



Amarin Printing and Publishing Public Company Limited
Invitation letter to the 2014 Annual General Meeting of Shareholders





Amarin Printing and Publishing Public Company Limited

Office : 378 Chaiyaphruk Road, Taling Chan, Taling Chan. Bangkok 10170 Tel. 0-2422-9999 Fax 0-2434-3555,0-2434-3777

Printing Office : 376 Chaiyaphruk Road, Taling Chan, Taling Chan, Bangkok 10170 Tel. 0-2422-9000 Fax 0-2433-2742, 0-2434-1385

Public Registration 0107536000480 E-mail : info@amarin.co.th Homepage : http://www.amarin.com

March 18, 2014

- Subject: Invitation to the 2014 Annual General Meeting of Shareholders
- Attention: Shareholders of Amarin Printing and Publishing Public Company Limited
- Enclosures:
1. A copy of Minutes of the 2013 Annual General Meeting of Shareholders on April 19, 2013
 2. 2013 Annual Report
 3. List and profile of new directors nominated for directorship in place of those to be retired by rotation and definition of an independent director
 4. Director's remuneration for the year 2014
 5. Auditor's remuneration for the year 2014
 6. Information on the acquisition of frequency permit for providing digital television service in the nationwide business category
 7. Report of independent financial advisor on an acquisition of frequency permit for providing digital television service in the nationwide business category
 8. Information on debenture issuance and offer worth not in excess of 1,500 million baht
 9. Proxy forms
 10. Independent director profile for an appointment of proxy
 11. Documents and evidence required to be presented before participating in the Meeting
 12. Articles of Association of the Company concerning Meeting of Shareholders
 13. Request form for Company-provided shuttle bus service
 14. Map of direction to meeting venue

Amarin Printing and Publishing Public Company Limited cordially invites you to attend the 2014 Annual General Meeting of Shareholders on April 18, 2014 at 14.00 Hrs. at the Convention Hall, Executive Building, 378 Chaiyaphruk Road, Taling Chan, Bangkok to consider matters according to the following agenda and to take account of the Board's opinions given.

Agenda 1: To consider and approve the Minutes of the 2013 Annual General Meeting of Shareholders held on April 19, 2013.

Background and Rationale: The 2013 Annual General Meeting of Shareholders was held on April 19, 2013. A copy of the minutes of the meeting has been attached to this invitation as Enclosure No. 1. The said minutes of meeting have also been published on the Company's website at www.amarin.com.

Board's Opinion: The Board considered the Minutes of the 2013 Annual General Meeting of Shareholders held on April 19, 2013 to have been accurately recorded and that it should be further proposed to the Meeting for final consideration and approval.

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

Agenda 2: To consider and acknowledge the operating results for the 2013 fiscal year, the 2013 Annual Report and the 2014 Business Plan.

Background and Rationale: The Company has summarized its operating results for the year 2013, as per the details given in Enclosure No. 2 attached to this invitation. The 2013 operating results have also been published on the Company's website at www.amarin.com, and the 2014 Business Plan has been presented in the Company's Annual Report.

Board's Opinion: The Board found it appropriate to acknowledge the operating results for the year 2013, the 2013 Annual Report and the 2014 Business Plan as proposed.

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

Agenda 3: To consider and approve the Statement of Financial Position as of December 31, 2013, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31, 2013, all of which have been audited by the Company's auditor for the year 2013.

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 2013 have been reviewed by the Audit Committee and approved by the Company's certified auditor for their correctness.

The Company generated a net profit of 286,622,323.59 baht out of its 2013 operations, as set out in Enclosure No. 2 and summarized as follows:

(Unit : Million Baht)

	Consolidated Financial Statements	Individual Financial Statements
Total Assets	2,527.44	2,524.99
Total Liabilities	468.75	465.34
Shareholders' Equity	2,058.69	2,059.65
Total Revenue	2,088.63	2,090.51
Net profit	285.08	286.62
Earnings per Share (Baht)	1.43	1.43

Board's Opinion: The Board found it appropriate to approve the said Statement of Financial Position and Statement of Comprehensive Income for the year 2013.

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

Agenda 4: To consider and approve annual dividend payment in the form of stock and cash for the operating period between January 1, 2013 and December 31, 2013.

Background and Rationale: It is the Company' policy to pay dividend in the amount of not less than 60% of the net profit after corporate income tax according to the operating results and financial position as stipulated by the Public Company Act B.E. 2535. The Board therefore asks the Meeting to approve dividend payment for the fiscal year 2013 to shareholders in the form of stock and cash as per the details given below:

1. The dividend is to be paid in the form of common share of not over 20,000,000 shares at the par value of 1 baht to the existing shareholders in proportion to their shareholding. The allocation ratio to be applied is 10 existing shares per 1 new share. (The Company has 200,000,000 common shares in total.) The total value involved in the stock dividend arrangement is not in excess of 20,000,000 baht and represents a dividend of 0.10 baht per share. In the event that, following the allocation of such stock dividend, there is any remaining portion of the existing shares, such remaining portion is subject to cash dividend, instead of stock dividend, at the ratio of 0.10 baht per share.
2. The dividend is to be paid in the form of cash at 0.0111111111 baht per share. (The Company has 200,000,000 common shares in total.) The total value involved in the cash dividend arrangement is 2,222,222.22 baht.

Both of the dividend payment arrangements represent a payout ratio of 0.1111111111 baht per share, or equivalent to not over 22,222,222.22 baht. The entire dividend will be subject to statutory withholding tax at the rate stipulated by law. The cash dividend will be used to pay the withholding tax.

Year	Annual Dividends	% Payment
2013	0.1111111111 Baht/Share	8%
2012	1.20 Baht/Share	69%
2011	0.90 Baht/Share	76%
2010	0.80 Baht/Share	65%
2009	0.80 Baht/Share	72%
2008	0.80 Baht/Share	58%
2007	0.80 Baht/Share	71%
2006	0.80 Baht/Share	59%
2005	0.75 Baht/Share	64%

Board's Opinion: The Board found it appropriate to approve the annual dividend payment for the year 2013 as proposed. The dividend will be paid to eligible shareholders whose names are recorded in the share registration book as of April 28, 2014. The name list of the shareholders will be collected, pursuant to Section 225 of the Securities and Exchange Act B.E. 2535 (revised in B.E. 2551), by closing the share registration book to suspend share transfer activities on April 29, 2014. The dividend payment is scheduled for May 12, 2014.

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

Agenda 5: To consider and approve the registered capital increase initiative in support of the stock dividend payment.

Background and Rationale: In consequence of the dividend payment in the form of common share, as set forth in the Agenda 4, the Company will need to allocate common shares in support of the stock dividend payment of not over 20,000,000 shares. Therefore, the Company will need to increase its registered capital from 200,000,000 baht to 220,000,000 baht by means of issuance of 20,000,000 new common shares at the par value of 1 baht for the purpose of implementing the said stock dividend arrangement.

Board's Opinion: The Board proposed that the Meeting approve the registered capital increase initiative in support of the stock dividend payment.

Meeting's Resolution: Approval of this agenda requires a majority vote of not less than three-fourth of the aggregate votes of attending shareholders and proxies.

Agenda 6: To consider and approve the amendment to be made to Article 4 of the Memorandum of Association to be in line with the registered capital increase initiative.

Background and Rationale: In consequence of the registered capital increase initiative to be implemented in support of the stock dividend payment, as set forth in the Agenda 5, the Company will need to make an amendment to Article 4 of the Memorandum of Association as follows:

"Article 4. Registered capital worth	220,000,000 baht	(Two Hundred and Twenty Million Baht Only)
Divided into	220,000,000 shares	(Two Hundred and Twenty Million Shares)
Par Value	1 Baht	(One Baht)
	Categorized As	
Common Share	220,000,000 shares	(Two Hundred and Twenty Million Shares)
Preference Share	- Share	(- Share)"

Board's Opinion: The Board proposed that the Meeting approve the amendment to be made to Article 4 of the Memorandum of Association as proposed so as to be in line with the registered capital increase initiative.

Meeting's Resolution: Approval of this agenda requires a majority vote of not less than three-fourth of the aggregate votes of attending shareholders and proxies.

Agenda 7: To consider and approve the allocation of new common shares in support of the stock dividend payment.

Background and Rationale: In consequence of the registered capital increase initiative in support of the stock dividend payment, as set forth in the Agenda 5, the Company will need to allocate the new common shares to implement the stock dividend arrangement.

Board's Opinion: The Board proposed that the Meeting approve the allocation of the Company's new common shares of not over 20,000,000 shares at the par value of 1 baht to the existing shareholders in proportion to their shareholding. The allocation ratio to be applied is 10 existing shares per 1 new share. This practice is intended for the fulfillment of the stock dividend arrangement. In the event that, following the allocation of such stock dividend, there is any remaining portion of the existing shares, such remaining portion is subject to cash dividend, instead of stock dividend, at the ratio of 0.10 baht per share. For this purpose, President or Chief Executive Officer or their authorized persons shall have the authority to consider and determine other details relevant to the allocation of the said new common shares. Their such authorized action includes, for example, 1) negotiate, enter into an agreement and sign documents, contracts and evidence documents necessary for and relevant to the said new common share allocation, including any implementation relevant to the said new common share allocation; and 2) sign applications for permits and evidence documents necessary for and relevant to the said new common share allocation, including making contacts and submitting applications for permits, documents and evidence documents to governmental agency or associated agency. In addition, they are authorized to register the new common shares with the Stock Exchange of Thailand and to take any other actions deemed necessary and appropriate for the purpose of implementing the said new common share allocation.

Meeting's Resolution: Approval of this agenda requires a majority vote of not less than three-fourth of the aggregate votes of attending shareholders and proxies.

Agenda 8: To consider and elect new directors in place of those who are due to retire by rotation. (List and profile of new directors nominated for directorship are given in Enclosure No. 3)

Background and Rationale: To comply with the Public Company Act and Article 16 of the Company's Articles of Association which stipulate that one third of the directors must retire during the Annual General Meeting of Shareholders. In case the calculated number is not three or a multiple of three, the nearest number to one third shall retire. In this Meeting, the following 4 directors are due to retire by rotation:

1. Mrs. Metta Utakapan Chairperson, President and Member of Nomination and Remuneration Committee

2. Mr. Somchai Phagaphasvivat Chairman of Audit Committee and Independent Director
3. Mrs. Supawadee Komaradat Senior Executive Vice President and Member of Nomination and Remuneration Committee
4. Mrs. Suphab Noi-Um Director

The Company posted notification inviting shareholders to nominate qualified individuals to be elected as directors and to propose meeting agenda in advance in the Investors Relation section on its corporate website. However, no meeting agenda or director candidates were submitted to the Company. The Nomination and Remuneration Committee, based on the best interest of the Company, has therefore recommended re-election of the 4 directors due to retire by rotation to continue performing their roles in the directorship for another term. The profile and work experience of these directors are given in Enclosure No. 3.

Board's Opinion: The Board found it appropriate to re-elect the 4 nominated candidates to be the Company's directors as suggested by the Nomination and Remuneration Committee on the grounds that these candidates possess knowledge and experience that can benefit the Company's business performance.

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

Agenda 9: To consider and determine Director's remuneration for the year 2014. (Detailed information pertaining to the agenda is given in Enclosure No. 4)

Background and Rationale: The Board has considered the remuneration for directors, independent directors and Audit Committee for the year 2014 based on the type, size and association with the Company's operating results according to similar industry standards as well as the particular roles and responsibilities of the given position with detail as follows (As stated in Enclosure No. 4):

- (1) No remuneration for directors who are employees of the Company.
- (2) Non-employee director will receive remuneration of 10,000 baht per month.
- (3) In case of an external person who also performs a role of the member of the Audit Committee, the Company will pay 30,000 baht per month and a meeting allowance of 20,000 baht per session.

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

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

Agenda 10: To consider and appoint the Company's auditor and determine remuneration for the year 2014. (Detailed information pertaining to the agenda is given in Enclosure No. 5)

Background and Rationale: The Company had given ample opportunity for several accounting firms to give their quotations to the Audit Committee for their audit service to be provided to the Company and its subsidiaries through the year 2014 and to facilitate the Audit Committee's consideration and selection process. Deciding factors taken into account cover their professional performance, auditor independence and remuneration. After due consideration, the Audit Committee has resolved to propose to the Board to appoint the Company's auditor for the year 2014 as follows:

1. Miss Sulalit Ardsawang CPA No. 7517 or
2. Mr. Thanawut Piboonsawat CPA No. 6699 or
3. Miss Wannisa Ngambuathong CPA No. 6838

Any one of the above three decent candidates, after being appointed, will act as the Company's auditor for the year 2014 and have the authorization to perform audit tasks and sign the Company's financial statements to grant approval. The auditor's remuneration has been determined as tabulated below:

Unit: Baht

Audit Fees	2014 (Year Proposed)	2013	Increase (Decrease)	
			(Baht)	(%)
Amarin Printing and Publishing Public Company Limited	850,000	830,000	20,000	2.41
Amarin Television Company Limited	335,000	190,000	145,000	76.32
Other service fees	None	None	-	-
Total Remuneration	1,185,000	1,020,000	165,000	16.18

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

Board's Opinion: The Board found it appropriate to appoint any one of the following three decent candidates; 1. Miss Sulalit Ardsawang; or 2. Mr. Thanawut Piboonsawat; or 3. Miss Wannisa Ngambuathong attached to Dharmniti Auditing Company Limited as the Company's auditor for the year 2014.

