



บริษัท ทีวี ถันเดอร์ จำกัด (มหาชน)

ทะเบียนนิติบุคคลเลขที่ 0107557000446

1213/309-310 ซอยลาดพร้าว 94(ปัญจมิตร) ถนนศรีวิภา แขวงพลับพลา เขตวังทองหลาง กรุงเทพฯ 10310

TEL : +66(0) 2-5590022 FAX : +66(0) 2-5593609

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# Notice of 2020 Annual General Meeting Of Shareholders

## TV Thunder Public Company Limited

Tuesday, June 30, 2020 at 14.00 hours

at Thunder Studio (Town in Town),

429 Soi Praya Prasert School,Plubpla,Wangthonglang, Bangkok 10310



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June 5, 2020

Subject Notice of the Annual General Meeting of Shareholders 2020

To Shareholders of TV Thunder Public Company Limited

Attachment

1. Copy of meeting minutes for the Annual General Meeting of Shareholders 2019 held on April 24, 2019
2. Annual Report 2019 in form of QR Code
3. Profile and information of persons nominated as directors
4. Definition of independent director
5. Profile of nominated auditors for the year 2020
6. Information of the independent director whom the Company has proposed as the proxy for shareholders who cannot attend the meeting
7. Company's regulation about the shareholders' meeting
8. Information on revision of Company's regulation
9. Documentary evidences required for the right to attend Annual General Meeting
10. Proxy form A, B, and C
11. Location map of meeting venue
12. Registration procedure for the Annual General Meeting of Shareholders 2020
13. Guide on how to use QR Code to download the annual report 2019
14. Guidelines and Measures to Prevent the Spread of Coronavirus Disease (COVID-19) for the 2020 Annual General Meeting of Shareholders of TV Thunder Public Company Limited

The Board of Directors of TV Thunder Public Company Limited (**The Company**) ") No. 4/2020 on 12 May 2020 has resolved in its meeting to call for the Annual General Meeting of Shareholders 2020 on Tuesday June 30, 2020 at 14.00 hrs. at Thunder Studio (Town in Town), 429 Soi Phraya Prasert School, Plubpla, Wang Thonglang, Bangkok 10310. with the meeting agenda as follows.

**Agenda No. 1 To consider and certify the minutes of the Annual General Meeting of Shareholders 2019**

General Information The Annual General Meeting of Shareholders 2019 of the Company was convened on April 24, 2019. The meeting minutes were submitted to the Stock Exchange of Thailand within 14 days after the meeting. Shareholders and the Board of Directors have considered and agreed that the contents are correct. The minutes were publicized in the Company's website for shareholders and other investors and there is no objection or editing.



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Opinion of the Board of Directors The Board of Directors has opined to propose to the Annual General Meeting of Shareholders 2020 to consider and certify the minutes of the Annual General Meeting of Shareholders 2019 held on April 22, 2019. The Board of Directors has opined that the contents in the minutes are correct as appeared in the Attachment No.1.

Voting Requirement Resolution shall be adopted by the majority votes of the shareholders who attends the meeting and cast their votes

**Agenda No. 2 To acknowledge the financial performance of the Company in the previous year**

General Information

The key summary of financial performance of the Company as of December 31, 2019 is as follows

Current Assets	:	257,412,086.53
Total Assets	:	756,449,663.10
Current Liabilities	:	127,215,523.27
Total Liabilities	:	143,930,625.13
Total Revenue	:	421,912,646.87
Net Income	:	4,004,231.38

The Company has summarized the financial performance in 2019 as appeared in the Annual Report 2019 as in the Attachment No. 2

Opinion of the Board of Directors The Board of Directors has opined to propose to the Annual General Meeting of Shareholders 2020 to acknowledge the financial performance of the Company in 2019 as in the Attachment No. 2

Voting Requirement This agenda does not require shareholders' voting.

**Agenda No. 3 To consider and approve the Statement of Financial Position, the Statement of Comprehensive Income, and the Auditor's Report for the Year 2019 as of December 31, 2019**

General Information The Board of Directors has prepared the consolidated financial statement as of December 31, 2019 and the auditor has already audited the financial statement. The financial statement is proposed to the shareholders' meeting to consider and approve in the Annual General Meeting in accordance of Article 112 of Public Limited Companies Act B.E. 2535.

Opinion of the Board The Board has opined to propose to the Annual General Meeting of Shareholders 2020 to consider and approve the Statement of Financial Position, the Statement of

Comprehensive Income, and the Auditor's Report for the year 2019 as of December 31, 2019 that has been considered by the Audit Committee and audited by the auditor of the Company. The details are in the Annual Report as in the Attachment No. 2.

Voting Requirement Resolution shall be approved by the majority votes of the shareholders who attends the meeting and cast their votes.

**Agenda No. 4 To consider and approve for appropriation of net profit for the year 2019 as the legal reserve and omission of dividend payment.**

General Information The Article 115 of Public Limited Companies Act B.E. 2535 specified that a company needs to pay dividend from its net profit only and the Article 116 specified that a company must set aside its net profit as legal reserve at least 5% of net profit until the legal reserve amount will be at least 10% of the authorized capital.

The Company has the policy to pay dividend at least 40% of net profit after tax and deducting for legal reserves based on the financial statement of the Company only. However, the dividend payment also depends on cash flows, investment plan, and legal conditions. Each company will consider for its necessity and appropriateness of potential factors in the future. The dividend payment should not significantly affect the normal operation of the Company.

Opinion of the Board As the Company needs to reserve the capital used for business expansion and working capital, the Board has the resolution to propose to the 2020 Annual General Meeting of Shareholders to consider and approve for the allocation of net profit in 2019 as the legal reserve for 580,062.88 baht and no dividend payment based on the operating performance as of December 31, 2019.

The comparison of dividend payment during 2018-2019 is as follow.

Dividend Payment		2019	2018
1. Unappropriated Retained Earnings *		16,599,787.43	60,012,140.34
2. Net Profit **		8,270,749.12	20,590,053.09
3. Number of Ordinary Share		800,030,075	800,030,075
4. Dividend per Share		-	0.08
5. Total Dividend Payment		-	64,002,406.00
6. Dividend Payout Ratio			
From Retained Earnings*		-	74.05%
From Net Profit**		-	95.00%

\*From appropriated retained earnings of the Company only.



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\*\*From net profit of the Company only after deducting legal reserve

Voting Requirement Resolution shall be adopted by the majority votes of the shareholders who attends the meeting and cast their votes

**Agenda No. 5 To consider and elect directors to replace the directors whose term of office has been completed.**

General Information The Company Regulation No. 20 specified that there will be one-third or nearest number of one-third of directors whose term of office will be completed in each time of Annual General Meeting. The directors who term of office will be completed are those having longest term of office at that time. In this year, there are directors whose term of office will be completed as follows.

1. Assco.Prof.Dr.Gallayanee Parkatt Title Director
2. Mr. Sudhitham Chirathivat Title Director

The nomination and remuneration committee of the Company has considered regarding to benefits of the Company based on the composition of the Board as well as their competency, experience, and expertise. Finally, the committee has proposed to re-appoint of 2 directors who term of office have been completed to be directors for another term as profile and information of these 2 directors as in Attachment No. 3 and the qualification of independent directors meets the criteria of Capital Market Supervisory Board (Details about Definition of Independent Director are in Attachment No. 3)

The Board of Directors has considered the qualification of the 2 nominated persons and found that they have the knowledge, ability, experience and expertise to benefit the Company and the independent director can perform duty and provide opinions independently in accordance with related rules and regulations. The Board of Directors has opined that to propose to the shareholders' meeting to re-appoint (1) Assco.Prof.Dr.Gallayanee Parkatt, (2) Mr. Sudhitham Chirathivat as the director for another term.

The Company allows shareholders to propose a qualified person as a candidate for director according to the nomination process of the Company for at least 30 days in advance starting from December 6, 2019 to January 31, 2020 via the Company's website. However, no candidate was nominated.

Opinion of the Board The Board has the resolution to propose to the Annual General Meeting of Shareholders 2020 to consider and approve the appointment of 2 directors whose term of office has been completed to be directors for another term as follows.

1. Assco.Prof.Dr.Gallayanee Parkatt Title Director
2. Mr. Sudhitham Chirathivat Title Director

Voting Requirement Resolution shall be adopted by the majority votes of the shareholders who attends the meeting and cast their votes

**Agenda No. 6 To consider and approve the remuneration for directors for the year 2020**

General Information The nomination and remuneration committee of the Company has considered the remuneration for director. Based on the financial performance of the Company in previous year, performance and responsibilities of directors, the remunerations of other companies with similar business as the Company, as well as the survey from Thai Institute of Directors (IOD), the remuneration of directors of the Company is in the similar level as the market average.

Opinion of the Board The Board has the resolution to propose to the Annual General Meeting of Shareholders 2020 to consider and approve the remuneration for directors in 2020. The quarterly remuneration will be paid every quarter and the meeting allowance will be paid for each meeting. Total budget is 2,000,000 baht that is the same budget as in 2019 as follows.

1. Meeting Allowance

Board of Directors and Audit Committee

Title	Meeting Allowance (Baht)
Chairman	20,000
Director	15,000
Chairman of Audit Committee	20,000
Audit Committee / Independent Director	15,000

Risk Management Committee

Title	Meeting Allowance (Baht)
Chairman of Risk Management Committee	20,000
Risk Management Committee	15,000

Nomination and Remuneration Committee

Title	Meeting Allowance (Baht)
Chairman of Nomination and Remuneration Committee	20,000
Nomination and Remuneration Committee	15,000

2. Quarterly Remuneration

Title	Quarterly Remuneration (Baht)
Chairman	30,000
Director	30,000

Comparison of Remunerations for Directors between 2020 and 2019

Title	Meeting Allowance		Quarterly Remuneration	
	2020 (Proposed)	2019	2020 (Proposed)	2019
Chairman	20,000	20,000	30,000	30,000
Director	15,000	15,000	30,000	30,000
Chairman of Audit Committee	20,000	20,000	-	-
Audit Committee	15,000	15,000	-	-
Chairman of Risk Management Committee	20,000	20,000	-	-
Member of Risk Management Committee	15,000	15,000	-	-
Chairman of Nomination and Remuneration Committee	20,000	20,000	-	-
Member of Nomination and Remuneration Committee	15,000	15,000	-	-

Based on the above remuneration, the Board of Directors and other committees will not get any other benefits beside the specified remuneration.

Voting Requirement Resolution shall be approved by the votes of not less than two-third of total votes of the shareholders who attends the meeting.

**Agenda No. 7 To consider and appoint the Company's auditors and determine audit fee in 2020**

General Information Article 120 of Public Limited Companies Act B.E. 2535 and the Company Regulation No. 43 specified that the Annual General Meeting of Shareholders will appoint the auditor and determine their remuneration for that year. The same auditor from previous year may be appointed again.

Moreover, the Notification of Capital Market Supervisory Board specified that a company should change the auditor after the auditor has performed the duty for 7 years consecutively. However, it is not necessary to change the audit firm. A company may select another auditor from the same audit firm to replace the former one. Moreover, a company can select the same auditor back after that auditor has been changed for at least five years.

The audit committee has considered the qualification of the auditor of this company based on their independency to provide opinions and audit fee. The audit committee has opined to appoint the auditor from DIA International Auditing Co., Ltd. as the Company's auditor because the auditor is qualified, experienced, independent and has no relationship and no interest in the Company, subsidiaries, executives, major shareholders or persons related to such person. The audit committee also determined the budget for audit fee in 2020 at 2,150,000.00 baht excluding other related expenses.

Comparison of Audit Fee

Audit Fee	2020 (Proposed)	2019
1. Audit fee	2,150,000.00	2,460,000.00
2. Other expenses	Based on actual expense incurred	100,000.00

Opinion of the Board The Board has the resolution to propose to the Annual General Meeting of Shareholders 2020 to consider and approve the appointment of the auditors for the year 2020 from DIA International Auditing Co., Ltd. to be the Company's auditors with the following details.

1. Ms. Suvimol Chriyakerne Certified Public Accountant (Thailand) No. 2982 or
2. Ms. Somjintana Pholhirunrat Certified Public Accountant (Thailand) No. 5599 or
3. Mr. Joompoth Pritanankorn Certified Public Accountant (Thailand) No. 7645

Any above person shall be responsible for reviewing and expressing opinion on the financial statements of the Company. In the case where the above auditors are unable to perform their duties, DIA International Auditing Co., Ltd. shall assign another auditor of DIA International Auditing Co., Ltd. instead. The auditor does not provide any other services to the Company and does not have any relationship or interest with the Company / its subsidiaries / management / major shareholders or any person related to such person. Therefore, the auditor is independent to review and express opinion on the financial statements of the Company. The proposed persons for the Company's auditors in this year have performed the auditor's duties for the third year and the auditors of the Company and subsidiaries are from the same auditing company. In addition, the Board has approved the audit fee and quarterly reviewing fee of 1,450,000 baht excluding the audit fee and quarterly reviewing fee for subsidiaries of 700,000.00 baht. Total audit fee for 2020 is 2,150,000 baht.

