

No. AKP-MD 003/2018

27<sup>th</sup> February 2018

Subject Notification of the Resolutions of the Board of Directors' Meeting No.1/2018,  
AGM of Shareholders and Dividend Payment

Attention The Managing Director  
The Stock Exchange of Thailand

Where as Akkhie Prakarn Public Company Limited held Board of Directors Meeting No.1/2018 on 27<sup>th</sup>, February 2018 at 6:00 p.m. in Conference Room No. 792, Moo 2, Soi 1c/1 Bangpu Industrial Estate, Sukhumvit Road, Bangpumai, Samutprakarn, Samutprakarn 10280, the board of directors passed the following resolutions:

1. Ratification of the minutes to Board of Directors Meeting No. 4/2017 which met 9 November 2017.

2. Acknowledgement of the Company's 2017 performance.

3. Acknowledgement of the Auditing Committee's Annual Report 2017.

4. Acknowledgement Report of the Risk Management Committee.

5. Acknowledgement Report of the Nomination and Compensation Committee.

6. Approval of Annual Report 2017.

7. Unanimous resolution to propose that the shareholders' meeting consider approval of the Company's Statement of Financial Status and the Consolidated Profit-Loss Statement for the accounting period ending 31<sup>th</sup> December 2017 which has already been approved by the Auditing Committee and audited by a licensed auditor.

8. Considered appropriate to propose to the Annual General Meeting of Shareholders of 2018("AGM 2018") for consideration and approval of the revisions in Company Regulations, Section 4, Clauses 28 and 30, and Section 5, Clause 37, in order to be consistent with the Public Limited Companies Act B.E.2535(A.D.1922) amended by National Council for Peace and Order Directive No.21/2560 (A.D.2017) and Announcement of the National Council for Peace and Order No.74/2557 (A.D.2014) RE : Electronic Conferencing.

Company's Articles of Association Former	Company's Articles of Association (New revision)
<p data-bbox="225 255 831 398"><b>Clause 28.</b> Board meetings : A half of the total number of directors shall constitute a quorum for the transaction of business.</p> <p data-bbox="225 452 831 1144">In case the Chairman of the Board of Directors is on leave or unable to exercise his powers for any cause, the Vice Chairman of the Board of Directors shall act on his behalf. If the Vice Chairman is also on leave or unable to exercise his powers for any cause, The member shall elect from amongst themselves one person to convene and preside over the meeting. The decision of the Board meeting shall be taken by a majority of its voting. One member has one vote. Except for the member with vested interests. In any matter, there is no right to vote on that issue. If the votes are equal. The Chairman of the meeting shall have a casting vote.</p>	<p data-bbox="863 255 1469 398"><b>Clause 28.</b> Board meetings : A half of the total number of directors shall constitute a quorum for the transaction of business.</p> <p data-bbox="863 452 1469 1200">In case the Chairman of the Board of Directors is on leave or unable to exercise his powers for any cause, the Vice Chairman of the Board of Directors shall act on his behalf. If the Vice Chairman is also on leave or unable to exercise his powers for any cause, The member shall elect from amongst themselves one person to convene and preside over the meeting. The decision of the Board meeting shall be taken by a majority of its voting. One member has one vote. Except for the member with vested interests. In any matter, there is no right to vote on that issue. If the votes are equal. The Chairman of the meeting shall have a casting vote.</p> <p data-bbox="863 1240 1469 1599"><i>At each Board meeting : The Chairman shall prescribe the directors of the company to attend and perform any other act at the meeting via electronic media by at least one third (1/3) of the quorum must be present at the meeting. Of the same All directors must be present in Thailand at the time of the Board meeting.</i></p> <p data-bbox="863 1639 1469 2045"><i>The electronic meeting system under paragraph two. Must have a secure process. The information is recorded or both audio and video, case by case to all directors are invited to attend the meeting. The duration of the meeting. Include traffic information. The computer generated by the record. The meeting control system is in accordance with relevant laws.</i></p>