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

Agenda 11: To consider and ratify the transaction, implementation in compliance with the bid criteria, procedures and conditions imposed by the Office of the National Broadcasting and Telecommunications Commission (“NBTC”), as well as to ratify any necessary and relevant implementation for the purpose of acquiring frequency permit to enable Amarin Television Company Limited (“Amarin Television”), whose 99.99% of its shares is owned by the Company, to provide digital television service in the nationwide business category (“Permit”). The ratification is required on the grounds that the size of the asset acquired or disposed by the Company exceeds 100%. (Detailed information pertaining to the agenda is given in Enclosure No. 6 and 7)

Background and Rationale: In consequence of the transaction and implementation in compliance with the bid criteria, procedures and conditions imposed by the NBTC, as well as other necessary and relevant implementation for the purpose of acquiring the frequency permit to enable Amarin Television, whose 99.99% of its shares is owned by the Company, to provide digital television service in the nationwide business category (“Permit”), the size of the asset acquired or disposed by the Company exceeds 100%. Therefore, the transaction falls under the fourth category based on the transaction size. In consequence, the Company is required to report to the Stock Exchange of Thailand and associated agency by means of submission of report on the transaction and disclosure of the information pertaining to the acquired asset. In addition, it is also required that a meeting of shareholders must be held by the Company to seek approval for the implementation of the said transaction. Nevertheless, based on the bid criteria, procedures and conditions imposed by the NBTC in connection with the permit, Amarin Television found it necessary to pay permit fees within 30 days after its receipt of notice that confirms its successful bidder status, as well as to enter into television network agreement with the Royal Thai Army Radio and Television Channel 5. The said regulatory time frame had been applicable before shareholders passed the resolution for the Company to make the transaction. Therefore, the Board, in its No. 1/2014 Meeting on January 30, 2014, resolved to comply with the bid criteria, procedures and conditions imposed by the NBTC for the purpose of acquiring the permit. For this purpose, the Company’s move to comply with the NBTC’s requirements is therefore proposed to the shareholders for their consideration and ratification.

Board’s Opinion: The Company’s Board has duly considered and believed that entering into this transaction would support the Company’s business expansion, increase its revenue and growth as well as enhance its existing core business which would be beneficial to shareholders in the long run. Shareholders should ratify the Company’s decision to implement the transaction in compliance with the bid criteria, procedures and conditions imposed by the NBTC as proposed. Shareholders should also ratify other necessary and relevant implementation for the purpose of acquiring the frequency permit to enable Amarin Television, whose 99.99% of its shares is owned by the Company, to provide digital television service in the nationwide business category (“Permit”) as proposed. Both opinions are given on the grounds that the size of the asset acquired or disposed by the Company exceeds 100%.

Meeting's Resolution: Approval of this agenda requires a majority vote of not less than three-fourth of the aggregate votes of attending shareholders and proxies.

Agenda 12: To consider and approve the debenture issuance and offer worth not in excess of 1,500 million baht. (Detailed information pertaining to the agenda is given in Enclosure No. 8)

Background and Rationale: In consequence of the Company's requirement of spare liquidity and improved cost capital management, the Company has therefore proposed a plan to raise additional funds by means of debenture issuance.

Board's Opinion: Shareholders should approve the debenture issuance and offer as proposed.

Meeting's Resolution: Approval of this agenda requires a majority vote of not less than three-fourth of the aggregate votes of attending shareholders and proxies.

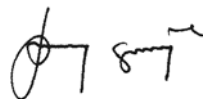
Agenda 13: To consider other matters (if any).

The Company cordially invites all shareholders to attend the 2014 Annual General Meeting of Shareholders at 14.00 Hrs. on April 18, 2014 at Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited, 378 Chaiyaphruk Road, Taling Chan, Bangkok. Registration for attendance will start at 12.00 Hrs. List of shareholders eligible to attend the Meeting will be determined on March 14, 2014 and the name list will be collected according to Section 225 of the Securities and Exchange Act B.E. 2535 (Revised in B.E. 2551) by closing the share registration book to suspend share transfer activities on March 17, 2014.

Should you wish to appoint a proxy to attend and vote at the Meeting on your behalf, please kindly complete the enclosed proxy form and present to the proxy before the Meeting date. If you wish to appoint an independent director as your proxy, the Company has provided the following independent directors i.e. 1) Mr. Charoenchit Nasongkhla; and 2) Mr. Ampon Ruayfupant. The Company would appreciate it if you could return the signed proxy form to the Company by April 12, 2014. In order to help expedite the registration process, shareholder/proxy should bring the documents listed in Enclosure No. 9 with them to present during registration on the Meeting date.

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

Yours respectfully,



(Mrs. Metta Utakapan)

Chairperson

Chief Executive Officer's Office

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

Minutes of the 2013 Annual General Meeting of Shareholders
Of
Amarin Printing and Publishing Public Company Limited

List of directors attending the meeting

- | | | | |
|----|----------------|-----------------------|--|
| 1. | Mrs. Metta | Utakapan | Chairperson, President and Member of the Nomination and Remuneration Committee |
| 2. | Dr. Somchai | Phagaphasvivat | Chairman of the Audit Committee and Independent Director |
| 3. | Mrs. Supawadee | Komaradat | Director and Member of the Nomination and Remuneration Committee |
| 4. | Mrs. Rarin | Utakapan Punjarungroj | Director and Member of the Nomination and Remuneration Committee |
| 5. | Mr. Cheewapat | Nathalang | Director and Member of the Nomination and Remuneration Committee |
| 6. | Mrs. Suphab | Noi-Um | Director |
| 7. | Mr. Smat | Ruangnarong | Director |
| 8. | Miss Suvapha | Charoenying | Independent Director and Member of the Audit Committee |

List of director did not attending the meeting

- | | | | |
|----|-----------------|------------|--|
| 1. | Mr. Charoenchit | Nasongkhla | Chairman of the Nomination and Remuneration Committee, Independent Director and Member of the Audit Committee
(Due to his sudden illness) |
|----|-----------------|------------|--|

Other meeting attendants

- | | | | |
|----|----------------|--------------|---|
| 1. | Mr. Chantachat | Dhanesnitaya | Financial Controller |
| 2. | Miss Tanaree | Pimparu | Accounting and Finance Director |
| 3. | Miss Thidarat | Samanmit | Manager of the Recruitment and Personnel Development Division |

The Meeting was held on April 19, 2013 at 2:00 pm at the Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited, 378 Chaipayruk Road, Taling-Chan Sub-District, Taling-Chan District, Bangkok. The meeting was chaired by Chairman of the Board, Mrs. Metta Utakapan. At the time the meeting started, there were 115 shareholders and shareholder representatives, collectively accounting for 156,396,303 shares or an equivalent of 78.19% of the total issued shares, thus constituting a quorum. Chairman of the Meeting therefore made an opening speech to kick-off the meeting.

Prior to the start of the meeting itself, Chairman of the meeting announced that the 2012 business operations of the Company were highly successful. The Company achieved the highest operating results since its incorporation, thanks to the contributions of all parties involved. However, in March 2013, Mr. Wathanyu Nathalang who was the Chairman of the Audit Committee and who in the past over 20 years, had made his contributions through his advice on business operations, passed away. As a result, the Company has appointed Miss Suvabha Charoenying to assume directorship role for the remaining period. In addition, Miss Suvabha Charoenying will also hold positions as an independent director and a member of the audit committee. Later, the Chairman appointed Miss Thidarat Samanmit, manager of the Recruitment and Personnel Development Division, Human Resources Department as the meeting facilitator.

Miss Thidarat Samanmit 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 November 27, 2012 to February 8, 2013; however, no suggestion on agenda or candidates was submitted. For this meeting, the Company would provide ample opportunities for shareholders to ask questions regarding each agenda; however, for fast meeting progress, questions unrelated to the agenda should be asked and responded after the discussion of the last agenda. Miss Thidarat Samanmit, then, introduced the Company's directors, executives and two director candidates namely, Mr. Chokchai Punjarungroj and Mr. Ampon Ruayfupant, who were nominated for approval in this meeting. Other persons attending the meeting included Miss Sulalit Ardsawang Auditor, representative from Dharmniti Auditing Co.,Ltd., Miss Thanakorn Buangam Representative from Dharmniti Auditing Co.,Ltd. and Miss Piyawan Meesuk Legal advisor from Kunnatum Law Office.

Miss Thidarat Samanmit informed the Meeting that 5 shareholders requested that voting for this meeting be conducted using the ballots provided by the Company and requested the Meeting to vote on using the ballots provided by the Company for this Meeting.

Upon due consideration, the Meeting approved that voting for this meeting be conducted using the ballots provided by the Company, based on the majority of votes from eligible and attending shareholders, with detail as follows:

	Votes	Percent
Approve	158,998,771	99.9217
Disapprove	81,526	0.0512
Abstain	43,100	0.0271
Total	159,123,397	100.0000

After the Meeting approved the issue, **Miss Thidarat Samanmit** explained and set the terms regarding the voting procedure for each agenda: Shareholders should use the ballot provided by the Company for voting and one share would be counted as one vote which was consistent with the Company's Articles of Association. In counting of votes, the 'disagree' and 'abstain' votes would be subtracted from the total votes. For shareholders appointing proxies to attend the meeting and vote based on their intention, the Company had already input the respective votes for each agenda i.e. agree, disagree or abstain into the computer system and if no one presented a different opinion, this method would be deemed accepted.

As there was no question or protest from shareholders, Miss Thidarat Samanmit proceeded with the meeting according to the following agenda:

Agenda 1 To consider adopting Minutes of the 2012 Annual General Meeting of Shareholders held on April 20, 2012

Miss Thidarat Samanmit informed the Meeting that the Company had sent Minutes of the 2012 Annual General Meeting of Shareholders which was held on April 20, 2012 along with the meeting invitation letter and had published it on the corporate website at www.amarin.com in order to allow shareholders to review in advance.

For this agenda, the Board's opinion offered to the Meeting was "Upon due consideration, the Board found the Minutes of the 2012 Annual General Meeting of Shareholders to be accurate and that the Shareholder Meeting should approve it".

Upon due consideration, the Meeting resolved to approve Minutes of the 2012 Annual General Meeting of Shareholders based on the majority of votes from shareholders attending the meeting and eligible for voting:

	Votes	Percent
Approve	153,396,786	96.3158
Disapprove	-	-
Abstain	5,867,658	3.6842
Total	159,264,444	100.0000

Agenda 2 To acknowledge the operating results of the fiscal year 2012, the 2012 annual report and the 2013 business plan

Miss Thidarat Samanmit informed the Meeting that detail of the 2012 operating results was sent to shareholders along with the meeting invitation letter and was published on the corporate website at www.amarin.com for shareholders to review in advance.

The Chairman reported on the overall business of the Company that even though the economic situation in Thailand in 2012 experienced good growth rate but the majority of the manufacturing sector was affected by internal and external factors, for example, the

300 Baht minimum wage policy in 7 provinces, increased utilities bills and the public debt crisis in the European Union community. Since the Company has always given importance and recognition to potential impacts; as a result, the actual impact from those factors was not significant and the Company managed to successfully pull through such trying period.

In 2012, the Company's total income from all its lines of business amounted to 2,179.60 million Baht, an increase of 268.24 million Baht or 14.03% over the previous year. The net profit was at 349.01 million Baht, an increase by 113.40 million Baht or 47.90% over that of 2011, resulting in 1.75 Baht of net profit per share. Key reasons driving the increase in net profit were the increased in sales from the Company's various business lines and the decrease of the corporate income tax from 30% to 23%.

The Chairman later assigned the Company's managing director, Mrs. Rarin Utakapan Punjarungroj, to report the performance of each business line as well as explain the future operation plan, with details as follows:

Mrs. Rarin Utakapan Punjarungroj reported to the Meeting that the 2012 operating results would be considered an exceptional success and can be described in each business line as follows:

Printing Business: The Company succeeded in implementing cost base reduction initiative while increasing its sales to the extent that could effectively generate higher operating income as well as leading to a satisfactory increase in profitability.

Magazine Business: Despite the greater roles of technology and its adverse impacts on magazine production business in general and consequential unfavorable effects in domestic and international magazine markets, the Company's magazine business line managed to maintain customer base during the year.

Book Publishing Business: The Company was well on track to offer to readers new books as per the annual goals with 20% annual sales growth when compared to the year earlier. The sales figures indicated highly robust annual growth rate against a mere 5-7% growth rate of the overall market sales performance.

Mrs. Rarin Utakapan Punjarungroj informed the Meeting of the Company's business plan for the year 2013. According to the given information, the main business strategies to be deployed in 2013 are to consolidate each internal business line. The move is aimed to forge stronger bonds between the Company and consumers in a 360-degree manner as well as creating impression among the consumers. The new strategy will help strengthen brand recognition among the consumers and secure their brand loyalty in a sustainable manner. The main strategies developed for each business line are described below:

Printing Business: The policy on cost base reduction will be further implemented. The inevitable negative impacts from the statutory minimum daily wage of 300 Baht have encouraged the Company to make some adjustments. In doing so, cost control measures have been taken to minimize loss or waste through the entire production process along with

an increase in human resource management efficiency. In addition, quality performance will be further improved. Namely, printing business line will place strong emphasis on quality printing works that are made up of hard cover, elegant and premium works. All of these works are still in constant demand and report high growth rate. Therefore, any further investment in printing machinery must be consistent with the afore-said quality printing guideline. In 2013, the Company will increase the number of high-performance printing machine and expand printing capability to better meet the growing demand from general customers or other publishing houses. Furthermore, customized printing service will also be on offer and feature customized implementation through the entire process; right from printing design stage to distribution of printed works to target customers. The Company has also had in place an internally developed system to meet the needs of those customers who solely seek to distribute their writing works in the form of various electronic media without using our common printing service.

Magazine Business: New efforts to be taken in 2013 will focus on forging long-term bonds with the customers. Readers of Praew, for example, can access the content of the magazine electronically via different electronic systems owned by either the Company or other electronic system service providers who are our business alliances. In addition, Praew website has been launched and to date proved successful with considerable interest among the customers. As a result, the website has become another source of income generation for the Company. Moreover, efforts to further strengthen brand recognition among the customers have been made via various popular social media such as Facebook and Instagram, or through hosting different activities designed to directly attract specific customer targets. All these efforts are aimed to create long-term bonds with the customers. Having now been in the pipeline are those special editions of the existing magazines, which can increase the normal circulation of those magazines and their advertising sales.