Voting Requirement Resolution shall be adopted by the majority votes of the shareholders who attends the meeting and cast their votes

**Agenda No. 8 To consider and approve the amendment of the Company's Regulation**





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**General Information** On April 19, 2019, the Royal Decree on Teleconferences through Electronic Means has been enacted to replace the National Council for Peace and Order No.74/2557 (A.D. 2014) Re: Teleconferences through Electronic Means. The significant matter on the new regulation is there is no more regulation that the attendees of not less than 1 in 3 of the quorums must be in the same location and all attendees must be in Thailand. However, there still be the above regulation in the Company's Regulation. In order to comply with the regulations of the new Royal Decree, the Company's Regulation should be amended accordingly.

**Opinion of the Board** The Board has opined to propose to the 2020 Annual General Meeting of Shareholders to consider and approve the amendment of the Company's Regulation Article No. 27. The details are in the proposed amendment of the Company's Regulation (Attachment No. 8).

**Voting Requirement** This agenda shall be approved by the votes of not less than three-fourth of total votes of the shareholders who attends the meeting and cast their votes.

**Agenda No. 9 To consider other issues (if any)**

Therefore, the Company would like to invite shareholders to attend the meeting on the specified date and venue. The meeting registration will start at 12.00 hrs. onward. For any shareholders who would like to appoint a proxy for attending the meeting and casting the votes, please use any one proxy form attaching to this invitation letter. Please select only one type of form according to the Notification of the Department of Business Development. Re: Prescription of Proxy Letter Forms. (No. 5). B.E. 2550 and attach stamp duty of 20 baht. The attendees need to present the documents or evidence showing the identity of the shareholder or a proxy entitled to attend the meeting as specified in the attachment.

The Company allows shareholders to propose the agenda for meeting in advance based on the principle of good governance. Any shareholder can propose the agenda for the 2020 Annual General Meeting of Shareholders during the period starting from December 6, 2019 to January 31, 2020. The Company has publicized the criteria on the Company's website and disclose information with the Stock Exchange of Thailand. However, there is no shareholder proposing any meeting agenda.

Moreover, TV Thunder Public Company Limited is aware and concerned for the health and safety of all shareholders and attendees, as well as people involved in organizing the meeting. Therefore, the Company would like to request for the cooperation from all shareholders and attendees to strictly follow the measures and guideline to for attending the meeting under the situation of coronavirus 2019 (COVID-19) pandemic.



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To reduce the risk of spreading coronavirus 2019 (COVID-19) and for the health safety of all shareholders, the Company would like to request for the cooperation from shareholders to appoint any independent director of the Company as a proxy to attend the meeting. The shareholder can submit the proxy forms with supporting documents to the Office of Company Secretary, 1213/309-310, Soi Lat Phrao 94 (Panjamit), Sriwara Road, Phlapphla, Wang Thonglang, Bangkok 10310, within 26 June 2020.

If any shareholders have questions in any agenda, such questions can be sent to the Company Secretary via email [secretary@tvthunder.co.th](mailto:secretary@tvthunder.co.th) during June 9 - 26, 2020. The Company will gather all questions to ask at the meeting and recorded in the minutes of the shareholders' meeting for further dissemination via the company website.

Yours Faithfully,

( Mr. Montree Socratyanurak)

Chairman of the Board

TV Thunder Public Company Limited



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Attachment No. 1

**Minutes of the Annual General Meeting of Shareholders 2019**

**TV Thunder Public Company Limited**

**Time and Venue:** The meeting was held on April 24, 2019 at Green Park Studio Building 8 Soi Keha Rom Klao 78 Yaek 1, Sapan Sung, Saphan Sung, Bangkok 10240

**The meeting was started at 14:00 hrs.**

Assoc.Prof.Dr. Montree Socratyanurak the Chairman of the Board was the Chairman of the meeting. The Chairman welcomed the shareholders and proxies to the meeting and assigned Mr. Natakrit Wannapinyo the Company Secretary to conduct the meeting.

Mr. Natakrit Wannapinyo introduced the Board of Directors, committee, executives, auditors, and advisors who attended the meeting to help in explaining or answering the questions as follows.

**Directors Attending the Meeting** 8 persons as follows.

1. Assoc.Prof.Dr. Montree Socratyanurak Chairman of the Board of Directors / Chairman of Audit Committee / Chairman of Nomination and Remuneration Committee / Independent Director
2. Assoc.Prof.Dr. Gallayanee Parkatt Audit Committee / Risk Management Committee / Independent Director
3. Mr. Sudhitham Chirathivat Audit Committee / Chairman of Risk Management Committee / Independent Director
4. Mr. Sompong Wannapinyo Director
5. Mrs. Patraporn Wannapinyo Vice Chairman / Nomination and Remuneration Committee / Chief Executive Officer
6. Mr. Phusit Laithong Director / Risk Management Committee / Executive Vice President
7. Mr. Pirath Yensudjai Director / Risk Management Committee / Executive Vice President
8. Mr. Natakrit Wannapinyo Director / Vice President / Company Secretary

The number of directors attending the meeting was 100% of total number of directors

**Executives Attending the Meeting** 3 persons as follows.

1. Mrs. Piyaporn Laithong Risk Management Committee / Senior Vice President of Production Division
2. Ms. Naree Wichunakorn Risk Management Committee /

Vice President of Finance Division / Chief Financial Officer

3. Ms. Napat Wannapinyo

Vice President of Sale and Marketing Division

**Advisors Attending the Meeting** 2 persons as follows.

1. Ms. Suvimol Krittayakrien Auditor from DIA International Auditing Co., Ltd

2. Ms. Mananya Thitinantawan Legal Advisor from CMT Co., Ltd.

Mr. Natakrit Wannapinyo informed shareholders that the Company allowed shareholders to propose the agenda for meeting and submit the questions in advance During starting from December 26, 2018 to February 14, 2019. However, there was no shareholder proposing any meeting agenda. Then, Mr. Natakrit informed shareholders about the meeting agenda, procedure of voting, and counting of votes as follows.

**Meeting Agenda**

Agenda 1 To consider and adopt the minutes of Annual General Meeting of Shareholders 2018.

Agenda 2 To acknowledge for the Company's performance in the previous year.

Agenda 3 To consider and approve the Statement of Financial Position, the Statement of Comprehensive Income, and Auditor's Report for the year 2018 as of December 31, 2018.

Agenda 4 To consider and approve for appropriation of net profit in 2018 for the legal reserve and the dividend payment from the operating performance as of December 31, 2018.

Agenda 5 To consider and elect the directors to replace those whose term of office has completed

Agenda 6 To consider and approve the remuneration for directors in 2019

Agenda 7 To consider and appoint the Company's auditors and determine the audit fees in 2019

Agenda 8 To consider other issues (if any)

**Voting Procedure**

Shareholders or proxies who attend the meeting will receive the ballot during the registration. After they get information for each agenda, shareholders can vote for or vote against or abstain. The voting would be done by using the ballots that shareholders and proxies had received from registration. After finishing, they can raise their hands and the staffs will collect the ballots. For the agenda no. 5 about considering and electing directors to replace the directors whose term of office has completed, the ballot will be collected separately for each nominated person. All ballots including voting for, voting against, and abstain will be collected. However, the ballots with voting against or abstain will be collected first for vote counting and the ballots with voting for will be collected after the meeting has been adjourned.

Every shareholder has one vote per share. Any shareholder who has special interest in any agenda will not be entitled to vote on that agenda.

The agenda no. 2 required no voting. The agenda no. 1, 3, 4, 5, and 7 required majority voting from shareholders who attends the meeting and cast their votes (excluding those who abstained). The agenda no. 6 required the supporting votes of not less than two-third of total votes of shareholders who attend the meeting.

The Company will count only the vote against and abstain and deducting from the total votes of shareholders attending the meeting to obtain the number of voting for such agenda. If there is no one shows any objection or any other comments, it means the meeting has unanimously approved for such agenda.

For shareholders who have appointed proxies and determined the vote in the proxy form, the Company has recorded such votes as specified in the proxy form. The vote was considered to be void in the following cases.

- (1) The ballot has more than 1 mark
- (2) The ballot has cross-out without signature
- (3) The ballot specified the number of votes more than the number of eligible votes.

If shareholders would like to change the vote, they can cross out with signature every time. The Company would exclude the void ballots from total votes. However, in agenda no. 6, the void ballots would be included in total votes. To save the time during vote counting, the next agenda would be considered first.

The meeting will be conducted sequentially based on the meeting agenda. For each agenda, the information will be presented, and shareholders can ask the questions before voting. Shareholders or proxies who would like to ask the questions need to inform their name to the meeting.

Thereafter, Mr. Natakrit Wannapinyo allowed shareholders and proxies to ask the questions about the voting procedure. There was no question and Mr. Natakrit invited 2 volunteers from shareholders or proxies as the witnesses in vote counting for the transparency.

There was no volunteer and Mr. Natakrit Wannapinyo invited Ms. Mananya Thitinantawan the Legal Advisor from CMT Co., Ltd. As the witness in vote counting.

Before starting, Mr. Natakrit Wannapinyo informed the meeting that there were 24 shareholders with total number of 484,263,200 shares and 22 proxies with total number of 30,467,600 shares attending the meeting. Therefore, there were total 46 persons attending the meeting with total number of 514,730,800 shares which was 64.3389% of total paid-up shares of 800,030,075 shares. This was considered as the quorum in accordance with the Company's Regulation. Then, Assoc.Prof.Dr. Montri Socratianurak the Chairman of Board / Chairman of Audit Committee / Chairman of Nomination and Remuneration Committee was invited as the Chairman of the meeting to make opening remarks.

### **Opening Remarks**

Assoc.Prof.Dr. Montree Socratianurak the chairman of the meeting thanked all shareholders and proxies who attended the Annual General Meeting of Shareholders 2019 to consider all issues based on

the meeting agenda specified in the notification letter. Then, the Chairman assigned Mr. Pirath Yensudjai to conduct the meeting in each agenda.

#### **Agenda 1 To consider and adopt the minutes of Annual General Meeting of Shareholders 2018**

Mr. Pirath Yensudjai proposed to the meeting to consider and adopt the minutes of the Annual General Meeting of Shareholders 2018 held on April 27, 2018. The minutes of the Annual General Meeting of Shareholders 2018 held on April 27, 2018 were in the attachment of the meeting invitation to all shareholder and were submitted to the Stock Exchange of Thailand within the specified period. The Board of Directors has opined that the minutes were correct and complete. The meeting minutes were posted in the Company's website for any people to read and there was on one made any objection or comments. Therefore, The Board of Directors has opined that shareholders should adopt the meeting minutes.

All shareholders and proxies were invited to ask questions or provide any opinion. There was no shareholder or proxy asking questions. Then, there was a call for voting.

Mr. Natakrit Wannapinyo the Company Secretary informed the meeting that there were 2 more persons attending the meeting with 14,506,300 shares. Therefore, there were 48 persons attending the meeting with total of 529,237,100 shares.

**Resolution** The meeting had unanimously adopted the minutes of the Annual General Meeting of Shareholders 2018 held on April 27, 2018. The result of voting was as follows.

Vote for	529,237,100 shares	which was	100.00%
Vote against	0 shares	which was	0.00%
Abstain	0 shares		
Void	0 shares		

#### **Agenda 2 To acknowledge for the Company's performance in the previous year**

Mr. Pirath Yensudjai reported the performance of the Company as December 31, 2018 as appeared in the Annual Report 2018 as follows.

As of December 31, 2018, the Company had total revenue of 522.96 million baht which had increased from 2017 by 21.92%. The increase in revenues was mainly from the revenue from services that increased from 2017 by 115.92 million baht or 57.75%. The revenue from advertising decreased from 2017 by 21.74 million baht or 10.83% based on the overall advertising industry. The Company had net profit of 34.54 million which had increased from 2017 by 17.67 million baht or 104.74%.

Total assets of the Company in 2018 were 759.64 million baht which had increased from 2017 by 42.59 million baht or 5.94%. the increase in total assets was mainly from the increase in current assets like cash and cash equivalents trade accounts receivable and other receivables. The current

assets had increased from 2017 by 61.90 million baht or 32.07% because of no dividend payment in 2018 and the increase in trade accounts receivable from the increase in revenues. Most accounts receivables were from the large production that were delivered on the last quarter of previous year and waiting for payment at due date.

Total liabilities of the Company had increased from 2017 by 6.65 million or 8.44% from because of trade accounts payables from large production. Total shareholders' equity in 2018 was 674.17 million which had increased from 2017 by 35.94 million or 5.63%.

For the progress of Thailand's Private Sector Collective Action Coalition Against Corruption, the Company was considering and preparing in term of personnel and system to rejoin the program again. However, the Company had realized for this matter and planned to assign some employees to join the training in 2019.

The Company had determined the anti-corruption policy as the guideline for directors, executives, and employees of the Company. The Company developed the clear Guideline for Anti-Corruption like the policy for receiving and giving the gifts to operate transparently, honestly, and ethically.

Thereafter, Mr. Pirath Yensudjai invited all shareholders and proxies to ask questions or provide any opinion. There was no shareholder or proxy asking questions. Mr. Pirath Yensudjai proposed the report from the Board of Directors and the performance of the Company in previous year. This agenda was for acknowledgement and required no voting.

