

Minutes of the 2022 Annual General Meeting of Shareholders

Amarin Printing and Publishing Public Company Limited

Held on April 28, 2022 at 14:00

at the Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited,
No. 378 Chaiphruk Road, Taling Chan Sub - District, Taling Chan District, Bangkok

The Meeting was held on April 28, 2022 at 14:00 at the Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited, No. 378 Chaiphruk Road, Taling Chan Sub - District, Taling Chan District, Bangkok. The Meeting was chaired by Chairperson, Mrs. Metta Utakapan (the “**Chairperson**”). At the time the Meeting started, there were 20 shareholders who attended the Meeting in person, representing 182,990,641 shares and 11 proxies, representing 645,837,372 shares. Therefore, the total number of shareholders present in the Meeting was 31, collectively representing 828,828,013 shares, or an equivalent of 83.03% of the total issued shares, thus constituting a quorum. The Chairperson made an opening speech to commence the Meeting and assigned Ms. Angkanang Maimongkol to introduce the Company’s directors, executives, auditor and other meeting participants.

Ms. Angkanang Maimongkol introduced the Company’s directors, executives, auditors and other meeting participants by which she informed the meeting that because of the Chairperson’s concern on the current COVID - 19 outbreak situation, therefore, the Chairperson instructed that certain directors attended this meeting via Zoom application. Details were as follows.

Directors attending the Meeting:

1. Mrs. Metta Utakapan
Chairperson
and Member of the Corporate Governance Committee
2. Mr. Suwit Chindasanguan
Independent Director,
Chairman of the Corporate Governance Committee,
Member of the Audit Committee
and Member of the Nomination and Remuneration Committee
3. Mr. Khumpol Poonsonee
Director, Member of the Executive Committee
and Member of the Sustainability and Risk Management
Committee
4. Mrs. Rarin Utakapan Punjarungroj
Director, Member of the Executive Committee,
Member of the Sustainability and Risk Management Committee,
Member of the Nomination and Remuneration Committee
and Group Chief Executive Officer
5. Mr. Cheewapat Nathalang
Director, Member of the Executive Committee,
Deputy Group CEO and CEO of Amarin Omniverse Co., Ltd

Directors presenting the Meeting via Zoom application:

1. Assoc. Prof. Dr. Somchai Phagaphasvivat Independent Director,
Chairman of the Audit Committee
and Member of the Sustainability and Risk Management
Committee
2. Mr. Thapana Sirivadhanabhakdi Vice Chairman
and Chairman of the Executive Committee
3. Prof. Dr. Nantawat Boramanand Independent Director,
Chairman of the Sustainability and Risk Management
Committee and Member of the Audit Committee
4. Mr. Pramoad Phornprapha Independent Director,
Chairman of the Nomination and Remuneration Committee,
and Member of the Corporate Governance Committee
5. Mr. Nararat Limnararat Director, Vice Chairman of the Executive Committee,
Member of the Nomination and Remuneration Committee,
and Member of the Sustainability and Risk Management
Committee
6. Flg.Off. Kamolnai Chaixanien Director
7. Mr. Chokchai Punjarungroj Director

On the date of this Meeting, the Board of Directors of the Company was comprised of 12 directors and all 12 directors attending the Meeting. The percentage of the directors attending the Meeting was 100%.

Executives attending the Meeting:

1. Mr. Siri Bunpitukgate Member of the Executive Committee, CFO
and Chief Executive Officer of Amarin Television Co., Ltd.
2. Mr. Jeramiah Pitakwong Member of the Executive Committee
and Managing Director of Media & Event Business
3. Mr. Amorn Ungsakulpreecha CFO of Amarin Television Co., Ltd.
4. Ms. Tanaree Pimparu Accounting and Finance Director

Auditors from KPMG Phoomchai Audit Limited attending the Meeting:

1. Ms. Nittaya Chetchotiros
2. Ms. Sasithorn Pongadisak
3. Ms. Natcha Uwattanasombut

Legal Advisors from DN36 Limited attending the Meeting:

1. Mr. Neramit Trongpromsuk
2. Ms. Natcha Srisupornvichai

Prior to commencement of the Meeting, Ms. Angkanang Maimongkol 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, 2021 until February 3, 2022. However, upon expiration of such designated period, no suggestion on agenda or candidates was submitted.