Book Publishing Business: The Company aims to publish 600 new book titles in 2013, a slight increase from 550 book titles achieved in 2012. Improvements in cost base management will also be implemented. Books with the Company's own copyrights will also be reprinted in order to better capitalize on the further business prospects that they offer. In addition, overseas market presence, particularly among the ASEAN nations, will be made with a strong emphasis on our copyright arrangement with overseas publishers. Some copyrights have been sold to those target publishers to date and reported exceptional feedback from readers. Regarding internal management, a mechanism to promote corporate business, improvements in content maintenance systems will be implemented. Namely, investment in Amarin content warehouse will be made for the purpose of enhancing content storage, retrieval and search capabilities in a more convenient and efficient manner while also effectively providing services to the customers.

Activ Amarin Business: A business unit called Activ Amarin has been established. The new business unit consists of those existing business units that are rearranged and grouped together. They are better equipped with greater customer service capabilities and project clearer corporate image for those business activities. The Activ Amarin is composed of the following existing business units: Travel, Training, New Media, Creative & Event and Television.

Travel : Outbound tour will be organized in two categories; namely Amarin Tour and Festive Tour. The Amarin Tour will engage in luxurious tour programs that cater to high-end customers with strong purchase power. The Festive Tour will be active in tour programs that are less costly than those of the Amarin Tour and aim to attract new generation customers who seek to stylishly feel culinary, travel, shopping and fun experiences.

Training : This business is broken into kid, home, diet, health and skill development categories. In 2013, the business will be expanded into provision of training service to other corporate customers. Amarin has planned to make an aggressive presence in this market niche this year.

Creative & Event : The Company will host more fairs than the year before. Whereas the Company held 3 fairs in total in 2012, up to 6 fairs will be held in 2013. Each of the following entertaining events will be held twice during the year; Amarin Baby & Kids Fair (held for the first time), Baan Lae Suan Fair and Health, Cuisine & Beauty Festival.

Television Business : At present, the Company is active in the production of 2 television programs that are broadcast on free television. Ruang Dek Dek is on air via Channel 7 while Baan Lae Suan Fine Day is broadcast via Channel 9. In January 2013, the Company launched a satellite television channel called “Amarin Activ TV Channel”, which is being broadcast in C-Band system. The new TV channel will be broadcast through Ku-Band system in the near future. The program content of the Amarin Activ TV Channel features 5 fundamental living factors for the general public; namely home, diet, health, fashion and Dhamma.

Following the report of the 2012 operating results and the presentation of the 2013 business plan by the management, **Miss Thidarat Samanmit** informed the Meeting of the opinions given by the Board of Directors as follows: “The Board of Directors has considered the details of the agenda and agreed to propose that the Meeting should acknowledge the 2012 operating results of Amarin Printing & Publishing Public Company Limited and the 2013 business plan, as proposed.”

The Meeting acknowledged the said operating results and business plan of Amarin Printing & Publishing Public Company Limited as proposed.

This agenda did not require any voting.

Agenda 3: To consider adopting the audited Statements of Financial Position, Statements of Comprehensive Income and Cash Flow Report for the year ended December 31, 2012.

Miss Tanaree Pimparu, Accounting and Finance Director, reported to the Meeting that the Balance Sheet and the Profit and Loss Statements for the year 2012, which had been audited by the independent auditor and reviewed by the Audit Committee, were properly prepared and accurate. The Company posted an annual net profit of 349,015,668.46 Baht in the 2012 fiscal year. The details of the said statements and net profit achievement had been delivered to shareholders in advance prior to the date of this Meeting for their thorough consideration. The summary of those financial statements are as follows:

Consolidated Financial Statements

Total Assets	2,467.49	Million Baht
Total Liabilities	475.13	Million Baht
Shareholders' Equity	1,992.36	Million Baht
Total Revenue	2,179.60	Million Baht
Net profit for equity holders of the Company	349.02	Million Baht
Profit per Share (Baht)	1.75	Baht

Individual Financial Statements

Total Assets	2,464.71	Million Baht
Total Liabilities	472.94	Million Baht
Shareholders' Equity	1,991.77	Million Baht
Total Revenue	2,179.77	Million Baht
Net Profit	348.43	Million Baht
Profit per Share (Baht)	1.74	Baht

An opinion given to the Meeting by the Board of Directors: "The Board of Directors has considered the details of the agenda and agreed to propose that the Meeting approve the said Statements of Financial Position and Statements of Comprehensive Income for the year 2012."

Mr. Chalernpol Waitayangkura, a shareholder who attended the Meeting in person, suggested that as the Agenda 2 was directly related to the operating results achieved in the past year and the future business plan for the coming year and therefore was of high importance, shareholders should have been given more ample opportunity for Q&A session. In addition, Mr. Chalernpol raised the following questions about the financial statements.

The first question: What factors contribute to the sharp rise in the interest coverage ratio, as appeared in the financial statements in the part 3 of the Annual Report on page 14?

The second question: What factors contribute to the obvious increase in the expenses that are considered financial costs between 2008 and 2012, as appeared in the financial statements in the part 3 of the Annual Report on page 17?

The third question: There is a sharp rise in the comparative current liabilities between 2011 and 2012, as appeared in the financial statements in the part 3 of the Annual Report on page 20. What factors contribute to the increase in the liability incurred by long-term lease contract?

The fourth question: What factors contribute to the increase in bad debt and doubtful debt, as appeared in the financial statements in the part 3 of the Annual Report on page 23?

Before responding to the above questions raised by Mr. Chalernpol, **Chairman of the Meeting** clarified Mr. Chalernpol's remark on the inadequate Q&A opportunity for Agenda 2. According to the Chairman, there are no efforts by the Company to prevent shareholders from freely raising questions and expressing opinions. The Company only followed the usual practice as did in previous meetings. With a good faith to facilitate convenient and time-efficient meeting session, the Company initially allows management members to explain the major aspects of the agenda and the Company treats the presentation of those aspects as first priorities. After the voting procedures of all agenda are completed, shareholders are then given ample opportunity to raise questions about each agenda. The reason behind this practice is the fact that some shareholders are unable to attend the meeting through the entire session due to their time commitments. However, those shareholders still wish to participate in the voting procedure of each agenda. Therefore, after all the voting procedures are completed, those shareholders can opt to leave ahead of time. As for the remaining shareholders who wish to continue their attendance in order to participate in the Q&A session, the Company also provides them with ample opportunity to raise questions as per their wishes. The Company realizes that their questions and suggestions are inspired by their good wishes towards the Company. The Company is open to feedback from all shareholders in order to preserve the best mutual corporate interests.

Mr. Chantachat Dhanesnitaya, Financial Controller, explained that Mr. Chalernpol's first three questions were related to each other and would like to clarify them in one single explanation. The upward movement of the expenses that are considered financial costs is the result of one of the financial cost management approaches that the Company adopts. The purchase of assets for business purpose can be made in different forms; namely purchase, rent and lease purchase. Technically, the lease purchase incurs interest, which is to be treated as financial costs. Consequently, in term of accounting, the Company ends up with higher comparative current liabilities as observed. With regard to the decrease in the financial ratio, the decrease is also the consequence of the increase in the financial costs. However, since the Company's existing financial costs had remained at approximately

200,000 Baht and when they were subsequently increased to about 600,000 Baht, the said financial ratio is consequently lowered. As for the bad debt and doubtful debt, the Company's bad debt is increased by approximately over 1 million Baht when compared to the previous year. In 2012, the bad debt and doubtful debt figures were increased and it is essentially from the default in payment by one of the customers who hired the Company to process printing works. In response to the default in payment, the Company is forced to file a lawsuit against that customer to claim the outstanding debt. Normally, the Company practically does not have problems with trade receivables. This unusual case contributes directly to the higher figures of the said bad debt or doubtful debt.

Mr. Songwut Wangkumtam, a shareholder who attended the Meeting in person, gave an opinion about the issue as follows. Although the Company allows shareholders to raise their questions after all the voting procedures are completed, the approval of the financial statements is a matter of high importance and its voting procedure should not be done in haste. There should have been a thorough Q&A session before votes are cast. This is because the answers provided by the Company's management will affect the voting decision of the attending shareholders. In addition, Mr. Songwut raised a question about the Notes to Financial Statements as appeared in part 3 of the Annual Report on page 37-39 under "Land, Building and Equipment" and page 40 under "Computer Program". The question is why there are 3 tables.

Mr. Chantachat Dhanesnitaya pointed out that the number "2012" on page 39 and in Table 3 on page 40, was typing errors and should have been 2011. As 2012 is the first year the Company has consolidated financial statements, there was a confusion of the year identification. He thanked Mr. Songwut for identifying the error and would take appropriate actions to resolve this.

Mr. Chalernpol Waitayangkura, the shareholder who attended the Meeting in person, raised an additional question about the bad debt and doubtful debt, which, according to the Company's explanation just given earlier, were caused by the default in payment by a customer and at present the issue is being handled by the court of justice. The question is that as the lawsuit is still pending, is it technically acceptable to record the amount as bad debt and doubtful debt? Is this practice suitable in terms of the generally accepted accounting principles?

Mr. Chantachat Dhanesnitaya pointed out that the Company had recorded the entry in conformity with the generally accepted accounting principles. The Company's independent auditor also confirms that this practice is technically acceptable.

After all questions were answered by the management and no additional questions were raised by other shareholders, the Meeting was requested to cast their votes for this agenda.

After due consideration, the Meeting unanimously agreed to approve the said Balance Sheets and Profit and Loss statements for 2012 with the following detail:

	Votes	Percent
Approve	159,518,844	100.0000
Disapprove	-	-
Abstain	-	-
Total	159,518,844	100.0000

Agenda 4: To consider approving the annual dividend payment for the operating results between January 1, 2012 and December 31, 2012.

Miss Thidarat Samanmit pointed out to the Meeting that as the operating results in the past year demonstrated a net profit, as reported to the Meeting in the earlier agenda, and as not less than 60% of the achieved net profit is to be allocated as dividend according to the Company's dividend policy. The Meeting was then asked to approve the annual dividend payment for the fiscal year 2012 at 1.20 Baht per share, based on the total number of 200 million shares.

Shown below are the comparative payout ratios of the previous years.

Year	Annual Dividend	% Payment
2012	1.20 Baht/Share	69
2011	0.90 Baht/Share	76
2010	0.80 Baht/Share	65
2009	0.80 Baht/Share	72
2008	0.80 Baht/Share	58

For this agenda, the opinion given to the Meeting by the Board of Directors is “The Board of Directors has approved the annual dividend payment for the year 2012 as proposed. The dividend will be paid to eligible shareholders whose names are to be appeared in the shareholder registration book on April 29, 2013. The shareholder registration book will be closed on April 30, 2013, to collect the shareholder name list. The dividend payment is scheduled on May 10, 2013.”

After due consideration, the Meeting unanimously agreed to approve the said annual dividend payment for the operating results between January 1, 2012 and December 31, 2012 at the proposed rate and term. The voting breakdown is shown below:

	Votes	Percent
Approve	159,518,844	100.0000
Disapprove	-	-
Abstain	-	-
Total	159,518,844	100.0000

Agenda 5: To consider the ratification to increase the 2012 audit fee of 720,000 Baht previously approved by the 2012 Annual General Meeting of Shareholders on April 20, 2012, to 750,000 Baht by adding 30,000 Baht towards the audit fee for the consolidated financial statements

Miss Thidarat Samanmit pointed out to the Meeting that during the year 2012 the Company set up a subsidiary commercially named Amarin Television Co., Ltd, whose 99.99% of its shares is owned by the Company. Therefore, the Company is required to begin adopting the consolidated financial statements for the operating results for 2012 onwards in order to comply with the laws. As a consequence of this accounting change, additional audit fees of 30,000 Baht were incurred during 2012 and therefore drove up the total annual audit fees for the year to 750,000 Baht instead of the original rate of 720,000 Baht, which had been approved earlier in the 2012 Annual General Meeting of Shareholders. Due to this reason, the ratification by the Meeting was required.

For this agenda, the opinion given to the Meeting by the Board of Directors: “The Board of Directors has considered the details of the agenda and agreed to propose that the Meeting approve the ratification of the increase in the annual audit fees for year 2012 as proposed on the grounds of the setup of the subsidiary and the compliance with the statutory requirement relevant to the consolidated financial statements.”

After due consideration, the Meeting unanimously agreed to approve the said ratification of the increase in the 2012 annual audit fees by 30,000 Baht, which drove up the total audit fees to 750,000 Baht. The voting breakdown is shown below:

	Votes	Percent
Approve	158,860,955	99.5876
Disapprove	-	-
Abstain	657,889	0.4124
Total	159,518,844	100.0000

Agenda 6: To consider approving amendments to the Company Objectives and Article 3 of the Memorandum of Association.

Miss Thidarat Samanmit pointed out to the Meeting that as the Company deployed a policy to expand into new business activities, the Meeting was therefore requested to consider the amendment to be made to the Company Objectives in order to support the Company's future business activities. The amendment involves an addition of new 11 corporate objectives, which are to become Item 43 – Item 53. The details of additional objectives had been sent to shareholders prior to the date of this Meeting for their thorough consideration.

In addition, it is the statutory requirements to include the corporate objectives in the Memorandum of Association, which is registered at the Ministry of Commerce. Therefore, the amendment to be made to the corporate objectives also requires the amendment to Article 3 of the Memorandum of Association accordingly. Article 3 requires current information on the total number of the corporate objectives along with their details in order to be consistent with the amendment in the corporate objectives. Namely, the current number of the corporate objectives will be amended from 42 to 53 items.

The opinion given to the Meeting by the Board of Directors for this agenda: "The Board of Directors has considered the details of the agenda and agreed to propose that the Meeting approve the addition of the corporate objectives (Item 43-53) in order to be consistent with the Company's business activities both at present and in the future. In addition, Article 3 of the Memorandum of Association should also be amended accordingly by restating that the Company has 53 corporate objectives."