**Resolution** The Meeting had acknowledged the financial performance for the year 2018 as proposed.

**Agenda 3 To consider and approve the Statement of Financial Position, the Statement of Comprehensive Income, and Auditor's Report for the year 2018 as of December 31, 2018.**

Mr. Pirath Yensudjai informed that according to Public Limited Company Act B.E. 2535 and the Company Regulation No. 44, the Board of Directors shall prepare the financial statements and propose to the Annual General Meeting of Shareholders to consider and approve. The Statement of Financial Position and the Statement of Comprehensive Income for the year ended 2018 were audited and reviewed by the auditor and Audit Committee as specified in the Annual Report page number 109 onward.

All shareholders and proxies were invited to ask questions. There was no shareholder or proxy asking questions. Then, there was a call for voting to approve the Statement of Financial Position, the Statement of Comprehensive Income, and Auditor's Report for the year 2018 as of December 31, 2018.

**Resolution** The Meeting had the unanimous resolution to approve the Statement of Financial Position, the Statement of Comprehensive Income, and the Auditor's Report for the year 2018 as of December 31, 2018. The result of voting with majority voting of shareholders who attended the meeting and casted their votes was as follows



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Vote for	529,237,100	shares	which was	100.00%
Vote against	0	shares	which was	0.00%
Abstain	0	shares		
Void	0	shares		

**Agenda 4 To consider and approve for appropriation of net profit in 2018 for the legal reserve and the dividend payment from the operating performance as of December 31, 2018.**

Mr. Pirath Yensudjai informed the meeting that according to the financial statement for the year ended as of December 31, 2018 audited by the auditor, the Company had net profit from the consolidated financial statement of 34.54 million baht and from the separate financial statement of 21.67 million baht. The Company has the policy to pay dividend at least 40% of net profit after tax and deducting for legal reserves based on the separate financial statement of the Company. However, the dividend payment also depends on cash flows, investment plan, and legal conditions. Each company will consider for its necessity and appropriateness of potential factors in the future. The dividend payment should not significantly affect the normal operation of the Company.

The Board of Directors opined to propose to the Annual General Meeting of Shareholders 2019 to consider and approve for the appropriation of net profit in 2018 as the legal reserve for 1,083,687.01 baht which was 5% of net profit based on the separate financial statement. In 2018, the Company had retained earnings appropriated as legal reserve of 10.75 million baht. Moreover, the Board of Directors opined to propose to the shareholders' meeting to approve the dividend payment based on the operating performance as of December 31, 2018 of 0.08 baht per share. Total dividend payment would be 64,002,406.00 baht for outstanding ordinary shares of 800,030,075 shares with the following details.

1. The dividend payment of 0.0244 baht per share was from the net profit for the year 2018 which was totally 19,560,550.44 baht or 95.00% of net profit for the year 2018. The dividend payment to individual shareholder will be subject to withholding tax at 10%.

2. The dividend payment of 0.0556 baht per share was from the unappropriated retained earnings as of the year 2018 which was totally 44,441,855.56 baht or 74.00% of unappropriated retained. The dividend payment to individual shareholder will be subject to withholding tax at 10%. Individual shareholders can ask for dividend tax refund in accordance with the Revenue Code, Article 47 Bis. The dividend payment of 0.08 baht per share payable from the net profit and unappropriated retained earnings of the Company who is subject to corporate income tax of 20% is eligible for the tax refund credit at the rate of 20/80 of the dividend.

The Company determined the record date on May 3, 2019. The payment date will be May 23, 2019.



All shareholders and proxies were invited to ask questions. There was no shareholder or proxy asking questions. Then, there was a call for voting to approve the appropriation of net profit in 2018 as the legal reserve for 1,083,687.01 baht and the dividend payment from the operating performance as of December 31, 2018.

**Resolution** The Meeting had the unanimous resolution to approve the appropriation of net profit in 2018 as the legal reserve for 1,083,687.01 baht and approve the dividend payment from the operating performance as of December 31, 2018 of 0.08 baht per share. Total dividend payment would be 64,002,406.00 baht for outstanding ordinary shares of 800,030,075 shares. The result of voting was as follows.

Vote for	529,237,100	shares	which was	100.00%
Vote against	0	shares	which was	0.00%
Abstain	0	shares		
Void	0	shares		

**Agenda 5 To consider and elect the directors to replace those whose term of office has completed**

Assoc.Prof.Dr. Montree Socratyanurak informed the meeting to invite the directors whose term of offices have completed to leave the meeting room according to the good corporate governance practice and to facilitate shareholders to ask the questions. In this year, there were 3 directors who terms of office have completed which were Assoc.Prof.Dr. Montree Socratyanurak, Mr. Sompong Wannapinyo, and Mrs. Patraporn Wannapinyo. Then, Mr. Sudhitham Chirathivat was invited to be the chairman of the meeting for this agenda.

Then, 3 directors terms of office have completed had left the meeting room.

Mr. Sudhitham Chirathivat invited Mr. Pirath Yensudjai to conduct the meeting.

Mr. Pirath Yensudjai informed the meeting that in accordance with Public Limited Company Act B.E. 2535 and Company Regulation No. 20, there shall be one-third of directors whose term of office will be completed in each time of Annual General Meeting. If the number of directors cannot be divided by three, the nearest number of one-third shall be applied. The directors who term of office have been completed can be elected for another term. In 2019, there were 3 directors whose term of office were completed, which were

1. Mr. Montree Socratyanurak Chairman of the Board of Directors  
Independent Director  
Chairman of Audit Committee

Chairman of Nomination and Remuneration  
Committee

2. Mr. Sompong Wannapinyo Director
3. Mrs. Patraporn Wannapinyo Director

Vice Chairman of the Board of Directors  
Nomination and Remuneration Committee

The Nomination and Remuneration Committee has considered the qualification of each director individually and opined that the above 3 directors have qualification in term of knowledge, capability, experience, past performance as the directors that will benefit the Company. Moreover, these 3 directors have no prohibited characteristics and did not engage or hold shares in any business competing with the Company.

Therefore, the Nomination and Remuneration Committee and the Board of Directors (excluding interest directors) opined to propose to the shareholders' meeting to re-elect these 3 persons as directors for another term. The Company had attached the profile of these 3 directors to the meeting invitation sent to all shareholders before the meeting.

The Company allowed shareholders to nominate any qualified persons as the candidates for directors in advance via the Company's website during December 26, 2018 to February 14, 2019 and no shareholder nominated any person.

All shareholders and proxies were invited to ask questions or provide comments. There was no shareholder or proxy asking questions. Then, there was a call for voting for electing the directors individually to replace the directors whose term of office has completed.

**Resolution** The Meeting had the unanimous resolution to elect the directors individually to replace the directors whose term of office has completed by majority voting of shareholders who attended the meeting and casted their votes. The result of voting for each director individually was as follows.

1.1 Mr. Montree Socratyanurak

Vote for	529,237,000	shares	which was	99.9999811%
Vote against	100	shares	which was	0.0000189%
Abstain	0	shares		
Void	0	shares		

1.2 Mr. Sompong Wannapinyo

Vote for	529,237,100	shares	which was	100.00%
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Vote against	0	shares	which was	0.00%
Abstain	0	shares		
Void	0	shares		

### 1.3 Mrs. Patraporn Wannapinyo

Vote for	529,237,100	shares	which was	100.00%
Vote against	0	shares	which was	0.00%
Abstain	0	shares		
Void	0	shares		

Thereafter, the chairman asked the staff to invite 3 directors back to the meeting room.

The Chairman congratulated to 3 directors who have been entrusted by shareholders to be the directors for another term.

### **Agenda 6 To consider and approve the remuneration for directors in 2019**

Mr. Pirath Yensudjai informed that the nomination and remuneration committee of the Company has considered the remuneration for director in 2019 based on the responsibilities of directors, financial performance of the Company, and the remunerations of other companies with similar business as the Company, as well as the survey from Thai Institute of Directors (IOD), the remuneration of directors of the Company is in the similar level as the market average

The Board of Directors opined to propose to the shareholders' meeting to approve the remuneration for director in 2019 with the maximum amount of 2 million baht which equaled to the remuneration for directors in 2018 with the following details.

#### 1. Meeting Allowance

##### Board of Directors and Audit Committee

Title	Meeting Allowance (baht)
Chairman of the Board of Directors	20,000
Director	15,000
Chairman of Audit Committee	20,000
Audit Committee / Independent Director	15,000

Risk Management Committee

Title	Meeting Allowance (baht)
Chairman of Risk Management Committee	20,000
Risk Management Committee	15,000

Nomination and Remuneration Committee

Title	Meeting Allowance (baht)
Chairman of Nomination and Remuneration Committee	20,000
Nomination and Remuneration Committee	15,000

2. Quarterly Remuneration

Title	Quarterly Remuneration per person (Baht)
Chairman	30,000
Director	30,000

Based on the above remuneration, the Board of Directors and other committees will not get any other benefits beside the meeting allowance and quarterly remuneration specified above. The above rate would be effective on January 1, 2019 onward.

All shareholders and proxies were invited to ask questions.

Mr. Sirasongwit Jiratanasophon who is the proxy of Thai Investor Association inquired for the number of meeting of the Board of Directors.

Assoc.Prof.Dr. Montree Socratyanurak explained that there were 6 meetings for the Board of Directors per year in accordance with the good governance principles by the Stock Exchange of Thailand. The number of meeting for other committees were 2-3 times per year.

There was no shareholder or proxy asking questions. Then, there was a call for voting for the remuneration for directors as proposed.

**Resolution** After consideration, the Meeting had the unanimous resolution to approve for the remuneration for directors in 2019 with the maximum amount of 2,000,000 baht. The result of voting was as follows.

Vote for	529,237,100	shares	which was	100.00%
Vote against	0	shares	which was	0.00%
Abstain	0	shares		

Void 0 shares

**Agenda 7 To consider and appoint the Company's auditors and determine the audit fees in 2019**

Mr. Pirath Yensudjai informed the meeting that the Board of Directors considered the proposal of the audit committee in selecting the Company's auditor based on the qualification of the auditors from DIA International Auditing Co., Ltd. and found that they were qualified, experienced, independent and had no relationship and no interest with the Company, subsidiaries, executives, major shareholders or persons related to such person. The audit committee opined to appoint 1. Ms. Suvimol Krittayakrien Certified Public Accountant (Thailand) No. 2982 or 2. Ms. Somjintana Polhiranrat Certified Public Accountant (Thailand) No. 5599 or 3. Mr. Jumpot Prairattanakorn Certified Public Accountant (Thailand) No. 7645 or Ms. Supaporn Mangjitr Certified Public Accountant (Thailand) No. 8125 from DIA International Auditing Co., Ltd. as the Company's auditor for the year 2019. The budget for audit fee was 2,480,000 baht excluding other related expenses. This amount included the audit fee and quarterly review fee of the Company for 1,450,000 baht and the audit fee and quarterly review fee of the subsidiaries for 1,030,000 baht.

Mr. Pirath Yensudjai proposed the comparison table for consideration as follows.

Audit Fees	2019 (Proposed)	2018
1. Audit fee	2,480,000.00	2,280,000.00
2. Other expenses	Based on the actual expense	82,200.00

All shareholders and proxies were invited to ask questions. There was no shareholder or proxy asking questions. Then, there was a call for voting for appointment of the Company's auditors and determining the audit fees for 2019.

**Resolution** The Meeting had the unanimous resolution to approve for the appointment of the auditor from DIA International Auditing Co., Ltd. as the Company's auditor by assigning any person on the above list as the Company's auditors in 2019 as well as approve the audit fees in 2019 of 2,480,000.00 baht. The result of voting was as follows

Vote for	529,237,100	shares	which was	100.00%
Vote against	0	shares	which was	0.00%
Abstain	0	shares		
Void	0	shares		

**Agenda 8 To consider other issues (if any)**

Assoc.Prof.Dr. Montree Socratyanurak informed the meeting that all agendas were finished. All shareholders were invited to propose any other issues. There was no shareholder proposing any issues. Then, all shareholders were invited to ask any questions. The details were as follows.

1. Ms. Pensri Settawong who is a shareholder inquired about the performance of the Company in 2019 during the first 4 months compared to previous year.

Mr. Pirath Yensudjai informed that he would explain for overall performance of 2019 as stating in Opp Day that was expected to grow by 10%-15%. The Company had total revenue of 523 million baht in previous year. With the expected growth rate of 15%, total revenue this year was expected to be 600 million baht.

2. Mr. Sirasongwit Jiratanasophon who is the proxy of Thai Investor Association inquired about Thailand's Private Sector Collective Action Coalition Against Corruption. Based on the document, the Company specified that it was under the approval process during May 2018. Had the Company got approval yet?

Mr. Pirath Yensudjai explained that the Company had not been approved yet. It was under the process of submitting additional documents.

3. Mr. Vichit La-orsathienkul who is a shareholder inquired that the target revenue of 600 million baht would come from which part.

Mr. Pirath Yensudjai explained that the target revenue would come from 3 parts. The revenue from advertising in 2018 was around 180 million baht and it was expected to be 200-210 million baht in 2019. The revenue from production and event management was expected to grow by 20% to be 230-250 million baht. The revenue from online channel would grow for 25-30 million baht from the production services for online programs. The Company expected that the use of Article 44 by the government to support TV Digital would positively affect the Company. Therefore, in 2019, the Company expected the gross profit margin of 30% increasing from 28%-29% in 2018. The good gross profit margin and other cost managements would result in net profit margin of 9%-10% in 2019.

