

# บริษัท อมรินทร์พริ้นติ้ม แอนด์ พับลิชชิ่ม จำกัด (มหาชน) AMARIN PRINTING AND PUBLISHING PUBLIC COMPANY LIMITED



Minutes of the 2023 Annual General Meeting of Shareholders Amarin Printing and Publishing Public Company Limited Held on April 27, 2023 at 14.00 at the Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited, No.378 Chaiyapruk Road, Taling Chan Sub-district, Taling Chan District, Bangkok and via Electronic Media

The Meeting was held on April 27, 2023 at 14.00 at the Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited (the "**Company**"), No. 378 Chaiyapruk Road, Taling Chan Sub-district, Taling Chan District, Bangkok and via electronic media (E-Meeting). The Meeting was chaired by the Chairperson, Mrs. Metta Utakapan by which the video has been recorded throughput the meeting.

Ms. Angkanang Maimongkol informed the Meeting that the 2023 Annual General Meeting of Shareholders has been held in a hybrid format allowing the Shareholders to physically attend the meeting (Physical meeting) and/or attend E-Meeting in accordance with the Emergency Decree on Electronic Meetings B.E. 2563, through Application IR Plus AGM, which passed the examination in accordance with the security standard of electronics meetings and has been certified by the Electronic Transactions Development Agency (ETDA). The system would record electronic traffic data of all attendees as evidence of attending the meeting as well as record video and audio including the voting results of the attendees.

Besides, the Meeting shall be held in compliance with Articles of Association of the Company and Regulations related to the Annual General Meeting of Shareholders prescribed by Thai listed companies' regulator such as the Ministry of Commerce, the Stock Exchange of Thailand, the Securities and Exchange Commission as well as information security procedures in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 and related announcements. Details were as shown in the meeting invitation letter published on the company's website.

For today's meeting the Company has determined March 15, 2023 as the record date for shareholders who are entitled to attend the 2023 Annual General Meeting of Shareholders.

At the time the Meeting commenced, there were 24 shareholders attending the Meeting in person, representing 129,368,612 shares and 15 proxies, representing 609,268,096 shares and 2 shareholders attending the Meeting via electronic media, representing 141,400 shares. Therefore, the total number of shareholders present in the Meeting was 41 shareholders, collectively representing 738,778,108 shares, or an equivalent percentage of

มีเดียและสำนักพิมพ์ Media and Publishing โรงพิมพ์และบรรจุภัณฑ์ Printing and Packaging <mark>สถานีโทรทัศน์</mark> Amarin TV HD34 สื่อออนไลน์ Total Online Solution ครีเอทีฟแอนด์อีเว้นท์ Creative and Event การจัดจำหน่ายแบบผสานช่อมกาม Omni-Channel Commerce 74.0050 of the total 998,281,590 issued shares, Therefore the number of shareholders attending the Meeting was more than 25 shareholders and the total number of shares exceeding one-third of the Company's total issued shares, thus constituting a quorum in accordance with the Articles of Association of the Company.

Subsequently, Mrs. Metta Utakapan, the Chairperson made an opening speech to commence the Meeting and assigned Ms. Angkanang Maimongkol to introduce the Company's directors, executives, auditor and other meeting participants and further explained the Meeting certain key guidelines on conducting the meeting voting and counting.

Ms. Angkanang Maimongkol introduced the Company's directors, executives, auditors and other meeting participants who attended the Physical meeting and proxies and E-Meeting. Details were as follows:

#### Directors attending the Meeting (Physical meeting):

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

#### Directors presenting the Meeting via E - Meeting

1.	Assoc. Prof. Dr. Somchai Phagaphasvivat	Independent Director,
		Chairman of the Audit Committee and
		Member of the Sustainability and Risk Management Committee
2.	Mr. Thapana Sirivadhanabhakdi	Vice Chairman
		and Chairman of the Executive Committee
3.	Prof. Dr. Nantawat Boramanand	Independent Director,
		Chairman of the Sustainability and Risk Management Committee
		and Member of the Audit Committee

4.	Mr. Pramoad Phornprapha	Independent Director,
		Chairman of the Nomination and Remuneration Committee
		and Member of the Corporate Governance Committee
5.	Mr. Nararat Limnararat	Director, Vice Chairman of the Executive Committee,
		Member of the Nomination and Remuneration Committee
		and Member of the Corporate Governance Committee
6.	Mr. Khumpol Poonsonee	Director, Member of the Executive Committee and
		Member of the Sustainability and Risk Management Committee
7.	Flg. Off. Kamolnai Chaixanien	Director
8.	Mr. Chokchai Punjarungroj	Director

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

#### Executive attending the Meeting:

1.	Mr. Siri Bunpitukgate	Member of the Executive Committee,
		Chief Financial Officer and
		Chief Executive Officer of Amarin Television Co., Ltd.
2.	Mr. Amorn Ungsakulpreecha	Chief Financial Officer of Amarin Television Co., Ltd.
3.	Mrs. Rattana Thanormcharoen	Senior Director of Account and Finance
4.	Mr. Jeramiah Pitakwong	Member of the Executive Committee
		and Managing Director of Media and Event Business

#### Auditors from KPMG Phoomchai Audit Limited attending the Meeting:

- 1. Mrs. Sasithorn Pongadisak
- 2. Ms. Natcha Uwattanasombut

### Legal Advisors from DN36 Limited attending the Meeting:

- 1. Mr. Neramit Trongpromsuk
- 2. Ms. Suphawan Chobros

Prior the commencement of the Meeting, Ms. Angkanang Maimongkol informed the Meeting of the policy of shareholder's personal data protection, since the Company emphasized on the privacy of personal information, according to the Personal Data Protection Act B.E. 2562, as well as other rules and regulations related to both physical meetings and electronic meeting. Details and practice of such were as shown in the 2023 Annual General Meeting of Shareholders invitation.

In addition, the Company has provided guidelines for attending the meeting in the invitation letter and published the invitation of the Annual General Meeting of Shareholders and provided opportunity for shareholders to submit questions in advance on the Company's website and notified the publication of such through the News system of the Stock Exchange of Thailand on March 27, 2023.

In terms of actions related to promoting good corporate governance and treating all shareholders equally, prior to this Meeting the Company had provided shareholders with the opportunity to propose meeting agenda and nominate candidates for directorship in advance via the News system of Stock Exchange of Thailand and the Company's website from December 9, 2022 until February 9, 2023. However, upon expiration of such designated period, no suggestion on agenda or candidates was submitted.

The company facilitates shareholders by using a barcode to register for the meeting. Enclosing the stamp duty on the proxy form for shareholders attending the Physical Meeting and by proxy via e-Proxy voting in advance through the channel of TSD Investor Portal. The company pays the stamp duty on behalf of the shareholders.