After due consideration, the Meeting unanimously agreed to approve the said amendment to the Corporate Objectives and Article 3 of the Memorandum of Association.

Over three-fourth of the shareholders' aggregate votes were cast in favor of the agenda by the shareholders who were present and eligible for voting. The voting breakdown is shown below:

	Votes	Percent
Approve	159,518,844	100.0000
Disapprove	-	-
Abstain	-	-
Total	159,518,844	100.0000

Agenda 7: To consider the election of new directors in place of those who are due to retire by rotation.

Miss Thidarat Samanmit pointed out to 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 calculated number is not three or a multiple of three, the nearest number to one third shall retire. In this AGM, the following 4 directors are due to retire by rotation:

1. Mrs. Rarin Utakapan Punjarungroj Director, Member of the Nomination and Remuneration Committee
2. Mr. Cheewapat Nathalang Director, Member of the Nomination and Remuneration Committee
3. Mr. Charoenchit Nasongkhla Independent Director, Chairman of the Nomination and Remuneration Committee and Member of the Audit Committee
4. Mr. Smat Ruangnarong Independent Director

The details regarding their backgrounds and professional achievements had already been sent to shareholders prior to the date of this Meeting for their thorough consideration.

The opinion given to the Meeting by the Board of Directors: "The Board of Directors has considered the details of the agenda and agreed to propose that the Meeting re-elect the 4 directors, who are due to retire by rotation, to continue their roles as the Company's directors for another term, according to the opinion stated by the Nomination and Remuneration Committee, in consideration of their skills and expertise that are beneficial to the Company's operations."

After due consideration, the Meeting agreed to re-elect the retired 4 directors for another term. The votes broken down by individual candidates are as shown below:

7.1 After due consideration, the Meeting approved the re-election of Mrs. Rarin Utakapan Punjarungroj for another term based on the majority votes of shareholders who were present and eligible for voting. The voting breakdown is shown below:

	Votes	Percent
Approve	154,944,986	97.1327
Disapprove	4,573,858	2.8673
Abstain	-	-
Total	159,518,844	100.0000

7.2 After due consideration, the Meeting agreed to approve the re-election of Mr. Cheewapat Nathalang for another term based on the majority of votes of the shareholders who were present and eligible for voting. The voting breakdown is shown below:

	Votes	Percent
Approve	154,815,986	97.0518
Disapprove	4,672,858	2.9293
Abstain	30,000	0.0188
Total	159,518,844	100.0000

7.3 After due consideration, the Meeting agreed to approve the re-election of Mr. Charoenchit Nasongkhla for another term based on the majority of votes of the shareholders who were present and eligible for voting. The voting breakdown is shown below:

	Votes	Percent
Approve	153,811,986	96.4225
Disapprove	4,576,858	2.8692
Abstain	1,130,000	0.7084
Total	159,518,844	100.0000

7.4 After due consideration, the Meeting unanimously agreed to approve the re-election of Mr. Smat Ruangnarong for another term based on the majority of votes of the shareholders who were present and eligible for voting. The voting breakdown is shown below:

	Votes	Percent
Approve	158,388,844	99.2916
Disapprove	-	-
Abstain	1,130,000	0.7084
Total	159,518,844	100.0000

Agenda 8: To consider the appointment of new directors.

Miss Thidarat Samanmit pointed out to the Meeting that the current composition of the Board of Directors was 9 members in total. However, in consideration of more robust business growth, expansion and unprecedented presence in new business frontiers in addition to the existing activities, additional executives with decent capability and expertise should be sought to support the Company's growth. Due to the reasons given, it is justified to propose the names of two candidates as follows:

1. Mr. Chokchai Punjarungroj, who will be holding the directorship of the Company, if appointed.

Mr. Chokchai Punjarungroj currently holds executive position in the Company. He serves as Duputy CEO, Managing Director : Activ Amarin and Managing Director of Amarin Television Co., Ltd.

2. Mr. Ampon Ruayfupant, who will be holding the directorship of the Company, if appointed.

The details regarding the backgrounds and professional achievements of both candidates had already been sent to shareholders prior to the date of this Meeting for their thorough consideration.

The opinion given to the Meeting by the Board of Directors: "The Board of Directors has considered the details of the agenda and agreed to propose that the Meeting appoint Mr. Chokchai Punjarungroj and Mr. Ampon Ruayfupant as additional members of the Board of Directors on the grounds that they are equipped with professional expertise, ability and experience in business management obviously beneficial to Amarin Group's expansion into new business frontiers along with strengthening corporate marketing capability."

After due consideration, the Meeting agreed to approve the appointment of Mr. Chokchai Punjarungroj and Mr. Ampon Ruayfupant as additional board members. The votes were cast by the shareholders to the individual candidate with the breakdown as shown below:

8.1 After due consideration, the Meeting agreed to approve the appointment of Mr. Chokchai Punjarungroj as additional board member based on the majority of votes by the shareholders who were present and eligible for voting. The voting breakdown is shown below:

	Votes	Percent
Approve	159,515,344	99.9978
Disapprove	-	-
Abstain	3,500	0.0022
Total	159,518,844	100.0000

8.2 After due consideration, the Meeting agreed to approve the appointment of Mr. Ampon Ruayfupant as additional board member based on the majority of votes by the shareholders who were present and eligible for voting. The voting breakdown is shown below:

	Votes	Percent
Approve	158,358,344	99.2725
Disapprove	1,130,000	0.7084
Abstain	30,500	0.0191
Total	159,518,844	100.0000

Agenda 9: To consider and fix the remuneration of directors for the year 2013.

Miss Thidarat Samanmit pointed out to the Meeting that the remuneration to be provided to directors, independent directors and Audit Committee members for the year 2013 had been determined by taking account of the Company's business type and size and the directors' functional contribution to the Company's operating performance. These considerations are comparable to those being applied in other companies in the same industry and commensurate with the functions, responsibilities and commitments assigned to the Board of Directors, independent directors and Audit Committee members. The details regarding this issue had been delivered to shareholders prior to the date of this Meeting for their thorough consideration.

The remuneration to be paid to directors for the year 2013 is described below:

1. No remuneration is paid to directors who are employee of the Company.
2. Monthly remuneration of 10,000 Baht is paid to non-employee directors.
3. Monthly remuneration of 30,000 Baht and meeting allowance of 20,000 Baht per

session are paid to directors who are outsiders and act as members of Audit Committee.

The opinion given to the Meeting by the Board of Directors: “The Board of Directors has considered the details of the agenda and agreed to propose that the Meeting approve the said remuneration as proposed by the Nomination and Remuneration Committee.”

After due consideration, the Meeting agreed to approve the said remuneration for directors for the year 2013 at the proposed rate and terms based on the majority of votes by the shareholders who were present and eligible for voting. The voting breakdown is shown below:

	Votes	Percent
Approve	153,643,186	96.3166
Disapprove	4,000	0.0025
Abstain	5,871,658	3.6809
Total	159,518,844	100.0000

Agenda 10: To consider the appointment of independent auditor and the determination of the audit fees for the year 2013.

Miss Thidarat Samanmit pointed out to the Meeting that the Company had given ample opportunity for various accounting firms to bid for audit service for the year 2013. The Audit Committee managed to select decent accounting firms to handle annual audit tasks for the Company and subsidiary. In doing so, the following considerations are taken into account; namely their previous service track records, auditor independence and given quotation. The Audit Committee eventually agreed to propose to the Meeting that one of the following independent auditors be appointed to perform the auditing roles for the Company during the fiscal year 2013:

1. Ms. Sulalit Ardsawang CPA License No. 7517 or
2. Mr. Thanawut Piboonsawat CPA License No. 6699 or
3. Ms. Wannisa Ngambuatong CPA License No. 6838

One of the above three auditors, who is attached to Dharmniti Auditing Co., Ltd., should be appointed as the Company’s independent auditor for 2013. He/She will be authorized to audit and approve the Company’s financial statements. The auditor remuneration for 2013 comprises:

- (1) Audit fee for Amarin Printing & Publishing Public Company Limited for 830,000 Baht
- (2) Audit fee for Amarin Television Co., Ltd. for 190,000 Baht

The total annual audit fees for the year 2013 amounts to 1,020,000 Baht. The amount represents a year-on-year increase by 220,000 Baht, or 27.50%, from the 2012 level.

The opinion given to the Meeting by the Board of Directors: “The Board of Directors has considered the details of the agenda and agreed to propose that the Meeting approve the appointment of Dharmniti Auditing Co., Ltd., to act as the Company’s independent auditor and the proposed annual remuneration for 2013.”

Mr. Kriangmas Punchai, a shareholder who attended the Meeting in person, gave an opinion about the Q&A session in each agenda. According to Mr. Kriangmas, shareholders should have been given an opportunity to raise questions immediately during the consideration of any given agenda. Raising questions after completion of the voting procedures, as practiced, does not provide much benefit to the Meeting. In addition, Mr. Kriangmas questions why there is a substantial increase in the annual audit fees when compared to those of 2012.

Mr. Chantachat Dhanesnitaya responded to the question as follows. The incremental amount of the audit fees is essentially incurred by an additional work for the new subsidiary, Amarin Television Co., Ltd. In comparison with the 2012 audit tasks, the audit carried out for the subsidiary then by the independent auditor involved only the fourth quarter of 2012 and there were accounting items to be processed for a period of 1.5 months only. In contrast to the 2012 workload, the audit task in 2013 involving the subsidiary will be carried out for the entire year. Therefore, the said annual audit fees are based on the workload through the year. Although the amount of the approved annual audit fees might appear much more costly than that of the 2012, the actual incremental amount is not significant when being considered on an annual basis.

Chairman of the Meeting gave an additional explanation as follows. In the Company’s usual selection process, ample opportunity is given to various audit firms to submit their quotation. This year, it turns out that Dharmniti Auditing Co., Ltd. offers the most competitive quotation. In consideration of the quotation against the work quality, it is obvious that the quotation is reasonable and worth the pay. Therefore, Dharmniti Auditing Co., Ltd. is chosen to continue its auditing task for the year 2013.

Shareholder (Anonymous) questioned whether the annual audit fees increase every year and whether it is possible to stand at the same price or to bargain for lower rate. According the anonymous shareholder, this point is raised because the Company has had to bear many financial burdens.

Chairman of the Meeting pointed out that the audit fees usually increased each year but in a minimal incremental rate. However, the incremental rate this year is unusually higher due to the statutory requirement to switch to the consolidated financial statements, which incurs the additional fees. The Company confirms that the approved audit fees are not costly. When compared to the market price, the fees are considered reasonable.

Mr. Songwut Wangkumtam, the shareholder who attended the Meeting in person, gave an opinion that the increase in the annual audit fees was a normal occurrence and depended largely on the work quantity and complexity. The main point to be stressed is that the independent auditor and the Audit Committee have to have strong attention to details to prevent any error.

Chairman of the Meeting pointed out that any numeric errors in the Company's financial statements were stemmed from processing work within the Company. These errors are considered trivial and beyond the capability of the independent auditor and the Audit Committee to identify them. The Company is hereby liable for those errors and will prevent future recurrence of such errors.

Mrs. Nussara Apirattanapimonchai, a shareholder who attended the Meeting in person, gave an opinion about inconvenient access to the meeting venue due to its location in deep alley and being not on any public bus routes. According to Mrs. Nussara, it should have been more convenient if shuttle bus service had been provided to transfer shareholders from and to the alley entrance.

Chairman of the Meeting responded that this issue would be brought to the management for mutual consideration and to find out whether it was possible to implement.

Mr. Chalernpol Waitayangkura, the shareholder who attended the Meeting in person, questioned how long the three independent auditors had been responsible for the audit tasks for the Company and if there would be any criteria in place that restrict maximum number of years that individual independent auditor be allowed to perform the audit tasks for any given company.

Ms. Tanaree Pimparu, Accounting and Finance Director, pointed out that Dharmniti Auditing Co., Ltd. had performed independent auditing roles for the Company for 3 consecutive years. According to the knowledge acquired from the independent auditors and based on the practice of good corporate governance, an independent auditor should not provide the audit service to a given listed company more than 5 consecutive years.

Mrs. Pensri Jintananont, a shareholder who attended the Meeting in person, gave an opinion about vote count. According to Mrs. Pensri, there should have been representatives from shareholders to witness vote-counting procedure. She remarked that vote count was completed unusually quickly during this Meeting.

Ms. Thidarat Samanmit pointed out that the quick vote count was made possible as a consequence of the computerized data processing system available during the Meeting.

Mr. Kriangmas Puchai, the shareholder who attended the Meeting in person, gave additional opinion about the vote-counting procedure. According to Mr. Kriangmas, the procedure should have been made more transparent by participation of witnesses from either the Thai Investors Association or shareholders, as the case may be. The Company should not have carried out the vote-counting procedure without any witness. The witness participation will make the procedure more transparent, reliable and free of skepticism.

Chairman of the Meeting responded to the opinions and suggestions with thanks and said that they would be brought for further consideration for future improvements.

After the management members responded to all the raised questions with full details and there were no additional questions raised by other shareholders, the attending shareholders were requested to cast their votes for this agenda.

After due consideration, the Meeting agreed to approve the said appointment of the independent auditor and the determination of the audit fees for the year 2013 based on the majority of votes by the shareholders who were present and eligible for voting. The voting breakdown is shown below:

	Votes	Percent
Approve	153,471,086	96.2088
Disapprove	45,800	0.0287
Abstain	6,001,958	3.7625
Total	159,518,844	100.0000

Agenda 11: To consider other issues (if any)

No other issues were raised by shareholders.

Miss Thidarat Samanmit informed the Meeting that as the voting procedures of each agenda had been completed, it was then the time to move on to the Q&A session and expression of opinions to the Company. Below are summary of questions raised by shareholders and responses made by the management members.

Mr. Nuttapon Kornsittikul, a proxy, raised questions about the satellite television business of the Amarin Activ TV Channel. The questions are about the situation of advertising revenue generated through the channel during the past 3-4 months, advertising airtime charge per minute, anticipated beginning of income-generating period, and revenue share in comparison with those generated from other businesses of the Company.