The current programs produced by the Company were in many platforms, channels, and stations like Channel 3, ONE, True4U, PPTV, ThaiRathTV, and OTT including AIS PLAY, LINE TV. Therefore, the Company did not focus on the production for only current TV channels, Digital TV, or OTT but the Company had produced the programs for various platforms for several years.

Shareholders may be worried about the decreased of revenue from TV advertising. However, the Company tried to earn revenue from other sources like broadcasting on Facebook, YouTube or other programs in OTT.

Mr. Vichit La-orsathienkul who is a shareholder further inquired about the proportion of revenues from production services and self-production.

Mr. Pirath Yensudjai answered that the proportion was around 65% to 35% whereas 65% was the revenue from production services and 35%-40% was the revenue from advertng.

Mr. Vichit La-orsathienkul who is a shareholder further inquired that the revenue in 2015 was 524 million baht and net profit was 50 million baht. However, the revenue in previous year was 552 million baht and net profit was only 31 million baht. The cost of revenue has not increased. The increase in expense around 20 million was from which part.

Mr. Pirath Yensudjai explained that the increase in expense was from the expense for studio. However, this increase was not significant.

Mr. Vichit La-orsathienkul who is a shareholder further inquired whether the Company has been pressured by the advertising fees.

Mr. Pirath Yensudjai explained that the pressure on price of advertising had affected the whole industry since 2013-2014. During past 4-5 years, the advertising market on TV was either no growth or decline whereas the supply had increased from 6 channels to 22 channels. The same TV advertising spending was dividend into more channels. Each channel needed to attract customers by decreasing the price of advertising. Therefore, the price of advertising per minutes would continuously decline. Moreover, the price of advertising was varied with the rating. Lower rating would result in lower price of advertising. During next 1-2 years, from the support of Article 44, there would be 1 new media rating agency. Then, the result of rating would be more certain because the current rating was from only television excluding the rating from multi-screen. The media research would combine both TV media and Digital media to create the overall media rating. This rating would better reflect the real rating as more people switching from TV to other medias.

Mr. Vichit La-orsathienkul who is a shareholder further inquired whether the new rating allowed us to talk with the sponsor better.

Mr. Pirath Yensudjai explained that in the past we talked to the sponsor using only TV rating. In the future, we will have the rating from both TV and online. The advertising price should be better from overall rating.

Mr. Vichit La-orsathienkul who is a shareholder further inquired whether the Company had other plans beside TV or multi-screen. For example, Netflix would have 10 new programs this year. Would the Company plan to go to that channel?

Mr. Natakrit Wannapinyo explained that the Company attempted to expand to all channels without focusing on any channel. All channels including global ones required contents. The Company was the content provider and would certainly go to all available channels.

Mr. Vichit La-orsathienkul who is a shareholder further inquired whether the proportion of revenue from production services tended to increase. Was the Company more profitable from production services compared to revenue from advertising?



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1213/309-310 ซอยลาดพร้าว 94(ปัญจมิตร) ถนนศรีวิภา แขวงพลับพลา เขตวังทองหลาง กรุงเทพฯ 10310

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Mr. Pirath Yensudjai explained that the proportion was similar. The gross profit margin from production services was around 29% and the Company had the target at 30%. The margin from advertising and the margin from production services were also similar.

Then, the Chairman invited other shareholders to ask questions.

Once there was no more question, Assoc.Prof.Dr. Montree Socratyanurak the Chairman thanked all shareholders who attend the meeting and closed the meeting.

The meeting was adjourned at 15.10 hrs.

Signature \_\_\_\_\_ Chairman of the Meeting  
(Assoc.Prof.Dr. Montree Socratyanurak)

Signature \_\_\_\_\_ Company Secretary / Minutes Taker  
(Mr. Natakrit Wannapinyo)



Attachment No. 3

Profile and information of persons nominated as directors to replace  
directors whose term of office has completed

1. Assoc.Prof.Dr. Gallayanee Parkatt

Age 61 years old

Nationality Thai

- Title
- Independent Director
  - Director
  - Audit Committee
  - Chairman of Risk Management Committee



Date appointed as Director

December 3, 2014 (The length of period in the office until April 2019 is 6 years)

Address

318 Phahonyothin 28, Phahonyothin Road, Chatuchak, Bangkok 10900

Education

- Ph.D (Finance) RMIT University, Melbourne, Australia
- Master of Business Administration (Finance) National Institute of Development Administration (NIDA)
- Bachelor of Accounting University of the Thai Chamber of Commerce

Training for Directorship

Certification of Director Accreditation Program (DAP) Batch 99/2012 from Institute of Director (IOD)

Specialization

Accounting

Titles in Other Listed Companies

None

Titles in Other Non-Listed Companies

None

Work Experience During Past 5 years and/or Important Titles

- 2010 - Present Chairman of the Committee for Doctor of Philosophy in Business Administration, Sukhothai Thammathirat Open University
- 2013 – 2015 Vice Rector of Finance Sukhothai Thammathirat Open University



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### Shareholding

None

### Interest in the Company, Parent Company, and Subsidiaries

None

### Titles in Other Companies with Potential Conflict of Interest

None

### The attendance of meeting in previous year

- Attendance of the Board of Directors Meeting 5/5 (100%)
- Attendance of Audit Committee Meeting 4/4 (100%)
- Attendance of Risk Management Committee Meeting 1/1 (100%)

### Any interest in the agenda in this meeting

None

**Profile and information of persons nominated as directors to replace  
directors whose term of office has completed**

**2. Mr. Sudhitham Chirathivat**

Age 71 years old

Nationality Thai

- Title**
- Independent Director
  - Director
  - Audit Committee
  - Chairman of Risk Management Committee
  - Nomination and Remuneration Committee



**Date appointed as Director**

December 3, 2014 (The length of period in the office until April 2019 is 6 years)

**Address**

999/9 Rama 1 Road, Pathumwan, Pathumwan, Bangkok 10330

**Education**

- Master of Business Administration (Operations Research), Lona University, U.S.A
- Bachelor of Electrical Engineering, University of Mayryland (College Park, Maryland), U.S.A.

**Training for Directorship**

Director Certification Program (DCP) Batch 37/2003  
from Institute of Director (IOD)

**Titles in Other Listed Companies (4 Companies)**

- Present Director Robinson Department Store Public Company Limited
- Present Director Central Pattana Public Company Limited
- Present Director Central Plaza Hotel Public Company Limited
- Present Chairman of the Board of Director / Independent Director Jasmine International Public Company Limited

**Titles in Other Non-Listed Companies (3 Companies)**

- Present Director Central Group Co., Ltd.
- Present Chairman of Executive Committee The Vintage Club Co., Ltd.
- Present Chairman Earthcare Co., Ltd.

**Work Experience During Past 5 years and/or Important Titles**



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- 2009-2013 Chairman of Executive Board Central Group Co., Ltd.

#### Shareholding in the Company

None

#### Titles in Other Companies with Potential Conflict of Interest

None

#### The attendance of meeting in previous year

- Attendance of the Board of Directors Meeting 5/5 (100%)
- Attendance of Audit Committee Meeting 4/4(100%)
- Attendance of Audit Nomination and Remuneration Committee Meeting1/1 (100%)
- Attendance of Risk Management Committee Meeting 1/1(100%)

#### Any interest in the agenda in this meeting

None



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Attachment No. 4

Definition of Independent Director

TV Thunder Public Company Limited has determined the definition of independent director to meet the criteria of the Office of Securities and Exchange Commission or the Stock Exchange of Thailand regarding to shareholding in the Company, or not being employee or advisor with regular salary or not having control over the Company including business relationship as follows.

1. The person holds less than 1% of ordinary shares of the company, parent company, subsidiary, associate, major shareholder or controlling shareholder of the company counting the shareholding of related parties of that independent director
2. The person is not or has never been the director participating in management, people hired by the company, employees, consultant who get fixed salary, or controlling shareholder of the company, parent company, subsidiary, associate, joint subsidiaries, major shareholder or controlling shareholder of the company. This prohibition does not include the person who has not been in the above status already for at least 2 years before asking the permission from SEC. This prohibited characteristic does not include the case that the independent director used to be government official or consultant of government agency who is the major shareholder or controlling shareholder of the company.
3. The person who does not have blood relation or legitimation in form of father, mother, spouse, sibling, and child including spouse of child or any executive, major shareholder, controlling shareholder, or any person nominated as the executive or controlling shareholder of the company and subsidiaries.
4. The person does not have or never have the business relationship with the company, parent company, subsidiary, associate, major shareholder or controlling shareholder of the company in the characteristic that can be obstacle of independent consideration. Moreover, the person is not or has never been the significant shareholder or controlling shareholder of any company who has business relationship with the company, parent company, subsidiary, associate, major shareholder or controlling shareholder of the company. This prohibition does not include the person who has not been in the above status already for at least 2 years before asking the permission from SEC.
5. The person is not or have never been the auditor of the company, parent company, subsidiary, associate, major shareholder or controlling shareholder of the company. Moreover the person is not significant shareholder, controlling shareholder, or partner of auditor's office that the auditor of company, parent company, subsidiary, associate, major shareholder or controlling shareholder of

the company belongs to. This prohibition does not include the person who has not been in the above status already for at least 2 years before asking the permission from SEC.

6. The person is not or have never been the professional service provider of the company including legal advisor and financial advisor who gets the compensation more than 2 million baht per year from the company, parent company, subsidiary, associate, major shareholder or controlling shareholder of the company. Moreover the person is not significant shareholder, controlling shareholder, or partner of that professional service provider. This prohibition does not include the person who has not been in the above status already for at least 2 years before asking the permission from SEC.
7. The person is not the director appointed as the representative or the company, major shareholder or any shareholder connected to major shareholder.
8. The person does not work for another organization running the same business and significantly competing with the company or subsidiaries. Also the person is not significant partner, director involving with the management process, employee, or people employed by the company and getting compensation in form of salary. Moreover, the person does not hold more than 1% of ordinary shares with voting rights in another company running the same business and significantly competing with the company or subsidiaries.
9. The person does not have characteristic that make him unable to provide opinion about the operation of the Company independently.

Attachment No. 5

Information of Nominated Auditors for the year 2020

From DIA International Auditing Co., Ltd.

<b>1. Ms. Suvimol Chrityakierne</b>	
Certified Public Accountant (Thailand) No.	2982
Education	- Master of Accountancy, Chulalongkorn University - Bachelor of Accountancy, Chulalongkorn University
Work Experience	- Managing Director, DIA International Auditing. - Executive Director, DIA. Audit Co., Ltd. - Director, 75 C.P.E. Co., Ltd.
<b>2. Ms. Somjintana Pholhirunrat</b>	
Certified Public Accountant (Thailand) No.	5599
Education	- Master of Accountancy, Chulalongkorn University - Bachelor of Accountancy, Ramkamhaeng University - Bachelor of Business Administration, Sukhothai Thammathirat Open University
Work Experience	- Partner, DIA International Auditing - Manager of Auditing Department, DIA International Auditing - Manager of Accounting Department, Plan Publishing Co., Ltd.
<b>3. Mr. Joompoth Pritanankorn</b>	
Certified Public Accountant (Thailand) No.	7645
Education	- Master of Accountancy, Thammasat University - Bachelor of Accountancy, Thammasat University
Work Experience	- Partner Auditing Department, DIA International Auditing - Lecturer in Accounting and Auditing, Federation of Accounting Professions

\*\* All 3 persons nominated as auditors above have no relationship or interest with the Company and subsidiaries, executives, major shareholders, or any person related to these persons.

## Profile of Auditor

Name-Surname : Ms. Suvimol Chrityakierne

Current Title : Managing Director  
DIA International Auditing Co., Ltd.

Educational background : Master of Accountancy, Chulalongkorn University  
: Bachelor of Accountancy, Chulalongkorn University

### Training for Directorship Institute of Director (IOD)

- : Ethical Leadership Program (ELP) Batch 10/2017
- : Advanced Audit Committee Program (AACP) Batch 7/2017
- : R-DF-Director Forum (R-DF) Batch 1/2010
- : Audit Committee Program (ACP) Batch 36/2011
- : Director Certification Program (DCP) Batch 92/2007

### Other Trainings

- : Tax Law Certification Program Batch 1 Judicial Training Institute
- : Certified Professional Internal Auditors of Thailand Program (CPIAT) Batch 1  
The Institute of Internal Auditors of Thailand
- : Balanced Scorecard Program, School of Commerce and Accountancy Chulalongkorn University
- : Academic Seminar about "Money Laundering"
- : New Leader with Transparency and Anti-Corruption Program Batch 1/2561

### Current Title Listed Companies

3 Companies Independent Director / Audit Committee  
TEAM Consulting Engineering and Management Public Company Limited  
Independent Director / Audit Committee  
Global Power Synergy Public Company Limited  
Independent Director / Chairman of Audit Committee  
Khonburi Sugar Public Company Limited

### Other Organizations (Non-Listed Companies)

10 Organizations : Managing Director DIA International Auditing Co., Ltd.  
: Executive Director DIA Audit Co., Ltd.  
: Director 75 C P E Co., Ltd.  
: Committee for Accounting Professions Federation of Accounting Professions  
: Committee for Accounting Standard Federation of Accounting Professions  
: Academic Committee Alumni Association School of Commerce and Accountancy,  
Chulalongkorn University







บริษัท ทีวี ธีนเดอร์ จำกัด (มหาชน)

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- : Committee Foundation for Academic Development in Law, School of Law, Chulalongkorn University
- : Committee and Treasurer Foundation Yong Somjai Santiwattana
- : Director and Chairman of Audit Committee Thai Investor Association  
Director Yong Somjai Co., Ltd.

