

March 2, 2018

Subject Notice of the 2018 Annual General Meeting of Shareholders

To Shareholders of TV Thunder Public Company Limited

Enclosure

1. Registration form
2. Copy of meeting minutes for the 2017 Annual General Meeting of Shareholders on April 25, 2017
3. Annual Report 2017 including the financial statement as of December 31, 2017 in CD-ROM format
4. Profile and information of nominated directors
5. Profile of auditors for the year 2017
6. Information of independent director whom the Company has proposed as the proxy for shareholders who cannot attend the meeting
7. Company's regulation about shareholder meeting
8. Information on revision of Company's regulation
9. Proxy form A, B, and C
10. Documentary evidences required for the right to attend Annual General Meeting
11. Registration procedure for the 2018 Annual General Meeting of Shareholders
12. Location map of meeting venue

The Board of Directors of TV Thunder Public Company Limited has resolved in its meeting to call the 2018 Annual General Meeting of Shareholders on April 27, 2018 at 10.00 hrs. at Thunder Studio (Town in Town), 429 Soi Phraya Prasert School, Plubpla, Wang Thonglang, Bangkok 10310. The agenda is as follows.

1. To consider and adopt the minutes of 2017 Annual General Meeting of Shareholders

General Information The 2017 Annual General Meeting of Shareholders of the Company was convened on April 25, 2017. 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.

Opinion of the Board The Board has opined to propose to the 2018 Annual General Meeting to consider and adopt the minutes of 2017 Annual General Meeting held on April 25, 2017. The Board has opined that the contents in the minutes are correct as appeared in the Enclosure No. 2.

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

2. To consider and approve the financial performance of the Company in the previous last year

General Information

The key summary of financial performance of the Company as of December 31, 2017 is as follows

| | | |
|---------------------|---|-------------|
| Current Assets | : | 200,273,089 |
| Total Assets | : | 724,309,908 |
| Current Liabilities | : | 66,375,841 |
| Total Liabilities | : | 86,085,408 |
| Total Revenue | : | 432,479,949 |
| Net Income | : | 16,866,769 |

The Company has summarized the financial performance in 2017 as appeared in the Annual Report 2017 and sent to shareholders in CD-ROM format together with this notice (Enclosure No. 3)

Opinion of the Board The Board has opined to propose to the 2018 Annual General Meeting to consider and approve the financial performance of the Company in 2017 as in the Enclosure No. 3.

Voting Requirement This agenda does not require shareholders' voting.

3. To consider and approve the Statement of Financial Position, the Statement of Comprehensive Income, and the Auditor's Report for the Year 2017 as of December 31, 2017

General Information The Board of Directors has prepared the consolidated financial statement as of December 31, 2017 and the auditor has already audited the financial statement. The financial statement will be proposed to the shareholder 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 2018 Annual General Meeting of Shareholders to consider and approve the Statement of Financial Position, the Statement of Comprehensive Income, and the Auditor's Report for the year 2017 as of December 31, 2017 that has been reviewed by the Audit Committee and audited by the auditor of the Company. The details are in the Annual Report as in the Enclosure No. 3.

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

4. To consider and approve for appropriation of net profit in 2017 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 registered 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 2018 Annual General Meeting of Shareholders to consider and approve for the allocation of net profit in 2017 as the legal reserve for 773,303.45 baht and no dividend payment based on the operating performance as of December 31, 2017.

The comparison of dividend payment during 2016-2017 is as follow.

| Dividend Payment | 2016 | 2017 |
|---------------------------------------|-------------|-------------|
| 1. Unappropriated Retained Earnings * | 33,551,296 | 45,339,376 |
| 2. Net Profit ** | 47,768,080 | 14,672,764 |
| 3. Number of Ordinary Share | 800,000,000 | 800,000,000 |
| 4. Dividend per Share | 0.045 | - |
| 5. Total Dividend Payment | 36,000,000 | - |
| 6. Dividend Payout Ratio | 75% | |

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

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 2 directors whose term of office will be completed as follows.

1. Mr. Pirath Yensudjai
2. Mr. Phusit Laithong
3. Mr. Natakrit Wannapinyo

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 3 directors who term of office have been completed to be directors for another term.

The Board of Directors has considered the qualification of the 3 nominated persons and found that they have the knowledge, ability, experience and expertise to benefit the Company. The Board of Directors has opined that to propose to the shareholders' meeting to re-appoint (1) Mr. Pirath Yensudjai, (2) Mr. Phusit Laithong, (3) Mr. Natakrit Wannapinyo as the director for another term. The profile of these 3 directors is in the Enclosure No. 4.

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 January 10, 2018 to February 12, 2018 via the Company's website. However, no candidate was nominated.

Opinion of the Board The Board has the resolution to propose to the 2018 Annual General Meeting of Shareholders to consider and approve the appointment of 3 directors whose term of office has been completed to be directors for another term as follows.

1. Mr. Pirath Yensudjai
2. Mr. Phusit Laithong
3. Mr. Natakrit Wannapinyo

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

6. To consider and approve the remuneration for directors in 2018

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 2018 Annual General Meeting of Shareholders to consider and approve the remuneration for directors in 2018. 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 2017 as follows.

1. Meeting Allowance

Borad 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 2018 and 2017

| Title | Meeting Allowance | | Quarterly Remuneration | |
|---|--------------------|--------|------------------------|--------|
| | 2018 (Proposed) | 2017 | 2018 (Proposed) | 2017 |
| 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.

7. To consider and appoint the Company's auditors and determine their remuneration in 2018

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 5 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 two years.

The audit committee has opined to change the auditor from the former one to the auditor from DIA International Auditing Co., Ltd. because the audit fee of DIA International Auditing Co., Ltd. is cheaper than the former one. The audit committee has considered the qualification of the auditor of this company and found that 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 has opined to appoint the auditor from DIA International Auditing Co., Ltd. as the Company's auditor and determined the budget for audit fee in 2017 at 2,150,000 baht excluding other related expenses.

Comparison of Audit Fee

| Audit Fee | 2018 (Proposed) | 2017 |
|-------------------|----------------------------------|-----------|
| 1. Audit fee | 2,150,000 | 3,111,600 |
| 2. Other expenses | Based on actual expense incurred | 217,801.- |

Opinion of the Board The Board has the resolution to propose to the 2018 Annual General Meeting of Shareholders to consider and approve the appointment of the auditors 2018 from DIA International Auditing Co., Ltd. to be the Company's auditors with the following details.