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	<p><i>Board of Directors who attend the Board of Directors' meeting via electronic system as the conditions mentioned above. It is a meeting that can be counted as a quorum. It is considered that the board meeting through the electronic media has the same effect as the meeting in accordance with the method provided. In this law and regulation.</i></p>
<p><b>Clause 30</b> In the meeting of the Board of Directors The Chairman or the authorized person shall send the notice of the meeting to the Board of Directors at least seven days in advance before the meeting date , A partly in urgent cases to protect the company's benefits. The meeting will be informed by other means and the meeting may set early than the actual meeting date.</p>	<p><b>Clause 30</b> In the meeting of the Board of Directors The Chairman or the authorized person shall send the notice of the meeting to the Board of Directors at least seven days in advance before the meeting date , A partly in urgent cases to protect the company's benefits. The meeting will be informed by other means and the meeting may set early than the actual meeting date.</p> <p><i>Invitation to the Board of Directors' Meeting and supporting documents to provide electronic conferencing. Can be implemented by method and timing or the rules of the meeting are set as well as by electronic mail instead, but must be submitted in time and advertised in newspaper as required by law or regulations.</i></p>
<p><b>Clause 37.</b> The Board shall convene a the annual ordinary shareholders meeting within four months from the end of the fiscal year.</p> <p>Other shareholders' meetings other than those mentioned above are called the "Extraordinary General Meeting of Shareholders". The Board of directors shall convene an Extraordinary General Meeting of Shareholders/ The number of shares by at least one fifth (1/5) of the total number of shares sold at any time but shall deem appropriate or a</p>	<p><b>Clause 37.</b> The Board shall convene a the annual ordinary shareholders meeting within four months from the end of the fiscal year.</p> <p>Other shareholders' meetings other than those mentioned above are called the "Extraordinary General Meeting of Shareholders". The Board of directors shall convene an Extraordinary General Meeting of Shareholders at any time.</p>

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<p>shareholder of at least twenty five person who have the total number of shares is not less than one tenth of the total number of shares sold, the names of which shall be included in the letter requesting the Board of Directors to convene an extraordinary meeting at any time. The reason for requesting a meeting is clearly stated in the letter. The Board of Directors must arrange a meeting of shareholders within one month from the date of receipt of such letter from the shareholders.</p> <p>The meeting of the Company shall be held at the place where the head office of the Company is located or neighboring provinces or any other place as the Board may determine.</p>	<p><i>One or more shareholders holding shares of at least ten (10) percent of the total number of shares sold may enter into a written request to the Board of Directors to call an extraordinary meeting at any time. However, it is necessary to specify the subject and the reasons for requesting the meeting to be clear in such cases. The Board of Directors must arrange a meeting of shareholders within forty-five (45) days from the date of receipt of the letter from the shareholders.</i></p> <p><i>In the case : the Board does not hold a meeting within the period specified in the first paragraph, the shareholders who have been nominated or the other shareholders collectively have the required number of shares. The meeting will be called within forty (45) days from the date of the expiration of the period under the first paragraph. In such cases, is considered a meeting Shareholders who are called by the Board of Directors. The company is responsible expenditures and convenient incurred in the meeting.</i></p> <p><i>In the case where it appears that the meeting of shareholders calling a meeting because of the shareholder under paragraph two, the number of shareholders attending the meeting not reach constitute a quorum as stipulated in Article 40/ the second paragraph. The shareholders shall be jointly and severally liable for the costs incurred by such meetings.</i></p> <p>The meeting of the Company shall be held at the place where the head office of the Company is located or neighboring provinces or any other place as the Board may determine.</p>

9. Considered appropriate to propose to the Annual General Meeting of Shareholders of 2018 (“AGM 2018”) for consideration and approval on the net profit allocation and dividend payment from the performance of the year 2017 with details as followed;

9.1. Approved the appropriation of legal reserve of 2,707,682 baht

9.2 Approved the dividend payout, from net profit subject to corporate income tax rate to 20 percent, to shareholders at the rate of 0.07 baht per share, at the par value of 0.50 baht, totaling 28,280,000 baht (calculated from the number shares issued and paid-up as at 31<sup>st</sup> December 2017 of 404,000,000 shares), accounted for 54.97 percent of net profit after legal reserve from the Company’s separate financial statement for the year 2017.