#### Work Experience During Past 5 Years

- 1988 – Present : Director Yong Somjai Co., Ltd.
- 1990 – Present : Director DIA Audit Co., Ltd
- 2002 – Present : Director 75 C P E Co., Ltd.
- 2005 – Present : Academic Committee Alumni Association School of Commerce and Accountancy, Chulalongkorn University
- 2010 – Present : Managing Director DIA International Auditing Co., Ltd.
- 2010 – Present : Independent Director / Chairman of Audit Committee Khonburi Sugar Public Company Limited
- 2012 – Present : Committee Foundation for Academic Development in Law, School of Law, Chulalongkorn University
- 2012 – Present : Committee and Treasurer Foundation Yong Somjai Santiwattana
- 2014 - 2017 : Committee for Auditing Standard Federation of Accounting Professions
- 2017 – Present : Committee for Accounting Professions Federation of Accounting Professions
- 2016 – 2018 : Independent Director / Audit Committee Thai Oil Public Company Limited
- 2017 – ปัจจุบัน : Independent Director / Audit Committee  
TEAM Consulting Engineering and Management Public Company Limited
- 2017 – Present : Committee for Accounting Professions Federation of Accounting Professions
- 2017 – Present : Director and Chairman of Audit Committee Thai Investor Association
- 2018 – Present : Independent Director / Audit Committee  
Global Power Synergy Public Company Limited

#### Profile of Auditor

**Name-Surname** Miss Somjintana Pholhirunrat  
**Citizen I.D.** 3100800294738  
**Address** 316/32 Soi Sukhumvit 22, Sukhumvit Road, Khlong Toei,  
Khlong Toei, Bangkok 10110  
Tel. 02-2595300  
Fax 02-2601553, 02-2598959 และ 02-2598956  
Email Address : Somjintana@diaaudit.com



#### Education

**Bachelor's Degree** :- Bachelor of Accountancy Ramkhamhaeng University  
Bachelor of Business Administration Sukhothai Thammathirat Open University  
**Master's Degree** :- Master of Accountancy Chulalongkorn University  
**Others** :- Certified Public Accountant (Thailand) No. 5599  
Approved by the Office of SEC

#### Work Experience

Year	Company	Title
2011 - Present	DIA International Auditing Co., Ltd.	Partner
1996 - 2011	DIA Audit Co., Ltd.	Manager of Audit Department
1989 - 1996	Plan Publishing Co., Ltd.	Manager of Accounting Department

#### Auditor for listed companies and other companies

Saha Pathanapibul Public Company Limited  
UAC Global Public Company Limited  
Saha Pathana Inter Holding Public Company Limited  
Eastern Commercial Leasing Public Company Limited  
United Paper Public Company Limited

#### Liquidator (working with liquidator team appointed by Ministry of Finance

Nava Factoring Co., Ltd.  
L.P.N. Credit Foncier Co.,Ltd.  
Ocean Finance Co., Ltd.

## Profile of Auditor



1. Name-Surname Mr. Joompoth Pritanankorn

2. Academic Title

Advisor in Accounting and Auditing DIA International Auditing Co., Ltd.

Certified Public Accountant (Thailand) No. 7645

The auditor approved by the Office of Securities and Exchange Commission (SEC)

3. Administrative Title Partner Auditing Department, DIA International Auditing. Co., Ltd.

4. Education

Education Level	Degree	Major	Institute	Graduation
Master's Degree	Master of Accountancy	Accounting	Thammasat University	2004
Bachelor's Degree	Bachelor of Accountancy	Accounting	Thammasat University	2001
Doctoral Degree				
Others				

5. Address

work 316/32 Soi Sukhumvit 22, Sukhumvit Road, Khlong Toei,  
Khlong Toei, Bangkok 10110 Tel. 085-5544776 , 02-332-5126 ext. 116

Home 406/135 On Nut Rd, Suan Luang, Suan Luang, Bangkok 10250

6. Academic Works

### Works with Federations of Accounting Professions

- Co-reviewing the interpretation of the financial reporting standard for small and medium business (TFRS for SMEs)

- Co-interpreting the account standard no. 15 Operating Lease Agreement and Incentives

- Co-interpreting the account standard no. 27 Evaluation the contents of lease agreement made in accordance with the law

- Co-interpreting the accounting standard no. 32 Intangible Assets – Costing of Website

### Works with Educational institutions

- Co-writing the textbook and lecturing for the subject “Advance Audit and Internal Audit” Code 32444, Sukhothai Thammathirat Open University

7. Work Experience

### Academic

- Lecturer for Accounting and Audit for D.I.A. International Auditing Co., Ltd.

- Lecturer for Accounting and Audit for Federation of Accounting Professions in the following topics.

- Preparing the Statement of Cash Flow

- Thai Financial Reporting Standard for Small and Medium Enterprises (TFRS for

SMEs)

- Thai Standard on Quality Control No. 1(TSQC1)

etc.

- Lecturer for Accounting for private companies in the following topics

- Financial statement analysis for business under TFRS for NPAEs

- Accounting Standard No. 12 Income Tax

- Preparing Consolidated Financial Statement

- Lecturer for Auditing to interest persons in the following topics.

- Accounting Standard revised in the year 2012 (all)

- How to write the Auditor's Report

#### Professional Experience

2000	Internship	Price Waterhouse Cooper
2001 – 2005	Senior Assistant Auditor	Ernst & Young
2005 – 2010	Audit Manager	Deloitte Touche Tohmatsu Jaiyos
2010 – 2011	Budgeting Manager	Thai Namthip Co., Ltd.
2011 - Present	Partner Auditing	DIA International Audit Co., Ltd.
2011 - 2015	Subcommittee on Technical Accounting Standards	Federation of Accounting Profession
2015 - 2016	Working Committee on Thai Financial Reporting Standard for Small and Medium Enterprises	

Attachment No. 6

Information of the independent director whom the Company has proposed as the proxy

**1. Assoc.Prof.Dr. Montri Socratyanurak**

Age 62 years old

Nationality Thai

- Title
- Independent Director
  - Chairman of the Board of Directors
  - Chairman of Audit Committee
  - Chairman of Nomination and Remuneration Committee



Date appointed as Director

December 3, 2014 (The length of period in the office until April 2019 is 6 years)

Address

29/37 Ladprao 23, Chankasem, Chatuchak, Bangkok 10900

Education

- Ph.D. in Economics University of Minnesota, U.S.A. (Government Scholarship)
- Master in Economics University of Minnesota, U.S.A. (Government Scholarship)
- Master in Economic Development National Institute of Development Administration (NIDA)
- Bachelor in Economics Thammasat University

Training for Directorship

Certification of Director Accreditation Program (DAP) Batch 69/2008 from Institute of Director (IOD)

Specialization

- Economic Development and Investment
- Corporate Governance
- Finance and Banking

Titles in Other Listed Companies (4 Companies)

- 2016 – Present Chairman Thai Plastic Industrial (1994) PCL
- 2015 – Present Independent Director / Chairman of Audit Committee Megachem (Thailand) PCL
- 2012 – Present Independent Director / Chairman of Audit Committee East Coast Furnitech PCL



บริษัท ทีวี ธันเดอร์ จำกัด (มหาชน)

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- 2011 - Present Independent Director / Audit Committee Union Auction PCL)

#### **Titles in Other Companies with Potential Conflict of Interest**

None

#### **The attendance of meeting in previous year**

- Attendance of the Board of Directors Meeting 5/5 (100%)
- Attendance of Audit Committee Meeting 4/4 (100%)
- Attendance of Audit Nomination and Remuneration Committee Meeting 1/1 (100%)

#### **Any interest in the agenda in this meeting**

None

Information of the independent director whom the Company has proposed as the proxy

**2. Mr. Sudhitham Chirathivat**

**Age** 71 years old

**Nationality** Thai

- Title**
- Independent Director
  - Director
  - Audit Committee
  - Chairman of Risk Management Committee
  - Nomination and Remuneration Committee



**Date appointed as Director**

December 3, 2014 (The length of period in the office until April 2019 is 6 years)

**Address**

999/9 Rama 1 Road, Pathumwan, Pathumwan, Bangkok 10330

**Education**

- Master of Business Administration (Operations Research), Lona University, U.S.A
- Bachelor of Electrical Engineering, University of Mayryland (College Park, Maryland), U.S.A.

**Training for Directorship**

Director Certification Program (DCP) Batch 37/2003  
from Institute of Director (IOD)

**Titles in Other Listed Companies (4 Companies)**

- Present Director Robinson Department Store Public Company Limited
- Present Director Central Pattana Public Company Limited
- Present Director Central Plaza Hotel Public Company Limited
- Present Chairman of the Board of Director / Independent Director Jasmine International Public Company Limited

**Titles in Other Non-Listed Companies (3 Companies)**

- Present Director Central Group Co., Ltd.
- Present Chairman of Executive Committee The Vintage Club Co., Ltd.
- Present Chairman Earthcare Co., Ltd.

**Work Experience During Past 5 years and/or Important Titles**

- 2009-2013 Chairman of Executive Board Central Group Co., Ltd.



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### Shareholding in the Company

None

### Interest in the Company, Parent Company, and Subsidiaries

Having interest in the agenda no. 5: To consider and approval of remuneration for directors for the year 2020

### Titles in Other Companies with Potential Conflict of Interest

None

### The attendance of meeting in previous year

- Attendance of the Board of Directors Meeting 5/5 (100%)
- Attendance of Audit Committee Meeting 4/4 (100%)
- Attendance of Audit Nomination and Remuneration Committee Meeting 1/1 (100%)
- Attendance of Risk Management Committee Meeting 1/1 (100%)

### Any interest in the agenda in this meeting

None



Information of the independent director whom the Company has proposed as the proxy

**3. Assoc.Prof.Dr. Gallayanee Parkatt**

Age 61 years old

Nationality Thai

- Title
- Independent Director
  - Director
  - Audit Committee
  - Chairman of Risk Management Committee



Date appointed as Director

December 3, 2014 (The length of period in the office until April 2019 is 6 years)

Address

318 Phahonyothin 28, Phahonyothin Road, Chatuchak, Bangkok 10900

Education

- Ph.D (Finance) RMIT University, Melbourne, Australia
- Master of Business Administration (Finance) National Institute of Development Administration (NIDA)
- Bachelor of Accounting University of the Thai Chamber of Commerce

Training for Directorship

Certification of Director Accreditation Program (DAP) Batch 99/2012 from Institute of Director (IOD)

Specialization

Accounting

Titles in Other Listed Companies

None

Titles in Other Non-Listed Companies

None

Work Experience During Past 5 years and/or Important Titles

- 2010 - Present Chairman of the Committee for Doctor of Philosophy in Business Administration, Sukhothai Thammathirat Open University
- 2013 – 2015 Vice Rector of Finance Sukhothai Thammathirat Open University

Shareholding

None

Interest in the Company, Parent Company, and Subsidiaries



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Having interest in the agenda no. 5: To consider and approval of  
remuneration for directors for the year 2020

**Titles in Other Companies with Potential Conflict of Interest**

None

**The attendance of meeting in previous year**

- Attendance of the Board of Directors Meeting 5/5 (100%)
- Attendance of Audit Committee Meeting 4/4 (100%)
- Attendance of Risk Management Committee Meeting 1/1 (100%)

**Any interest in the agenda in this meeting**

None



บริษัท ทีวี ธีนเดอร์ จำกัด (มหาชน)

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Attachment No. 7

Company Regulation about the Shareholders' Meeting

TV Thunder Public Company Limited

Section 5

Board of Directors

No. 18 The Board of Directors of the Company shall consist of no less than five (5) members. At least one-half of the directors shall reside within the Kingdom of Thailand. All directors shall have qualification according to the laws and regulations.

The directors of the Company may be not may not be shareholders of the Company.

No. 19 Directors of the Company shall be elected by the shareholders' meeting under the following terms and conditions:

- (1) Each shareholder shall have one vote per share.
- (2) Each shareholder may cast all his/her vote(s) according to (1) to elect one or several candidates as directors but could not allot the votes to any person at any number.
- (3) The candidates receiving the highest number of votes in the respective order of the votes shall be elected as directors at such time. In the event that a number of candidates receiving an equal number of votes for the last directorship exceed the number of directors the Company required or to be elected at such time, the Chairman of the meeting shall have a second or casting vote.

No. 20 At every Annual General Meeting of Shareholders, one-third of the directors shall retire from the office. If the number of directors is not a multiple of three, then the number of directors nearest to one-third (1/3) must retire from the office.

The retired directors shall be eligible for re-election.