Ms. Angkanang Maimongkol 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 two 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 by which all approval, disapproval and abstention would be counted as the calculation base;

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

For Agenda 6 being an agenda to consider and elect new directors in place of those who are due to retire by rotation, the Meeting shall cast their votes to elect new directors on individually basis and shall return all ballots to the staff for the purpose of transparency of vote counting. The vote counting of such shall be in accordance with the criteria mentioned above.

- 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 casted 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.

To reduce the risk of pandemic of the COVID-19 through the use of shared microphone, a shareholder or proxy who wished to expressed 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. The Meeting Facilitator would read for the Directors to answer question from the shareholders.

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

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

Prior to commencement of the Meeting, the Chairperson asked for three volunteers from meeting participants to act as vote-counting inspectors in order to ensure transparency in conducting the Meeting and counting of votes. However, there were 2 shareholders namely 1) Mrs. Poonyavee Worathamrongsit and 2) Ms. Chonthicha Sookpetch, volunteered to be the vote-counting inspector of the Meeting together with Ms. Natcha Srisupornvichai, Legal Advisor, Representative from DN36.

After detailed information was fully explained, Chairperson assigned Ms. Angkanang Maimongkol as the Meeting Facilitator (the "**Meeting Facilitator**") to proceed according to the following agendas:

Agenda 1: To consider and adopt the Minutes of the 2021 Annual General Meeting of Shareholders held on April 27, 2021.

The Meeting Facilitator proposed the Meeting to consider and approve the Minutes of the 2021 Annual General Meeting of Shareholders held on April 27, 2021, and a copy of the said minutes was also distributed in advance for shareholders' considerations as prescribed in Enclosure 1 of the Meeting invitation.

For this agenda, The Board's opinion given to the Meeting was "The Board found the Minutes of the 2021 Annual General Meeting of Shareholders held on April 27, 2021, to have been accurately recorded and published on the Company's website via www.amarin.co.th since May 11, 2021, 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.

There were no questions raised by shareholders, the Meeting Facilitator then proposed to the Meeting to consider the matters which would be passed by a simple majority of the total number of votes of the shareholders who attended the meeting and cast their votes.

Upon due consideration, the Meeting resolved to adopt the Minutes of the 2021 Annual General Meeting of Shareholders with the unanimous votes of shareholders attending and casting their votes as follows:

	Votes	Percentage
Approve	829,552,083	100.0000
Disapprove	-	-
Abstain	-	-
Voided Ballot	-	-
Total	829,552,083	100.0000

Note: There were 3 shareholders and proxies holding 724,070 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 2021 fiscal year and the 2022 Business Plan.

The Chairperson explained to the Meeting that in 2021, the COVID-19 outbreak continued to affect business operations. Due to the impacts, the Company and AMARIN Group could organize just four events, down from 10 events in the previous year. Naiin and partner shops in many areas were also closed between July and August to comply with government measures. However, thanks to the Company's plans, expenses were well controlled while Digital TV Business generated higher revenue and profit. As a result, AMARIN Group's net profit increased significantly in 2021 from a year earlier.

2021 Operating Results

The Company had the total revenue of 1,077.74 million baht a drop of 11.53 percent from the previous year. Its net profit total 3.87 million baht or decreasing by 82.50 percent year over year. The earning per share in 2021 was 0.004 baht.

The consolidated financial statement recorded the total revenue of 2,960.61 million baht, a hike of 0.8 percent from 2020. Net profit, meanwhile, soared by 83.46 percent to 313.11 million baht in 2021 when compared with a year earlier. The earning per share in 2021 thus stood at 0.31 baht.

2021 Business Operations

During the past year, the Company's key business operations were as follows:

Printing and Packaging Business packaging manufacturing received good responses from customers.

The Company published seven magazine titles, 328 new book titles, and 292 digital book titles. Going opposite the trend in its business sector, Publishing House achieved revenue growth.

Regarding key events, AMARIN Group continued to hold these events though in a smaller number. It held two Baan Lae Suan Fairs, one Amarin Baby and Kids Fair, and one Foodtival in 2021.

Digital TV Business, operated by one of the Company's subsidiaries Amarin Television Company Limited, has constantly improved its content and developed various online channels to respond to the needs of all customer groups. It therefore has enjoyed increasing ratings. Both its revenue and profit rose in 2021 too.

