- Univentures Plc.
2013 - Sep. 2020	- Executive Director	- Golden Land Property Development Plc.

2013 - Nov. 2016	- Member of the Risk Management Committee - Company Secretary - Secretary of Executive Committee - Secretary of Risk Management Committee - Executive Vice President (Business Development)	- Golden Land Property Development Plc.
2008 - 2012	- Senior Director	- Univentures Plc.
<b>Work experiences in non-listed companies</b>		
2018 - 30 Nov. 2020	- Director	- A-Time Media Co., Ltd.
2018 - 30 Nov. 2020	- Director	- GMM TV Co., Ltd.
2018 - 30 Nov. 2020	- Director	- GMM Studios International Co., Ltd.
2018 - 30 Nov. 2020	- Executive Director	- GMM Channel Holding Co., Ltd.
2018 - 30 Nov. 2020	- Director	- Change2561 Co., Ltd.
2018 - 30 Nov. 2020	- Director	- GMM Media Co., Ltd.
2013 - 30 Nov. 2020	- Director	- Golden Land Residence Co., Ltd.
2013 - 30 Nov. 2020	- Director	- Golden Habitation Co., Ltd.
2013 - 30 Nov. 2020	- Director	- Golden Land (Mayfair) Co., Ltd.
2013 - 30 Nov. 2020	- Director	- Golden Land Polo Co., Ltd.
2013 - 30 Nov. 2020	- Director	- Golden Property Services Co., Ltd.
2013 - 30 Nov. 2020	- Director	- Grand Mayfair Co., Ltd.
2013 - 30 Nov. 2020	- Director	- Grand Paradise Property Co., Ltd.
2013 - 30 Nov. 2020	- Director	- MSGL Property Co., Ltd.
2013 - 30 Nov. 2020	- Director	- Narai Pavilion Co., Ltd.
2013 - 30 Nov. 2020	- Director	- North Sathorn Realty Co., Ltd.
2013 - 30 Nov. 2020	- Director	- Ritz Village Co., Ltd.
2013 - 30 Nov. 2020	- Director	- Sathorn Supsin Co., Ltd.
2013 - 30 Nov. 2020	- Director	- Sathorn Thong Co., Ltd.
2013 - 30 Nov. 2020	- Director	- United Homes Co., Ltd.
2013 - 30 Nov. 2020	- Director	- Walker Homes Co., Ltd.
2017 - 2019	- Director	- Bhakdivadhana Co., Ltd.
2013 - Feb. 2019	- Director	- Baan Chang Estate Co., Ltd.
2018 - Jan. 2019	- Director	- Tarad Dot Com Group Co., Ltd.
2018 - Dec. 2018	- Director	- Siribhakditham Co., Ltd.
2018 - Aug. 2018	- Director	- T Space Digital Co., Ltd.
2013 - 2018	- Director	- SeaQuest Explorer Co., Ltd.
2015 - 2016	- Director	- North Sathorn Hotel Co., Ltd.
2011 - 2013	- Member of Investment Committee	- Kinnaree Property Mutual Fund
2007 - 2013	- Director	- Univentures Consulting Co., Ltd.
2016 - 2563	- Managing Director	- Univentures Consulting 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

- None

**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. Khumpol Poonsonee** 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	0 shares 0.00%
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. 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 2020 Annual General Meeting of Shareholders, 1/1 time  
: The Board of Directors meeting of the year 2020, 6/6 times  
: The Sustainability and Risk Management Committee meeting of the year 2020, 2/2 times  
: The Executive Committee meeting of the year 2020, 12/12 times