Mrs. Rarin Utakapan Punjarungroj pointed out that the Amarin activ TV Channel began to broadcast on January 1, 2013. The majority of customers usually work out their next-year advertising purchase plans around October each year. Due to this practice, the beginning of our broadcasting does not coincide with the advertising purchase plan among our customers. Due to this reason, it is difficult for the Company to expect to generate the advertising income immediately following the inception of the satellite television business. The reason behind the Company's first broadcasting during the said period is closely linked to the terms and conditions of television permit application as required by the Office of the National Broadcasting and Telecommunications Commission (NBTC). The NBTC accepted the application during early 2013. However, the Amarin Activ TV Channel already began to generate some revenues during the first quarter of 2013. During this initial stage of the business, the Company will place an emphasis on quality program production in order to capture more audience. In addition, the initial work will also cover negotiations with cable TV operators as well as set-top box operators for the purpose of maximizing audience access to our program content. It is anticipated that the Company will reach breakeven point within 2-3 years. Furthermore, the Company has closely monitored the situations and new developments in the digital television business. If there is any possibility, the Company is also interested in bidding for digital television concession. Regarding the advertising airtime charge, the Company's initial rate is around 25,000 Baht per minute. As for the long-term business plan for the next 3-5 years, the Company anticipates that the revenues to be generated from non-printing and non-publishing activities (which include the television business) should account for around 25-30% of the overall revenues.

Mr. Nuttapon Kornsittikul, the proxy, raised additional questions about the digital television business. The questions are if the Company is interested in bidding for the concession, how much budget will be required and where it will come from. And if the Company is a successful bidder, where will the program content come from?

Mrs. Rarin Utakapan Punjarungroj pointed out that the budget requirement projection was as much as 1,000 million Baht, depending on the NBTC regulations, which are still unclear. Regarding the source of fund, the Company has approximately 500 million Baht in hands. The remaining portion will be sought from financial institutions or the use of any financial instrument available to the Company as a listed company. As for the programs, the source of program supply could vary, either from in-house production or the AMARIN activ TV Channel, as the case may be.

Mr. Naressak Lao-Sanguan-Ek, a shareholder who attended the Meeting in person, raised questions about the operating results for modular home business for this year and the 5-year business projection.

Mrs. Rarin Utakapan Punjarungroj pointed out that the modular home business was currently in project realization stage. A number of orders were placed during the latest Baan Lae Suan Fair and we are currently working to complete the projects. Although the business receives strong customer feedback, the Company focuses on quality and customer satisfaction rather than quick realization time. With a relatively low budget being funneled into this business, it is anticipated that the business will evolve into the required quality level to the extent that can create sustainable growth for the Company.

Mr. Nara Sripet, a shareholder who attended the Meeting in person, raised the following questions:

The first question: As the Company owns 99.99% share in Amarin Television Co., Ltd., who are the remaining shareholders?

The second question: In the event that the Company wins the digital television concession, what is the competitive edge of the Company over other competitors?

The third question: Since there are more members in the Board of Directors, shareholders naturally expect further improvements in the operating results. What is the Company's business growth rate projection?

Mr. Chantachat Dhanesnitaya responded to the first question as follows. The remaining shareholders of Amarin Television Co., Ltd. are management members of the Company, namely Mrs. Metta Utakapan, Mrs. Rarin Utakapan Punjarungroj and Mr. Chokchai Punjarungroj. This is intended to comply with the company limited legislation that requires a minimum of three shareholders in any company limited establishment.

Mrs. Rarin Utakapan Punjarungroj responded to the second and third questions as follows. If the digital television is available, the Company has a number of competitive advantages over the other competitors. The greatest advantage is the fact that the Company owns substantial quality program contents, which can be put in different uses in terms of either service or income generation via various electronic media, or via television channels. As for the target growth for this year following the increase in the number of the directors, the Company anticipates to achieve approximately 10% annual growth rate.

Mr. Patchara Timasarn, a proxy, raised a question about cost reduction initiative in connection with electrical energy consumption. The question is how the initiative is implemented and what is the actual reduction rate?

Mr. Cheewapat Nathalang, Duputy CEO, Managing Director of Printing Business Division, responded to the questions as follows. The Company's printing works are normally quality-oriented and therefore required to be processed in low-temperature environment. This practice calls for the use of air-conditioning units to maintain the temperature at a desired level and, as a result, consumes large quantity of electrical power. However, at

present the Company's R&D efforts have yielded a new technique that makes possible high-quality printing output under normal temperature - without reliance on the air-conditioning units. Despite this R&D success, the transition to the new technique has to be gradually implemented. It is anticipated that the decrease in electrical power consumption should be demonstrably obvious in the latter half of this year.

Mr. Dumrong Sutapirat, a proxy, raised a question about digital printing machines as to whether the units have been installed and in full operations. Mr. Dumrong also expressed his concern over the printing quality of the digital printing unit in that problems might occur and preventive and corrective actions should be readily in place.

Mr. Cheewapat Nathalang responded to the questions and concerns as follows. The machine purchase is being made from overseas manufacturer. The Company had analyzed the benefits of the machines in all aspects before the purchase and will put them into appropriate uses depending on printing requirement category. It is anticipated that the new digital printing units will be capable of bringing maximum benefits to the Company.

Mr. Wirat Praditwiangcome, a shareholder who attended the Meeting in person, raised a question about foreign exchange rate. The question is whether the Company is suffering any impact from the unfavorable financial situation in which Thai currency appreciates relative to the U.S. dollar.

Mrs. Rarin Utakapan Punjarungroj responded to the question as follows. As the Company does not engage in export activity, there have been no adverse impacts on the Company. On the contrary, the appreciation of the Thai currency against the U.S. dollar has actually proved beneficial to the Company, for example, machine purchase transaction and copyright purchase transaction from overseas manufacturer/owner.

Mr. Suwit Sriwilairit, a shareholder who attended the Meeting in person, raised the following questions:

The first question: What is the overall situation of advertising in magazines? To my understanding, the overall situation of the advertising in the magazines is in the doldrums. How is the Company's situation in this sector?

The second question: What are the growth rate of e-book and e-magazine? How do the e-book and e-magazine have impacts on conventional ones?

The third question: Regarding the Amarin Baby & Kids Fair, which was first held early this year, can you brief me on the fair achievements in terms of visitors and exhibitors?

The fourth question: About the AMARIN activ TV Channel, I would like to suggest that in the beginning of operations when there is still a limited number of advertising

spots from customers, it would be a good opportunity for the Company to make use of the unoccupied available airtime by broadcasting corporate advertising materials or product/service advertisement.

Mrs. Rarin Utakapan Punjarungroj responded to the above questions as follows:

The first question is about the overall situation of the advertising in magazines. The overall business performance of the magazine advertising has dropped by approximately 20%. However, the Company's revenues from this market do not drop accordingly although there are adverse impacts from the flooding. The unfavorable overall situation of the magazine advertising still persists into this year. Nevertheless, the Company may again not suffer the impacts due to the fact that the Company's magazines are proved highly popular among readers. They are rated among the best of each magazine category and therefore win unwavering trust and support from the readers as usual.

The second question refers to the e-book and e-magazine. Both register very high growth figures as a consequence of greater popularity among readers. The Company has taken efforts to adjust to this change by creating new products and services that directly respond to customer's taste. As for the ensuing impacts, the e-book and e-magazine may have certain impacts on the conventional versions to some extent. Nevertheless, the Company's existing customer base still continues their reading habits via the conventional book/magazine format. So far, the electronic versions have gained us an access to a new customer base.

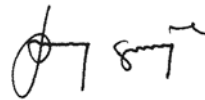
As for the third question about the fair held early this year, the fair proves successful with strong feedback in terms of both exhibitors and visitors. On exhibitor front, the success is evident from full area occupation. On visitor front, great achievements in customer satisfaction are seen among the visitors although certain aspects of the fair require further improvements.

The fourth question, which refers to the broadcasting of the Company's advertising materials or product/service advertisement on the AMARIN activ TV Channel. This is a very useful suggestion that will be added to the list of the Company's improvement initiatives.

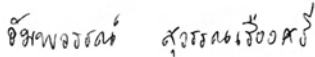
Mr. Somyot Ruangwattanakul, a shareholder who attended the Meeting in person, raised a question about the direction of the Company's tourism business. Mr. Somyot also suggested that the Company capitalize on other available PR channels, including online websites in particular. Easier and more convenient access via Internet search engines should also be made available.

Mr. Chokchai Punjarungroj, Duputy CEO, Managing Director of Activ Amarin Business, pointed out to the Meeting as follows. At present, the Company has made improvements in the tourism business by transforming into Amarin Tour and Festive Tour. The Amarin Tour caters to high-end customers with strong purchase power. The emphasis of the Amarin Tour is cultural trip, which is the Company's strong point, to destinations in India, Nepal, Burma, Cambodia or Japan, among others. Differently, the Festive Tour focuses on lower-end customers in order to broaden customer base and capitalize it as another revenue augmentation channel. In addition, improvements have been made to corporate website on a continued basis.

Yours Truly,



(Mrs. Metta Utakapan)
Chairman of the Meeting



(Miss Ampawan Boonchuay)
Meeting Note Taker



History of individuals who have been nominated to a director.

Due to replacement of the directors retired by rotation.

Mrs. Metta Utakapan

Age 65 Years



Date of Birth	24 February 1949
Address	13/3 Arun Amarin Road, Bangkok Noi, Bangkok 10700
Nationality	Thai
Position	Chairperson, President and Member of Nomination and Remuneration Committee
Start Year as a director	1993
Education	MA from University of Northern Colorado, USA
Training Director Position	-None-
Work Experience	
2002 - Recent	Chairperson, President and Director Amarin Printing & Publishing Public Company Limited
2012 – Recent	Director, Amarin Television Company Limited
1993 – 2002	Senior Excecutive President and Director Amarin Printing & Publishing Public Company Limited
Shares	74,393,662 Shares
Prohibited Qualification	No history of criminal offenses No history of transactions that may be a conflict of interest with the Company

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

Time in Committee 22 Years

More information about the relationship.

Relationship in the Company	Status / explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights.	74,393,662 Shares 37.20%
2. Is a close relative with the administrators of the major shareholders of the company - a subsidiary.	Yes
3. Committee to participate in the management of employee or consultant who has been a regular salary.	Yes
4. Is a professional service provider. (Such as auditors or legal counsel.)	No
5. A business relationship (such as buying - selling raw materials / products / services, lending or borrowing money.)	No

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

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

Note. : Board of Directors meeting of the year 2013, 6/6 times.
: Attend the Annual General Meeting of Shareholders 2013, 1/1 time.
: Meeting of the Nomination and Remuneration Committee year 2013, 3/3 times.

List and Resumes of the directors due out on rotation and are offered the position to

Mr. Somchai Phagaphasvivat

Age 68 Years



Date of Birth	1 January 1946
Address	Room 1104 Floor 11, Juladis River Mansion, Watsamphraya Bangkok Thailand 10200
Nationality	Thai
Position	Independent Director and Chairman of Audit Committee
Start Year as a director	1993
Education	Doctor Degree from University of Nancy, France Doctor Degree from University of Madrid, Spain
Training Director Position	DPA, Thai Institute of Directors Association
Working Experience	
2013 - Recent	Independent Director and Chairman of Audit Committee Amarin Printing & Publishing Public Company Limited
1993 – 2013	Independent Director and Member of Audit Committee Amarin Printing & Publishing Public Company Limited
1997 – Recent	Chairman of Audit Committee Thai Hua Rubber Public Company Limited
2006 – Recent	Chairman of Audit Committee SEAFCO Public Company Limited Independent Director and Member of Audit Committee Thanachart Bank Public Company Limited Director and Chairman of Audit Committee The Krungthep Thanakkom Company Limited
Shares	-None-
Prohibit 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. Somchai Phagaphasvivat who retired by rotation back to directors for another term.** It is evident that she is qualified under the Companies Act B.E. 2535 and have knowledge and experience in the business related to the company's operations and can help develop the company.

Time in Committee 22 Years

More information about the relationship.

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

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

Note. : Board of Directors meeting of the year 2013, 6/6 times.
: Attend the Annual General Meeting of Shareholders 2013, 1/1 time.
: Board of Audit Committee meeting year 2013, 8/8 times.

List and Resumes of the directors due out on rotation and are offered the position to

Mrs. Supawadee Komaradat

Age 66 Years



Date of Birth	2 June 1948
Address	45/107 Rattanakosinview Mansion, Bangyikan, Bangprut, Bangkok, Thailand 10700
Nationality	Thai
Position	Senior Executive President and Member of Nomination and Remuneration Committee
Start Year as a director	1993
Education	Bachelor degree from Faculty of Arts, Chulalongkorn University
Training Director Position	-None-
Working Experience	
2004 - Recent	Senior Executive President and Director Amarin Printing & Publishing Public Company Limited
2012 - Recent	Director, Amarin Television Company Limited
1993 - 2004	Managing Director : Publishing Business Divison Amarin Printing & Publishing Public Company Limited
Shares	52,879 Shares
Prohibit Qualification	No history of criminal offenses No history of transactions that may be a conflict of interest with the Company
Rules and Procedures for recruiting.	The Company announced on the company's investor on the website to invite the shareholders to nominate a person with appropriate qualifications for selecting a Director in advance. But shareholders do not nominate any person into the agenda of the meeting. The Nomination and Remuneration Committee has considered appropriate and to be the most beneficial to the operations of the company to propose Mrs. Supawadee Komaradat who retired by rotation back to directors for another term. It is evident that he is qualified under the Companies Act B.E. 2535 and have knowledge and experience in the business related to the company's operations and can help develop the company.
Time in Committee	22 Years

More information about the relationship.