Amarin Book Center Company Limited, another subsidiary, is in charge of distribution business. While lockdown measures have affected this business, the subsidiary's online distribution channels are much higher in number. It has also implemented O2O (Offline to Online) system. Presently, there have been 131 Naiin stores. In the fourth quarter of 2021, Application Naiin was also launched based on "Bookstore in Your Hand" concept. App users are able to buy and read E-books from the application.

On behalf of the Board of Directors of Amarin Printing and Publishing Public Company Limited, I would like to thank shareholders, suppliers, business partners, government agencies, and all relevant parties for cooperation, advice, and continued support. The thanks also go to all directors for the formulation of vision, policies, and directions that when combined with the cooperative physical and emotional devotion of executives and staff have enabled the Company to deal efficiently with impacts from external factors. As the Company has also conducted its operations based on the principles of good governance as well as responsibility to stakeholders, society, and the environment, it is secure on its path towards its long-term goals.

The Chairperson thereafter assigned Mr. Siri Bunpitukgate, CFO of Amarin and Mrs. Rarin Utakapan Punjarungroj, Group CEO to report the 2021 operating result and 2022 business plan of the Company and its subsidiaries.

Mr. Siri Bunpitukgate, CFO reported to the Meeting the 2021 operating results as follows:

For the year ended 2021, the Company had total assets of 5,715 million baht being cash item approximately of 1,590 million baht in the form of cash and investment in debentures to support future business expansion. The Company shareholder's equity was of 4,414 million baht which increased from the previous year due to the Company had generated profit continuously. Total liabilities were 1,301 million baht, being ordinary trade payables. Currently, the Company had no debts with any Bank (excluding Bank Guarantee facility) with Debt to Equity Ratio of 0.29.

For the operating results in 2021, in separate financial statements, the Company had revenue from sales and service income of 1,042 million baht or 11 percent decreased from the previous year and Net profit of 4 million baht. In the consolidated financial statements, the Company had total revenue from sales and service of 2,785 million baht slightly increasing from 2021 for 0.4 percent with a net profit of 313 million baht, increasing about 83 percent from the previous year.

In terms of Earnings before Interest, Taxes, Depreciation, and Amortization or EBITDA for the year 2021, the Company had EBITDA in the separated financial statements of 112 million baht and in the consolidated financial statements of 704 million baht

For the operation of Amarin Television Co., Ltd. (“**AMTV**”) which would reflect by the continuous increase of the Average Rating of the viewers aged 4-year-old up across Thailand, in 2021, the Company had such average rating at 0.591 and ranked 7th which was higher than those of 2020 whose rating was at 0.585. The rating points of the ranking numbers 4 to 7 were very similar. In March 2022, AMTV had average rating at 0.658, ranked 5th nationwide.

Thereafter, Mrs. Rarin Utakapan Punjarungroj Group CEO reported the 2022 business plan of the Company to the Meeting that in overall the Company would maintain the OMNI MEDIA and OMNI CHANNEL strategy. The business plan of each division was as follows:

On Print:

- Printing and Packaging Business, due to the stagnation of the magazine market, the Company would emphasize on the development of Print on Demand and Food Packaging business with a plan to apply for certificates relevant to the environment and food packaging to support any type of printing complexly such as existing Books Publishing, Packaging Business and Print on Demand. In addition, the Company also has a plan to increase the revenue portion of the Print on Demand and Packaging businesses.
- Publishing Business, the Company plans to release approximately 450 pocketbooks to cover all customer targets as the pocketbook market still growse continuously which is different from magazine market. In 2022, the Company will launch 5 Publishing Houses, both in form of publish booklet and digital format to support new emerging markets

The Digital Expansion (E - Book) market has a tremendous growth and rise continuously which the Company also has expanded the group of products in the form of E - Book, Chapters and Audio Book.

- Media business, the Company has continued to improve and update the content of the magazine to meet the demand of the magazine reader, currently the Company has maintained the highest market share.

On Line:

- The Online business will be a replacing business for traditional magazine market due to the change of consumers' behavior who receives news via Website and Social Media from various brands in Amarin Group. Therefore, the Company will emphasize on the Total Online Media Solution.