The directors retiring in the first and the second years following the enlisting of the Company shall be drawn by lots. In the subsequent years, the directors who have been the longest in office shall retire.

No. 25 The directors of the Company shall earn the remuneration as approved by the shareholders' meeting. The remunerations may be in form of fixed remuneration or variable remuneration based on the specified criteria. The determined remuneration can be effective for each time or until the shareholders' meeting has the resolution to change it. Moreover, the directors have the rights to get allowance and welfare according to the order of the Company.

The first paragraph will not affect the rights of directors who are appointed from staffs or employees of the Company in earning compensation and benefits as the staffs or employees of the Company.

## Section 6

### Shareholders' Meeting

No. 36 The Board of Directors must arrange the annual general meeting of shareholders within four (4) months from the end of the fiscal year.

Shareholders meeting other than the first paragraph so-called extraordinary meeting. The Board of Directors shall convene the extraordinary shareholders' meeting at any time deemed appropriate.

One or more shareholders holding shares of not less than ten (10) percent of the total number of outstanding shares may enter into a written request to the Board of Directors to call an extraordinary meeting at any time. The subject matter and reasons for requesting the meeting are clearly stated in the letter. 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.

In case the Board does not arrange a meeting within forty-five (45) days from the date of receipt of the letter from the shareholders, shareholders can gather with other shareholders to have number of shares required can call for meeting within forty-five (45) days from the expiration of the period specified in the preceding paragraph.

Such meeting shall be deemed to be a shareholders' meeting convened by the Board of Directors. The Company shall be responsible for the necessary expenses incurred from arranging meetings and providing reasonable accommodations. If the number of shareholders attending the meeting does not meet the required quorum, all shareholders who request for the meeting at that time shall be jointly liable for the expenses incurred from the arranging of such meeting.

No. 37 The Board of Directors shall summon a Shareholders' Meeting by sending a notice to the shareholders at least seven (7) days before the date of the meeting. The notice shall specify the venue, date, time and agenda of the meeting and the subject matter to be submitted to the meeting together with appropriate details – specify clearly agenda that to acknowledge, or to approve, or to consider and also include the opinion of the Board of Directors. Such notice shall be published in a newspaper not less than three (3) consecutive days for at least three (3) days in advance of the date of the meeting date.

The venue for the meeting may be in the province where the Company's head office is located, or any place decided by the Board of Directors.

38. The quorum of a Shareholders' Meeting shall be either not less than twenty-five (25) shareholders or proxies (if any) presented, or not less than half of the total number of shareholders, and the total number of shares altogether should not less than one-third (1/3) of the total number of outstanding shares.

When one (1) hour has elapsed from the appropriated time fixed for any Shareholders' Meeting and the number of shareholders presenting at the meeting does not constitute a quorum as specified in the first paragraph, if such meeting is a Shareholders' Meeting convened because of a request from shareholders, it shall be extinguished. If it is not convened because of a request from shareholders, it shall be re-convened by sending notice to shareholders at least seven (7) days prior to the meeting. At this later meeting, a quorum as prescribed is not compulsory.

39. The Chairman of the Board of Directors is the Chairman in the Shareholders' Meeting. If the Chairman of the Board of Directors cannot attend the meeting, the Vice Chairman of the Board of Directors will be the Chairman of the meeting. If there is no Vice Chairman or Vice Chairman is not in the meeting or cannot act such duty, the meeting shall select any shareholder as the Chairman of the meeting.

40. The resolution of a Shareholders' Meeting should be form one share equaling one vote. The shareholders who have interest in any issue shall not vote for such issues. The election of directors and resolution of shareholders' meeting require the following votes:

(1) In an ordinary case, it shall be adopted by a simple majority vote of the shareholders who attend the meeting and cast the vote. In case of equality of votes, the Chairman of the meeting shall have an additional casting vote.

(2) In the following cases, it shall be adopted by the votes of not less than three-fourths of the total votes of the shareholders who attend the meeting and have the right to vote:

(a) Sale or transfer of the whole or a material part of the Company's business to others;

(b) Purchase or acceptance of transfer of other entity or private company to the Company.

(c) Execution, amendment or termination of contracts concerning the Company's all or partial leasing businesses, as well as assignment of other persons to operate the Company's business, or have a joint-venture with other persons with the objective of profit and loss sharing,

(d) Modification of Memorandum of Association or Company Regulation

(e) Capital increase or decrease of the Company

(f) Liquidation of the Company

(g) Issuance of bond of the Company

(h) Merger with other companies.

41. The agendas which an Annual General Meeting of Shareholders shall require are as follows:

- (1) To consider the declaration of the past operational results.
- (2) To consider and approve the Company's Balance Sheet and Profit and Loss Statement.
- (3) To approve the appropriation of the profit and dividend payment.
- (4) To approve the appointment of a new director in replacement to a director who are due to retire by rotation.
- (5) To approve the appointment of the Company's auditor.
- (6) To consider other issues.

Attachment No. 8

**Details of Amendment of Company's Regulation**

Clause	Existing clause	New clause
27.	<p>At a meeting of the board of directors whether through physically attend or Electronic conferencing, the presence of not less than one half of the total number of directors is required to constitute a quorum. The Chairman shall be the chairman of the meeting. In the case where the chairman of the board is not present at the meeting or is unable to perform the duty, a vice chairman, if any, shall preside over the meeting. If there is no vice chairman or there is a vice chairman but the vice chairman is unable to perform the duty, the directors present at the meeting shall elect one amongst themselves to preside over the meeting.</p> <p>In case the board of directors' meeting be held through electronic media unless the clause under paragraph one, all of the conference attendees shall have their presence in the Kingdom of Thailand and</p> <p>at least one third of the quorum shall physically attend the conference at the same conference venue. The electronic conferencing shall be conducted by the determination of the standards for electronic conferencing security through making audio or audio and video recording in electronic data format, as the case</p>	<p>At a meeting of the board of directors whether through physically attend or Electronic conferencing, the presence of not less than one half of the total number of directors is required to constitute a quorum. The Chairman shall be the chairman of the meeting. In the case where the chairman of the board is not present at the meeting or is unable to perform the duty, a vice chairman, if any, shall preside over the meeting. If there is no vice chairman or there is a vice chairman but the vice chairman is unable to perform the duty, the directors present at the meeting shall elect one amongst themselves to preside over the meeting.</p> <p>In case the board of directors' meeting be held through electronic media such meeting shall be proceeded in accordance with the criteria and methods specified by law.</p> <p>A decision of a meeting shall be made by a majority of votes. In casting votes, each director shall have one vote, provided that any director who has any interest in a particular matter may not vote on such matter. In the case of an equality of votes, the person presiding over the meeting shall have an additional vote as a casting vote.</p>

Clause	Existing clause	New clause
	<p>may be, of every conference attendee throughout the conference period as well as the traffic data occurred in such recording. The electronic conference control system must be conducted in accordance with the standards for electronic conferencing security imposed by the Ministry of Information and Communication Technology B.E. 2557 (2014) and the amendment.</p> <p>A decision of a meeting shall be made by a majority of votes. In casting votes, each director shall have one vote, provided that any director who has any interest in a particular matter may not vote on such matter. In the case of an equality of votes, the person presiding over the meeting shall have an additional vote as a casting vote.</p>	



Attachment No. 9

Documentary evidences required to attend the Meeting

1. The shareholder who is ordinary person.
  - 1.1 If the shareholder will attend the meeting, the required document is any evidence with attached photo issued by government agencies and is unexpired e.g. citizen I.D. card, driving license, or passport.
  - 1.2 If the shareholder appoints the proxy holder to attend the meeting, the required documents are as follows.
    - (a) The proxy form enclosed with the meeting invitation that is completed filled and signed by proxy grantor and proxy holder.
    - (b) The photocopy of the evidence issued by government agencies of shareholders according to the details in no. 1.1 and certified as true copy by the proxy grantor.
    - (c) The evidence issued by government agencies of proxy holder according to the details in no. 1.1.
2. The shareholder who is juristic person.
  - 2.1 If the representative of shareholder attends the meeting
    - (a) The evidence issued by government agencies of the representative according to the details in no. 1.1.
    - (b) The photocopy of the juristic person certificate of the shareholder certified as true copy by the representative of the juristic person with the sentence showing that the representative who attends the meeting has authority to act for the shareholder who is the juristic person.
  - 2.2 If the shareholder appoints the proxy holder to attend the meeting
    - (a) The proxy form enclosed with the meeting invitation that is completed filled and signed by proxy grantor and proxy holder
    - (b) The photocopy of the juristic person certificate of the shareholder certified as true copy by the representative of the juristic person with the sentence showing that the representative who signed the proxy form has authority to act for the shareholder who is the juristic person.
    - (c) The evidence issued by government agencies of proxy holder according to the details in no. 1.1.
3. The shareholder who is non-Thai person or a juristic person established based on the law of other countries. The contents in no. 1 and no. 2 can be applied to the shareholder who is non-

Thai person or a juristic person established based on the law of other countries with the following conditions.

- (a) The juristic person certificate can be the document issued by government agencies of the country that the juristic person is located or by the officer of the juristic person. The details include the name of juristic person, the authorized persons and terms and conditions of authority, and the head office location.
- (b) The documents in other languages beside Thai or English must be attached with the translation in Thai or English and the representative of the juristic person has certified the correctness of translation.



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Attachment No. 10

Proxy Form A (Simple Form)
At the back of the notification of the Department of Business Development
about Proxy Form (No. 5), B.E. 2007

Written at .....

Day..... Month..... Year.....

I/We ..... Nationality.....

Residing at No..... Road..... Sub-district..... District
Province..... Postal Code.....

who is a shareholder of TV Thunder Public Company Limited

and holding a total number of..... shares, with voting rights of..... votes, which comprise
ordinary shares of..... shares, with voting rights of..... votes
preferred shares of..... shares, with voting rights of..... votes

do hereby appoint only one of the following persons :

(1) ..... Age..... years old

Residing at No..... Road..... Sub-district.....
District..... Province..... Postal Code.....

or Independent Director

(2) Assco.Prof.Dr. Montree Socratyanurak Age 62 years old

Residing at No. 29/37 Soi Lardprao 23 Road Lardprao Sub-district Chan Kasem
District Chatuchak Province Bangkok Postal Code 10900

(3) Mr. Sudhitham Chirathivat Age 71 years old

Residing at No. 999 Road Rama I Sub-district Pathumwan
District Pathumwan Province Bangkok Postal Code 10330

(4) Assco.Prof.Dr.Gallayanee Parkatt Age 61 years old

Residing at No. 318 Road Phahonyothin Sub-district Chan Kasem
District Chatuchak Province Bangkok Postal Code 10900

as my/our proxy holder to attend and vote on my/our behalf at 2020 Annual General Meeting of Shareholders held on
June 30, 2020 at 14.00 hrs. Thunder Studio (Town in Town), 429 Soi Phraya Prasert School, Plubpla, Wangthonglang,
Bangkok 10310 or at any adjournment thereof.

Signed..... Shareholder
(.....)

Signed..... Proxy Holder
(.....)

Signed..... Proxy Holder
(.....)

Signed..... Proxy Holder
(.....)

Remarks:

-The shareholder shall appoint only one proxy holder to attend and vote at the meeting and shall not allocate the number
of shares to several proxy holders to vote separately.



บริษัท ทีวี ธีนเดอร์ จำกัด (มหาชน)

ทะเบียนนิติบุคคลเลขที่ 0107557000446

1213/309-310 ซอยลาดพร้าว 94(ปฎิบัติ) ถนนศรีวิภา แขวงพลับพลา เขตวังทองหลาง กรุงเทพฯ 10310

TEL : +66(0) 2-5590022 FAX : +66(0) 2-5593609

**Form B (Form specified the details of voting in each agenda)**

Written at .....

Day..... Month..... Year.....

(1) I/We ..... Nationality .....

Residing at No..... Road..... Sub-district.....

District..... Province..... Postal Code.....

(2) who is a shareholder of **TV Thunder Public Company Limited** .....

and holding a total number of ..... shares, with voting rights of ..... votes, which comprise

ordinary shares of ..... shares, with voting rights of ..... votes

preferred shares of ..... shares, with voting rights of ..... votes

(3) do hereby appoint only one of the following persons :

(3) ..... Age..... years old

Residing at No..... Road..... Sub-district.....

District..... Province..... Postal Code.....

or Independent Director

(4) ..... Assco.Prof.Dr. Montree Socratyanurak ..... Age..... 62 ..... years old

Residing at No..... 29/37 Soi Lardprao 23 Road Lardprao Sub-district Chan Kasem .....

District Chatuchak Province Bangkok Postal Code 10900 .....

(3) ..... Mr. Sudhitham Chirathivat ..... Age..... 71 ..... years old

Residing at No..... 999 ..... Road Rama I Sub-district Pathumwan .....

District Pathumwan Province Bangkok Postal Code 10330 .....

(4) ..... Assco.Prof.Dr.Gallayanee Parkatt ..... Age..... 61 ..... years old

Residing at No..... 318 ..... Road Phahonyothin Sub-district Chan Kasem .....