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



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

**Mr. Chokchai Punjarungroj**

**Age 51 Years**

<b>Date of Birth</b>	October 25, 1969
<b>Address</b>	22 Taling Chan, Taling Chan, Bangkok 10170
<b>Nationality</b>	Thai
<b>Type of Director</b>	Director
<b>Position</b>	Director and Authorized Director
<b>Start Year as a Director</b>	April 19, 2013
<b>Duration as director</b>	7 years 8 months
<b>Education</b>	<ul style="list-style-type: none"><li>• Master's degree in Marketing, Armstrong University, USA</li><li>• Bachelor of Business Administration, Assumption University</li></ul>
<b>Training Director Position</b>	None
<b>Training/Seminar</b>	None
<b>Work experiences during the past five years</b>	
<b>Position(s) in other listed companies</b>	- None
<b>Position(s) in companies that are not listed on stock market</b>	- None
<b>Work experiences in other listed companies</b>	- None
<b>Work experiences in non-listed companies</b>	
2017 - 2018	- Director - Amarin Omniverse Co., Ltd. - Member of the Executive Committee
2016 - 2018	- Director - Kadokawa Amarin Co., Ltd.
2014 - 2018	- CEO - Amarin Television Co., Ltd.
2012 - 2018	- Director - Amarin Television Co., Ltd. - Member of the Executive Committee
<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>	- Direct holding Number of shares held 138,416,752 shares or 13.87%
<b>Prohibited Qualification</b>	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. Chokchai Punjarungroj** 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	138,416,752 shares 13.87%
2. Is a close relative with the administrators of the major shareholders of the Company a subsidiary	Yes
3. Committee to participate in the management of employee or consultant who has been a regular salary	No
4. Is a professional service provider (such as auditors or legal counsel)	No
5. A business relationship (such as buying - selling raw materials / products / services, lending or borrowing money)	No

- (\*)
1. 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 2020 Annual General Meeting of Shareholders, 0/1 time

: The Board of Directors meeting of the year 2020, 6/6 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 2021**

The Nomination and Remuneration Committee has considered remuneration for the Board of Director, Independent Director, Audit Committee, Executive Committee, Nomination and Remuneration Committee, Corporate Governance Committee and Sustainability and Risk Management Committee for the year 2021 (effective from January 1, 2021 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 Committee, 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 2021 compared to that of the year 2020.

Position	Monthly remuneration (Baht/Month)		Meeting allowance (Baht/Time)	
	2021	2020	2021	2020
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	None	None
Member of the Audit Committee	20,000	20,000	None	None
Chairman of the Executive Committee	30,000	30,000	None	None
Member of the Executive Committee	20,000	20,000	None	None
Chairman of the Nomination and Remuneration Committee	None	None	20,000	20,000
Member of the Nomination and Remuneration Committee	None	None	15,000	15,000
Chairman of the Corporate Governance Committee	None	None	20,000	20,000
Member of the Corporate Governance Committee	None	None	15,000	15,000
Chairman of the Sustainability and Risk Management Committee	None	None	20,000	20,000
Member of the Sustainability and Risk Management Committee	None	None	15,000	15,000

Remark: - The directors who are the Company's executives will not be entitled to this remuneration.

- The Company shall not pay other remuneration or other benefits to the directors except the abovementioned.

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

### **Audit Committees**

As of December 31, 2020, 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, 2020, 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, 2020, 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, 2020, 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 Sustainability and Risk Management Committee Charter as follows:

1. Formulate strategies and policies throughout the organization's risk management goals. To be a guide line 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.

อาคารแสดมบี  
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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 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 \_\_\_\_\_ หุ้นออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Ordinary share \_\_\_\_\_ shares and having the right to vote equal to \_\_\_\_\_ votes
- หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้นออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Preferred share \_\_\_\_\_ shares and having the right to vote equal to \_\_\_\_\_ votes