Further explained the Meeting certain key guidelines on conducting the meeting voting and counting as follows:

For voting purpose, 1 share would be equal 1 vote.

#### 1) Vote Casting for the shareholders attending the Physical Meeting:

- Before casting votes on any agenda, the Meeting Facilitator would provide opportunities for shareholders who wish to vote for disapproval or to abstain. If there was no such votes it would be considered as unanimously approved.
- If any shareholder wished to vote <u>for disapproval or to abstain from voting</u>, such shareholder would mark under 'disapproval' or 'abstention' on his or her ballot and raise his or her hand to signify for the staff to collect the relevant ballot for the purpose of vote counting. <u>A shareholder who votes for</u> <u>approval shall return the ballots to the staff after the meeting has finished for the purpose of</u> <u>transparency of vote counting</u>.
- With respect to the vote counting on each agenda item, the Company would count the votes casted by the shareholders attending the Meeting in person and the shareholders who have appointed a proxy and cast their votes in advance in the Proxy Form B or C submitted at the registration of the Meeting. The Company will deduct such disapproval and abstention from the total eligible votes and assume the rest of the votes as approval of such agenda.

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

#### Any votes casted in the following manner shall be considered voided:

- A ballot that was filled with more than one mark in the spaces provided, except in the case of a custodian;
- o A ballot with votes that had been crossed out with no signature; and
- A ballot that was casted with votes exceeding the number of voting rights to which the shareholder was entitled.
- Prior to the voting on each agenda, the Chairperson would give shareholders an opportunity to raise questions and express their opinions concerning such agenda items as the Chairperson deems appropriate.

### 2) Vote Casting for the shareholders attending the E-Meeting:

- Shareholders shall be entitled to vote "Approval", "Disapproval" or "Abstain" on each agenda via the Application IR Plus AGM. Shareholders failing to press any vote button in each agenda shall deem to vote "Approval" on that agenda. The disapproval and abstain vote shall be deducted from the total number of votes of the shareholder attending the meeting and entitling to vote.
- If a shareholder pressed "Logout" during the meeting, the system would reduce the number of shareholder votes on that agenda accordingly in accordance with the Notification of Ministry of Digital Economy and Society Re: "Standard for Maintain Security of Meeting via electronics means B.E. 2563". However, such shareholders shall be entitled to re-log-in to attend the meeting in the next agenda at any time until the meeting is adjourned.

## 3) Vote Casting:

The vote counting would be conducted in three ways, according to each agenda item, as follows:

- Agenda 1, Agenda 3, Agenda 4, Agenda 5 and Agenda 6 would be passed by a simple majority of the total number of votes of the shareholders who attended the meeting and casted their votes by which the Company would calculate only the approval and disapproval votes as the calculation base (excluding abstention vote)
- Agenda 7 should be passed by an affirmative resolution of not less than two-third of the total number of votes of the shareholders attending the meeting by which all approval, disapproval and abstention would be counted as the calculation base
- 3. Agenda 8 and Agenda 9 should be passed by an affirmative resolution of not less than three-fourth of the total number of votes of the shareholders attending the meeting by which all approval, disapproval and abstention would be counted as the calculation base

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

#### 4) Expressing Opinions and Asking Questions:

- A shareholder or proxy who wished to expressed any opinion or ask any question in each agenda. Please raise your hand and inquire through the microphone provided by the Company. In this regard, the shareholder was requested to inform of his/her name and surname, and specify whether he/she was a shareholder attending the Meeting in person or by proxy, then leave a comment or ask a question.
- For any shareholders attending the meeting via E Meeting, please clicks on the question icon. If shareholder wish to ask questions using the visual and acoustic system, by clicking on the Conference icon. Then type the question you wish to ask, then wait for a response from the Company's staff in order to conduct another inquiry on the agenda related to that question and please inform shareholder's name and surname prior comment or ask a question.

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

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

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

# Agenda 1 To consider and approve to certify the minutes of 2022 Annual General Meeting of Shareholders held on April 28, 2022

The Meeting Facilitator proposed the Meeting to approve to certify the minutes of 2022 Annual General Meeting of Shareholders held on April 28, 2022, and a copy of the minutes was also distributed in advance for shareholders' considerations as prescribed in Enclosure 1 of the Meeting Invitation and published on the company's website at www.amarin.co.th

For this agenda, The Board' Opinion given to the Meeting was "The Board of Directors having considered the Minutes of the 2022 Annual General Meeting of Shareholders held on April 28, 2022 and has been accurately recorded and published on the Company's website since 12 May 2022. Therefore, it suggested that the Minutes should be proposed to the 2023 Annual General Meeting of Shareholders for approval"

The Meeting facilitator allowed the shareholders to raise their questions on this presented agenda or comment or edit the minutes of the 2022 Annual General Meeting of Shareholders.

There were no questions or comments raised by shareholders.

The Meeting Facilitator then proposed to the Meeting to consider the matters which would be passed by a simple majority of the total number of votes of shareholders who attended the meeting and cast their votes.

Upon due consideration, the Meeting unanimously resolved to certify the Minutes of the 2022 Annual General Meeting of shareholders as follows:

	Votes	Percentage
Approved	738,867,108	100.00
Disapproved	-	-
Abstained	-	-
Invalid voting card	-	-
Total	738,867,108	100.00

*Note:* There was 1 shareholder holding 89,000 shares in total additionally attending the meeting subsequent to the commencement of the Meeting.

#### Agenda 2 To acknowledged the Company's 2022 operating results.

The Chairperson explained to the Meeting that in 2022, COVID-19 outbreak still affected the Company's business operations in the first six months. However, after COVID-19 situation improved and the government eased various disease-control measures, the country's business sector rebounded in the latter half of the year. The Company and its group could organize as many as nine fairs in 2022, up by four from 2021. Its Distribution Business, moreover, could resume the full-scale services of various Naiin outlets and partner shops. During the past year, the Company adjusted its business strategies constantly too so as to best leverage the potential of each business and to efficiently control costs. Digital TV Business, in particular, delivered higher revenue and profit in 2022. AMARIN Group's net profit thus rose significantly from the previous year.

#### 2022 Operating Results

The Company had the total revenue of 1,394.72 million baht an increase of 29.41 percent from the previous year. Its net profit totaled 99.28 million baht or went up by 2,468.58 percent year over year. The earning per share in 2022 was 0.10 baht.

The consolidated financial statement recorded the total revenue of 4,274.45 million baht, a hike of 44.38 percent from 2021. Net profit, meanwhile, soared by 51.50 percent to 474.37 million baht in 2022 when compared with a year earlier. The earning per share in 2022 thus soared to 0.48 baht.