District Chatuchak Province Bangkok Postal Code 10900 .....

as my/our proxy holder to attend and vote on my/our behalf at 2020 Annual General Meeting of Shareholders held on June 30, 2020 at 14.00 hrs. Thunder Studio (Town in Town), 4 29 Soi Phraya Prasert School, Plubpla, Wangthonglang, Bangkok 10310 or at any adjournment thereof.

(4) I/We authorize my/our proxy holder to cast votes on my/our behalf at the meeting in the following manner:

Agenda No. 1: To consider and certify the minutes of 2019 Annual General Meeting of Shareholder.

- (a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate
- (b) The proxy holder shall cast votes in accordance with the following instructions:
- Approve  Disapprove  Abstain

Agenda No. 2: To acknowledge the report on the Company's operating results as at past year.

- (a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate
- (b) The proxy holder shall cast votes in accordance with the following instructions:
- Approve  Disapprove  Abstain

Agenda No. 3: To consider and approve the Statement of Financial Position, the Statement of Comprehensive Income and the Auditor's Report for the Year 2019 as of December 31, 2019.

- (a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate
- (b) The proxy holder shall cast votes in accordance with the following instructions:
- Approve  Disapprove  Abstain

Agenda No. 4: To consider and approve for appropriation of net profit for the year 2019 as the legal reserve and omission of dividend payment.

- (a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate
- (b) The proxy holder shall cast votes in accordance with the following instructions:
- Approve  Disapprove  Abstain

Agenda No. 5: To consider and elect directors to replace the directors whose term of office has been completed.

- (a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate



บริษัท ทีวี ธีนเดอร์ จำกัด (มหาชน)

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(b) The proxy holder shall cast votes in accordance with the following instructions:

Re-election of directors whose term of office has completed

Elect each director individually

5.1 Assco.Prof.Dr.Gallayanee Parkatt

Approve

Disapprove

Abstain

Elect each director individually

5.2 Mr. Sudhitham Chirathivat

Approve

Disapprove

Abstain

Agenda No. 6 : To consider and approve the remuneration for directors for the year 2020.

(a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate

(b) The proxy holder shall cast votes in accordance with the following instructions:

Approve

Disapprove

Abstain

Agenda No. 7 : To consider and appoint the Company's auditors and determine audit fee in 2020.

(a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate

(b) The proxy holder shall cast votes in accordance with the following instructions:

Approve

Disapprove

Abstain

Agenda No. 8 : To consider and approve the amendment of the Company's Articles of Association.

(a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate

(b) The proxy holder shall cast votes in accordance with the following instructions:

Approve

Disapprove

Abstain

Agenda No. 9 To consider other issues. (if any)

(a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate

(b) The proxy holder shall cast votes in accordance with the following instructions:

Approve

Disapprove

Abstain

(5) Any votes casted by the proxy holder in any agenda which are not in accordance with the instructions in this Proxy shall be void and not be considered as my/our votes.

(6) Where I/we have not indicated my/our instructions or have not clearly specified my/our instructions, or where the meeting has considered, or passed a resolution on any matter other than those specified above, including but not limited to any amendment or supplement of information provided, the proxy holder may cast votes as he/she deems appropriate.

Any and all acts performed by the proxy holder at the meeting, except those which are not in accordance with my/our instructions in this Proxy, shall be deemed as my/our own acts in all respects.

Signed \_\_\_\_\_  
(\_\_\_\_\_)

Shareholder

Signed \_\_\_\_\_  
(\_\_\_\_\_)

Proxy Holder

Signed \_\_\_\_\_  
(\_\_\_\_\_)

Proxy Holder

Signed \_\_\_\_\_  
(\_\_\_\_\_)

Proxy Holder

Remarks:

1.The shareholder shall appoint only one proxy holder to attend and vote at the meeting and shall not allocate the number of shares to several proxy holders to vote separately.

2. With regard to the election of director(s), approval may be given in respect of all nominated persons as a group or for each nominated person individually

3. Where there occurs any agenda for the meeting's consideration other than those specified above, such additional agenda and additional instructions may be specified in the Annex to the Proxy Form attached hereto.



บริษัท ทีวี ธีนเดอร์ จำกัด (มหาชน)

ทะเบียนนิติบุคคลเลขที่ 0107557000446

1213/309-310 ซอยลาดพร้าว 94(ปัญจมิตร) ถนนศรีวิภา แขวงพลับพลา เขตวังทองหลาง กรุงเทพฯ 10310

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**Annex to the Proxy Form B**

Appointment of proxy holder by the shareholder of TV Thunder Public Company Limited  
in the Annual General Meeting of Shareholders 2020 held on June 30, 2020 at 14.00 hrs. at Thunder Studio (Town in  
Town), 429 Soi Phraya Prasert School, Plubpla, Wangthonglang, Bangkok 10310 or at any adjournment thereof

Agenda..... Title.....

- (a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate
- (b) The proxy holder shall cast votes in accordance with the following instructions:
  - Approve                       Disapprove                       Abstain

Agenda..... Title.....

- (a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate
- (b) The proxy holder shall cast votes in accordance with the following instructions:
  - Approve                       Disapprove                       Abstain

Agenda..... Title.....

- (a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate
- (b) The proxy holder shall cast votes in accordance with the following instructions:
  - Approve                       Disapprove                       Abstain

Agenda..... Title.....

- (a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate
- (b) The proxy holder shall cast votes in accordance with the following instructions:
  - Approve                       Disapprove                       Abstain



บริษัท ทีวี ธีนเดอร์ จำกัด (มหาชน)

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### Proxy Form C

(Used for foreign investors who appointed custodian in Thailand to take care shares  
At the back of the notification of the Department of Business Development  
about Proxy Form (No. 5), B.E. 2007

Written at .....

Day..... Month..... Year.....

(1)I/We ..... Nationality.....

Residing at No..... Road..... Sub-district..... District.....

Province..... Postal Code.....

acting as custodian for.....

who is a shareholder of **TV Thunder Public Company Limited**.....

holding a total number of ..... shares, with voting rights of ..... votes, which comprise Ordinary share  
shares, with voting rights of ..... votes

Preferred share..... shares, with voting rights of ..... votes

(2) do hereby appoint only one of the following persons :

(1) ..... Age..... years old

Residing at No..... Road..... Sub-district..... District.....

Province..... Postal Code.....

or Independent Director

(2) Assco.Prof.Dr. Montree Socratyanurak..... Age..... 62..... years old

Residing at No..... 29/37 Soi Lardprao 23..... Road..... Lardprao..... Sub-district..... Chan Kasem.....

District..... Chatuchak..... Province..... Bangkok..... Postal Code..... 10900.....

(3) Mr. Sudhitham Chirathivat..... Age..... 71..... years old

Residing at No..... 999..... Road..... Rama I..... Sub-district..... Pathumwan.....

District..... Pathumwan..... Province..... Bangkok..... Postal Code..... 10330.....

(4) Assco.Prof.Dr.Gallayanee Parkatt..... Age..... 61..... years old

Residing at No..... 318..... Road..... Phahonyothin..... Sub-district..... Chan Kasem.....

District..... Chatuchak..... Province..... Bangkok..... Postal Code..... 10900.....

as my/our proxy holder to attend and vote on my/our behalf at 2020 Annual General Meeting of Shareholders held on  
June 30, 2020 at 14.00 hrs. Thunder Studio (Town in Town), 429 Soi Phraya Prasert School, Plubpla, Wangthonglang,  
Bangkok 10310 or at any adjournment thereof.

(3)I/We authorize my/our proxy holder to cast votes on my/our behalf at the meeting as follows.

For all shares that I hold and am eligible to vote

For a part of my shares as

Ordinary shares..... shares that can be votes for ..... votes

(4)I/We authorize my/our proxy holder to cast votes on my/our behalf at the meeting in the following manner:

Agenda No. 1: To consider and certify the minutes of 2019 Annual General Meeting of Shareholder.

(a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate

(b) The proxy holder shall cast votes in accordance with the following instructions:

Approve

Disapprove

Abstain

Agenda No. 2: To acknowledge the report on the Company's operating results as at past year.

(a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate

(b) The proxy holder shall cast votes in accordance with the following instructions:

Approve

Disapprove

Abstain

Agenda No. 3: To consider and approve the Statement of Financial Position, the Statement of Comprehensive Income  
and the Auditor's Report for the Year 2019 as of December 31, 2019.

(a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate

(b) The proxy holder shall cast votes in accordance with the following instructions:

Approve

Disapprove

Abstain



บริษัท ทีวี ธีนเดอร์ จำกัด (มหาชน)

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Agenda No. 4: To consider and approve for appropriation of net profit for the year 2019 as the legal reserve and omission of dividend payment.

- (a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate  
 (b) The proxy holder shall cast votes in accordance with the following instructions:  
 Approve                       Disapprove                       Abstain

Agenda No. 5: To consider and elect directors to replace the directors whose term of office has been completed.

- (a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate  
 (b) The proxy holder shall cast votes in accordance with the following instructions:  
 Re-election of directors whose term of office has completed  
 Elect each director individually  
5.1 Assco.Prof.Dr.Gallayanee Parkatt  
 Approve                       Disapprove                       Abstain  
 Elect each director individually  
5.2 Mr. Sudhitham Chirathivat  
 Approve                       Disapprove                       Abstain

Agenda No. 6 : To consider and approve the remuneration for directors for the year 2020.

- (a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate  
 (b) The proxy holder shall cast votes in accordance with the following instructions:  
 Approve                       Disapprove                       Abstain

Agenda No. 7 : To consider and appoint the Company's auditors and determine audit fee in 2020.

- (a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate  
 (b) The proxy holder shall cast votes in accordance with the following instructions:  
 Approve                       Disapprove                       Abstain

Agenda No. 8 : To consider and approve the amendment of the Company's Articles of Association.

- (a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate  
 (b) The proxy holder shall cast votes in accordance with the following instructions:  
 Approve                       Disapprove                       Abstain

Agenda No. 9 To consider other issues. (if any)

- (a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate  
 (b) The proxy holder shall cast votes in accordance with the following instructions:  
 Approve                       Disapprove                       Abstain

(5) Any votes casted by the proxy holder in any agenda which are not in accordance with the instructions in this Proxy shall be void and not be considered as my/our votes.

(6) Where I/we have not indicated my/our instructions or have not clearly specified my/our instructions, or where the meeting has considered, or passed a resolution on any matter other than those specified above, including but not limited to any amendment or supplement of information provided, the proxy holder may cast votes as he/she deems appropriate.

Any and all acts performed by the proxy holder at the meeting, except those which are not in accordance with my/our instructions in this Proxy, shall be deemed as my/our own acts in all respects.

Signed \_\_\_\_\_ Shareholder  
( \_\_\_\_\_ )  
Signed \_\_\_\_\_ Proxy Holder  
( \_\_\_\_\_ )  
Signed \_\_\_\_\_ Proxy Holder  
( \_\_\_\_\_ )  
Signed \_\_\_\_\_ Proxy Holder  
( \_\_\_\_\_ )

**Note**

1. This Proxy Form C shall be applicable only for the shareholders listed in the shares registration book as foreign investors who have appointed custodians in Thailand.
2. The following documents shall be attached to this Proxy Form:





บริษัท ทีวี ธีนเดอร์ จำกัด (มหาชน)

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- (1) Power of Attorney from the shareholder authorizing the custodian to sign the Proxy Form on behalf of the shareholder.
- (2) Letter certifying that the person signing the Proxy Form is licensed to engage in custodian business.
3. The shareholder shall appoint only one proxy holder to attend and vote at the meeting and shall not allocate the number of shares to several proxy holders to vote separately.
4. With regard to the election of director(s), approval may be given in respect of all nominated persons as a group or for each nominated person individually.
5. Where there occurs any agenda for the meeting's consideration other than those specified above, such additional agenda and additional instructions may be specified in the Annex to the Proxy Form C attached hereto.



บริษัท ทีวี ธีนเดอร์ จำกัด (มหาชน)

ทะเบียนนิติบุคคลเลขที่ 0107557000446

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### Annex to the Proxy Form C

in the Annual General Meeting of Shareholders 2020 held on June 30, 2020 at 14.00 hrs. at Thunder Studio (Town in Town), 429 Soi Phraya Prasert School, Plubpla, Wangthonglang, Bangkok 10310 or at any adjournment thereof

Agenda ..... Title .....

(a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate

(b) The proxy holder shall cast votes in accordance with the following instructions:

Approve ..... votes  Disapprove ..... votes  Abstain ..... votes

Agenda ..... Title .....

(a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate

(b) The proxy holder shall cast votes in accordance with the following instructions:

Approve ..... votes  Disapprove ..... votes  Abstain ..... votes

Agenda ..... Title .....

(a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate

(b) The proxy holder shall cast votes in accordance with the following instructions:

Approve ..... votes  Disapprove ..... votes  Abstain ..... votes

Agenda ..... Title .....

(a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate

(b) The proxy holder shall cast votes in accordance with the following instructions:

Approve ..... votes  Disapprove ..... votes  Abstain ..... votes

Agenda ..... Title Election of Directors (Cont'd)

Name of Director.....

Approve  Disapprove  Abstain

Name of Director.....

Approve  Disapprove  Abstain

Name of Director.....

Approve  Disapprove  Abstain

Name of Director.....

Approve  Disapprove  Abstain

Name of Director.....