(3) ขอมอบฉันทะให้ / Hereby appoint (ผู้ถือหุ้นสามารถแต่งตั้งบุคคลเป็นผู้รับมอบฉันทะได้ 3 คน โดยผู้รับมอบฉันทะคนใดคนหนึ่งเพียงคนเดียวเท่านั้น  
ที่จะเป็นผู้แทนของผู้ถือหุ้นในการมาเข้าร่วมประชุมผู้ถือหุ้น ทั้งนี้ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระก็ได้ โดยกาเครื่องหมาย หน้าชื่อกรรมการอิสระ  
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 อาคารจูลิศ 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  นายปราโมทย์ พรประภา / Mr. Pramoad Phornprapha กรรมการอิสระ / Independent Director อายุ / Age 54 ปี / Years  
อยู่บ้านเลขที่ 399 ซอยจตุรธรเอื้ออวัฒนสกุล แขวงสวนหลวง เขตสวนหลวง กรุงเทพมหานคร 10250  
Resident at 399 Soi Uea Watthanasakun, Suanluang, Suanluang, Bangkok 10250.

หรือ/or  ชื่อ / Name \_\_\_\_\_ อายุ / Age \_\_\_\_\_ ปี/years  
อยู่บ้านเลขที่ / Resident at \_\_\_\_\_

หรือ/or  ชื่อ / Name \_\_\_\_\_ อายุ / Age \_\_\_\_\_ ปี/years  
อยู่บ้านเลขที่ / Resident at \_\_\_\_\_

หรือ/or  ชื่อ / Name \_\_\_\_\_ อายุ / Age \_\_\_\_\_ ปี/years  
อยู่บ้านเลขที่ / Resident at \_\_\_\_\_

หรือ/or  ชื่อ / Name \_\_\_\_\_ อายุ / Age \_\_\_\_\_ ปี/years  
อยู่บ้านเลขที่ / Resident at \_\_\_\_\_

หรือ/or  ชื่อ / Name \_\_\_\_\_ อายุ / Age \_\_\_\_\_ ปี/years  
อยู่บ้านเลขที่ / Resident at \_\_\_\_\_

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2564 ใน  
วันที่ 27 เมษายน 2564 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือจะ  
พึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย / Only one of them to represent myself/ourselves for attending and voting on my/our behalf at the 2021  
Shareholder's Annual General Meeting to be held on April 27, 2021 at 2.00 p.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.



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

ลงนาม/ Signed \_\_\_\_\_ ผู้มอบฉันทะ / Grantor  
( )

ลงนาม / Signed \_\_\_\_\_ ผู้รับมอบฉันทะ / Proxy  
( )

ลงนาม / Signed \_\_\_\_\_ ผู้รับมอบฉันทะ / Proxy  
( )

ลงนาม / Signed \_\_\_\_\_ ผู้รับมอบฉันทะ / Proxy  
( )

**หมายเหตุ / Remarks**

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





อาคารแสดมบี  
20 บาท

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 อมารินทรพ์ริ้นติง 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  นายปราโมทย์ พรประภา / Mr. Pramoad Pornprapha กรรมการอิสระ / Independent Director อายุ / Age 54 ปี / Years  
อยู่บ้านเลขที่ ๑399 ซอยจัดสรรเอื้อวัฒน์สกุล แขวงสวนหลวง เขตสวนหลวง กรุงเทพมหานคร 10250  
Resident at 399 Soi Uea Watthanasakun, Suanluang, Suanluang, Bangkok 10250.

หรือ/or  ชื่อ / Name \_\_\_\_\_ อายุ / Age \_\_\_\_\_ ปี/years  
อยู่บ้านเลขที่ / Resident at \_\_\_\_\_

หรือ/or  ชื่อ / Name \_\_\_\_\_ อายุ / Age \_\_\_\_\_ ปี/years  
อยู่บ้านเลขที่ / Resident at \_\_\_\_\_

หรือ/or  ชื่อ / Name \_\_\_\_\_ อายุ / Age \_\_\_\_\_ ปี/years  
อยู่บ้านเลขที่ / Resident at \_\_\_\_\_

หรือ/or  ชื่อ / Name \_\_\_\_\_ อายุ / Age \_\_\_\_\_ ปี/years  
อยู่บ้านเลขที่ / Resident at \_\_\_\_\_