1. Ms. Suvimol Krittayakien Certified Public Accountant (Thailand) No. 2982 or
2. Mr. Jumpol Pairattanakorn Certified Public Accountant (Thailand) No. 7645 or
3. Ms. Supaporn Mangjitr Certified Public Accountant (Thailand) No. 8125

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 auditors will be appointed as the Company's auditors will perform the auditor's duties for the first year. In addition, the Board has approved the audit fee and quarterly reviewing fee of 1,350,000 baht excluding the audit fee and quarterly reviewing fee for subsidiaries of 800,000 baht. Total audit fee for 2017 is 2,150,000 baht.

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

8. To consider and approve the amendment of the Company's Regulation

General Information The Board of Directors has proposed the amendment of the Company's Regulation in accordance of Article 100 of Public Limited Companies Act, B.E. 2535 as amended by the Order of the Head of the National Council of Peace and Order No. 21/2017. The details of amendment is in the Enclosure No. 8.

Opinion of the Board The Board has opined to propose to the 2018 Annual General Meeting of Shareholders to consider and approve the amendment of the Company's Regulation to be in line with the Article 100 of Public Limited Company Act, B.E. 2535 as amended by the Order of the Head of the National Council of Peace and Order No. 21/2017.

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

9. To consider other issues (if any)

Kindly be informed and you are cordially invited to attend the meeting on the date, time, and venue specified above. The registration will be opened at 8.00 hrs. onward. Shareholders who would like to appoint a proxy to attend the meeting and votes on their behalf, please complete the proxy form enclosed to this letter. Please select only one type of form according to the Notification of Department of Business Registration about Determination of Proxy Form (No. 5) B.E. 2520 and attached duty stamp of 20 baht. Shareholders or Proxies needs to show the documentary evidences required for the right to attend Annual General Meeting as enclosed with this letter.

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 2018 Annual General Meeting of Shareholders during the period starting from January 10, 2018 to February 12, 2018. 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.

Yours Faithfully,



(Mr. Montree Socratyanurak)

Chairman of the Board

TV Thunder Public Company Limited

Minutes of 2017 Annual General Meeting of Shareholders

TV Thunder Public Company Limited

On April 25, 2017

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. Montri Socratyanurak 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, executives, and advisors who attended the meeting as follows.

Directors Attending the Meeting: 8 persons

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

Executives Attending the Meeting: 3 persons

- | | |
|---------------------------|---|
| 1. Mrs. Piyaporn Laithong | Senior Vice President / Risk Management Committee |
| 2. Ms. Naree Wichunakorn | Vice President / Risk Management Committee |
| 3. Ms. Napat Wannapinyo | Vice President |

Advisors Attending the Meeting: 2 persons

- | |
|--|
| 1. Representative of Auditor from Pricewaterhouse Cooper ABAS Ltd. |
| 2. Representative of Legal Advisor from ESCOUNSEL Co., Ltd |

Mr. Natakrit Wannapinyo informed the shareholders about the meeting agenda, procedure of voting, and counting of votes as follows.

Meeting Agenda

1. To consider and adopt the minutes of 2016 Annual General Meeting
2. To acknowledge for the reports regarding to the Company's performance in the previous year
3. To consider and approve the Statement of Financial Position, the Statement of Comprehensive Income, and Auditor's Report for the year 2016 as of December 31, 2016
4. To consider and approve for allocation of net profit in 2016 for the legal reserve and dividend payment
5. To consider and elect directors to replace the directors whose term of office has completed
6. To consider and approve the remuneration for directors in 2016
7. To consider and appoint the Company's auditors and determine their remuneration in 2016
8. To consider other issues (if any)

Procedure of Voting

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 your hand 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, abstain will be collected. However, on 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 and have voting rights.

The Company will count only the vote against and abstain and deducting from the number of total 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. This procedure can save time of counting all votes for each agenda.

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.

Thereafter, Mr. Natakrit Wannapinyo invited 2 volunteers from shareholders or proxies for the witness in vote counting. However, there was no volunteer. Mr. Natakrit Wannapinyo invited the legal advisor from ESCOUNSEL Co., Ltd. as the witness in vote counting.

Before starting, Mr. Natakrit Wannapinyo informed the meeting that there were 28 shareholders with total number of 445,238,801 shares and 5 proxies with total number of 50,979,400 shares attending the meeting. Therefore, there were total 33 persons attending the meeting with total number of 496,218,201 shares which was 62.0273% of total paid-up shares of 800,000,000 shares.

This was considered as the quorum in accordance with the Company's Regulation. Then, Assoc.Prof.Dr. Montri Socratyanurak 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. Montri Socratyanurak who was the chairman of the meeting welcomed the shareholders and proxies who spent their valuable time to attend the 2017 Annual General Meeting of Shareholders of TV Thunder Public Company Limited. Then, the Chairman assigned Mr. Pirath Yensudjai to conduct the meeting in each agenda.

1. To consider and adopt the minutes of 2016 Annual General Meeting of Shareholders

Mr. Pirath Yensudjai proposed to the meeting to consider and adopt the minutes of 2016 Annual General Meeting of Shareholders held on April 25, 2016. The minutes were in the enclosure of the meeting invitation to all shareholders. The Board opined that the minutes were correct and complete and proposed to the shareholders' meeting to adopt the meeting minutes.

All shareholders and proxies were invited to ask questions regarding to the minutes.

There was no shareholder or proxy asking questions. Then, there was a call for voting.

Mr. Natakrit Wannapinyo who was the Company Secretary informed the meeting that there were 2 more persons attending the meeting with 766,000 shares. Therefore, there were 35 persons attending the meeting with total of 496,984,201 shares.

Resolution The Meeting had the resolution to adopt the minutes of 2016 Annual General Meeting of Shareholders held on April 25, 2016. The result of voting was as follows.

| | | | | | |
|--------------|-------------|--------|-----------|------|---|
| Vote for | 496,244,201 | Shares | which was | 100% | of shareholders attending the meeting and casting their votes |
| Vote against | 0 | Shares | which was | 0% | of shareholders attending the meeting and casting their votes |
| Abstain | 0 | Shares | | | |
| Void | 740,000 | Shares | | | |

2. To acknowledge for the reports proposed by the Board of Directors regarding to the Company's performance in the previous year

Mr. Pirath Yensudjai reported the performance of the Company as December 31, 2016. The Company had total revenues of 507.57 million baht which decreased by 17.38 million baht or 3.31% from the year 2015.