In this case, shall the AGM 2018 approve the dividend payout as proposed, The company has determined the record date to gather the list of shareholders who are entitled to receive dividend on 7<sup>th</sup>, May 2018 the date of dividend payment for both payment in cash 25<sup>th</sup>, May 2018.

**(The aforementioned dividend rights are still uncertain, which is subject to the consideration of the Annual General Meeting of Shareholders on 26<sup>th</sup> April 2018)**

10. Unanimous resolution to propose that the shareholders’ meeting consider approval of bonuses for the board of directors for 2017 and commensurate with the Company’s business profits or net profits for a total not to exceed 1,000,000 baht (one million baht only). The Chairman of the Board was assigned to allocate bonus funds for this board of directors at the recommendation of the sub-committee for recruitment.

11. Unanimous resolution to propose that the shareholders’ meeting consider the appointment of directors to replace directors who have been released from office according to the terms considered by the sub-committee for recruitment and consideration. In 2018, a total of three directors had completed their term of office, namely:

1.Mr.Teerasak	Pongpanakrai	Director
2.Mr.Vanchai	Luengviriya	Director
3.Mr.Suthat	Boonyaudomsart	Director

12. Unanimous resolution to propose that the shareholders’ meeting consider and approve of the setting of remuneration for directors whereby the sub-committee for recruitment and consideration of director remuneration for 2018 proposed that director remuneration be set at an amount not to exceed 2,000,000 baht (two million baht only)

13.Unanimous resolution to propose the appointment of the auditors for 2018 which has already been approved by the Audit Committee, namely, Mr.Jadesada Hungsapruerk, CPA registration No.3759 and/or Mr. Kannika Wipanurat, CPA registration No.7305 and/or Mr. Jirote Sirirorote, CPA registration No.5113 from Karin Audit Company Limited to the shareholders' meeting for consideration and approval as the auditor to render opinion and sign the Company's financial statement. And the audit fee for 2018 was set within a limit of 540,000 baht (five hundred forty thousand baht only).

14. Annual Shareholders' Meeting on 26<sup>th</sup> April 2018 at 2:00 p.m. in the Pavilion 8<sup>th</sup> floor of The Grand Fourwings Convention Hotel at 333 Srinakarin Rd., Huamak, Bangkok, Bangkok 10240 . The agendas for the meeting are as followed;

Agenda 1 Chairman of the Board's announcements for the cknowledgement of the meeting.

Agenda 2 Consideration of ratification of the minutes to the 2017 Shareholders' Meeting held on 25<sup>th</sup> April 2017.

Agenda 3 Consideration and acknowledgement of the Company's Board of Directors report concerning the 2017 performance.

Agenda 4 Consideration of approval of the Company's Statement of Financial Status and the Consolidated Profit-Loss Statement for the accounting period ending 31<sup>st</sup>, December 2017.

Agenda 5 Approval of the revisions in Company Regulations,Section4, Clauses 28 and 30, and Section 5, Clause 37, in order to be consistent with the Public Limited Companies Act B.E.2535(A.D.1922) amended by National Council for Peace and Order Directive No.21/2560 (A.D.2017) and Announcement of the National Council for Peace and Order No.74/2557 (A.D.2014) RE : Electronic Conferencing.

Agenda 6 Consideration of dividend payments at a rate of 0.07 baht for the Company's 2017 performance.

Agenda 7 Consideration of approval of bonus payments for the Company's board of directors in 2017.

Agenda 8 Consideration of approval of the appointment of new directors to replace former directors who have been released according to their term of office.

Agenda 9 Consideration of approval of the setting of remuneration for the  
Company's directors in 2018.

Agenda 10 Consideration of the appointment of auditors and the setting of  
remuneration for auditors in 2018.

Agenda 11 Consideration of other business (if any).

The company's has determined The record date to identify the rightful  
shareholders who may attend the AGM in 2018 is on 15<sup>th</sup>, March 2018

Please be informed accordingly.

Yours sincerely

(Mr.Vanchai Luengviriya)

President & CEO

Secretarial Company Department

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