#### 2022 Business Operations

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

Printing and Packaging Business went full steam to improve its production standard for environmental friendliness and sustainability throughout the production process. The Company's production system has been certified by FSC (Forest Stewardship Council) standards since the selection of environmentally friendly materials. At the same time, the ISO 9001: 2015 standard is maintained, and it is determined to develop in order to be prepared for progress towards international standards such as BRCGS (British Retail Consortium Global Standard) for environmentally friendly business operations and a step toward long-term business growth.

Publishing Business, meanwhile, released new book 374 titles and digital book 609 titles. It's revenue therefore increased despite the industry's negative growth rate.

Media and Events Business launched four more magazine titles. Its key fairs also continued to take place and at more a higher frequency too, when compared with 2021.

Digital TV Business, operated by the Company's subsidiary Amarin Television Company Limited via Amarin TV HD 34, improved its content and online platforms continuously to satisfy all groups of customers. Therefore, its ratings and revenue increased in 2022 - driving up the profit of AMARIN Group.

Distribution Business, operated by the Company's subsidiary Amarin Book Center Company Limited, rode on the subsiding COVID-19 waves and shifted into proactive marketing. It focused on actively generating revenue on online platforms and embracing O2O (Offline to Online) business model. At present, the Company has operated 111 Naiin outlets, also launched Naiin Application based on the "Bookstore in Your Hand" concept. This app enables users to buy and read e-books conveniently. Moreover, the Company launched www.mareads.com as a platform of digital novels in 2022 with an aim to upgrade and diversify its content for all target groups.

One of the Company's proud milestones, which is no less satisfactory than business progress, is its "excellent" or five-star ranking in the Thai Institute of Directors' (IOD) Corporate Governance Report of Thai Listed Company 2022. I would like to congratulate all executives and employees for their contribution to the Company's corporate-governance development. While the Company has long supported corporate governance, it is extremely honored now that its firm focus on stakeholders, transparent business operations, and compliance with the principles of good corporate governance gets recognition.

On behalf of Amarin Printing and Publishing Public Company Limited's Board of Directors, I would like to thank shareholders, vendors, business partners, government agencies and all relevant parties for their constant support. I also would like to express my appreciation for all executives and employees for working to the fullest of their abilities and enabling the Company to pull through the challenging time and drive its business growth again. Last but not least, I would like to assure all that the Company shall continue to operate its businesses with good governance as well as responsibility for stakeholders, the public and the environment in pursuit of its secure and sustainable growth.

The Chairperson thereafter assigned Mr. Siri Bunpitukgate, Chief Financial Officer and Chief Executive Officer of Amarin Television Co., Ltd. and Mrs. Rarin Utakapan Punjarungroj, Group Chief Executive Officer to report the 2022 operating result and 2023 business plan of the Company.

Mr. Siri Bunpitukgate, reported to the Meeting the 2022 operating results as follows:

In 2022, the Company had total assets of 6,076 million baht, total shareholders' equity of 4,699 million baht with total liabilities of 1,377 million baht without interest-bearing liabilities. The debt to equity ratio was only 0.29, showing the strong financial position of the Group.

In addition, for the Company's income after the COVID epidemic situation has relieved, the Company's income on increased by 30 percent on separate financial statements, and increased by 47 percent on consolidated financial statements. The net profit shown amount of 99 million baht on separate financial statements or an increase by 2,375 percent as compared to year 2021 and amount of 474 million baht on consolidated financial statements or an increase by 51 percent as compared year 2021. Due to the Company's businesses were diversified. Although certain businesses have been affected by the COVID epidemic but there are other businesses have not been affected.

In term of cash of operation or earnings before interest, taxes, depreciation and amortization ("EBITDA"), the Company's EBITDA was 197 million baht on separate financial statement, and EBITDA was 807 million baht on consolidated financial statement, increase 15 percent from year 2021. According to the Company's earnings per share were Baht 0.48 per share on consolidated financial statement. Details of such were as shown in the 56 -1 One Report on pages 109 - 116.

Thereafter, Mrs. Rarin Utakapan Punjarungroj, reported the 2023 business plan of the Company to the Meeting as follows:

At present, the business of the Group consisted of Amarin Printing and Publishing Public Company Limited, Amarin Book Center Co., Ltd. ("ABOOK") and Amarin Television Co., Ltd. ("AMARIN TV"). The Company also had invested 2 companies which were Kadokawa Amarin Co., Ltd and Dek-D Interactive Co., Ltd.

However, the main strategy of the Group still focuses on Omni Media Omni Channel to focus on providing services to customers with maximum efficiency. The details could be summarized as follows.

#### On Print

- Printing and Packaging Business the Company provided printing services in small to large quantities with a wide range of services available to assist customers in creating works. Additionally, the Company had expanded into packaging as well as other digital platforms. For this year, the Company had obtained various certificates such as ISO and FSC etc. The Company also planned to 1) expand its operations to obtain BRC standards in addition to GMP standards to support printing on food packaging in order to be able to serve customers more efficiently; and 2) introduce the "AM Green" mark to be printed on packaging to demonstrate that the packaging was produced with processes and raw materials environmentally friendly certified by international standards for sustainable.
- <u>Publishing Business</u> the Company had a policy of being a publisher with 1) a variety of platforms (Multi-Platform) that enable customers to read both in published books, digital books and audio books and 2) a variety types of books (Multi-Category) covering customer groups from children to adults. For this year, the Company planned to release approximately 500 pocketbooks and 770 digital books which would increase the proportion of income from digital book sales.
- <u>Media and Event Business</u> the Company planned to organize 10 events, including Baan Lae Suan Fair, Amarin Baby and Kids Fair, Naiin Sanam An Len and International Fiction Fair. The Company also planned to a new fair so called "AMARIN EXPO" which would be a fair for families consisting of housework, food, health, mother and kid, travelling and book combined in one fair. In addition, the company planned to organize the fairs almost every month with a plan to increase more new fairs in the future.

#### On Shop

- <u>Commerce Business</u> which is under management by ABOOK including both wholesale distributions with nearly 700 distribution points nationwide and retail operated through Naiin shops having more than 111 branches nationwide and through digital platform, The Company planned to expand its digital platform to support more users through various applications, including www.mareads.com, which is a new service platform for Chapter Read.
- In the previous year the Company had invested in holding shares in Dek-D Interactive Co., Ltd. (Dek-D), operating the businesses relating to educational platforms and online novels in order to expand the market to reach teenagers being main Dek-D's costomers and conduct Cross Marketing with Dek-D. Due to Dek-D had a lot of content creators being freelance writers. This was also considered as an extension of Multi-Platform of published books and digital books. Apart from the above, the Company also had certain new services which were text to speech and audio, being available on the Naiin application, which increased the possibility of extending to Series, Webtoon, and International Rights, which was a plan to be jointly-collaborated with Dek-D.