In 2016, the Company had net profit of 47.23 million baht which decreased from the year 2015 by 3.03 million baht or 6.03%. Total assets of the Company have also decreased. Total assets in 2015 were 860.37 million baht and total assets in 2016 were 763.08 million baht. The assets have decreased by 11.31% from the decrease in cash and bank deposits of 60 million baht because the Company constructed the studio and paid the dividends in 2016. Total liabilities of the Company have also decreased. Total liabilities in 2015 were 173 million baht and total liabilities in 2016 were 105.55 million baht. The liabilities have decreased by 39.06% from the decrease in trade accounts payable of 70 million baht. Total shareholders' equity decreased by 4.31% from dividend payment.

For the financial performance in 2016, total revenues of the Company were 507.57 million baht which decreased by 17.38 million or 3.31% from the year 2015. The decrease was mainly due to **all broadcasting was stopped for 1 month during October to November for showing our condolence.** The costs in 2015 were 375.57 million baht and the costs in 2016 were 358.09 million baht which decreased by 4.65%. The gross profit in 2016 was in the satisfactory level compared to 2015. The net profit was 47.22 million baht decreased by 6.05%. Compared to the loss of revenue for 1 month, this level of profit was satisfactory.

The gross profit margin in 2016 was also satisfactory compared to the year 2015. The use of new studio of the Company in the mid of 2016 made the gross profit margin higher. The return on asset decreased slightly from 8.02% to 5.82%. the return on equity decreased from 7.31% to 7.18%. For interest coverage, Mr. Pirath Yensudjai informed that the percentage seemed to be a lot. The accrued interest expense in 2015 was 1.2 million baht or 50.94% but the accrued interest expense in 2016 was 145 baht.

In 2016, the Company announced its intention to join Thailand's Private Sector Collective Action Coalition Against Corruption. The Company plans to develop policies and practices in anti-corruption to formulate a clear anti-corruption policy and practice in business which will be implemented and communicated to the stakeholders later.

All shareholders and proxies were invited to ask questions.

There was no shareholder or proxy asking questions. Then, Mr. Pirath Yensudjai proposed to the meeting to acknowledge the reports from the Board of Directors and financial performance in the previous year. This agenda was for acknowledgement and it required no voting.

Resolution The Meeting had acknowledged the financial performance for the year 2016 as proposed.

3. To consider and approve the Statement of Financial Position, the Statement of Comprehensive Income, and Auditor's Report for the year 2016 as of December 31, 2016

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 2016 were audited and reviewed by the auditor and Audit Committee as specified in the page number 100 of Annual Report 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

Resolution The Meeting had the resolution to approve the Statement of Financial Position, the Statement of Comprehensive Income, and the Auditor's Report as of December 31, 2016. The result of voting was as follows.

| | | | | | |
|--------------|-------------|--------|-----------|------|---|
| Vote for | 496,831,901 | Shares | which was | 100% | of shareholders attending the meeting and casting their votes |
| Vote against | 0 | Shares | which was | 0% | of shareholders attending the meeting and casting their votes |
| Abstain | 126,300 | Shares | | | |
| Void | 26,000 | Shares | | | |

4. To consider and approve for allocation of net profit in 2016 for the legal reserve and dividend payment.

Mr. Pirath Yensudjai informed the meeting that according to the financial statement for the year ended as of December 31, 2016 audited by the auditor, the Company had net profit from the consolidated financial statement of 47.23 million baht and from the separate financial statement of 50.28 million baht.

The board of Directors has considered and propose to the shareholders' meeting to approve the allocation of net profit for 2.51 million baht as the legal reserve which is 5% of net profit from the separate financial statement. As a result, the retained earning appropriated for legal reserve of 8.89 million baht which is 3.56% of registered capital. In addition, the Company has the policy to pay dividend not less than 40% of net profit after deducting the reserve required by the law based on the separate financial statement. However, the dividend payment depends on cash flow, investment plans, legal conditions, as well as the necessity and appropriateness of other factors in the future. Moreover, the dividend payment should not significantly affect the operation of the Company.

The Board of Director has opined to propose to the shareholders' meeting to approve the dividend payment for the year 2016 at the rate of 0.045 baht per share, totaling 36,000,000 baht which is 75% of the net profit. In 2016. The dividend payment to individual shareholder will be subject to withholding tax at 10%.

Individual shareholders can ask for dividend tax refund in accordance the Revenue Code, Article 47 Bis. The dividend payment of 0.045 baht per share payable from the net profit subject to corporate income tax of 20% can get the tax refund credit at the rate of 20/80 of the dividend.

The Company determined the record date on May 3, 2017 and the list of shareholders is gathered in accordance with the Article 225 of Securities and Exchange Act B.E. 2535 (with amendment) by book closing method on May 4, 2017. The payment date is May 24, 2017.

All shareholders and proxies were invited to ask questions and provide any comments.

Mr. Chaimongkol Woratat who was a shareholder asked about the warrant issued in previous year whether it had any effect on the shareholders' equity of the Company.

Mr. Pirath Yensudjai answered that the warrants were not exercised yet. The first exercise date is June 30 and the next exercise date was next 6 months which was the end of December 2017 and end of May 2018. Therefore, there was no effect on the shareholders' equity of the Company yet.

Mr. Chaimongkol Woratat asked another question about the competitive strategies of the Company in producing drama series about teenagers.

Mr. Phusit Laithong answered that the products of the Company were TV programs but it was not necessary to be broadcasted on TV. The strategies in producing drama series about teenagers depend on number of audience and content. The number of audience for TV was lower and the social media became more popular. The Company had conducted surveyed and the result revealed that many teenagers saw more programs on social media and they were interested in drama series both from aboard and local. Moreover, the popularity of contents from Thailand was higher in the countries and neighboring countries like ASEAN and China. Moreover, the new program that was on air last year got a better response in social media than TV. Therefore, the Company would focus on contents on social media. The social media would enhance the popularity of TV program in the future, so the Company would target audience on every channel on only on TV.

Then, all shareholders and proxies were invited to ask further questions and provide additional comments.

There was no shareholder or proxy asking questions. there was a call for voting for allocation of net profit in 2016 for the legal reserve and dividend payment.

Mr. Natakrit Wannapinyo informed the meeting that there were 1 more persons attending the meeting with 990,000 shares. Therefore, there were 36 persons attending the meeting with total of 497,974,201 shares.