Relationship in the Company	Status / explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights.	52,879 Shares 0.026%
2. Is a close relative with the administrators of the major shareholders of the company - a subsidiary.	No
3. Committee to participate in the management of employee or consultant who has been a regular salary.	Yes
4. Is a professional service provider. (Such as auditors or legal counsel.)	No
5. A business relationship (such as buying - selling raw materials / products / services, lending or borrowing money.)	No

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

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

Note. : Board of Directors meeting of the year 2013, 6/6 times.
: Attend the Annual General Meeting of Shareholders 2013, 1/1 time.
: Meeting of the Nomination Committee and Remuneration year 2013, 3/3 times.

List and Resumes of the directors due out on rotation and are offered the position to

Mrs. Suphap Noi-Um

Age 69 Years



Date of Birth	9 July 1945
Address	13/3 ArunAmarin Road, BangkokNoi, Bangkok, Thailand 10700
Nationality	Thai
Position	Director and Advisor-Finance Department
Start Year as a director	1993
Education	Bachelor degree from Faculty Commerce and Accountancy, Chulalongkorn University
Training Director Position	-None-
Working Experience	
2010 - Recent	Director and Advisor-Finance Department Amarin Printing & Publishing Public Company Limited
2012 - Recent	Director, Amarin Television Company Limited
1993 - 2010	Director and Manager, Finance Department Amarin Printing & Publishing Public Company Limited
Shares	-None-
Prohibit Qualification	No history of criminal offenses No history of transactions that may be a conflict of interest with the Company
Rules and Procedures for recruiting.	The Company announced on the company's investor on the website to invite the shareholders to nominate a person with appropriate qualifications for selecting a Director in advance. But shareholders do not nominate any person into the agenda of the meeting. The Nomination and Remuneration Committee has considered appropriate and to be the most beneficial to the operations of the company to propose Mrs. Suphap Noi-Um who retired by rotation back to directors for another term. It is evident that she is qualified under the Companies Act B.E. 2535 and have knowledge and experience in the business related to the company's operations and can help develop the company.
Time in Committee	22 Years

More information about the relationship.

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

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

Note. : Board of Directors meeting of the year 2013, 6/6 times.
: Attend the Annual General Meeting of Shareholders 2013, 1/1 time.

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 sompany 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 Director should be ready to challenge the actions of other directors or management.

Enclosure No. 4
(Consideration with agenda 9)

Remuneration For Committee Performance year 2014

The Nomination and Remuneration Committee in its meeting held on February 24th, 2014 The Nomination and Remuneration Committee on a screen and to consider carefully the appropriate criteria and different. As well as comparative data based on the same industry. Growth business. Structure as well as various committees of the Company are detailed as follows.

Remuneration for the year 2014

Salary for the position (per person, and pay a full month).

Position	Yr 2014 (Yr Propose)	Yr 2013	Yr 2012	Yr 2011	Yr 2010
Audit Committee	30,000	30,000	30,000	30,000	30,000
Committee	10,000	10,000	10,000	10,000	10,000
Directors who are- company employees	None	None	None	None	None

Salary for Committee attending Conference (Per person/lf at the meeting.)

Position	Yr 2014 (Yr Propose)	Yr 2013	Yr 2012	Yr 2011	Yr 2010
Audit Committee	20,000	20,000	10,000	10,000	10,000
Committee	None	None	None	None	None
Directors who are- company employees	None	None	None	None	None

Scope of duties and responsibilities of Committees

Audit Committees

Audit Committee consists of Chairman of the Audit Committee, 2 independent directors (3 members of the independent directors).

Responsibilities

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

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

Nomination and Remuneration Committee

Consists of Chairman of the board of director and 5 committees

Duties and responsibilities

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

To appoint auditors and determine annual compensation in 2014.

Audit Committee Opinion

Audit Committee considered the auditing firm for the Company and its subsidiaries for the year 2014. The Committee has considered based on their performance, independence and remuneration and has suggested the Board elect the following as the auditor for 2014:

1. Miss Sulalit Ardsawang CPA No. 7517 or
2. Mr. Thanawut Piboonsawat CPA No. 6699 or
3. Miss Wannisa Nhambuathong CPA No. 6838

From Dharmniti Auditing Company Limited to audit for the Company and subsidiaried for the year 2014.

The auditor's remuneration can be broken down as follows:

Unit : Baht

Account Audit Fee	Year 2014 (Year proposed)	Year 2013	Increase (Decrease)	
			(Baht)	(%)
Amarin Printing and Publishing Plc.	850,000	830,000	20,000	2.41
Amarin Television Co., Ltd.	335,000	190,000	145,000	76.32
Other service fees	None	None	-	-
Total remuneration	1,185,000	1,020,000	165,000	16.18

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 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, 2014 as follows.

1. Three auditors from Dharmniti Auditing Company Limited appointed as the auditor of the Company are as follows:

Name	Permit Number	Years Auditing
1.Ms. Sulajit Ardsawang	7517	3 Years (2011-2013) or
2.Mr. Thanawut Piboonsawat	6699	3 Years (2011-2013) or
3.Ms. Wannisa Ngambuatong	6838	3 Years (2011-2013)

2. Proposed remuneration of auditors in the 2014 annual, totaled of 1,185,000 Baht

For the non audit services in the past year. The Company and its subsidiaries. No other services provided by auditing firm or enterprise related to the auditor. Auditor and the auditors.

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

Detailed Information pertaining to the Debenture Issuance and Offer

- Type of Debenture: All types of debentures, with and/or without debenture holder name registration, secured and/or unsecured, with and/or without proxy for debenture holder, subordinated and/or unsubordinated, depending on market condition at each issuance and offer.
- Value: The value of the debenture to be issued is not in excess of 1,500 million baht and funds to be raised by means of either single or multiple offers.
- Currency: To be offered in Thai baht and/or other currencies.
- Coupon Rate: Depending on market condition at each issuance and offer.
- Maturity: Not over 7 years after each issuance date.
- Early Redemption: Debenture holder and/or the Company may have or may not have rights to redeem the debenture before the end of its maturity, depending on the terms and conditions to be laid down in each issuance.
- Offer: To be domestically and/or overseas offered by means of public offering and/or private placement and/or to major shareholders and/or domestic and/or overseas institutional investors in compliance with the Notification of the Capital Market Supervisory Board and/or other relevant regulations applicable at the time of issuance and offer.
- Special Conditions: In the event of the Company's redemption or repayment to be made to the above debenture, the Company will be entitled to subsequently issue additional debenture units to offset the redeemed or repaid portion. This implementation must fulfill the required terms and conditions and be within the approved capital-raising amount (Revolving Basis). In addition, when combined with other remaining debenture units, the maximum aggregate value of the overall debenture after such an implementation must not exceed the approved capital-raising limit.

For this purpose, the Board and/or President and/or Chief Executive Officer and/or their authorized persons shall have the authority to lay down the terms and conditions and determine details necessary for and relevant to the debenture issuance and offer. These include the followings, for example, determination of debenture title, number of debenture units to be available in each offer, debenture type, collateral (if required), offering price per unit, requirement, maturity, redemption period, early redemption right, coupon rate, repayment procedure, distribution procedure, offer details as well as arranging debenture registration with the Thai Bond Market Association or other secondary markets. These persons and/or

their authorized persons also have the authority to appoint financial advisor, lead arranger, credit-rating agency, asset appraiser, legal advisor, debenture holder registrar, proxy for debenture holder or other advisors or any other persons relevant to the debenture issuance and offer. In addition, they are also authorized to sign relevant documents and agreements as well as making contact, providing required information and submitting documents to the Securities and Exchange Commission (SEC) or associated agencies and taking any other actions deemed necessary for and relevant to the debenture issuance.

อาคารแสดงสมบัติ

20 บาท

Enclosure No. 9

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

เลขทะเบียนผู้ถือหุ้น _____ เขียนที่ _____
Shareholders' Registration No. Written at

วันที่/Date _____ เดือน/Month _____ พ.ศ./Year _____

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

(2) เป็นผู้ถือหุ้นของ บริษัทอมรินทร์พริ้นติ้งแอนด์พับลิชชิ่ง 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 2 คน โดยผู้รับมอบฉันทะคนใดคนหนึ่งเพียงคนเดียวเท่านั้นที่จะเป็นผู้แทนของผู้ถือหุ้นในการมาเข้าร่วมประชุมผู้ถือหุ้น ทั้งนี้ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระก็ได้ โดยกาเครื่องหมายหน้าชื่อกรรมการอิสระที่ปรากฏข้างท้ายนี้/Shareholder may appoint 2 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.)

นายเจริญจิตต์ ณ สงขลา / Mr.Charoenchit Nasongkhla กรรมการอิสระ / Independent Director อายุ / Age 84 ปี / Years
อยู่บ้านเลขที่ 16 ถนนอรุณพนิมิตร สามเสนใน เขตพญาไท กรุงเทพมหานคร 10400
Resident at 16 Unnopnarumit Road, Sam Sen Nai, Phaya Thai Bangkok 10400

หรือ/or นายอำพล รวยฟูพันธ์ / Mr.Ampon Ruayfupant กรรมการอิสระ / Independent Director อายุ / Age 45 ปี / Years
อยู่บ้านเลขที่ 1 ถนนบางขุนเทียน แขวงบางบอน เขตบางบอน กรุงเทพมหานคร 10150
Resident at 1 Bangkhunthien Road Bangbon Bangkok Bangkok 10150

หรือ/or ชื่อ/Name _____ อายุ/Age _____ ปี/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 2557 ในวันที่ 18 เมษายน 2557 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 2014 Annual General Meeting of Shareholders to be held on April 18, 2014 at 14.00 hrs. at the Convention Hall Executive Building at 378 Chaiyaphruk Road, 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.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนี้ 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. ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน 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. ซึ่งเป็นแบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คิสโตเดียน (Custodian) ในประเทศไทย เป็นผู้รับฝากและดูแลหุ้น ซึ่งบริษัทฯ ได้เผยแพร่ไว้บนเว็บไซต์ของบริษัทฯ www.amarin.com เพื่อให้ผู้ถือหุ้นสามารถดึงข้อมูลมาใช้ได้ตามความเหมาะสม / Proxy Form C for foreign shareholders appointing custodians in Thailand. Interested shareholders can obtain information from the company's website at www.amarin.com

อาคารแสดงมติ

20 บาท

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

เลขทะเบียนผู้ถือหุ้น _____ เขียนที่ _____
Shareholders' Registration No. Written at

วันที่/Date ____ เดือน/Month _____ พ.ศ./Year _____

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

(2) เป็นผู้ถือหุ้นของ บริษัทอมรินทร์พริ้นติ้งแอนด์พับลิชชิ่ง 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 2 คน โดยผู้รับมอบฉันทะคนใดคนหนึ่งเพียงคนเดียวเท่านั้นที่จะเป็นผู้แทนของผู้ถือหุ้นในการมาเข้าร่วมประชุมผู้ถือหุ้น ทั้งนี้ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระก็ได้ โดยกาเครื่องหมายหน้าชื่อกรรมการอิสระที่ปรากฏข้างทำยนี้/Shareholder may appoint 2 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.)

นายเจริญจิตต์ ณ สงขลา/Mr. Charoenchit Nasongkhla กรรมการอิสระ/Independent Director อายุ/Age 84 ปี/Years
อยู่บ้านเลขที่ 16 ถนนอรุณพนมมิตร แขวงสามเสนใน เขตพญาไท กรุงเทพฯ 10400

Resident at 16 Unnopnarumit, Sam Sen Nai, Phaya Thai, Bangkok 10400

หรือ/or นายอำพล รวยฟูพันธ์ / Mr.Ampon Ruayfupant กรรมการอิสระ / Independent Director อายุ / Age 45 ปี / Years
อยู่บ้านเลขที่ 1 ถนนบางขุนเทียน แขวงบางบอน เขตบางบอน กรุงเทพมหานคร 10150

Resident at 1 Bangkhunthien Road Bangbon Bangkok Bangkok 10150

หรือ/or ชื่อ/Name _____ อายุ/Age _____ ปี/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 2557 ในวันที่ 18 เมษายน 2557 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานครหรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย/Only one of them to represent myself/ourselves for attending and voting on my/our behalf at the 2014 Annual General Meeting of Shareholders to be held on April 18, 2014 at 14.00 hrs. at the Convention Hall Executive Building at 378 Chaiyaphruk Road, 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) ข้าพเจ้าขอมอบอำนาจให้ผู้รับมอบอำนาจออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this Meeting, I/we authorize the Proxy to vote on my/our behalf as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2556 เมื่อวันที่ 19 เมษายน 2556

Agenda No. 1 To consider and approve the Minutes of the 2013 Annual General Meeting of Shareholders held on April 19, 2013.

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(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) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
 - เห็นด้วย/Agree
 - ไม่เห็นด้วย/Disagree
 - งดออกเสียง/Abstain

วาระที่ 2 พิจารณารับทราบผลการดำเนินงานของบริษัทฯ ในรอบปีบัญชี 2556 รับรองรายงานประจำปี 2556 และแผนงานประจำปี 2557

Agenda No. 2 To consider and acknowledge the operating results for the 2013 fiscal year, the 2013 Annual Report and the 2014 Business Plan

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(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) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
 - เห็นด้วย/Agree
 - ไม่เห็นด้วย/Disagree
 - งดออกเสียง/Abstain

วาระที่ 3 พิจารณารับรองงบแสดงฐานะการเงิน ณ วันที่ 31 ธันวาคม 2556 งบกำไรขาดทุนเบ็ดเสร็จ และงบกระแสเงินสด สำหรับปีสิ้นสุดวันเดียวกัน ซึ่งผ่านการตรวจสอบจากผู้สอบบัญชีประจำปี 2556

Agenda No. 3 To Consider and approve the Statement of Financial Position as of December 30,2013, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31,2013, all of which have been audited by the Company's auditor for the year 2013

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(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) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
 - เห็นด้วย/Agree
 - ไม่เห็นด้วย/Disagree
 - งดออกเสียง/Abstain

วาระที่ 4 พิจารณานุมัติจ่ายเงินปันผลประจำปีในรูปแบบของหุ้นปันผลและเงินสด สำหรับผลการดำเนินงานตั้งแต่วันที่ 1 มกราคม 2556 ถึงวันที่ 31 ธันวาคม 2556

Agenda No. 4 To consider and approve annual dividend payment in the form of stock and cash for the operating period between January 1, 2013 to December 31, 2013.