#### On Air

- AMARIN TV still maintained its ranking in the 7<sup>th</sup> rank through the presentation and addition new contents including news, drama, variety, and had significantly grown in the online platform. The TV business from now on would be a combination of TV and online platform for advertising sales and provide convenience for the audience to watch anytime, anywhere under the concept of Real Life Entertainment.

With regard to the investment plan of the Company, the Company had determined a framework for investment budgets over the next three years in an amount approximately of 2,100 million baht, divided into investments in 1) Infrastructure development, such as the construction of a new studio or the improvement and expansion of existing space, to support the work of the Group, 2) Content creation to cover all categories, 3) Technology development investing in artificial intelligence (AI) and machine learning (ML), which will be used for benefit of the Media Event, ABOOK, and AMARINTV, 4) Further expansion of packaging printing and 5) Investments in existing businesses as well as new business.

Besides, the Company also emphasized on the environment, society, and good corporate governance as per the Stock Exchange of Thailand's policy of promoting a business-driven approach that considered the impact on the environment, society, and good corporate governance. (ESG). This year, the Company intended to install a solar cell system project (Solar Rooftop) to generate electricity from solar energy on the roofs of printing houses, publishers office, and ABOOK office in order to save energy and reduce environmental impact as well as certain projects such as "Less Project" and the "Amarin Volunteer Project" that would assist the development of the society, etc. Mrs. Rarin Utakapan Punjarungroj, informed the Meeting that the Company had emphasized to operate its business transparently and legally in accordance with the applicable regulations regarding Anti-Corruption and was currently in the process of taking the next step.

For this agenda, The Board's Opinion given to the Meeting was "The Board of Director having considered the matter and were of the opinion to propose to the Meeting to acknowledge the operating result for year 2022 as proposed"

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

Mr. Nattakit Sunthornbhura, shareholder who attended the Meeting in person, suggested that:

1. The stock of books in the Naiin shop was quickly returned to the publishers. Therefore he suggested the Company to consider expanding its sale area or opening new branches in order to keep stock for a longer period of time; and

2. The Company should consider adding more How to books because this book is beneficial to society.

Mrs. Rarin Utakapan Punjarungroj, said thank you for suggestion and replied back that:

1. Since Naiin shop was kind of a small space. However, the Company had resolved the issue by introducing online channels allowing customers to order books with an option to have them mailed or pick up at the storefront.

2. Agreed with the shareholders and added that the Company also saw the increase in the demand of How to books by which the How to group had the highest proportion in the first quarter of 2023.

Mr. Kitti Sanitwong Na Ayudhya, a shareholder who attended the Meeting in person, suggested that Naiin shop should sell English newspapers in accordance with the opening of the country.

Mrs. Rarin Utakapan Punjarungroj, replied to the above suggestion that, the Company had a plan for the largest bookstore project in Thailand, which was now under planning and would be able to provide books in both Thai and foreign languages.

Mr. Chakkrit Chatveerachaikit, a shareholder who attended the Meeting in person, enquired the magazine sales volume of published books and digital books, as well as magazine market trends.

Mrs. Rarin Utakapan Punjarungroj, replied to the above inquiries that currently there were 4 magazines in operation and only 10% of the magazine was sold in digital book. The majority of customers still purchased the

published magazine. However, the magazine market does not tend to grow but the Company had a policy to maintain such market.

Subsequently, the Meeting Facilitator had read the following questions sent in advance by the shareholders and Mrs. Rarin Utakapan Punjarungroj answered questions 1 to 5 as follows:

1. How did the Company intend to invest in new businesses and what are the plans for large-scale investment?

The Company had investments and action plans, as mentioned in the business plan above.

#### 2. Goals for organizing the events in 2023

As previously said, one new exhibition will be organized (AMARIN EXPO). The Company also had an event organizing business serving customers being both government and private sectors.

#### 3. E-Book business and Competition Strategy

The Company's joint business with Dek-D is an important strategy to expand the digital market by relying on the platform of Dek-D having customer and writer base in order to expand the E-Book business.

4. How did the Company recognize revenue derived from Dek-D's content and events?

The Company held shares 46% in Kadokawa Amarin and 25% in Dek-D and the Company would be recognized share profit in shareholding proportion.

5. Income of Kadokawa Amarin for year 2021 and 2022

Kadokawa Amarin had income in an amount of 150 million baht in 2021 and 226 million baht in 2022, an increase of 50 percent from 2021.

Subsequently, Mr. Siri Bunpitukgate answered questions 6 to 15 as follows:

6. What was the Company's strategy to deal with declining advertising revenue in the digital TV business?

The past few years, the Company had noticed a decrease in TV advertising spending therefore the Company began to expand into online media as well as new businesses to mitigate the risk of a declining TV business.

7. What types of debt instruments did the Company invest in?

The Company would choose to invest in debt instruments of companies listed on the Stock Exchange of Thailand with ratings from BBB+ to A by diversifying investments in various business groups by avoiding risky industries such as real estate development groups, etc.

#### 8. What was the appraisal method of book copyrights?

The copyrights would be appraised as per the acquisition cost subject to negotiation with the parties.

#### 9. What was the amortization of book copyrights?

For published books, the amortization would be made against the production and for digital books, the amortization would be made against the sales.

#### 10. What was the allowance for estimating the return of magazines and books?

Normally, the sale of magazines to distributors was made on an outright basis with the condition that the Company accepted the return of such in case of unsold out.

#### 11. What was intangible asset amortization and what type of amortization was it?

Intangible asset amortization was a part of AMARIN TV in regard to the content produced whose copyright belong to AMARIN TV with the rights generate income in the future by which the production cost would be amortized according to the period of revenue recognition. However if the income can be earned lower than expected, the impairment must be considered as well as the disposal of obsolete equipment.

#### 12. What was the deposit?

The above inquiries that deposit were of

- 1) AMARIN TV related to the lease of a digital TV network (MUX) with Royal Thai Army Radio and Television, Channel 5 (TV5 HD)
- 2) ABOOK's space rental deposit and
- 3) Biding Guarantee in the case the Company bids on work.

#### 13. What is the source of the non-current provisions for cost of dismantling?

ABOOK's bookstore space is leased on a short-term basis for flexibility in adjusting investment plans. If the lease was not renewed, would incur cost of dismantling and return of the area to the owner.

14. What caused a decrease in gross profit and net profit in the fourth quarter of 2023and the cost of sales increased from which part?

Due to 1) the Company's production costs had increased, 2) in the previous year, the Company held more fair and larger than those in 2021, causing costs to increase; and 3) since the fourth quarter of 2022, the TV business revenue had begun to slow down.