Resolution The Meeting had the resolution to approve for allocation of net profit in 2016 for the legal reserve of 2,514,109 baht and dividend payment from net profit in 2016 at the rate of 0.045 baht per share. The result of voting was as follows.

| | | | | | |
|--------------|-------------|--------|-----------|------|---|
| Vote for | 497,924,201 | Shares | which was | 100% | of shareholders attending the meeting and casting their votes |
| Vote against | 0 | Shares | which was | 0% | of shareholders attending the meeting and casting their votes |
| Abstain | 50,000 | Shares | | | |
| Void | 0 | Shares | | | |

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

Mr. Pirath Yensudjai 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. Therefore, Assoc.Prof.Dr. Gallayanee Parkatt and Mr. Sudhitham Chirathivat were invited to leave the meeting room.

Thereafter, the staff invites these 2 directors to enter the meeting room.

Assoc.Prof.Dr. Montri Socratyanurak the Chairman congratulated to 2 directors who have been entrusted by shareholders to be the directors for another term.

6. To consider and approve the remuneration for directors in 2017

Mr. Pirath Yensudjai informed that according to Public Limited Company Act B.E. 2535 and Company Regulation No. 25, the Annual General Meeting of Shareholders shall consider and approve the remuneration for directors for each year. The determination of remuneration for directors for 2016 was based on responsibilities of directors, the performance of the Company, as well as the comparative data of other companies in the same industry with similar size and nature of the business. Moreover, based on the survey of remuneration of directors from Institute of Director (IOD), the current remuneration was closed to the average level.

The Board had the resolution to proposed to the shareholders' meeting to approve the remuneration for directors in 2017 with the maximum amount of 2 million baht as following details.

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 |
| Member of Risk Management Committee | 15,000 |

Nomination and Remuneration Committee

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

Quarterly Remuneration

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

Comparison of Remunerations for Directors during 2016-2017

| Title | Meeting Allowance (Baht) | | Quarterly Remuneration (Baht) | |
|---|--------------------------|--------|-------------------------------|------|
| | 2017 (Proposed) | 2016 | 2017 (Proposed) | 2016 |
| Chairman | 20,000 | 20,000 | 30,000 | - |
| Director | 15,000 | 15,000 | 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 | - | - |

The above rate would be effective on January 1, 2017 onward.

All shareholders and proxies were invited to ask questions and provide comments.

There was no shareholder or proxy asking questions. there was a call for voting for the remuneration for directors in 2017.

Resolution The Meeting had the unanimous resolution to approve for the remuneration for directors in 2017 with the maximum amount of 2,000,000 baht. The result of voting was as follows.

| | | | | | |
|--------------|-------------|--------|-----------|------|---|
| Vote for | 497,974,201 | Shares | which was | 100% | of shareholders attending the meeting and casting their votes |
| Vote against | 0 | Shares | which was | 0% | of shareholders attending the meeting and casting their votes |
| Abstain | 0 | Shares | | | |
| Void | 0 | Shares | | | |

7. To consider and appoint the Company's auditors and determine the audit fees in 2017

Mr. Pirath Yensudjai explained that the Board had considered based on the suggestion of Audit Committee to propose Mr. Paiboon Tankool Certified Public Accountant (Thailand) No. 4298 or Ms. Nataporn Panudom Certified Public Accountant (Thailand) No. 3430 or Mr. Pisit Thangtanagul Certified Public Accountant (Thailand) No. 4095 from PricewaterhouseCoopers ABAS Ltd. as the Company's auditors for 2017. Total audit fees were 3,111,600 baht including the audit fees and quarterly review fees for the Company of 1,796,000 million baht and the audit fees and quarterly review fees for subsidiaries of 1,315,600 million baht.

All shareholders and proxies were invited to ask questions and provide comments.

There was no shareholder or proxy asking questions. there was a call for voting for appointment of the Company's auditors and determining the audit fees.

Resolution The Meeting had the unanimous resolution to approve for the appointment of the auditor from PricewaterhouseCoopers ABAS Ltd. by assigning any person on the above list as the Company's auditors in 2017 as well as approve the audit fees in 2017 of 3,111,600 baht. The result of voting was as follows.

| | | | | | |
|--------------|-------------|--------|-----------|------|---|
| Vote for | 497,974,201 | Shares | which was | 100% | of shareholders attending the meeting and casting their votes |
| Vote against | 0 | Shares | which was | 0% | of shareholders attending the meeting and casting their votes |
| Abstain | 0 | Shares | | | |
| Void | 0 | Shares | | | |

8. To consider other issues (if any)

Mr. Pirath Yensudjai informed the meeting that all agenda have been finished. All shareholders were invited to propose any other issues but no shareholder proposed any issues. Then, all shareholders were invited to ask any questions.

Mr. Chayawat Karawawattana who was a shareholder asked about the business trends and business plans of the Company.


Mr. Pirath Yensudjai explained that following the business trends, the Company will expand its production capacity and make more investments for future especially for the online contents to increase more revenues from online channel. It was clearly that the revenue from advertising in 2016 decreased significantly but the revenue from online channel kept increasing. For the number of TV programs, there would be 13-15 programs broadcasting in TV stations like Channel 3 as well as 2 drama series. For providing services in TV program production, the Company would continue doing with current customers.

Ms. Paweena Dechittikul who was a proxy asked the question about the Company's strategies to increase the revenue to 1,000 million baht according to the interview of executives of the Company that the revenue will grow to 1,000 million baht in next 3-5 years.


Mr. Pirath Yensudjai explained that the revenue from TV Digital channel will increase during next 3-5 years and the Company can produce contents for each channel. Therefore, within 5 years, the number of TV programs that the Company can produce will be much higher as well as more revenues from online channel.

Once there was no more question, Assoc.Prof.Dr. Montri Socratyanurak the Chairman thanked all shareholders who attend the meeting and invited them to visit Green Park Studio.

The meeting was adjourned at 15:11 hrs.