หรือ/or  ชื่อ / Name \_\_\_\_\_ อายุ / Age \_\_\_\_\_ ปี/years  
อยู่บ้านเลขที่ / Resident at \_\_\_\_\_

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2564 ใน  
วันที่ 27 เมษายน 2564 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือจะ  
ฟังเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย / Only one of them to represent myself / ourselves for attending and voting on my/our behalf at the 2021  
Shareholder's Annual General Meeting to be held on April 27, 2021 at 2.00 p.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

พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2563 ซึ่งประชุมเมื่อวันที่ 10 กรกฎาคม 2563

Agenda No. 1

To consider and adopt the Minutes of the 2020 Annual General Meeting of Shareholders held on July 10, 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 2

พิจารณารับรองผลการดำเนินงานของบริษัทในรอบปีบัญชี 2563 รายงานประจำปี 2563 และแผนงานประจำปี 2564

Agenda No. 2

To consider and acknowledge the operating results for the 2020 fiscal year, the 2020 Annual Report and the 2021 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 2563 งบกำไรขาดทุนเบ็ดเสร็จ และงบกระแสเงินสด สำหรับปีสิ้นสุดวันเดียวกัน ซึ่งผ่านการตรวจสอบจากผู้สอบบัญชีประจำปี 2563

Agenda No. 3

To consider and approve the Statement of Financial Position as of December 31, 2020, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31, 2020, all of which have been audited by the auditor 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 4

พิจารณาอนุมัติจ่ายเงินปันผลประจำปี และจัดสรรกำไรเพื่อเป็นทุนสำรองตามกฎหมาย สำหรับผลการดำเนินงานตั้งแต่วันที่ 1 มกราคม 2563 ถึงวันที่ 31 ธันวาคม 2563

Agenda No. 4

To consider and approve the payment of dividend and allocation of profits and legal reserves for the operating results from January 1, 2020 to December 31, 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 5

พิจารณาอนุมัติการแต่งตั้งผู้ตรวจสอบบัญชี และกำหนดค่าตอบแทนบัญชีประจำปี 2564

Agenda No. 5

To consider and appoint the Company's auditor and determine remuneration for the year 2021

- (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 be retired 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. นายสุวิทย์ จินดาสงวน / Mr. Suwit Chindasanguan  
 เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       งงดออกเสียง / Abstain
2. นายนรรัตน์ ลีมนรรัตน์ / Mr. Nararat Limnararat  
 เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       งงดออกเสียง / Abstain
3. นายกำพล ปุญโญณี / Mr. Khumpol Poonsonee  
 เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       งงดออกเสียง / Abstain
4. นายโชคชัย ปัญจรุ่งโรจน์ / Mr. Chokchai Punjarungroj  
 เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       งงดออกเสียง / Abstain

วาระที่ 7

พิจารณากำหนดค่าตอบแทนสำหรับกรรมการประจำปี 2564

Agenda No. 7

To consider and determine Director's remuneration for the year 2021

- (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       งงดออกเสียง / 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       งงดออกเสียง / Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช้เป็น การลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น / Voting by the Proxy in any agenda that is not in accordance to that specified on this proxy form is deemed invalid and not mine/ours as a shareholder.

(6) คำแถลงหรือเอกสารหลักฐานอื่น ๆ (ถ้ามี) ของผู้รับมอบฉันทะ / Other statements or evidences (if any) of the Proxy

(7) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติ ในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณา และลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / 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 เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่า ข้าพเจ้าได้กระทำให้เองทุกประการ / 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. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบปะจําต่อแบบหนังสือมอบฉันทะแบบ 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. 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).
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. ซึ่งเป็นแบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงหุ้นต่างประเทศและแต่งตั้งให้คํสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น ซึ่งบริษัทได้เผยแพร่ไว้บนเว็บไซต์ของบริษัท [www.amarin.co.th](http://www.amarin.co.th) / Proxy Form C. for foreign shareholders appointing custodians in Thailand. Interested shareholders can obtain in from the Company's website at [www.amarin.co.th](http://www.amarin.co.th).



ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Supplemental Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท อมรินทร์พรินต์ติ้ง แอนด์ พับลิชชิ่ง จำกัด (มหาชน)

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

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2564 ในวันที่ 27 เมษายน 2564 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย/ in the 2021 Shareholder's Annual General Meeting to be held on April 27, 2021 at 2.00 p.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  งงดออกเสียง / 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/ou intentions as follows.

เห็นด้วย / Agree  ไม่เห็นด้วย / Disagree  งงดออกเสียง / Abstain

วาระที่ \_\_\_\_\_ เรื่อง เลือกตั้งกรรมการ (ต่อ) \_\_\_\_\_

Agenda Subject Election of Directors (Continues)

ชื่อกรรมการ \_\_\_\_\_

Director's name

เห็นด้วย / Agree  ไม่เห็นด้วย / Disagree  งงดออกเสียง / Abstain

ชื่อกรรมการ \_\_\_\_\_

Director's name

เห็นด้วย / Agree  ไม่เห็นด้วย / Disagree  งงดออกเสียง / Abstain

ชื่อกรรมการ \_\_\_\_\_

Director's name

เห็นด้วย / Agree  ไม่เห็นด้วย / Disagree  งงดออกเสียง / 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  
( )







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 อมารินท์ปริ้นติ้ง 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 โดยผู้รับมอบฉันทะคนใดคนหนึ่งเพียงคนเดียวเท่านั้นที่จะเป็นผู้แทนของผู้ถือหุ้นในการมาเข้าร่วมประชุมผู้ถือหุ้น ทั้งนี้ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระก็ได้ โดยกาเครื่องหมายหน้าชื่อกรรมการอิสระ 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 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  นายปราโมทย์ พรประภา / Mr. Pramoad Phornprapha กรรมการอิสระ / Independent Director อายุ / Age 54 ปี / Years  
อยู่บ้านเลขที่ 399 ซอยจตุลสรเอื้อวัฒน์สกุล แขวงสวนหลวง เขตสวนหลวง กรุงเทพมหานคร 10250  
Resident at 399 Soi Uea Watthanasakun, Suanluang, Suanluang, Bangkok 10250.

หรือ/or  ชื่อ / Name \_\_\_\_\_ อายุ / Age \_\_\_\_\_ ปี/years  
อยู่บ้านเลขที่ / Resident at \_\_\_\_\_

หรือ/or  ชื่อ / Name \_\_\_\_\_ อายุ / Age \_\_\_\_\_ ปี/years  
อยู่บ้านเลขที่ / Resident at \_\_\_\_\_

หรือ/or  ชื่อ / Name \_\_\_\_\_ อายุ / Age \_\_\_\_\_ ปี/years  
อยู่บ้านเลขที่ / Resident at \_\_\_\_\_

หรือ/or  ชื่อ / Name \_\_\_\_\_ อายุ / Age \_\_\_\_\_ ปี/years  
อยู่บ้านเลขที่ / Resident at \_\_\_\_\_

หรือ/or  ชื่อ / Name \_\_\_\_\_ อายุ / Age \_\_\_\_\_ ปี/years  
อยู่บ้านเลขที่ / Resident at \_\_\_\_\_

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2564 ในวันที่ 27 เมษายน 2564 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย / Only one of them to represent myself/ourselves for attending and voting on my/our behalf at the 2021 Shareholder's Annual General Meeting to be held on April 27, 2021 at 2.00 p.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.