15. Is high season still in the fourth quarter of 2022?

Because the Company's business strategy was Omni Channel. Therefore, each business had different high seasons, such as high season of TV media business would be in the 2<sup>nd</sup> quarter to 3<sup>rd</sup> quarter, high season of event organizing and publishing business would be in the 4<sup>th</sup> quarter, etc.

There were no additional questions raised by any shareholders

The Meeting Facilitator then informed the Meeting that this agenda did not require the Meeting to vote.

The Meeting acknowledged the Company's 2022 operating results as proposed.

# Agenda 3 To consider and approve the Financial Statement for the year ended December 31, 2022, all of which have been audited by the auditor

The Meeting Facilitator requested Mr. Siri Bunpitukgate to present the Financial Statement for the year ended December 31, 2022 to the Meeting.

Mr. Siri Bunpitukgate, reported to the Meeting that the Financial Statement for the year ended December 31, 2022 had been audited by the auditor and considered by the Audit Committee. The Company and its subsidiaries earned a net profit of 474,371,261 baht in the fiscal year 2022. The detailed information was distributed to shareholders prior to the Meeting for thorough considerations as Enclosure 2 along with the Meeting Invitation and on page 164 - 232 of 56-1 One Report 2022. The summary of those financial statements were as follows:

	Consolidate	Consolidated Financial Statements			Separate Financial Statements		
(Unit : Million Baht)	2021	2022	% Increase	2021	2022	% Increase	
	2021	2022	(Decrease)	2021		(Decrease)	
Statements of Financial Positions							
Total assets	5,715.04	6,076.62	6.33%	6,530.33	6,464.79	(1.00%)	
Total liabilities	1,300.66	1,377.23	5.89%	415.23	440.08	5.98%	
Paid-up Registered Capital	998.28	998.28	0.00%	998.28	998.28	0.00%	
Shareholders' Equity	4,414.38	4,699.39	6.46%	6,115.10	6,024.71	(1.48%)	
Statements of Comprehensive Income							
Income from Sales and Service	2,784.56	4,087.24	46.78%	1,042.43	1,357.19	30.19%	
Cost of Goods Sold	1,730.30	2,847.38	64.56%	804.18	999.99	24.35%	
Gross Profit	1,054.26	1,239.86	17.61%	238.25	357.20	49.93%	
Other Income	176.06	187.21	6.33%	35.30	37.54	6.35%	
Net Profit from Operating	308.65	469.26	52.04%	4.82	101.59	2,007.68%	
Financial Cost	3.99	3.64	(8.77%)	0.41	0.58	41.46%	
Net Profit	313.11	474.37	51.50%	3.87	99.28	2,465.37%	

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

Mr. Suwit Chindasanguan, declared to the Meeting that the Audit Committee having reviewed the financial statement for the year ended December 31, 2022 which had been audited by the auditor who expressed an opinion on the statements without conditions. The Audit Committee opinion was such statements had been accurately factual and in accordance with accounting principles and requirements therefore requested to propose to the Meeting through the Company's Board of Directors to approve the said statement.

For this Agenda, The Board's opinion given to the Meeting was "The Meeting should approve the Financial Statement for the year ended December 31, 2022."

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

There were no questions raised by any shareholders.

The Meeting Facilitator then proposed to the Meeting to consider the matters. Before casting the votes, the Meeting Facilitator informed the Meeting that this agenda would be adopted only with the simple majority votes of shareholders attending and casting their votes.

Upon due consideration, the Meeting unanimously resolved to approve the Financial Statement for the year ended December 31, 2022 as follows:

	Votes	Percentage
Approved	738,886,608	100.00
Disapproved	-	-
Abstained	-	-
Invalid voting card	-	-
Total	738,886,608	100.00

*Note:* There were 6 shareholders holding 19,500 shares in total additionally attending the Meeting subsequent to the completion of Agenda 1.

# <u>Agenda 4</u> <u>To consider and approve the dividend payment and allocation of profits to legal reserves for the</u> <u>operating results from January 1, 2022 to December 31, 2022</u>

The Meeting Facilitator requested Mr. Siri Bunpitukgate to provide additional information to the Meeting.

Mr. Siri Bunpitukgate reported to the Meeting that the Board of Directors had considered approving the allocation of the net profit as a legal reserve of Baht 10,000,000 which was in accordance with Section 116 of the public Limited Companies Act B.E. 2535 and Article 56 of the Articles of Association of the Company which provided that the Company was required to set aside a statutory reserve at least 5% of its annual net profit after deducting accumulated deficit brought forward (if any) until the reserve reaches 10% of its registered share capital.

The Board of Directors had considered the operating results of the company and its subsidiaries, which reflected the current operational capability and the Company has no accumulated losses and the Company has sufficient cash flow to pay dividends.

The Board of Directors therefore approved the payment of dividend at the rate of Baht 0.29 per share, in totaling amount of 289,501,661 baht (Two Hundred Eighty Nine Million Five Hundred One Thousand Six Hundred and Sixty-One Baht). The dividend payment would equal to 61.03 percent of total profit of the consolidated financial statement which conformed to the current dividend payment policy in the amount of not less than 60 percent of the net profit after corporate income tax of the consolidated financial statement.

The details information of dividend payout which had already been sent to the shareholders details are as follows:

Dividend Deverante Detail	2018 2019	2010	2020	2021	2022
Dividend Payments Detail	2018	2019	2020		(Proposed)
Net profit from consolidated financial statements	172.68	167.72	170.67	313.11	474.37
(Million Baht)					
Net profit per Share (Baht)	0.17	0.17	0.17	0.31	0.48
Dividend per Share (Baht)	0.07	0.12	0.12	0.19	0.29
Total Dividends Payout (Million Baht)	69.88	119.79	119.79	189.67	289.50
Dividend Payout Ratio (%)	40.47	71.43	70.19	60.58	61.03

#### Comparative Dividend Payout Ratios of Fiscal Years 2018 - 2022

For this agenda, the opinion given to the Meeting by the Board of Director was "The Meeting should approve the allocation of net profits according to the payment of dividend year 2022 at the rate of 0.29 baht per share, in totaling amount of 289,501,661 baht (Two Hundred Eighty Nine Million Five Hundred One Thousand Six Hundred and Sixty-One Baht) and approve the allocation of legal reserves of Amarin Printing and Publishing Public Company Limited in an amount of 10,000,000.00 baht as proposed."

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

There were no questions raised by any shareholders.

The Meeting Facilitator then proposed to the Meeting to consider the matters. Before casting the votes, the Meeting Facilitator informed the Meeting that this agenda would be adopted only with the simple majority votes of shareholders attending and casting their votes.