Signature  Chairman of the Meeting
(Assoc.Prof.Dr. Montri Socratyanurak)

The profile of the nominated person for the title of director to replace the director whose term has expired

| | | |
|--|--|---|
| Name | Mr. Pirath Yensudjai |  |
| Title | Director / Executive Committee / Risk Management Committee / Executive Vice President | |
| Age | 39 Years Old | |
| Nationality | Thai | |
| Address | 2411/16 Ladprao Road, Saphansong, Wangthonglang, Bangkok 10310 | |
| Education | Master Degree in Marketing, Sasin Graduate Institute of Business Administration Bachelor Degree Major in Investment / Finance : Babson College Massachusetts, U.S.A | |
| Training for Directorship | Certification of Director Accreditation Program (DAP) Batch 112/2014 from Institute of Director (IOD) | |
| Shareholding | 8,514,800 shares | |
| Number of Year as Director | 3 Year (Since the establishment) | |
| Any interest in the Company/Parent Company and Subsidiaries | None | |
| Title in other listed companies | None | |
| Title in other non-listed companies | | |
| | 2011 - Present Director / Executive Committee of Creatis Media Co., Ltd. | |
| | 2016 – Present Director / Executive Committee of Big Brain Co., Ltd | |
| | 2017 – Present Director / Executive Committee of Moindy Digital Co., Ltd | |
| | 2017 – Present Director / Executive Committee of Triple S Interactive Co., Ltd | |

Being director/executive in other companies that may have conflict of interest with the Company None

Work Experience

| | |
|----------------|---|
| 2011 - Present | Director / Executive Committee of Creatis Media Co., Ltd. |
| 2014 - Present | Director / Executive Committee / Risk Management Committee Vice President of TV Thunder Public Company Limited |
| 2017 – Present | Director / Executive Committee of Moindy Digital Co., Ltd |
| 2017 – Present | Director / Executive Committee of Triple S Interactive Co., Ltd |

The attendance of meeting in previous year

| | |
|-----------------------------|-----|
| Attendance of Board Meeting | 6/6 |
|-----------------------------|-----|

The profile of the nominated person for the title of director to replace the director whose term has expired

Name Mr. Phusit Laithong

Title Director / Executive Committee / Risk Management Committee /
Executive Vice President

Age 58 Years Old

Nationality Thai

Address 25 Soi Sukhumvit 99, Bangchak, Phrakanong, Bangkok.

Education Bachelor of Education, Chulalongkorn University



Training for Directorship Certification of Director Accreditation Program (DAP) Batch 112/2014
from Institute of Director (IOD)

Shareholding 230,000 shares (wholly held by ● (wife))

Number of Year as Director 3 Year (Since the establishment)

Any interest in the Company/Parent Company and Subsidiaries None

Title in other listed companies None

Title in other non-listed companies None

Being director/executive in other companies that may have conflict of interest with the Company None

Work Experience


2014 - Present Director / Executive Committee / Risk Management Committee
Vice President of TV Thunder Public Company Limited

The attendance of meeting in previous year

Attendance of Board Meeting 6/6

Attendance of Meeting of Risk Management Committee 2/2

The profile of the nominated person for the title of director to replace the director whose term has expired

| | | |
|--|---|---|
| Name | Mr. Natakrit Wannapinyo |  |
| Title | Director / Executive Committee / Company Secretary / Vice President in Business Development Division | |
| Age | 35 Years Old | |
| Nationality | Thai | |
| Address | 2411/16 Ladprao Road, Saphansong, Wangthonglang, Bangkok 10310 | |
| Education | : Master of Enterprise Management for Creative Arts, College of Communication, London : Bachelor of Sociology and Anthropology, Thammasat University | |
| Training for Directorship | Certification of Director Accreditation Program (DAP) Batch 112/2014 from Institute of Director (IOD) | |
| Shareholding | 90,145,600 Shares | |
| Number of Year in the Position | 3 Year (Since the establishment) | |
| Any interest in the Company/Parent Company and Subsidiaries | None | |
| Title in other listed companies | None | |
| Title in other non-listed companies | | |
| | 2017 - Present Director / Executive Committee of Triple S Interactive Co., Ltd. | |
| | 2013 – Present Director / Executive Committee of EM Entertainment Co., Ltd | |
| | 2011 – Present Director / Executive Committee of Creatis Co., Ltd | |

Being director/executive in other companies that may have conflict of interest with the Company None

Work Experience

| | |
|----------------|---|
| 2017 - Present | Director / Executive Committee of Triple S Interactive Co., Ltd. |
| 2014 - Present | Director / Executive Committee / Risk Management Committee Vice President of TV Thunder Public Company Limited |
| 2011 – Present | Director / Executive Committee / Executive Producer of Creatis Co., Ltd |

The attendance of meeting in previous year

| | |
|-----------------------------|-----|
| Attendance of Board Meeting | 5/6 |
|-----------------------------|-----|

RESUME**MRS. SUVIMOL CHRITYAKIERNE****ID CARD** 3100905013186**ADDRESS** 316/32 Sukhumvit Soi 22, Sukhumvit Road, Klongtoey,
Bangkok 10110**EDUCATION :** Bachelor B.A. Accounting Chulalongkorn University, Bangkok, Thailand,
Master B.A. Accounting Chulalongkorn University, Bangkok, Thailand,**OTHER**

- Certified Accountants and Auditors of Thailand (C.P.A.) No. 2982
- Certified by the Office of Securities and Exchange Commission approval
- Certified Internal Auditors Thailand (CPIA)
- Certified Auditors - Insurance company
- Director Certification Program (DCP) Class 92/2007
- Audit Committee Program Class (ACP) 36/2011
- Advance Audit Committee Program (AACP) Class 27/2017
- Ethical Leadership Program (ELP) Class 10/2017

WORK EXPERIENCE :

| | | |
|------------------------|---|---|
| 2017-Present | Team Consulting Engineering and Management Co., Ltd | Indipendent Director/Audit Committee |
| 2016 - Present | Thai Oli Public Company Limited | Indipendent Director/Audit Committee |
| 2015 - Present | Khonburi Sugar Public Company Limited | Indipendent Chairman of Audit Committee |
| 2010 - Present | D I A International Audit Co., Ltd. | Managing Director |
| 2010 - 2015 | Khonburi Sugar Public Company Limited | Indipendent Director/Audit Committee |
| 2002 - Present | 75 CPE Company Limited | Director |
| 1990 - Present | D I A Audit Company Limited | Executive Director |
| 2007 - January 1, 2010 | Triple T Boardband Public Company Limited | Indipendent/Audit Committee |
| 1992 - 2004 | D I A & Associated Company Limited | Director |