- วาระที่ 5 พิจารณามอบมติการแต่งตั้งผู้ตรวจสอบบัญชี และกำหนดค่าตอบแทนประจำปี 2564  
**Agenda No. 5 To consider and appoint the Company's auditor and determine remuneration for the year 2021**
- (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 be retired 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. นายสุวิทย์ จินตาสงวน / Mr. Suwit Chindasagnuan
- เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       งดออกเสียง / Abstain
2. นายนรรธน์ ลิ้มนรรธน์ / Mr. Nararat Limnararat
- เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       งดออกเสียง / Abstain
3. นายกำพล ปุญโญณี / Mr. Khumpol Poonsonee
- เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       งดออกเสียง / Abstain
4. นายโชคชัย ปัญจรุ่งโรจน์ / Mr. Chokchai Punjarungroj
- เห็นด้วย / Agree       ไม่เห็นด้วย / Disagree       งดออกเสียง / Abstain

- วาระที่ 7 พิจารณากำหนดค่าตอบแทนสำหรับกรรมการประจำปี 2564  
**Agenda No. 7 To consider and determine Director's remuneration for the year 2021**
- (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 ให้ถือว่า การลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น/ 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 เว้นแต่กรณี que ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่า ข้าพเจ้าได้กระทำเองทุกประการ/ 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 ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทยเป็นผู้รับฝาก และดูแลหุ้นให้เท่านั้น / 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. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ / In case there is more agenda than those specified above, the shareholder may display such additional agenda in the attached supplemental proxy form C.
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.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท อมารินพรินติ้ง แอนด์ พับลิชชิ่ง จำกัด (มหาชน)

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

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2564 ในวันที่ 27 เมษายน 2564 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย/ in the 2021 Shareholder's Annual General Meeting to be held on April 27, 2021 at 2.00 p.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

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 75 Years**

<b>Date of Birth</b>	January 1, 1945	
<b>Address</b>	Room 1104 Floor 11, Juladis Rever Mansion, No. 2/132-3 Soi Samsaen 3, Wat Sam Phraya, Phra Nakorn, Bangkok 10200	
<b>Nationality</b>	Thai	
<b>Type of Director</b>	Independent Director	
<b>Position</b>	Chairman of the Audit Committee Member of the Sustainability and Risk Management Committee	
<b>Start Year as a director</b>	1993	
<b>Duration as director</b>	27 years 7 months	
<b>Education</b>	<ul style="list-style-type: none"> <li>• Doctorado de Estado, Facultad de Ciencia Política, Universidad Complutense de Madrid, Spain</li> <li>• Diplôme d'études supérieures, (Economic Integration Université de Nancy, France</li> <li>• Licenciatura, Facultad de Ciencia Política y Económica, Universidad Complutense de Madrid, Spain</li> <li>• Bachelor of Arts, Chulalongkorn University</li> </ul>	
<b>Training Director Position</b>	• Director Accreditation Program (DAP 34/2005)	
<b>Training / Seminar</b>	None	
<b>Working Experience during the past 5 years</b>		
<b>Position(s) in other listed companies</b>		
2017 - Present	- Member of the Audit Committee	- Supalai Plc.
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 - Chairman of the Audit Committee	- Lee Feed Mill Plc.



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 2020 Annual General Meeting of Shareholders, 1/1 time  
: The Board of Directors meeting of the year 2020, 6/6 times  
: The Audit Committee meeting of the year 2020, 5/5 times  
: The Sustainability and Risk Management Committee meeting of the year 2020, 2/2 times