Upon due consideration, the Meeting unanimously resolved to approve the payment of dividend and allocation of profits as legal reserve as follows:

	Votes	Percentage
Approved	738,887,738	100.00
Disapproved	-	-
Abstained	-	-
Invalid voting card	-	-
Total	738,887,738	100.00

*Note:* There was 2 shareholder holding 1,130 shares in total additionally attending the Meeting subsequent to the completion of Agenda 3.

# Agenda 5: <u>To consider and appoint the Company's auditors and determine of the audit remuneration for the year 2023.</u>

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

The Audit Committee had selected the account auditor for the year 2023 in accordance with the guideline and the processes. The Audit Committee had also proposed the issue to the Board of Directors to make consideration and forward it to the Annual General Meeting of the Shareholders to appoint the account auditor for the year 2023 from any of the following account auditors of KPMG Phoomchai Audit Limited.

1.	Ms. Nittaya Chetchotiros	Certified Auditor Accountant No. 4439 and/or
(Tł	nis auditor audited and expressed the	opinion on the Company's financial statements for fiscal years
20	20 - 2021, totaling two years.)	
2.	Mrs. Sasithorn Phongadisak	Certified Auditor Accountant No. 8802 and/or

(This auditor audited and expressed the opinion on the Company's financial statements for fiscal year 2022, totaling one year.)

3. Ms. Kanokorn Phooriphanyawanit Certified Auditor Accountant No. 10512 and/or

(This auditor has never audited or expressed opinions on the Company's financial statements.)

4. Ms. Nadsasin Wattanapaisal Certified Auditor Accountant No. 10767

(This auditor has never audited or expressed opinions on the Company's financial statements.)

KPMG Phoomchai Audit Limited and the certified public accountants listed above have had neither relationship with nor interest in the Company, its subsidiaries, its executives, its major shareholders or their related persons. Therefore, they have independence in auditing and expressing their opinions on the Company's financial statements. None of these certified public accountants have signed the Auditor's Report for a period longer than what is allowed by applicable announcements. The profiles, Experience and Competence of all four auditors appeared in Enclosure No. 3, which had already been sent to the shareholders with the notice of the Meeting.

Besides, the Audit Committee had approved the remuneration of 1,550,000 baht for the Company's Auditor in fiscal year 2023. The amount is equal to the remuneration of the Auditor in 2022 which details were as follows:

(Unit: Baht)

Auditor's Fee	2023	2022	Increase (Decrease)	
Auditor's ree	(Propose Year)	2022	Baht	%
Audit fee	1,550,000	1,550,000	-	0%
Non-audit fee	None	None	-	0%

Thereafter Mr. Suwit Chindasanguan, the Audit Committee and representative of the Audit Committee declared to the Meeting that Audit Committee had properly considered and scrutinized the appointment of the auditors for year 2023 from the ability to perform task with independence, being equipped with skill, and able to comprehend the nature of the Company including to carry on the profession with responsibility. The Audit Committee deemed it appropriate to proposed the issue to the Board of Directors to make consideration and forward it to the Annual General Meeting of the Shareholders for the appointment of KPMG Phoomchai Audit Limited and the auditors listed above as the Company's and the affiliates' auditor with the remuneration of 1,550,000 baht (One Million and Five Hundred Fifty Thousand Baht) for the Company's Auditor by comparing it with audit fees paid by other companies of the same asset size in the same industry and has the opinion that the proposed remuneration is proper.

KPMG Phoomchai Audit Limited and the auditors listed above have been the Company's auditors with no relationship and no interest in the Company, its subsidiaries, its executives or its major shareholders or any person related to such persons. Therefore, they are independent in the auditing and in expressing their opinions on the Company's financial statements. In the past year, she has served with responsibility able to review, audit and express opinions on the Company's financial statements on time.

For this agenda, the opinion given to the Meeting by the Board of Directors was "Upon the careful consideration and approval of the Audit Committee, the Meeting should appoint the account auditor for the year 2023 from any of the abovementioned account auditors of KPMG Phoomchai Audit Limited and determine the remuneration of 1,550,000 baht for the Company's Auditor"

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

There were no questions raised by any shareholders.

The Meeting Facilitator then proposed to the Meeting to consider the matters. Before casting the votes, the Meeting Facilitator informed the Meeting that this agenda would be adopted only with the simple majority votes of shareholders attending and casting their votes

**Upon due consideration**, the Meeting unanimously resolved to appoint the Company's auditors and determine of the audit remuneration for the year 2023 as proposed as follows:

	Votes	Percentage
Approved	738,887,738	100.00
Disapproved	-	-
Abstained	-	-
Invalid voting card	-	-
Total	738,887,738	100.00

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

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

The Meeting facilitator informed the Meeting that prior to the commencement of the discussion on this agenda all of following four nominated directors volunteered to leave the meeting room to comply with the corporate governance and provide more opportunity to all shareholders to vote independently:

- 1. Mrs. Metta Utakapan
- 2. Mr. Pramoad Phornprapha
- 3. Mrs. Rarin Utakapan Punjarungroj
- 4. Mr. Cheewapat Nathalang

The Meeting Facilitator informed the Meeting that in order to comply with the Public Company Act and Article 16 of the Company's Articles of Association, one third of the directors must retire during the Annual General Meeting of Shareholders. If the number of the Board of Directors cannot be divided exactly into three parts, the number of those under the rotational resignation shall be closest to one-third.

In order to promote compliance with the good corporate governance principles, the Company had given the opportunity for shareholders to submit a list of the Board of Directors Nominees from December 9, 2022 to February 9, 2023 via the Stock Exchange of Thailand's news system and the Company's website. It has appeared that no shareholder had nominated any person for the said position.

Details regarding the background, achievements and performance of the 4 directors were sent to shareholders prior to the date of this Meeting for their thorough considerations as Enclosure 4 along with the Meeting Invitation on page 39 - 49.

For this agenda, the opinion given to the Meeting by the Board of Directors was "The Board, excluding the interested directors, considered in due course that it was appropriate to propose the Meeting to appoint those four directors who were due to be retired by rotation to return in the position of directors and the Sub-Committees again for another period."

Mr. Suwit Chindasanguan, the Nomination and Remuneration Committee declared to the Meeting that according to the opinion of the Nomination and Remuneration Committee that the four persons were fully qualified in accordance with Section 68 of the Public Limited Companies Act B.E. 2535, and have no prohibited characteristics to be appointed as directors, according to the relevant rules and regulations of the Securities and Exchange Commission. They were also knowledgeable, capable, experience and specific expertise which were beneficial for the business operation ethic, vision and good attitude towards the organization. Moreover, previously, they had duly performed their duties as the members of the Company's Board of Directors and the Sub-Committees, Nominees will be considered individually.