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(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) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
 - เห็นด้วย/Agree
 - ไม่เห็นด้วย/Disagree
 - งดออกเสียง/Abstain

วาระที่ 5 พิจารณานุมัติการเพิ่มทุนจดทะเบียนเพื่อรองรับการจ่ายหุ้นปันผล

Agenda No. 5 To consider and approve the registered capital increase initiative in support of the stock dividend payment.

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(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) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
 - เห็นด้วย/Agree
 - ไม่เห็นด้วย/Disagree
 - งดออกเสียง/Abstain

วาระที่ 6 พิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 4 ของบริษัท เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียน

Agenda No. 6 To consider and approve the amendment to be made to Article 4 of the Memorandum of Association so as to be in line with the registered capital increase initiative.

- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(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) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
 - เห็นด้วย/Agree
 - ไม่เห็นด้วย/Disagree
 - งดออกเสียง/Abstain

- วาระที่ 7** พิจารณานอมนุมัติการจัดสรรหุ้นสามัญเพิ่มทุน เพื่อรองรับการจ่ายหุ้นปันผล
- Agenda No. 7** To consider and approve the allocation of new common shares in support of the stock dividend payment.
- (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) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- วาระที่ 8** พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ครบกำหนดออกจากตำแหน่ง
- Agenda No. 8** To consider and elect new directors in place of those who are due to retire by rotation.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
- การเลือกตั้งกรรมการทั้งหมด / Election of all directors:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- การเลือกตั้งกรรมการเป็นรายบุคคล ดังนี้/ Election of each individual director as follows:
- 1.นางเมตตา อุทกะพันธุ์ / Mrs.Metta Utakapan
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- 2.นายสมชาย ภคภาสนวิวัฒน์ / Mr.Somchai Phagaphasvivat
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- 3.นางสุภาวดี โกมารทัต / Mrs.Supawadee Komaradat
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- 4.นางสุภาพ น้อยอ่ำ / Mrs.Suphap Noi-Um
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- วาระที่ 9** พิจารณากำหนดค่าตอบแทนสำหรับกรรมการ สำหรับปี 2557
- Agenda No. 9** To consider and determine Director's remuneration for the year 2014.
- (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) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- วาระที่ 10** พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทน ประจำปี 2557
- Agenda No. 10** To consider and appoint the Company's auditors and determine remuneration for the year 2014.
- (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) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ 11 พิจารณาให้สัตยาบันในการอนุมัติเข้าทำรายการ ดำเนินการตามหลักเกณฑ์วิธีการ และเงื่อนไขการประมูลตามที่คณะกรรมการกิจการกระจายเสียง กิจการโทรทัศน์ และกิจการโทรคมนาคมแห่งชาติ (“คณะกรรมการ กสทช.”) กำหนด และให้สัตยาบันดำเนินการใด ๆ ที่จำเป็นและเกี่ยวข้องเพื่อให้ได้มาซึ่งใบอนุญาตให้ใช้คลื่นความถี่เพื่อให้บริการโทรทัศน์ในระบบดิจิทัล ประเภทธุรกิจระดับชาติ (“ใบอนุญาต”) ของบริษัท อมรินทร์ เทเลวิชั่น จำกัด (“อมรินทร์ เทเลวิชั่น”) ซึ่งบริษัทถือหุ้นอยู่ร้อยละ 99.99 เนื่องจากมีขนาดของรายการได้มาหรือจำหน่ายไปของสินทรัพย์เกินร้อยละ 100

Agenda No. 11 To consider and ratify the transaction, implementation in compliance with the bid criteria, procedures and conditions imposed by the Office of the National Broadcasting and Telecommunications Commission (“NBTC”), as well as to ratify any necessary and relevant implementation for the purpose of acquiring frequency permit to enable Amarin Television Co., Ltd. (“Amarin Television”), whose 99.99% of its shares is owned by the Company, to provide digital television service on nationwide business category (“Permit”). The ratification is required on the grounds that the size of the asset acquired or disposed by the Company exceeds 100%.

- (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 12 พิจารณาอนุมัติการออกและเสนอขายหุ้นกู้มูลค่าไม่เกิน 1,500 ล้านบาท

Agenda No. 12 To consider and approve the debenture issuance and offer worth not in excess of 1,500 million baht.

- (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 13 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda No. 13 To consider other matters (if any).

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

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

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

(7) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/In case I/we have not specified my/our voting in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the Proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ/Any act (s) performed by the Proxy in this Meeting, except such vote (s) that is (are) not in accordance to my/our intentions specified on this proxy form, shall be deemed to be the action (s) performed by myself/ourselves in all respects.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
(_____)

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

หมายเหตุ/Remarks

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 ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ/In case there is more agenda than those specified above, the shareholder may display such additional agenda in the attached supplemental Proxy form B.
4. 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. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งหมดหรือเลือกตั้งกรรมการเป็นรายบุคคล/In the agenda of the election of directors, the shareholder or the Proxy may vote for either all directors or each individual director.
6. หนังสือมอบฉันทะแบบ ค. ซึ่งเป็นแบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น ซึ่งบริษัทฯ ได้เผยแพร่ไว้บนเว็บไซต์ของบริษัทฯ www.amarin.com Proxy Form C. for foreign shareholders appointing custodians in Thailand. Interested shareholders can obtain in from the company's website at www.amarin.com



ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.
Supplemental Proxy Form B.

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

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2557 ในวันที่ 18 เมษายน 2557 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย/in the 2014 Annual General Meeting of Shareholders to be held on April 18, 2014 at 14.00 hrs. at the Convention Hall Executive Building at 378 Chaiyaphruk Road, 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) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของ ข้าพเจ้า 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) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของ ข้าพเจ้า ดังนี้ /(b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ _____ เรื่อง เลือกตั้งกรรมการ (ต่อ) _____

Agenda Subject Election of Directors (Continues)

ชื่อกรรมการ _____

Director's name.

- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

ชื่อกรรมการ _____

Director's name.

- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

ชื่อกรรมการ _____

Director's name.

- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

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

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
(_____)

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)



The Intelligent Designer

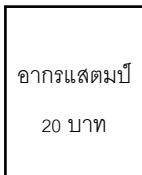
Dear Sir,

I am writing to you regarding the recent developments in the field of intelligent design. The evidence is becoming increasingly clear that the complexity of life cannot be explained by random chance alone. The intricate patterns of DNA, the precise fit of proteins, and the sophisticated systems of the human body all point to a designer of immense intelligence and power.

It is time to re-examine our long-held beliefs about the origin of life. The scientific community has been slow to accept the evidence, but the facts are undeniable. We must acknowledge the existence of a Creator who has designed the universe and all that is in it with a purpose and a plan.

I believe that the discovery of intelligent design is a revolutionary breakthrough that will change the way we view the world and our place in it. It is a message of hope and faith that we must not ignore.

Sincerely,
[Signature]



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

เลขทะเบียนผู้ถือหุ้น _____ เขียนที่ _____
Shareholders' Registration No. Written at

วันที่/Date _____ เดือน/Month _____ พ.ศ./Year _____

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

อยู่บ้านเลขที่ (Address) _____

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ _____

As the Custodian for

ซึ่งเป็นผู้ถือหุ้นของ บริษัทอมรินทร์พริ้นติ้งแอนด์พับลิชชิ่ง 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 2 คน โดยผู้รับมอบฉันทะคนใดคนหนึ่งเพียงคนเดียวเท่านั้นที่จะเป็นผู้แทนของผู้ถือหุ้นในการมาเข้าร่วมประชุมผู้ถือหุ้น ทั้งนี้ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระก็ได้ โดยกาเครื่องหมายหน้าชื่อกรรมการอิสระที่ปรากฏข้างท้ายนี้/Shareholder may appoint 2 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.

นายเจริญจิตต์ ณ สงขลา/Mr. Charoenchit Nasongkhla กรรมการอิสระ/Independent Director อายุ/Age 84 ปี/Years

อยู่บ้านเลขที่ 16 ถนนอรุณพนิมิตร แขวงสามเสนใน เขตพญาไท กรุงเทพฯ 10400

Resident at 16 Unnopnarumit Road, Sam Sen Nai, Phaya Thai, Bangkok 10400

หรือ/or นายอำพล รวยฟูพันธ์ / Mr.Ampon Ruayfupant กรรมการอิสระ / Independent Director อายุ / Age 45 ปี / Years

อยู่บ้านเลขที่ 1 ถนนบางขุนเทียน แขวงบางบอน เขตบางบอน กรุงเทพมหานคร 10150

Resident at 1 Bangkhunthien Road Bangbon Bangkok 10150

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 2557 ในวันที่ 18 เมษายน 2557 เวลา 14.00 น. ณ ห้องConvention 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 2014 Annual General Meeting of Shareholders to be held on April 18, 2014 at 14.00 hrs. at the Convention Hall Executive Building at 378 Chaiyaphruk Road, Taling Chan, Bangkok or such other date, time and place as the meeting may be adjourned.

ผู้ที่มาประชุมด้วยตนเอง โปรดนำหนังสือฉบับนี้มาแสดงต่อเจ้าหน้าที่ลงทะเบียนในวันประชุมด้วย

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

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

We authorize the Proxy to attend and vote in this Meeting as follows:

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้/authorize the Proxy to vote equal to the total number of the shares held.

มอบฉันทะบางส่วน คือ/authorize in partial as follows:

หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary share shares and having the right to vote equal to votes

หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Preferred share shares and having the right to vote equal to votes

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด (Total voting) _____ เสียง (votes)

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this Meeting, I/we authorize the Proxy to vote on my/our behalf as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2556 เมื่อวันที่ 19 เมษายน 2556

Agenda No. 1 To consider and approve the Minutes of the 2013 Annual General Meeting of Shareholders held on April 19, 2013.

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

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

เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ 2 พิจารณารับทราบผลการดำเนินงานของบริษัทฯ ในรอบปีบัญชี 2556 รับรองรายงานประจำปี 2556 และแผนงานประจำปี 2557

Agenda No. 2 To consider and acknowledge the operating results for the 2013 fiscal year, the 2013 Annual Report and the 2014 Business Plan

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

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

เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

วาระที่ 3 พิจารณารับรองงบแสดงฐานะการเงิน ณ วันที่ 31 ธันวาคม 2556 งบกำไรขาดทุนเบ็ดเสร็จ และงบกระแสเงินสดสำหรับปีสิ้นสุดวันเดียวกัน ซึ่งผ่านการตรวจสอบจากผู้สอบบัญชีประจำปี 2556

Agenda No. 3 To consider and approve the Statement of Financial Position as of December 31,2013, Statement of Comprehensive Income and Cash Flow Statement for the year ended December 31,2013,all of which have been audited by the Company's auditor for the year 2013.

(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 พิจารณาอนุมัติจ่ายเงินปันผลประจำปีในรูปของหุ้นปันผลและเงินสด สำหรับผลการดำเนินงานตั้งแต่ วันที่ 1 มกราคม 2556 ถึงวันที่ 31 ธันวาคม 2556

Agenda No. 4 To consider and approve annual dividend payment in the form of stock and cash for the operating period between January 1, 2013 to December 31, 2013.

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

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

เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain

- วาระที่ 5**
Agenda No. 5 พิจารณานุมัติการเพิ่มทุนจดทะเบียนเพื่อรองรับการจ่ายหุ้นปันผล
To consider and approve the registered capital increase initiative in support of the stock dividend payment.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain
- วาระที่ 6**
Agenda No. 6 พิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 4 ของบริษัท เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียน
To consider and approve the amendment to be made to Article 4 of the Memorandum of Association so as to be in line with the registered capital increase initiative.
- (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 7**
Agenda No. 7 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุน เพื่อรองรับการจ่ายหุ้นปันผล
To consider and approve the allocation of new common shares in support of the stock dividend payment.
- (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**
Agenda No. 8 พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ครบกำหนดออกจากตำแหน่งตามวาระ
To consider and elect new directors in place of those who are due to retire by rotation.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The proxy shall vote in accordance to my/our intentions as follows:
- การเลือกตั้งกรรมการทั้งหมด / Election of all directors
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain
- การเลือกตั้งกรรมการเป็นรายบุคคล ดังนี้ / Election of each individual director as follows
- 1.นางเมตตา อุทกะพันธุ์ / Mrs.Metta Utakapan
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain
- 2.นายสมชาย ภคภาสนวิวัฒน์ / Mr.Somchai Phagaphasvivat
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain
- 3.นางสุภาวดี โกมารทัต / Mrs.Supawadee Komaradat
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain
- 4.นางสุภาพ น้อยอ่ำ / Mrs.Suphap Noi-Um
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain
- วาระที่ 9**
Agenda No. 9 พิจารณากำหนดค่าตอบแทนสำหรับกรรมการ สำหรับปี 2557
To consider and determine directors' remuneration for the year 2014.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร / (a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ / (b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

- วาระที่ 10** พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทน ประจำปี 2557
- Agenda No. 10** To consider and appoint the Company's auditor and determine remuneration for the year 2014.
- (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 11** พิจารณาให้สัตยาบันในการอนุมัติเข้าทำรายการ ดำเนินการตามหลักเกณฑ์วิธีการ และเงื่อนไขการประมูลตามที่คณะกรรมการกิจการกระจายเสียง กิจการโทรทัศน์ และกิจการโทรคมนาคมแห่งชาติ (“คณะกรรมการ กสทช.”) กำหนด และให้สัตยาบันดำเนินการใด ๆ ที่จำเป็นและเกี่ยวข้องเพื่อให้ได้มาซึ่งใบอนุญาตให้ใช้คลื่นความถี่เพื่อให้บริการโทรทัศน์ในระบบดิจิทัล ประเภทธุรกิจระดับชาติ (“ใบอนุญาต”) ของบริษัท อมรินทร์ เทเลวิชั่น จำกัด (“อมรินทร์ เทเลวิชั่น”) ซึ่งบริษัทถือหุ้นอยู่ร้อยละ 99.99 เนื่องจากมีขนาดของรายการได้มาหรือจำหน่ายไปของสินทรัพย์เกินร้อยละ 100
- Agenda No. 11** To consider and ratify the transaction, implementation in compliance with the bid criteria, procedures and conditions imposed by the Office of the National Broadcasting and Telecommunications Commission (“NBTC”), as well as to ratify any necessary and relevant implementation for the purpose of acquiring frequency permit to enable Amarin Television Co., Ltd. (“Amarin Television”), whose 99.99% of its shares is owned by the Company, to provide digital television service on nationwide business category (“Permit”). The ratification is required on the grounds that the size of the asset acquired and disposed by the Company exceeds 100%.
- (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 12** พิจารณานุมัติการออกและเสนอขายหุ้นกู้มูลค่าไม่เกิน 1,500 ล้านบาท
- Agenda No. 12** To consider and approve the debenture issuance and offer worth not in excess of 1,500 million baht.
- (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 13** พิจารณาเรื่องอื่น ๆ (ถ้ามี)
- Agenda No. 13** To consider other matters (if any)
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย/Agree ไม่เห็นด้วย/Disagree งดออกเสียง/Abstain
- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น/Voting by the Proxy in any agenda is not in accordance to that specified on this proxy form is deemed invalid and not mine/ours as a shareholder.
- (6) คำแถลงหรือเอกสารหลักฐานอื่น ๆ (ถ้ามี) ของผู้รับมอบฉันทะ/Other statements or evidences (if any) of the Proxy.