SOCIAL ACTIVITY :

| | |
|----------------|---|
| 2017-Present | - Registrar Federations of Accounting Professions |
| 2017-Present | - Committee on the Accounting Standards of the Federations of Accounting Professions |
| 2014 - 2017 | - Committee on the Auditing Standards Determination of the Federations of Accounting Professions |
| 2012 - Present | - Director and Treasurer Yong Somjai Santiwattana Foundation |
| 2012 - Present | - Foundation to Support the Delopment of Academic Law - Faculty of Law ' - Chulalongkorn Univercity |
| 2010 - 2013 | - Treasurer of the Association of Internal Auditors of Thailand |
| 2010 - 2013 | - Committee on the Accounting Standards of the Federations of Accounting Professions |
| 2004 - Present | - Committee on academic matter of Faculty of Commerce and Accountancy Alumnus Association-Chulalongkorn University |
| 2005 - 2008 | - Committee on the Auditing Standards Determination of the Federations of Accounting Professions |
| 2004 - 2007 | - Treasurer of Faculty of Commerce and Accountancy-Chulalongkorn University of Accounting Professions |

Academic

| | | |
|------|--|---|
| 2010 | Dhurakijpandit University (DPU) - Master | Lecturer - AC 511, Master of Accountancy |
| | Chulalongkorn University - Bachelor | Lecturer - Principles and Techniques for Internal Auditing |
| 2006 | Dhurakijpandit University (DPU) - Bachelor | Lecturer - Auditing |

Liquidator (appointed by The Ministry of Finance)

(of 2 finance companies which were ordered to close by The Ministry of Finance in 1999-2001).

1. The Ocean Securities and Finance Co., Ltd.
2. LPN Credit Foncier Co., Ltd.



Mr. Joompoth Priratanakorn

Audit Partner,
D.I.A International Audit Co., Ltd.

EDUCATION

| | |
|------|---|
| 2004 | Master of Science (Accounting), Bangkok, Thammasat University |
| 2001 | Bachelor Degree of Accountancy, Bangkok, Thammasat University |

WORK EXPERIENCE

| | | |
|-----------------|---|--|
| 2000 | Trainee | PriceWaterhouseCoopers |
| 2001 – 2005 | Senior Assistant Auditor | Ernst & Young Office Limited |
| 2005 - 2010 | Audit Manager | Deloitte Touche Tohmatsu Jaiyos Audit Co.,Ltd. |
| 2010 – 2011 | Budgeting Manager | ThaiNamthip Limited |
| 2011 to Present | Audit Partner | D.I.A International Audit Co.,Ltd. |
| 2011 – 2014 | Accounting Technical Subcommittee | Federation of Accounting Professions in Thailand |
| 2015 – 2017 | Working team on Thai financial Reporting Standard for SMEs | Federation of Accounting Professions in Thailand |
| 2011 to Present | Accounting and Auditing Trainer | Federation of Accounting Professions in Thailand |

Brief profile

Name Miss Suphaphorn Mangjit

Date of Birth June 26, 1971

Identification Number 3-3021-00103-47-6

Address DIA International Audit Co., Ltd.

316/32, Soi Sukhumvit 22, Sukhumvit Road, Klongtoey,

Bangkok 10110

Tel. 02-2595300--2 Fax 02-2601553, 02-2598959 and 02-2598956

**Education Qualification**

- Master of Business Administration(Finance and Banking), Ramkhamhaeng University, Bangkok, Thailand

- Bachelor of Business Administration(Accountancy), Ramkhamhaeng University, Bangkok, Thailand

Professional Certificates

- Certified Public Accounting, Registration No.8125, approved by the Securities and Exchange Commission

Working Experience

- Partner at Office at D I A International Auditing
- Auditing Supervisor of Office of D I A International Auditing
- Managing Auditor of D I A International Audit Company Limited

Auditor of General Company

1. Southern Concrete Pile Public Company Limited
2. Pico (Thailand) Public Company Limited
3. Samchai Steel Industries Public Company Limited
4. The Mandarin Hotel Public Company Limited
5. LDC Dental Public Company Limited
6. Project Planning Service Public Company Limited
7. Siam East Solutions Public Company Limited
8. Grand Prix International Public Company Limited

Name-Surname : Assoc.Prof.Dr. Gallayanee Parkatt
 Current Title : Director / Independent Director / Audit Committee /
 Risk Management Committee
 Age : 61 Year Olds
 Nationality : Thai
 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)
 - M.Bus (By Research)
 RMIT University, Melbourne, Australia
 - 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)

Shareholding : None

Number of Year as Director : 3 years (from 2014 to present)

Any interest in the Company/Parent Company and Subsidiaries: None

Title in other listed companies: None

Being director/executive in other companies that may have conflict of interest with the Company None

Work Experience : 2014 – Present Director / Independent Director / Audit Committee

TV Thunder Public Company Limited

2013 – 2015 Vice Rector of Finance

Sukhothai Thammathirat Open University

2010 - Present Chairman of the Committee for

Doctor of Philosophy in Business Administration,

Sukhothai Thammathirat Open University

The attendance of meeting in previous year :

Attendance of Board Meeting 6/6

Attendance of Audit Committee Meeting 4/4

Name-Surname : Mr. Sudhitham Chirathivat

Current Title : Director / Audit Committee / Independent Director /
 Nomination and Remuneration Committee / Chairman of Risk
 Management Committee

Age : 69 years old

Nationality : Thai

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

**Education :**

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

Training for Directorship : Director Certification Program (DCP) Batch 37/2003 from Institute of Director (IOD)

Shareholding : None

Number of Year as Director : 5 years (from 2013 to present)

Any interest in the Company/Parent Company and Subsidiaries: None

Title in other listed companies

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

Being director/executive in other companies that may have conflict of interest with the Company None

Work Experience (During past 5 years) :

| | | |
|-----------|---|--|
| 2009-2013 | Chairman of Executive Board | Central Group Co., Ltd. |
| 2002-2009 | Executive Board – Retail and Real Estate Development Division | Central Group Co., Ltd. |
| 1990-2002 | Chief Executive Officer | Central Pattana Public Company Limited |

Title in other listed companies :

| | | |
|---------|--------------------------------------|--|
| Present | Chairman of Executive Board/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 Board | Jasmine International Public Company Limited |

Work experiences :

| | | |
|---------|--|--|
| Present | Director/Independent Director /Audit Committee | TV Thunder Public Company Limited |
| Present | Director | Central Group Co., Ltd. |
| Present | Chairman of Executive Board | The Vintage Club Co., Ltd. |
| Present | Chairman of Board | Earth Care Co., Ltd. |
| 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 Board | Jasmine International Public Company Limited |