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

There were no questions raised by any shareholders.

The Meeting Facilitator then proposed to the Meeting to cast their votes on individually basis in order to promote compliance with the good corporate governance principles and voting transparency. The votes for each director were shown below:

#### 6.1 Mrs. Metta Utakapan

Position: Chairperson

Member of the Corporate Governance Committee

The Meeting Facilitator informed the Meeting that this agenda would be adopted only with the simple majority votes of shareholders attending and casting their votes.

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

	Votes	Percentage
Approved	704,490,947	100.00
Disapproved	-	-
Abstained	36,671,791	-
Invalid voting card	-	-
Total	741,162,738	100.00

*Note:* There was 1 shareholder holding 2,275,000 shares in total attending the Meeting subsequent to the completion of Agenda 5.

After the vote casting in this agenda, the Meeting Facilitator invited the Chairperson to return to the meeting room.

#### 6.2 Mr. Pramoad Phornprapha

Position:

Chairman of the Nomination and Remuneration Committee

Independent director

Member of the Corporate Governance Committee

The Meeting Facilitator informed the Meeting that this agenda would be adopted only with the simple majority votes of shareholders attending and casting their votes.

Upon due consideration, the Meeting resolved to approve the re-election of Professor Mr. Pramoad Phornprapha for another term with the simple majority votes of shareholders attending and casting their votes as follows:

	Votes	Percentage
Approved	741,023,338	100.00
Disapproved	-	-
Abstained	139,400	-
Invalid voting card	-	-
Total	741,162,738	100.00

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

#### 6.3 Mrs. Rarin Utakapan Punjarungroj

 Position:
 Director

 Member of the Sustainability and Risk Management Committee

 Member of the Nomination and Remuneration Committee

 Member of the Executive Committee

 Group Chief Executive Officer

The Meeting Facilitator informed the Meeting that this agenda would be adopted only with the simple majority votes of shareholders attending and casting their votes.

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

	Votes	Percentage
Approved	602,775,686	100.00
Disapproved	-	-
Abstained	138,387,052	-
Invalid voting card	-	-
Total	741,162,738	100.00

Note: There were no shareholder additionally attending the Meeting subsequent to the completion of Agenda 6.2

#### 6.4 Mr. Cheewapat Nathalang

Position: Director

Member of the Executive Committee

The Meeting Facilitator informed the Meeting that this agenda would be adopted only with the simple majority votes of shareholders attending and casting their votes.

**Upon due consideration**, the Meeting resolved to approve the re-election of Professor Mr. Cheewapat Nathalang for another term with the simple majority votes of shareholders attending and casting their votes as follows:

	Votes	Percentage
Approved	740,862,738	100.00
Disapproved	-	-
Abstained	300,000	-
Invalid voting card	-	-
Total	741,162,738	100.00

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

After the vote casting in this agenda, the Meeting Facilitator invited the three nominated directors to return to the meeting room.

#### Agenda 7: To consider and determine the directors' remuneration for the fiscal year 2023

The Meeting Facilitator informed the Meeting that the Remuneration and Nomination Committee had carefully scrutinized the remuneration for the Board of Directors, the Independent Director, the Executive Director, the Audit Committee's member, the Remuneration and Nomination Committee's member, the Corporate Governance Committee's member and the Sustainability and risk Management Committee's member for fiscal year 2023 by taking into account the appropriateness of the type, size and relevance to the Company's operation which have corresponded to those of the firms in the same industry including the suitability of their duties and responsibilities of each director by the directors assigned to perform the duties in Sub - Committees will receive additional compensation.

The Nomination and Remuneration Committee has carefully examined the remuneration of the Board of Directors and Sub - Committees to ensure appropriateness and compared it with those of the firms in the same industry. The consideration has also included the Company's business expansion and growth. Following the full review, the Nomination and Remuneration Committee has the opinion that the General Meeting of Shareholders should consider and approve the remuneration of 7,000,000 baht (the same as year 2022) including special remunerations (if any) for the Company's Board of Directors and committees in fiscal year 2023 (effective from January 1, 2023). As for special remunerations, the Nomination and Remuneration Committee will appropriately determine its amount mainly based on the Company's operating results. The detail of remuneration and meeting allowances for directors mentioned as Enclosure No. 5, together with this Meeting Invitation.

Details of the remuneration for the Board of Directors and Sub - Committees in fiscal years 2022 and 2023 were as follows:

	Monthly re	muneration	Meeting A	Allowance
Position	(Baht/Month)		(Baht/Time)	
	2023	2022	2023	2022
Chairperson	30,000	30,000	25,000	25,000
Director	20,000	20,000	20,000	20,000
Chairman of Audit Committee	40,000	40,000	None	None
Member of Audit Committee	30,000	30,000	None	None
Chairman of Executive Committee	30,000	30,000	None	None
Member of the Executive Committee	20,000	20,000	None	None
Chairman of Nomination and Remuneration Committee	None	None	20,000	20,000
Member of Nomination and Remuneration Committee	None	None	15,000	15,000
Chairman of Corporate Governance Committee	None	None	20,000	20,000
Member of Corporate Governance Committee	None	None	15,000	15,000
Chairman of Sustainability and Risk Management Committee	None	None	20,000	20,000
Member of Sustainability and Risk Management Committee	None	None	15,000	15,000

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

In 2022, total payment of the remuneration for the Board of Directors and Sub - Committee was 5,680,000 baht, appeared on page 156 of 56 - 1 One Report 2022.

For this agenda, the opinion given to the Meeting by the Board of Directors was "The Meeting should approve the remuneration of the Board of Directors and Sub - Committees including special remunerations (if any) as proposed by the Nomination and Remuneration Committee for the year 2023 at the amount of not exceeding 7 million baht."

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

There were no questions raised by any shareholders.

The Meeting Facilitator then proposed to the Meeting to consider the matters. Before casting the votes, the Meeting Facilitator informed the Meeting that this agenda would be adopted only with the majority votes of not less than two-thirds of shareholders attending and casting their vote.

Upon due consideration, the Meeting unanimously resolves to approve the directors' remuneration for the fiscal year 2023 as follows:

	Votes	Percentage
Approved	741,162,738	100.00
Disapproved	-	-
Abstained	-	-
Invalid voting card		
Total	741,162,738	100.00

Note: There were no shareholders additionally attending the Meeting subsequent the completion of Agenda 6.4.