On Ground:

- Fair Business in 2022, the Company has plans to organize 16 events in total due to the easing of measures to prevent the pandemic of COVID - 19.
- In addition, the company also provides services for organizing events for third person.

On Shop:

- The Commerce Business is under responsibility of Amarin Book Center Co., Ltd. (ABOOK) being the operator of Naiin's shop having branches covering all over the country.
- Currently, ABOOK is the largest book distributor in Thailand with direct-distributed book approximately of 2,000 covers and over 1 million baht followers on social media resulting that its customer base has been widely expanded.
- In addition, other lifestyle products besides from books are also sold in Naiin's shop, such as toys, male's collectible products, other products related to books etc.
- The Company has plans to expand branches of Naiin's Shop carefully by emphasizing on Book Fair and Pop-up store to reduce the shop renting cost. This year, Naiin's Shop has a plan to hold several book events in various format.
- As for Online section, the Company will emphasize on Offline to Online (O2O) by launching Naiin Application, which sells both pocket book, E - Book and Text to Speech. In addition, the Company will launch 2 Applications as follows: 1) Prime Skill, providing online learning class and 2) MaReads; providing chapters reading services (Chapters), which has a very high market share.

On Air:

- Currently, average rating of Amarin TV is the 5th on the rank, which has been growing continuously. Apart from the News, the popularity of drama program has been increasing as well. Amarin TV has also received more interest from partners for renting airtime in Amarin TV.

- For the online platform of TV, having continuously and significantly grown, will be a new source of income in addition to regular advertising revenue.
- As for the Digital Platform, the Company will launch as follows: 1) 34HD Application, a platform to watch Amarin TV Online and allow users to interact any activities with the channel and; 2) Spotlight that focuses on economics, finance and investment, by allowing the audiences to view via Facebook Page or online platform. This is to expand audience base and cover more groups of audience.

Then the Meeting Facilitator informed the Meeting that the Company had emphasized to operate its business transparently and legally in accordance with the applicable regulations regarding Anti-Corruption and was currently in the process of taking the next step.

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 acknowledge the Company’s 2021 operating results from 56 - 1 One Report form and 2022 business plan as proposed.”

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

Mr. Nattakit Sunthornbhura, shareholder who attended the Meeting in person, enquired the following questions

1. The Business goal of Rating and profit of Amarin TV in 2022.
2. The future business plan of Naiin’ s shop.

Mr. Siri Bunpitukgate, CFO replied that Amarin TV would focus and try to increase both rating and profit by maintaining a balance in investment. The Company would also invest in various contents and focus on the online platform to expand the audience base and for conformity with the change of consumers’ behavior.

Mrs. Rarin Utakapan Punjarungroj, Group CEO, replied to the above inquiries that in the previous year, Naiin’s shop had well-adjust for the cost. The Company would maintain its quality for wholesale business and would plan to expand branches of retails business cautiously in order to avoid the burden of cost and would focus on online growth through Naiin.com and various online channels.

There were no additional 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 2021 operating results and 2022 business plan as proposed.

Agenda 3: To consider and approve the Statement of Financial Position as of December 31, 2021, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31, 2021, all of which have been audited by the Company's auditor for the year 2021.

The Meeting Facilitator asked Mr. Siri Bunpitukgate, CFO to present the Statement of Financial Position, Statement of Comprehensive Income and Cash Flow Statement for the year 2021 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 2021 had been audited by the auditor and considered by the Audit Committee. The Company and its subsidiaries earned a net profit of 313,112,654 baht in the fiscal year 2021. The detailed information was distributed to shareholders prior to the Meeting for thorough considerations as Enclosure 2 along with the Meeting invitation and page numbers 161 - 240 of 56 - 1 One Report form. The summary of those financial statements are as follows:

(Unit : Million Baht)	Consolidated Financial Statements			Separate Financial Statements		
	2020	2021	% Increase (Decrease)	2020	2021	% Increase (Decrease)
Statements of Financial Positions						
Total Assets	5,416.33	5,715.04	5.51%	6,618.76	6,530.33	(1.34%)
Total Liabilities	1,195.18	1,300.66	8.83%	387.73	415.23	7.09%
Paid-up Registered Capital	998.28	998.28	0.00%	998.28	998.28	0.00%
Shareholder's Equity	4,221.16	4,414.38	4.58%	6,231.03	6,115.10	(1.86%)
Statements of Comprehensive Income						
Income from Sales and Services	2,775.50	2,784.56	0.33%	1,176.45	1,042.43	(11.39%)
Cost of Goods Sold	1,853.83	1,730.30	(6.66%)	889.78	804.18	(9.62%)
Gross Profit	921.67	1,054.25	14.38%	286.68	238.25	(16.89%)
Other Income	161.61	176.06	8.94%	41.69	35.30	(15.32%)
Net Profit from Operating	182.72	308.65	68.92%	24.56	4.82	(80.35%)
Financial Cost	5.08	3.99	(21.38%)	1.16	0.41	(64.62%)
Net Profit (Loss)	170.67	313.11	83.46%	22.08	3.87	(82.50%)

The Meeting Facilitator requested Mr. Suwit Chindasanguan, representative of the Audit Committee, to provide his opinion as the Audit Committee.

Mr. Suwit Chindasanguan, declared to the Meeting that the Audit Committee having reviewed the Financial Statement for the year ended December 31, 2021 including Statements of Financial Positions, Statement of Comprehensive Income and Cash Flow Statement, which had been audited by the auditor who expressed an opinion on the statements without conditions. The Audit Committee opinion was such statements had been accurately factual and in accordance with accounting principles and requirements therefore requested to propose to the Meeting through the Company's Board of Directors to approve the said statement.

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 and Cash Flow Statement for the year 2021."

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

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

After due consideration, the Meeting resolved to approve the Statement of Financial Position and the Statement of Comprehensive Income and Cash Flow Statement for the year 2021 with the unanimous votes of shareholders attending and casting their votes as follows:

	Votes	Percentage
Approve	829,553,413	100.0000
Disapprove	-	-
Abstain	-	-
Voided Ballot	-	-
Total	829,553,413	100.0000

Note: There were 2 shareholders and Proxies holding 1,330 shares in total additionally attending the meeting subsequent to the completion of Agenda 2.

Agenda 4: To consider and approve the payment of dividend and allocation of profits as legal reserves for the operating results from January 1, 2021 ended December 31, 2021.

The Meeting Facilitator informed the Meeting that according to the operational results for the year ended December 31, 2021, the Company's Net Profit according to the Separate Financial Statements and Consolidated Financial Statements was in an amount of 3,865,099 baht and 313,112,654 baht without accumulated loss.

Therefore, the Board of Directors had considered approving the allocation of the net profit as a legal reserve of 200,000.00 baht which was in accordance with Section 116 of the public Limited Companies Act B.E. 2535 (1992) (the "Public Limited Companies Act") and Article 56 of the Articles of Association of the Company which provided that the Company was required to set aside a statutory reserve at least 5% of its annual net profit after deducting accumulated deficit brought forward (if any) until the reserve reaches 10% of its registered share capital and proposed the Meeting to consider and approve the payment of dividend at the rate of 0.19 baht per share, in totaling amount of 189,673,502.10 baht by which the Company's Board of Directors had taken the operations results of the Company and its subsidiaries which reflected the current operational capability. The dividend payment would equal to 60.58% of total profit of the consolidated financial statement which conformed to the current dividend payment policy in the amount of not less than 60% of the net profit after corporate income tax.

The Meeting Facilitator requested Mr. Siri Bunpitukgate, CFO to provide additional information to shareholders.

Mr. Siri Bunpitukgate, CFO informed the Meeting that for this agenda was to approve

1) The allocation of the Company's net profit as a legal reserve of 200,000.00 baht which was in accordance with the law. Currently, the company paid-up registered capital was 998,281,590 baht with legal reserve totaling of 50,580,000 baht. Upon the approval of the allocation on this agenda, the total amount of legal reserve would be 50,780,000 baht and;

2) The payment of dividend at the rate of 0.19 baht per share, in totaling amount of 189,673,502.10 baht, equal to 60.58% of total profit of the consolidated financial statement which conformed to the current dividend payment policy in the amount of not less than 60% of the net profit after corporate income tax, having details of dividend payout in previous years as follows:

Dividend Payments in the Past 4 Years	Operation Results			
	2018	2019	2020	2021
Net profit (loss) in consolidated financial statement (Million Bath)	172.68	167.72	170.67	313.11
Earnings Per Share (Baht)	0.17	0.17	0.17	0.31
Dividend Payment (Baht per share)	0.07	0.12	0.12	0.19
Total Dividend Payout (Million Bath)	69.88	119.79	119.19	189.67
% Dividend Payout Ratio (Net Profit of the Consolidated Financial Statements)	40.47%	71.43%	70.19%	60.58%

For this agenda, the opinion given to the Meeting by the Board of Directors was “The Meeting should approve the allocation of net profits according to the Separate Financial Statements as legal reserves, in an amount of 200,000.00 baht and the payment of dividend at the rate of 0.19 baht per share, in totaling amount of 189,673,502.10 baht as proposed.

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

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

After due consideration, the Meeting resolved to approve the payment of dividend and allocation of profits as legal reserves with the unanimous votes of shareholders attending and casting their votes as follows:

	Votes	Percentage
Approve	829,553,413	100.0000
Disapprove	-	-
Abstain	-	-
Voided Ballot	-	-
Total	829,553,413	100.0000

Note: There were no shareholders 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 2022.

The Meeting Facilitator informed the Meeting that to comply with Section 120 of the Public Company Limited Act B.E. 2535 (1992) and Article 49 of the Company's Articles of Association about the requirement to appoint the account auditor and to designate the remuneration for the General Meeting of the Shareholders.

The Audit Committee has selected the account auditor for the year 2022 in accordance with the Guideline of the Account Auditors Turnover in the Capital Market and the specified processes. The Audit Committee has also proposed the issue to the Board of Directors to make consideration and forward it to the Annual General Meeting of the Shareholders to appoint the account auditor for the year 2022 from any of the following account auditors of KPMG Phoomchai Audit Limited.

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 - 2021 for total period of 2 years)
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. Kanokorn Phooriphanyawanit Certified Auditor No. 10512 and/or
(Having never reviewed or audited and never expressed an opinion on the Company's Financial Statements)
4. Ms. Nadsasin Wattanapaisal Certified Auditor No. 10767
(Having never reviewed or audited and never expressed an opinion on the Company's Financial Statements)

Thereafter Mr. Suwit Chindasanguan, the Audit Committee declared to the Meeting that the Audit Committee had 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 (through the Board of Director) the appointment of KPMG Phoomchai Audit Limited as the Company's and the affiliates' auditor which were:

1. Ms. Nittaya Chetchotiros Certified Auditor No. 4439 and/or
2. Ms. Sasithorn Pongadisak Certified Auditor No. 8802 and/or
3. Ms. Kanokorn Phooriphanyawanit Certified Auditor No. 10512 and/or
4. Ms. Nadsasin Wattanapaisal Certified Auditor No. 10767

to be the Company's auditors and its subsidiaries with quoted audit fees of 1,550,000 baht, being an appropriate audit fee as compared to those of other companies in the similar industry having the comparable size of assets.

KPMG Phoomchai Audit Limited and the auditors listed above have been the Company's auditors with no relationship and no interest in the Company, its subsidiaries, its executives or its major shareholders or any person related to such persons. Therefore, they are independent in the auditing and in expressing their opinions on the Company's Financial Statements. Details of experience and current responsibility of such auditors were as shown in the Enclosure 3 of the meeting invitation (Page 28 - 31).

For this agenda, the opinion given to the Meeting by the Board of Directors was "Upon the careful consideration and approval of the Audit Committee, the Meeting should appoint the account auditor for the year 2022 from any of the abovementioned account auditors of KPMG Phoomchai Audit Limited. and determine the audit fees as proposed."

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

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

After due consideration, the Meeting resolved to approve the appointment of Company's auditor and determine remuneration for the year 2022 and the audit fees as proposed with the unanimous votes of shareholders attending and casting their votes as follows:

	Votes	Percentage
Approve	829,553,413	100.0000
Disapprove	-	-
Abstain	-	-
Voided Ballot	-	-
Total	829,553,413	100.0000

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

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

The Chairperson informed the Meeting that prior to the commencement of the discussion on this agenda all of four nominated directors volunteered to leave the meeting room to comply with the corporate governance and provide more opportunity to all shareholders to vote independently. In this Meeting, the following 4 directors were due to retire by rotation:

1. Associate Professor Dr. Somchai Phagaphasvivat
2. Professor Dr. Nantawat Boramanand
3. Mr. Thapana Sirivadhanabhakdi
4. Flying Officer Kamolnai Chaixanien

The Meeting Facilitator informed the Meeting that in order to comply with the Public Company Act and Article 16 of the Company's Articles of Association, one third of the directors must retire during the Annual General Meeting of Shareholders. If the number of the Board of Directors cannot be divided exactly into three parts, the number of those under the rotational resignation shall be closest to one-third. In order to promote compliance with the good corporate governance principles, the Company has given the opportunity for shareholders to submit a list of the Board of Directors Nominees from December 3, 2021 to February 3, 2022 via the Stock Exchange of Thailand's news system and that list must be published on the Company's website. It has appeared that no shareholder has nominated any person for the said position.

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

For this agenda, the opinion given to the Meeting by the Board of Directors was "The Board, excluding the interested directors, considered in due course that it was appropriate to propose the Meeting to appoint those four directors who were 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 were fully qualified in accordance with Section 68 of the Public Limited Companies Act B.E. 2535 (1992), and have no prohibited characteristics to be appointed as directors, according to the relevant rules and regulations of the Securities and Exchange Commission. They were also knowledgeable, capable, and experienced which were beneficial for the Company's business operation and could 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 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 in order to promote compliance with the good corporate governance principles and voting transparency. The votes for each director were shown below:

6.1. Associate Professor Dr. Somchai Phagaphasvivat

Position: Independent Director
 Chairman of the Audit Committee
 Member of the Sustainability and Risk Management Committee

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 Associate Professor Dr. Somchai Phagaphasvivat for another term with the simple majority votes of shareholders attending and casting their votes as follows:

	Votes	Percentage
Approved	829,552,282	99.9999
Disapproved	1,158	0.0001
Abstained	-	-
Voided Ballot	-	-
Total	829,553,440	100.0000

Note: There were 1 shareholders holding 27 shares in total additionally attending the meeting subsequent to the completion of Agenda 5.

6.2. Professor Dr. Nantawat Boramanand

Position: Independent Director,
 Chairman of the Sustainability and Risk Management Committee
 and Member of the Audit Committee

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 Professor Dr. Nantawat Boramanand for another term with the unanimous votes of shareholders attending and casting their votes as follows:

	Votes	Percentage
Approve	829,553,440	100.0000
Disapprove	-	-
Abstain	-	-
Voided Ballot	-	-
Total	829,553,440	100.0000

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

6.3. Mr. Thapana Sirivadhanabhakdi

Position: Director,
Vice Chairman and Chairman of Executive Committee

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 Mr. Thapana Sirivadhanabhakdi for another term with the unanimous votes of shareholders attending and casting their votes as follows:

	Votes	Percentage
Approve	829,553,440	100.0000
Disapprove	-	-
Abstain	-	-
Voided Ballot	-	-
Total	829,553,440	100.0000

Note: There were no shareholders additionally attending the meeting subsequent to the completion of Agenda 6.2.

6.4. Flying Officer Kamolnai Chaixanien

Position: Director

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 Flying Officer Kamolnai Chaixanien for another term with the unanimous votes of shareholders attending and casting their votes as follows:

	Votes	Percentage
Approve	829,553,440	100.0000
Disapprove	-	-
Total	-	-
Abstain	-	-
Voided Ballot	829,553,440	100.0000

Note: There were no shareholders additionally attending the meeting subsequent to the completion of Agenda 6.3.

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

Agenda 7: To consider and determine the remuneration of directors for the year 2022.

The Meeting Facilitator informed the Meeting that the Remuneration and Nomination Committee had carefully scrutinized the remuneration for the Board of Directors and the Sub-Committee by taking into account the appropriateness of the type, size and relevance to the Company's operation which have corresponded to those of the firms in the same industry including the suitability of their duties and responsibilities. Those Directors assigned to work in the committees would receive more remuneration in accordance with the responsibility increase. The consideration has also included the Company's business expansion and growth. It was approved to propose to the Annual General Meeting of Shareholders to approve the remuneration for the Board Directors and the Sub-Committee for the year 2022 (Effective from January 1, 2022 onwards) together with the extra remuneration (if any) in an amount of not exceeding 7,000,000 baht increasing from 2021 which was in an amount of not exceeding 5,000,000 baht. The detailed information was distributed to shareholders prior to the Meeting for thorough considerations as Enclosure 5.