Approve  Disapprove  Abstain

Attachment No. 11

Location Map for 2020 Annual General Meeting of Shareholders

TV Thunder Public Company Limited

At Thunder Studio (Town in Town)

429 Soi Phraya Prasert School, Plubpla

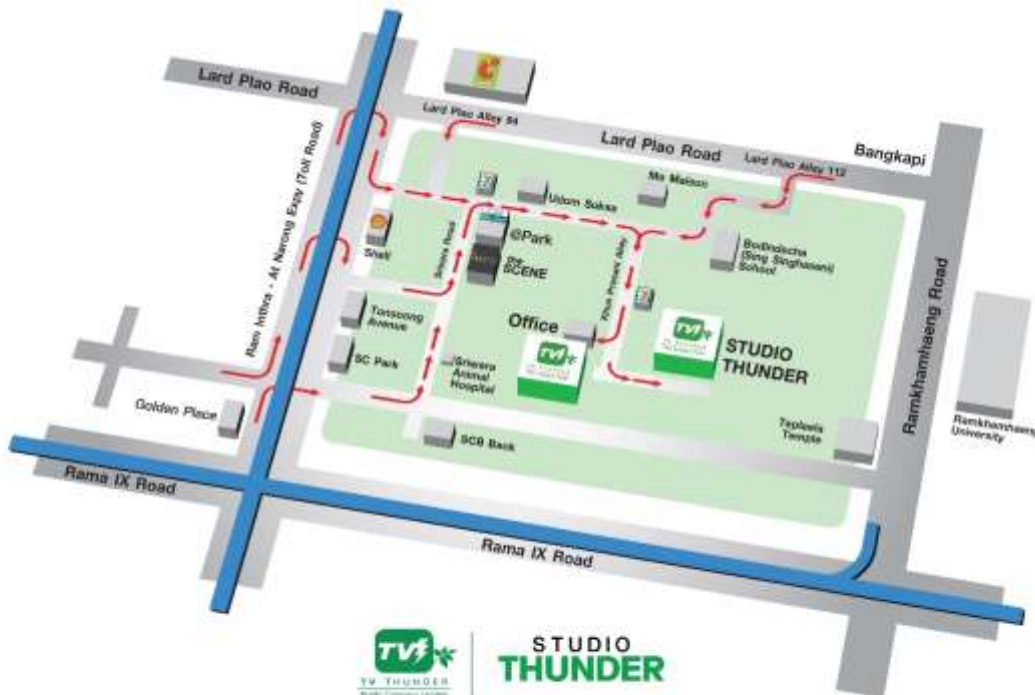
Wang Thonglang, Bangkok 10310

Tel. 02-559-0022

Buses passing through Ladprao Road (Lad Prao 94 Bus Stop)

No. 8,27,44,96,145,502,92,172,122,126

To facilitate the shareholders attending the meeting, the Company arranged for the shuttle van to attend the meeting at the front of Soi Ladprao 98/1, to the Thunder Studio during 12.00 , 13.00 ,the last round is 13.30 hrs.)



TV Thunder Public Company Limited

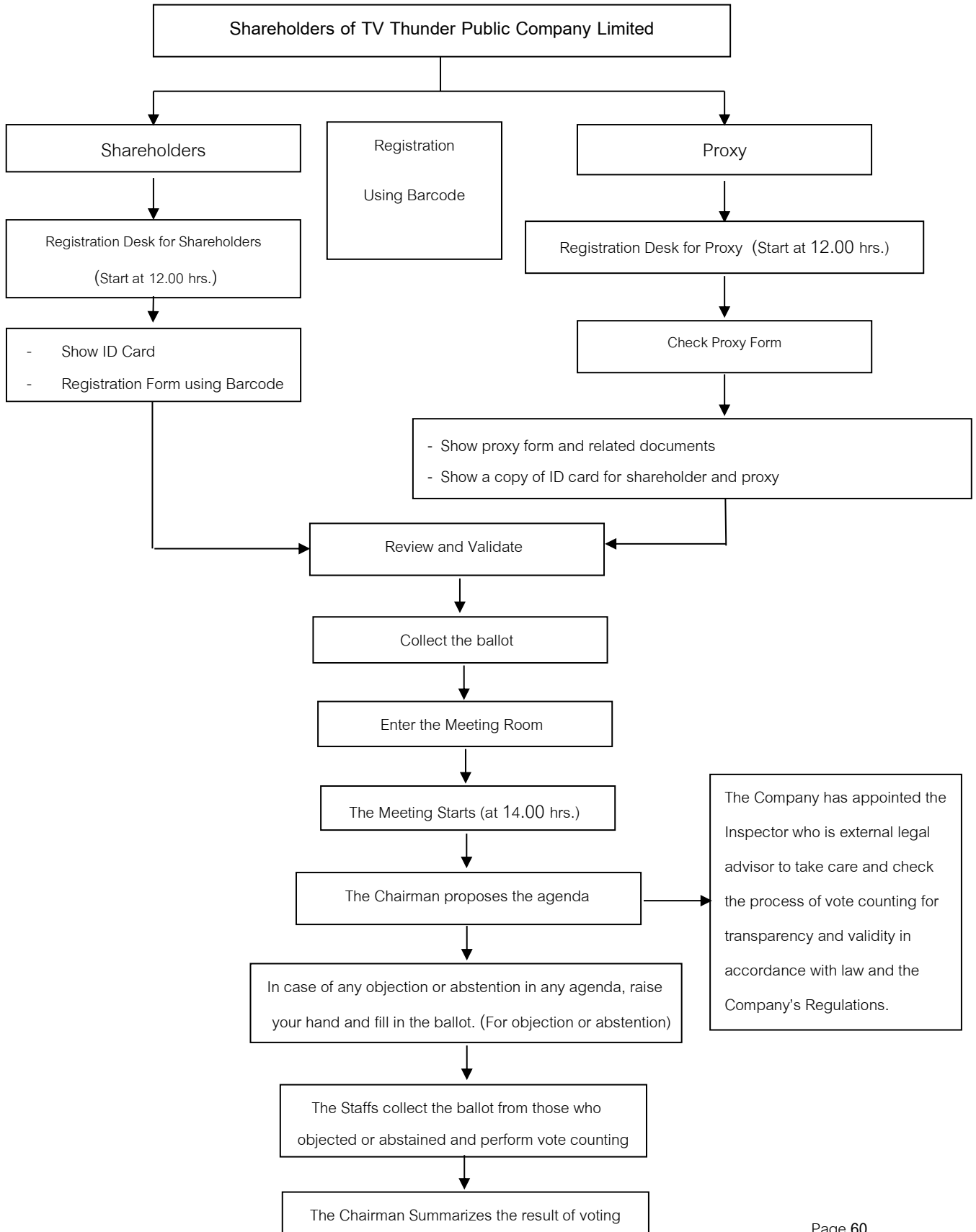
1213/309 - 10 Soi Ladprao 94 (Panjamit) Srivara Road, Phlapphla, Wangthonglang Bangkok 10310

Tel : 0-2559-0022

Attachment No. 12

Procedure for attending the AGM 2020 of TV Thunder Public Company Limited

June 30, 2020 at 14.00 hrs.



Attachment No. 13

Guide on using QR Code to download the annual report 2019

The Stock Exchange of Thailand by Thailand Securities Depository Co., Ltd. as the registrar has developed the system for the listed companies to submit the document for shareholders' meeting and annual report in electronic format in form of QR Code so that shareholders can access information quickly and conveniently

Shareholders can download information using QR Code (as in the Attachment No. 2) as follows.

For iOS (iOS 11 and above)

1. Open camera from mobile phone.
2. Scan (Turn camera toward) QR Code.
3. The screen will show the notification at the top, then click on that notification to see more information about the meeting.

Note If there is no notification on the screen, you can scan QR code from other applications e.g. QR CODE READER, Facebook, Line, etc.

For Android

1. Open the application QR Code READER , Facebook or Line

The procedure to scan QR code via Line

- ▶ Open the application "Line" and choose "add friend"
- ▶ Choose QR Code
- ▶ Scan

QR Code

2. Scan QR Code to see more information about the meeting.



บริษัท ทีวี ธีนเดอร์ จำกัด (มหาชน)

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Attachment No. 14

**Guidelines and Measures to Prevent the Spread of Coronavirus Disease (COVID-19)  
for the 2020 Annual General Meeting of Shareholders of TV Thunder Public Company Limited**

TV Thunder Public Company Limited is aware and very concerned about the spread of coronavirus 2019 (COVID-19). To prevent the spread and take care of the health and safety of the attendees and staffs involved in organizing the meeting, the Company has established the guidelines and measures to prevent the spread of coronavirus disease (COVID-19) for the meeting in order to comply with regulation from the government and related agencies. The Company would like to inform the guidelines for attending the Annual General Meeting of Shareholders and please follow the guidelines strictly as follows.

**1. The Company would like to request for the cooperation from shareholders to consider appointing any independent directors as a proxy for attending the 2020 Annual General Meeting of Shareholders**

To prevent and reduce the spread of COVID-19 and for your hygiene, the Company would like to request for the cooperation from shareholders to consider appointing any independent director of the Company as a proxy to attend the meeting and cast the vote instead. The shareholder can submit the proxy forms with supporting documents in advance to the following address.

TV Thunder Public Company Limited

Office of Company Secretary

1213/309-310, Soi Lat Phrao 94 (Panjamit), Sriwara Road, Phlapphla, Wangthonglang, Bangkok  
10310

If any shareholders have questions in any agenda, such questions can be sent to the Company Secretary via email [secretary@tvthunder.co.th](mailto:secretary@tvthunder.co.th) during June 9 - 26, 2020. The Company will gather all questions to ask at the meeting and recorded in the minutes of the shareholders' meeting for further dissemination via the company website.

**2. In case that the shareholders would like to attend the meeting**

The Company would like to request shareholder to strictly follow the measures and guidelines for attending the Annual General Meeting of Shareholders of the Company in order to prevent and reduce the risk of spreading COVID-19 as follows.

2.1 The Company would like to request for the cooperation from shareholders to prepare the masks and wear the masks throughout the duration of the meeting.

2.2 **Screening.** The Company will set up the screening point in accordance to the guidelines of the Department of Disease Control in front of the meeting room. All attendees must fill in the information in "Questionnaire for Screening of COVID-19" provided by the staffs at the screening point. Moreover, all attendees must pass the body temperature measurement. If any attendees do not pass the screening,

the Company reserves the right to not allow such attendees to enter the meeting area in all cases. The

Company also request for the cooperation from attendees to strictly follow the instruction of staffs at the screening point (In case that the shareholders cannot attend the meeting, you can appoint the independent director as a proxy to attend the meeting instead).

2.3 **Checking in and Check out.** All attendees must check in and check out using QR Code (Thai Chana Platform) and/or fill in the record for check-in and check-out at the registration point. All attendees must also check out upon the exit of the meeting room for the purpose of tracking the attendees in the event that a COVID-19 is found.

The attendees who pass the screening and complete the check-in process will receive the sticker. **Please put on the sticker and wear the hygienic mask or the cloth mask all the time in the meeting area.** The Company will allow only shareholders and proxies who pass the screening and complete the check-in process to enter the meeting room. The followers will not be allowed to enter the meeting room.

### 3. Meeting

3.1 The company has prepared to reduce the congestion of shareholders in the meeting area by providing the space at the screening point, document checking, and registration points at least 2 meters, including maintaining a distance of 2 meters between people in the meeting area. The Company will arrange the seats in the meeting room with a space at least 2 meters. This will limit the number of seats that can accommodate approximately 30 shareholders. The Company will specify the seat number for the registered shareholders and the shareholders are requested to sit on specified seat number for the purpose of tracking the attendees in the event of a COVID-19 is found. If the seats are full, the Company would like to request the shareholders to appoint the independent director as a proxy to attend the meeting instead.

3.2 For good hygiene, the Company will not serve any food and beverages in the meeting area. There will be only bottled water provided in the meeting room

3.3 The Company would like to request the strict cooperation from all attendees to wear the hygienic mask or the cloth mask throughout the duration of the meeting. Moreover, all attendees should refrain from talking in the meeting and keep the distance between 1.5 – 2 meters from other attendees. The Company also request all staffs to behave like the attendees.



บริษัท ทีวี ธีนเดอร์ จำกัด (มหาชน)

ทะเบียนนิติบุคคลเลขที่ 0107557000446

1213/309-310 ซอยลาดพร้าว 94(ปัญจมิตร) ถนนศรีวิภา แขวงพลับพลา เขตวังทองหลาง กรุงเทพฯ 10310

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#### 4. Other Preparation

4.1 The Company has done cleaning of meeting area before the meeting, especially the equipment and on the surface touched by a large number of people.

4.2 The Company will prepare the handwashing point or alcohol gel sufficiently, especially in the common area e.g. meeting room, registration point, etc.

4.3 If the situation changes or there are additional requirements or measures from the government agencies about the shareholders' meeting, the company will inform shareholders via the information disclosure channel of the Stock Exchange of Thailand and on the Company's website

The Company apologizes for the inconvenience caused by the delay in screening and registration due to the process that is stricter than normal situation.

Office of Company Secretary  
Tel. 0-2559-0022 ext. 229 , 155