The attendance of meeting in previous year :

| | |
|---------------------------------------|-----|
| Attendance of Board Meeting | 5/6 |
| Attendance of Audit Committee Meeting | 3/4 |

Family relationship among directors and executives : None

Name-Surname : Assoc.Prof.Dr. Montri Socratyanurak
Current Title : Chairman of Board / Chairman of Audit Committee
Age : 60 years old
Nationality : Thai
Address : 29/37 Ladprao 23, Chankasem, Chatuchak, Bangkok 10900
Education :
 - Ph.D in Economics University of Minnesota,U.S.A.
 - Master in Economics University of Minnesota,U.S.A.
 - 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)

Shareholding : None

Number of Year as Director : 3 years

Any interest in the Company/Parent Company and Subsidiaries: None

Title in other listed companies:

| | | |
|--------------|--|------------------------------------|
| 2017-present | Chairman | CPN Corp PCL |
| 2016-present | Chairman | Thai Plastic Industrial (1994) PCL |
| 2015-present | Independent Director / Chairman of Audit Committee | Megachem (Thailand) PCL |
| 2015-present | Committee | Baansuay Group (Surat Thani) PCL |
| 2012-present | Independent Director / Audit Committee | East Coast Furnitech PCL |
| 2011-present | Independent Director / Chairman of Audit Committee | Union Auction PCL |
| 2013-2017 | Committee Independent Director / Audit Committee | Ocean Commerce PCL |
| 2013-2012 | Chairman | Cho Thavee PCL |
| 2009-2013 | Independent Director | Siam Global House PCL |
| | Independent Director / Chairman of Audit Committee | |

Title in other non-listed companies :

| | | |
|----------------|----------|-------------------------------------|
| 2011 – present | Chairman | SPC Precious Metal Co., Ltd. |
| 2011 – present | Director | LearnTech Co., Ltd. |
| 2011 – 2015 | Chairman | SpecialtyTech Corporation Co., Ltd. |

Being director/executive in other companies that may have conflict of interest with the Company : None

Work Experience

| | | |
|----------------|--|-------------------------------------|
| 2015-present | Program Director, Master of Public and Private Management (MPPM), School of Public Administration (NIDA) | |
| 2017-present | Chairman | CPN Corp PCL |
| 2016-present | Chairman | Thai Plastic Industrial (1994) PCL |
| 2015-present | Independent Director / Chairman of Audit Committee | Megachem (Thailand) PCL |
| 2015-present | Independent Director / Audit Committee | Baansuay Group (Surat Thani) PCL |
| 2012-present | Independent Director / Chairman of Audit Committee | East Coast Furnitech PCL |
| 2011-present | Independent Director / Audit Committee | Union Auction PCL |
| 2013-2017 | Chairman | Ocean Commerce PCL |
| 2013-2012 | Independent Director | Cho Thavee PCL |
| 2009-2013 | Independent Director / Chairman of Audit Committee | Siam Global House PCL |
| 2011 – present | Chairman | SPC Precious Metal Co., Ltd. |
| 2011 – present | Director | LearnTech Co., Ltd. |
| 2011 – 2015 | Chairman | SpecialtyTech Corporation Co., Ltd. |

The attendance of meeting in previous year :

| | |
|---------------------------------------|-----|
| Attendance of Board Meeting | 6/6 |
| Attendance of Audit Committee Meeting | 4/4 |

Family relationship among directors and executives : None

Company Regulation about the Shareholder Meeting

TV Thunder Public Company Limited

Section 5

Board of Directors

18. The Board of Directors of the Company shall consist of no less than five 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.

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.

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 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.

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

36. The Board shall arrange for an Annual General Meeting of Shareholders to be held within 4 months after the end of the accounting period of the Company.

Other Shareholders' Meetings, apart from the first paragraph, are called Extraordinary General Meetings. The Board of Directors may summon an Extraordinary General Meeting whenever they deem appropriate. Shareholders holding not less than one-fifth of the total number of outstanding shares or not less than 25 shareholders holding not less than one-tenth of the total number of outstanding shares, may request the Board of Directors in writing to summon an Extraordinary General Meeting of Shareholders at any time, provided that the written request shall specify the reasons of the request. In such case, the Board of Directors has to summon an Extraordinary General Meeting of Shareholders within 1 month after receiving the request from those shareholders.

37. The Board of Directors shall summon a Shareholders' Meeting by sending a notice to the shareholders at least 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 compose of the Board of Directors' opinion. Such notice shall be published in a newspaper not less than 3 consecutive days for at least 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 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 of the total number of outstanding shares.

When 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 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.

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.

Details of Amendment of Company's Regulation

| Current | Revision |
|--|--|
| <p>No 27. In the Board Meeting, the quorum shall consist of at least half (1/2) of the directors. The Chairman shall act as chairman of the meeting. In case the Chairman is absent or unable to perform his duty, the Vice Chairman is the chairman of the meeting. If there is no vice-chairman or not at the meeting or cannot perform the duty, the directors present at the meeting shall elect one director to preside over the meeting. The decision of the board of directors shall be by majority vote. One member has one vote (1). Except for a director who has a vested interest in a particular matter, he or she has no right to vote on that matter. If the votes are equal, the Chairman of the meeting shall have a casting vote to finalize the decision.</p> | <p>No 27. In the Board Meeting, the quorum shall consist of at least half (1/2) of the directors for the meeting conducted face to face or using electronic media. The Chairman shall act as chairman of the meeting. In case the Chairman is absent or unable to perform his duty, the Vice Chairman is the chairman of the meeting. If there is no vice-chairman or not at the meeting or cannot perform the duty, the directors present at the meeting shall elect one director to preside over the meeting.</p> <p>In addition to the requirements in the first paragraph, in the case of electronic conferencing, all participating directors must be in the Kingdom and at least one-third of the members of the quorum must attend the meeting in the same place. Moreover, it must be done through a conferencing system with an information security process or both audio and video recording (As the case may be) of all directors attending the meeting including computer traffic generated by the record. The meeting shall have the basic elements in accordance with the Notification of the Ministry of Information and Communication Technology regarding the Security Standard for The Electronic Conference B.E. 2557 as well as the amendments thereto.</p> <p>The decision of the board of directors shall be by majority vote. One member has one vote (1). Except for a director who has a vested interest in a particular matter, he or</p> |