Details of the remunerations of the Board of Directors and the Committees for the year 2022, compared with those in the year 2021 are as follows

Position	Monthly remuneration (Baht/Month)		Meeting allowance (Baht/Time)	
	2022	2021	2022	2021
Chairperson	30,000	20,000	25,000	25,000
Director	20,000	10,000	20,000	20,000
Chairman of the Audit Committee	40,000	30,000	None	None
Member of the Audit Committee	30,000	20,000	None	None
Chairman of Executive Committee	30,000	30,000	None	None
Member of 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 above remuneration shall not be applied to the executives.

In 2021, total payment of the remuneration for the Board of Directors and the Sub-Committee was 4,055,000 baht which was not exceeding 5,000,000 upon the approval of the 2021 Annual General Meeting of Shareholders. The individual remuneration of director for year 2021 appeared on page number 117 - 118 of 56 - 1 One Report 2021 Form.

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 for the year 2022 at the amount of not exceeding 7 million baht."

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 2022 according to the proposed rates and terms with the majority votes of not less than two-thirds of shareholders attending and casting their votes as follows:

	Votes	Percentage
Approve	829,553,340	99.99999
Disapprove	100	0.00001
Abstain	-	-
Voided Ballot	-	-
Total	829,553,440	100.00000

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

Agenda 8: To consider other issues (if any).

The Meeting Facilitator provided the shareholders the opportunity to inquire any question.

Mr. Kachen Porntaweetham, a shareholder submitting the questions in advance via ir@amarin.co.th, inquired the following questions:

1. The estimated income of each business of Amarin Group in 2022.

Mrs. Rarin Utakapan Punjarungroj, Group CEO, replied such inquiries that the Company would attempt to maintain the growth of the revenue for not less than 20%, while having business plans in various channels in order to increase opportunities to generate income in each business group to be in similar portion and reduce the risk of relying on a particular business income of the Company.

2. Whether the Company had any plan of investing in new business due to the Company had relatively high amount of cash.

Mrs. Rarin Utakapan Punjarungroj, Group CEO, replied such inquiries that the Company would attempt to preserve the cash flow under the current pandemic situation of COVID-19 and the uncertain global economy. The Company has also planned to continuously invest in the packaging business, including publishing and digital TV business by investing in various content to expand and support the market growth, as well as considering other business expansion of the Company.

3. Proposed that the Company should consider joining the Opportunity Day held by the SET.

Mr. Siri Bunpitukgate, CFO replied that the Company also considered joining the Opportunity Day held by the SET if the COVID-19 pandemic was at ease.

4. The Company's plan to increase the liquidity of stocks in SET.

Mrs. Rarin Utakapan Punjarungroj, Group CEO, replied such inquiries that the increasing of stocks liquidity was quite beyond the authority of the Board of Directors. However, the Company would try to have good operation results in order to generate the appropriate returns to the shareholders. Mrs. Rarin Utakapan Punjarungroj also thanked to the shareholders for their continuous supporting given to the Company's and Executives.

Ms. Sumana Rujichansiri, proxy from Thai Investor Association further inquired that 1) whether the change of consumer's behavior effect the book and magazine business and 2) whether the Company has strategy to adjust the business model to conform such change.

Mrs. Rarin Utakapan Punjarungroj, Group CEO, replied that as for the magazine business the Company had maintained the highest market share and continued to adjust itself, including the launch of E-magazine and Online Media which has received quite good feedback and grew continuingly. With the OMNI MEDIA and OMNI CHANNEL strategy, therefore the Company had launched new products and channels, as well as organized fair event with each brand to expand customer base from both online and on ground.

Mr. Siri Bunpitukgate, CFO further replied such inquires that Amarin TV had expanded its online platform by launching the 34HD Application for conformity with the change of consumer's behavior in viewing the TV content via OTT or Social Platform through various devices such as mobile phone and tablet.

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 15.53.

Signed _____

(Mrs. Metta Utakapan)
Chairperson of the Meeting

Signed _____

(Mr. Siri Bunpitukgate)
Minutes Recorder