(7) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/In case I/we have not specified my/our voting in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the Proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ/Any act (s) performed by the Proxy in this Meeting, except such vote (s) that is (are) not in accordance to my/our intentions specified on this proxy form, shall be deemed to be the action (s) performed by myself/ourselves in all respects.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
(_____)

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

หมายเหตุ/Remarks

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



ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.
Supplemental Proxy Form C.

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

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2557 ในวันที่ 18 เมษายน 2557 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 378 ถนนชัยพฤกษ์ แขวงตลิ่งชัน เขตตลิ่งชัน กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย / in the 2014 Annual General Meeting of Shareholders to be held on April 18, 2014 at 14.00 hrs. at the Convention Hall Executive Building at 378 Chaiyaphruk Road, Taling Chan, Bangkok, or such other date, time and place as the Meeting may be adjourned.

วาระที่ _____ เรื่อง _____
Agenda Subject

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

วาระที่ _____ เรื่อง _____
Agenda Subject

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

วาระที่ _____ เรื่อง เลือกตั้งกรรมการ (ต่อ) _____
Agenda Subject Election of Directors (Continues)

ชื่อกรรมการ _____
Director's name.

- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

ชื่อกรรมการ _____
Director's name.

- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

ชื่อกรรมการ _____
Director's name.

- เห็นด้วย / Agree ไม่เห็นด้วย / Disagree งดออกเสียง / Abstain

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

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

ลงนาม / Signed _____ ผู้มอบฉันทะ / Grantor
(_____)

วันที่ / Date _____

ลงนาม / Signed _____ ผู้รับมอบฉันทะ / Proxy
(_____)

วันที่ / Date _____

ลงนาม / Signed _____ ผู้รับมอบฉันทะ / Proxy
(_____)

วันที่ / Date _____


ลงนาม / Signed _____ ผู้รับมอบฉันทะ / Proxy
(_____)

วันที่ / Date _____

Data independent of proxies of shareholders.

Mr.Charoenchit Nasongkhla

Age 84 Years

Date of Birth	8 December 1930	
Address	16 Unnomnarumi, Sam Sen Nai, Phaya Thai, Bangkok	
Nationality	Thai	
Position	Chairman of the Nomination and Remuneration Committee, Independent Director and Member of Audit Committee	
Start Year as a director	1993	
Education	Bachelor degree from Faculty of Political Science, Thammasat University	
Training Director Position	DAP 38/2005, Thai Institute of Directors Association	
Working Experience		
1998 - Recent	Independent Director and Member of Audit Committee Amarin Printing & Publishing Public Company Limited	
1993 - 1998	Director Amarin Printing & Publishing Public Company Limited Senator, Duputy Ministry of the Interior, Permanent Secretary of the Interior and Director of the Centre for the Southern Border Provinces Administration (SBPAC)	
Shares	-None-	
Prohibit Qualification	No history of criminal offenses No history of transactions that may be a conflict of interest with the Company	
Time in Committee	22 Years	

More information about the relationship.

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

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

Note. : Board of Directors meeting of the year 2013, 6/6 times.
: Attend the Annual General Meeting of Shareholders 2013, 0/1 time.
: Meeting of the Audit Committee year 2013, 7/8 times.
: Meeting of the Nomination and Remuneration Committee year 2013, 3/3 times.

Data independent of proxies of shareholders.

Mr. Ampon Ruayfupant

Age 45 Years



Date of Birth	13 December 1969
Address	1 Bangkhunthien, Bangbon, Bangbon, Bangkok 10150
Nationality	Thai
Position	Independent Director and Member of Audit Committee
Education	Master of Business - Finance From: Cornell University
Working Experience	
2013- Present	Independent Director and Member of Audit Committee Amarin Printing & Publishing Public Company Limited
2007- Present	Member of Audit Committee Chiangmai Frozen Foods Public Company Limited
2007 - Present	Executive Director Pilot Knit Sport Wear Company Limited
2012 - Present	Executive Director Mahachai Thai Foods Company Limited
Present	Director, Y.U.D Holding Company Limited
Present	Director, Y.U.D Textile Company Limited
Present	Director, M.T.F. Marketing Company Limited
Present	Director, Bangkok Label Company Limited
Present	Director, Hi Tech Embroidery Company Limited
Present	Partner, Yongudomkarntho Partnership
Shareholding in the company	29,316 shares
Prohibited Qualification	No history of criminal offenses No history of transactions that may be a conflict of interest with the Company
Time in Committee	1 Year

More information about the relationship.

Relationship in the Company	Status / explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights	29,316 shares 0.0147%
2. Is a close relative with the administrators of the major shareholders of the company - a subsidiary	No
3. Committee to participate in the management of employee or consultant who has been a regular salary	No
4. Is a professional service provider (Such as auditors or legal counsel	No
5. A business relationship (such as buying - selling raw materials / products / services, lending or borrowing money)	No

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

Note. : Board of Directors meeting of the year 2013, 3/3 times.
: Meeting of the Audit Committee year 2013, 5/5 times.

Documents and evidences that the participants will be required prior to the conference

Conditions / How to register, attend the meeting by proxy, and vote.

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

Documents and evidence that the participants will be required prior to the meeting: Shareholders who are Thai nationality.

Attending the conference him/herself:

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

Appoint proxies to attend the meeting:

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

Shareholders who are legal entities registered in Thailand

If authorized person on behalf of corporate entity attend the conference him/herself:

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

Appoint proxies to attend the meeting:

- Proxy (In the form attached with invitation), which is complete and accurate, and signed

by a person authorized to sign on behalf of the entity specified in the proxy issued by the Ministry of Commerce with the corporate seal (if any).

- A copy of Company Registration of shareholders who have been certified by the corporate entity, and the text shows that the corporate entity that signed the proxy form, authorized to act on behalf of the shareholders.
- A copy of the document issued by the government to corporate entity, and has not expired, such as, identity card, official card, or passport with the duly signed by
- A copy of the document issued by the government to Proxies, and has not expired, such as, identity card, official card, or passport with the duly signed by.

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

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

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

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

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

How to proxy

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

- (1) Shareholders who can not attend the meeting on their own. Can consider whether to appoint a person or to appoint directors. Any one of independent details. Attached to the proxy. The shareholder may specify a proxy for income rather than a flexible If any proxy next mission 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 is convenient to close the duty whip Tom Camp for proxies that have registered to attend the meeting.

- (3) Sent back to the proxy. "Chief Executive Officer's office" within days of April 18th, 2014 before 12.00 Hrs.to company officials. 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 depositary shares and care.) The shareholders can print information from the Company's website. www.amarin.com

Conference Registration

The Company will begin the shareholder registration approximately an hour and a half before the meeting is started, or from 12.00 Hrs. of April 18th, 2014 onwards. The conference will be taking place at Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited Chaiyaphruk Road, 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 proxy 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. And, the Chairman of the meeting may ask the shareholders or proxies to temporarily leave the meeting, unless voting for the election of directors.

Company regulations concerning the shareholder conference.

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

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

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

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

If the shareholder conference is pass the starting time to one hour, and the conference is quorum insuffisant, 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) Debenture.
 - (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.

Request from for Company-provided shuttle bus service
The 2014 Annual General Meeting of Shareholders
Amarin Printing and Publishing Public Company Limited

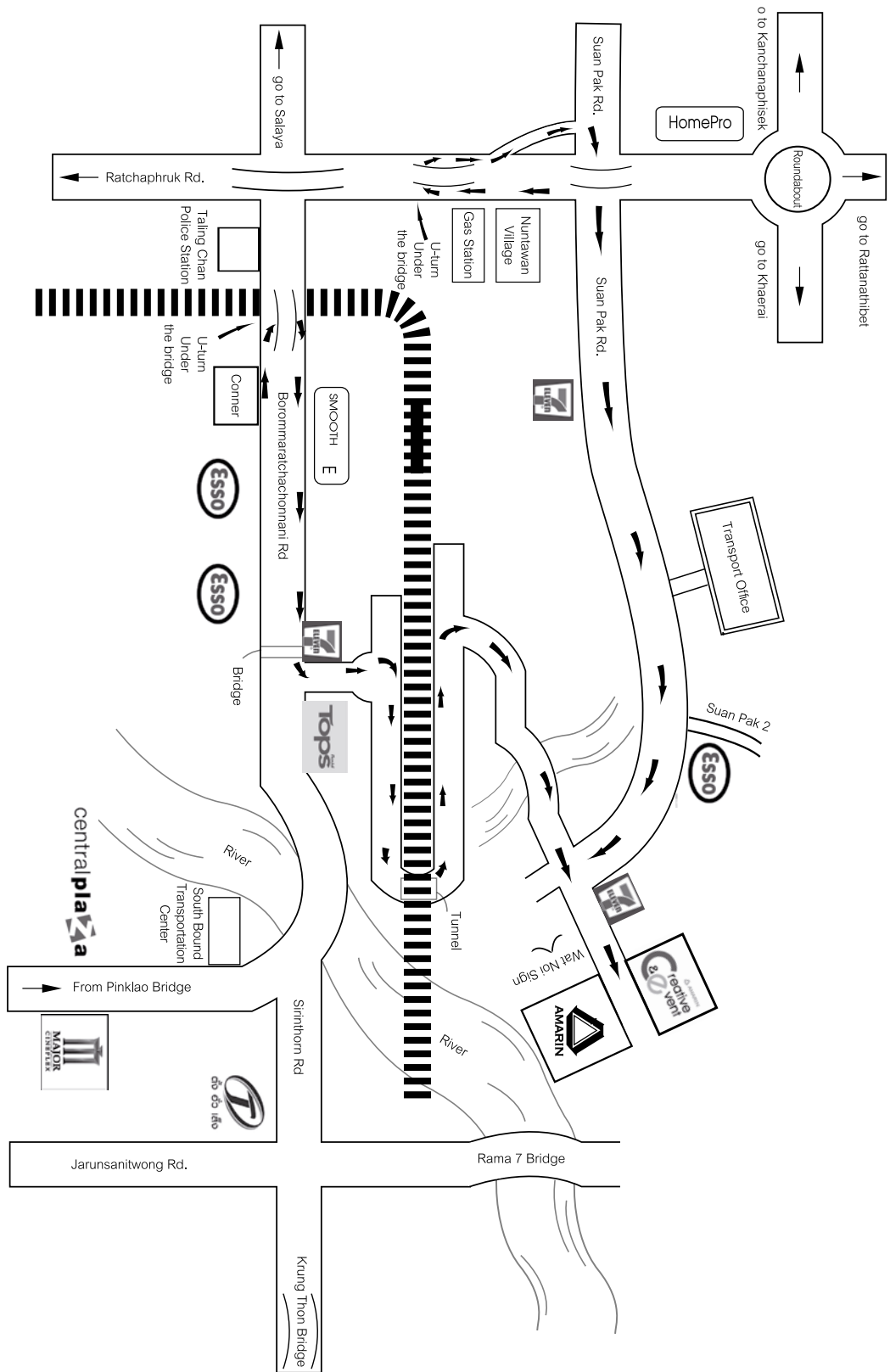
I/We _____

Mobile No. _____

Address _____

Remark :

1. The shareholders can submit your request using a van service to the Company on or before April 10, 2014 at ir@amarin.co.th or fax 0-2423-9900 ext. 6800.
2. Detailed vans for the shareholders. The departure of the Stock Exchange of Thailand at 11.30 Hrs. and will be in touch with the officials of the company to the shareholders on April 17, 2014 at 12:00 Hrs. by telephone before the shareholders listed above. The officers of the Company to inform parking spot to shareholders.
3. In case the appointed time of 11.30 Hrs. on April 17, 2014. The Company reserves the right to consider leaving as scheduled. The other benefit of the shareholders to be able to attend the meeting as scheduled.
4. The Company reserves the right to the shareholders to express their intention before.
5. In the event that the shareholders have expressed the intention. I have been contacted by 2., please contact the Company on or before April 17, 2014 to preserve the rights of the shareholders have expressed it clearly. Contact by Phone at 0-2423-9900 ext. 6806.



Map

Amarin Printing and Publishing Public Company Limited
No. 378 Chaiyaphruk Road, Taling Chan, Bangkok Tel. 0-2422-9999
Convention Hall, Executive Building.