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



**Mr. Pramoad Phornprapha**

**Age 54 Years**

<b>Date of Birth</b>	August 21, 1966
<b>Address</b>	399 Soi Uea Watthanasakun, Suanluang, Suanluang, Bangkok 10250
<b>Nationality</b>	Thai
<b>Position</b>	<ul style="list-style-type: none"><li>• Independent Director</li><li>• Chairman of the Nomination and Remuneration Committee</li><li>• Member of the Corporate Governance Committee</li></ul>
<b>Start Year as a director</b>	May 12, 2017
<b>Time in Committee</b>	3 Years 7 Months
<b>Education</b>	<ul style="list-style-type: none"><li>• MBA in Marketing (Honors), J.L. Kellogg Graduate School of Management, Northwestern University, USA</li><li>• MPA in Business and Government (Honors), Kennedy School of Government, Harvard University, USA</li><li>• Bachelor of Science in Electrical Engineering (Honors), Northwestern University, USA</li></ul>
<b>Training Director Position</b>	• Direct Certification Program (DCP55/2005)
<b>Training / Seminar</b>	• Capital Market Academy Leadership Program (CMA10),

**Working Experience during the past 5 years**

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

**Listed companies in Thailand**

2017 - Present	<ul style="list-style-type: none"><li>- Independent Director</li><li>- Member of the Audit Committee</li></ul>	- Univanich Palm Oil Plc.
2012- Present	<ul style="list-style-type: none"><li>- Independent Director</li><li>- Member of the Nomination and Corporate Governance Committee</li><li>- Member of the Risk Management Committee</li></ul>	- Sermasuk Plc.
2005- Present	<ul style="list-style-type: none"><li>- Independent Director</li><li>- Member of the Audit Committee</li></ul>	- Thai Summit Harness Plc.

**Listed company outside Thailand**

2018 - Present	<ul style="list-style-type: none"><li>- Independent Director</li></ul>	- Saigon Beer Alcohol Beverage Corporation
2019 - Present	<ul style="list-style-type: none"><li>- Chairman of the Audit Committee</li></ul>	- Saigon Beer Alcohol Beverage Corporation

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

2020 - Present	- Independent Director	- Food & Beverage Co., Ltd.
2019 - Present	- Director	- Claris EA Co., Ltd.
2016 - Present	- Director	- The Conservatory Co., Ltd.
2015 - Present	- Chairman	- Talaypu Natural Products Co., Ltd.
2011 - Present	- Managing Director	- my DNA Co., Ltd.
2008 - Present	- Director	- Eco Future Plus Co., Ltd.
2004 - Present	- Director	- Claris Co., Ltd.
2002 - Present	- Managing Director	- Wanwarin & Associate Co., Ltd.
2002 - Present	- Director	- Pornmit Co., Ltd.
2000 - Present	- Director	- Danpundao Co., Ltd.
1997 - Present	- Director	- PLandscape Co., Ltd.
1992 - Present	- Director	- Plim 369 Co., Ltd.
1989 - Present	- Director	- Plimboonluck Co., Ltd.

**Experiences in other listed companies**

- None

**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

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

- (\*)
1. 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 2020 Annual General Meeting of Shareholders, 1/1 time
- : The Board of Directors meeting of the year 2020, 6/6 times
- : The Corporate Governance Committee meeting of the year 2020, 3/3 times
- : The Nomination and Remuneration Committee meeting of the year 2020, 2/2 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 cannot 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 April 23, 2021 before 12.00 Hrs. to so as check in time is the start of the document.

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

The Company provides Proxy Form A (Proxy, Common, uncomplicated one), and C. (Proxy only if the shareholders are foreign investors and appointed custodian in Thailand to be the depository shares and care.) The shareholders can print information from the company's website. [www.amarin.co.th](http://www.amarin.co.th).

### **Conference Registration**

The company will begin the shareholder registration approximately an hour and a half before the meeting is started, or from 12.30 p.m. on April 27, 2021 onwards. The conference will take place at Convention Hall, Executive Building, Amarin Printing & Publishing Public Company Limited, 378, Chaiphruk 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 every day for three days before the conference.

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

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.

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

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

(f) Bond.

(g) The merger or dissolution.

Article 49. Minimum Transactions for an annual general meeting.

(1) Acknowledge the committee's report 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.