# Agenda 8: <u>To consider and approve the change of the Company's name, the Company's seal as well as the</u> <u>amendment of the Memorandum of Association of the Company in Clause 1. to be in line with the</u> <u>change of the Company's name</u>

The Meeting Facilitator informed that in order to be in line with the vision and business strategy and not limiting the business operations which were currently variously expanding. Therefore, it is deemed appropriate to change company name, the company seal and No. 1 of its Memorandum of Association (Company Name) should be changed as follows:

Detail	Present	Propose change
In Thai	บริษัท อมรินทร์พริ้นติ้ง แอนด์ พับลิชชิ่ง จำกัด (มหาชน)	บริษัท อมรินทร์ คอร์เปอเรชั่นส์ จำกัด (มหาชน)
In English	AMARIN PRINTING AND PUBLISHING PUBLIC	AMARIN CORPORATIONS PUBLIC COMPANY
	COMPANY LIMITED	LIMITED
Symbol	AMARIN	-no change-
Company Seal	🔊 บริษัทอมรินทร์พริ้นดิ้งแอนด์พันธิชชิ้ง จำกัด (มหาชน) สัมลังห printing and publishing public company limited	บริษัท อมรินทร์ คอร์เปอเรชั่นส์ จำกัด (มหาชน) AMARIN CORPORATIONS PUBLIC COMPANY LIMITED

## No. 1 of its Memorandum of Association (Company Name)

Original	Proposed Change
No 1. The Company's name is	No. 1 The Company's name is
"บริษัท อมรินทร์พริ้นติ้ง แอนด์ พับลิชชิ่ง จำกัด (มหาชน)	" "บริษัท อมรินทร์ คอร์เปอเรชั่นส์ จำกัด (มหาชน)"
in Thai and	in Thai and
"AMARIN PRINTING AND PUBLISHING PUBLIC	"AMARIN CORPORATIONS PUBLIC COMPANY
COMPANY LIMITED" in English.	LIMITED" in English.

For this agenda, the opinion given to the Meeting by the Board of Directors was "The Board of Directors deems it appropriate to propose that the 2023 shareholder's meeting approves the change of the Company's name, seal, and amendment to No. 1 of the Memorandum of Association (Company Name) to resonate with the vision and business strategy"

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

Mr. Chakkrit Chatveerachaikit, a shareholder who attended the Meeting in person, enquired that how does the change of the original name of the company to "AMARIN CORPORATIONS PUBLIC COMPANY LIMITED" affect the Company's operations?

Mrs. Rarin Utakapan Punjarungroj replied to the above inquiries that changing the Company's name was to be in line with expansion in various businesses. The Company also showed that the Company was moving towards to more diversified business.

There were no questions raised by any shareholders.

The Meeting Facilitator then proposed to the Meeting to consider the matters. Before casting the votes, the Meeting Facilitator informed the Meeting that this agenda would be adopted only with the majority votes of not less than three-fourths of shareholders attending and casting their vote.

Upon due consideration, the Meeting unanimously resolved to approve the change of the Company's name, the Company's seal as well as the amendment of the Memorandum of Association of the Company in Clause 1 (Company's name) to be in line with the change of the Company's name as follows:

	Votes	Percentage
Approved	741,162,738	100.00
Disapproved	-	-
Abstained	-	-
Invalid voting card	-	-
Total	741,162,738	100.00

Note: There were no shareholders additionally attending the Meeting subsequent to the completion of Agenda 7.

# Agenda 9:To consider and approve the change of the Articles of Association of the Company in Clause 1, Clause2 and Clause 64 to be in line with the change of the Company's name and the Company's seal.

The Meeting Facilitator informed the Meeting that as the Company changes its name and seal, it is necessary to amend its Articles of Association in accordance with the change of the Company's name and the Company's seal. Details are as follows:

Original	Propose Change
No. 1 These Articles of Association are the Articles of	No. 1 These Articles of Association are the Articles of
Association of	Association of
อมรินทร์พริ้นติ้ง แอนด์ พับลิชชิ่ง จำกัด (มหาชน),	บริษัท อมรินทร์ คอร์เปอเรชั่นส์ จำกัด (มหาชน),
which is shortened as	which is shortened as
"บมจ. อมรินทร์ พริ้นติ้ง แอนด์ พับลิชชิ่ง"	"บมจ. อมรินทร์ คอร์เปอเรชั่นส์"
in Thai and known as	in Thai and known as
"AMARIN PRINTING AND PUBLISHING PUBLI	C "AMARIN CORPORATIONS PUBLIC COMPANY
COMPANY LIMITED" in English.	LIMITED" in English.
No. 2 "The Company" in these Articles of Association	No. 2 "The Company" in these Articles of Association
refers to Amarin Printing and Publishing Public	refers to Amarin Corporations Public Company
Company Limited.	Limited.
No. 64 Seal of the Company is as follows:	No. 64 Seal of the Company is as follows:
บริษัทอมรินทร์พรินดีรแอนด์พับอิชชี้ง จำกัด (มหาชน) AMAREN PRINTING AND PUBLISHING PUBLIC COMPANY LIMITED	บริษัท อมรินทร์ คอร์เปอเรชั่นส์ จำกัด (มหาชน) AMARIN CORPORATIONS PUBLIC COMPANY LIMITED

## The Company's Articles of Association

Therefore, the Meeting Facilitator informed that deems it appropriate to propose that the Meeting to approve authorization for the Chief Executive Officer or a person designated by the Group Chief Executive Officer to proceed with relevant registrations with the Ministry of Commerce's Department of Business Development and to amend to comply with the Registrar's order.

For this agenda, the opinion given to the Meeting by the Board of Directors was "The Board of Directors deems it appropriate to propose that the 2023 shareholders' meeting approve the amendments to Articles 1, 2 and 64 of the Company's Articles of Association in accordance with the change of the Company's name and Company's seal."

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

There were no questions raised by any shareholders.

The Meeting Facilitator then proposed to the Meeting to consider the matters. Before casting the votes, the Meeting Facilitator informed the Meeting that this agenda would be adopted only with the majority votes of not less than three-fourths of shareholders attending and casting their vote.

Upon due consideration, the Meeting unanimously resolve to approve the change of the Articles of Association of the Company in Clause 1, Clause 2 and Clause 64 to be in line with the change of the Company's name and the Company's seal and authorization for the Group Chief Executive Officer or a person designated by the Chief Executive Officer to proceed with relevant registrations with the Ministry of Commerce's Department of Business Development and to amend to comply with the Registrar's order as follows:

	Votes	Percentage
Approved	741,162,738	100.0000
Disapproved	-	-
Abstained	-	-
Invalid voting card	-	-
Total	741,162,738	100.0000

Note: There were no shareholders additionally attending the Meeting subsequent to the completion of Agenda 8.

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

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

When no other shareholders raised any further questions, the Chairperson thanked all shareholders and participants and declared the Meeting adjourned at 16.53

Signed	Chairperson of the Meeting

(Mrs. Metta Utakapan)

Signed

Minute Recorder

(Mrs. Ampawan Suwanruangsri)