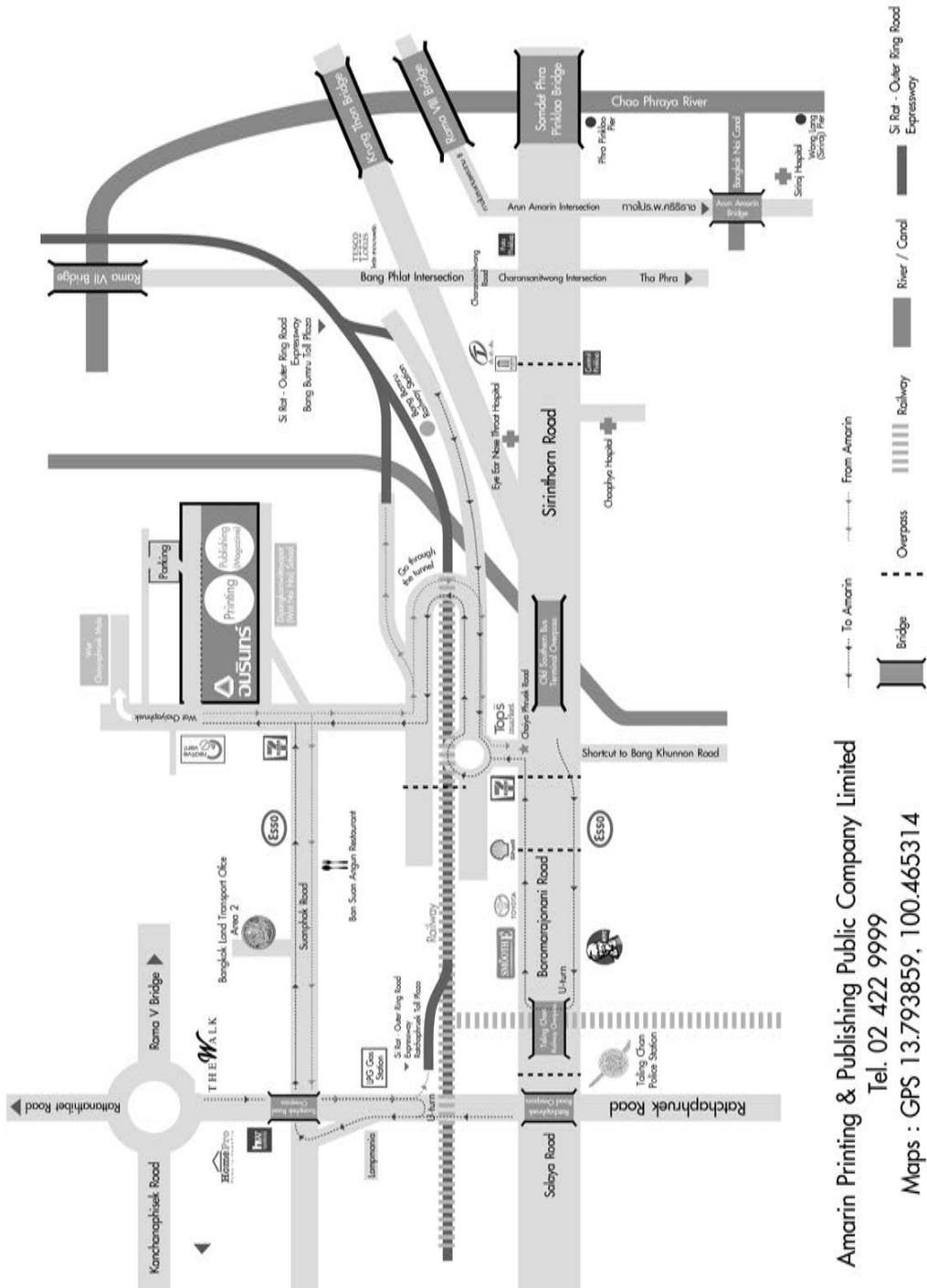
(5) Appoint the auditor and the amount of audit fees.

(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.

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