| | |
|--|--|
| | <p>she has no right to vote on that matter. If the votes are equal, the Chairman of the meeting shall have a casting vote to finalize the decision.</p> |
| <p>No 28. In the meeting of the Board of Directors, the Chairman or the authorized person shall send the notice to all directors not less than seven (7) days before the date of the meeting to the Board of Directors. Except in urgent cases to protect the rights and benefits of the company, the meeting can be informed by other means and the meeting can be arranged faster than that.</p> <p>Two (2) or more directors may request a meeting of the Board of Directors. In this case, the Chairman shall determine the date and schedule the meeting within fourteen (14) days from the date of receipt of the request.</p> | <p>No 28. In the meeting of the Board of Directors in both face-to-face or using electronic channel, the Chairman or the authorized person shall send the notice to all directors not less than seven (7) days before the date of the meeting to the Board of Directors. Except in urgent cases to protect the rights and benefits of the company, the meeting can be informed by other means and the meeting can be arranged faster than that. For the meeting in form of electronic conference, the Company can deliver the notice by electronic mail.</p> <p>Two (2) or more directors may request a meeting of the Board of Directors. In this case, the Chairman shall determine the date and schedule the meeting within fourteen (14) days from the date of receipt of the request.</p> |
| <p>No 32. The Board of Directors must meet at least once every three (3) months in the area where the head office of the Company is located or neighboring provinces or elsewhere as the Board may determine.</p> | <p>No 32. The Board of Directors must meet at least once every three (3) months in the area where the head office of the Company is located or neighboring provinces or elsewhere as the Board may determine or the Chairman may arrange the meeting by electronic conference.</p> |

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.

Shareholders whose shares are totally not less than one-fifth (1 / 5) of the total number of outstanding shares or shareholders of not less than twenty five (25) persons who hold not less than one-tenth (1 / 10) of the total number of outstanding shares can propose to the Board of Directors to call an extraordinary general meeting of shareholders at any time. The reason for requesting the meeting is specified clearly in the letter.

In such case, the Board of Directors must arrange a meeting of shareholders within one (1) month from the date of receipt of such letter from the shareholder.

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.



Proxy Form A

Written at _____

Day _____ Month _____ Year _____

(1) 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 _____ votes, which comprises

ordinary shares of _____ shares, with voting rights _____ votes

preferred shares of _____ shares, with voting rights _____ votes

do hereby appoint only one of the following persons

(1) _____ age _____ years old

Residing at No. _____ Road _____ Sub-district _____

District _____ Province _____ Postal Code _____

(2) _____ age _____ years old

Residing at No. _____ Road _____ Sub-district _____

District _____ Province _____ Postal Code _____

(3) _____ age _____ years old

Residing at No. _____ Road _____ Sub-district _____

District _____ Province _____ Postal Code _____

as my/our proxy holder to attend and vote on my/our behalf at 2018 Annual General Meeting of Shareholders held on April 27, 2018 at 10.00 hrs. at Thunder Studio (Town in Town), 429 Soi Phraya Prasert School, Plubpla, Wang Thonglang, 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.



Form B

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

[] 1. _____ age _____ years old
Residing at No. _____ Road _____ Sub-district _____
District _____ Province _____ Postal Code _____

[] 2. _____ age _____ years old
Residing at No. _____ Road _____ Sub-district _____
District _____ Province _____ Postal Code _____

[] 3. _____ age _____ years old
Residing at No. _____ Road _____ Sub-district _____
District _____ Province _____ Postal Code _____

as my/our proxy holder to attend and vote on my/our behalf at 2018 Annual General Meeting of Shareholders held on April 27, 2018
10.00 hrs. at Thunder Studio (Town in Town), 429 Soi Phraya Prasert School, Plubpla, Wang Thonglang, Bangkok 10310 or at at
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 adopt the minutes of 2017 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.....votes [] Disapprove..... votes [] Abstain..... votes

- [] Agenda No. 2: To consider and approve the financial performance of the Company for the last 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.....votes Disapprove..... votes Abstain..... votes

Agenda No. 3: To consider and approve the Statement of Financial Position and the Statement of Comprehensive Income and the Auditor's Report for the year 2017 as of December 31, 2017

- (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 No. 4: To consider and approve for appropriation of net profit in 2017 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.....votes Disapprove..... votes Abstain..... votes

Agenda No. 5: To consider and elect directors to replace the directors whose term of office has 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:
- To elect all nominated persons
 - To elect nominated person individually, which is Mr. Pirath Yensudjai
 Approve Disapprove Abstain
 - To elect nominated person individually, which is Mr. Phusit Laithong
 Approve Disapprove Abstain
 - To elect nominated person individually, which is Mr. Natakrit Wannapinyo
 Approve Disapprove Abstain

Agenda No. 6: To consider and approve the remuneration for directors in 2018

- (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 No. 7: To consider and appoint the Company's auditors and determine their remuneration in 2018

- (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 No. 8: To consider and approve the amendment of the Company's Regulation

- (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

(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.

Proxy Form C

Written at _____

Day _____ Month _____ Year _____

(1) (I/We _____
with office at _____ 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 _____

2. _____ age _____ years old
residing at No. _____ Road _____ Sub-district _____
District _____ Province _____ Postal code _____

3. _____ age _____ years old
residing at No. _____ Road _____ Sub-district _____
District _____ Province _____ Postal code _____

as my/our proxy holder to attend and vote on my/our behalf at 2018 Annual General Meeting of Shareholders held on April 27, 2018 at 10.00 hrs. at Thunder Studio (Town in Town), 429 Soi Phraya Prasert School, Plubpla, Wang Thonglang, Bangkok 10310 or at any adjournment thereof.

(3) I/We authorize my/our proxy holder to attend the meeting and cast votes in the following manner:

Cast vote for all shares held and entitled to vote

Cast vote for the following portion of shares:

Ordinary shares _____ shares with the voting right of _____ 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 adopt the minutes of 2017 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.....votes Disapprove..... votes Abstain..... votes

- Agenda No. 2: To consider and approve the financial performance of the Company for the last 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.....votes Disapprove..... votes Abstain..... votes
- Agenda No. 3: To consider and approve the Statement of Financial Position and the Statement of Comprehensive Income and Auditor’s Report for the year 2017 as of December 31, 2017**
- (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 No. 4: To consider and approve for appropriation of net profit in 2017 as the legal reserve and omission 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.....votes Disapprove..... votes Abstain..... votes
- Agenda No. 5: To consider and elect directors to replace the directors whose term of office has 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:
- To elect all nominated persons
- To elect nominated person individually, which is Mr. Pirath Yensudjai
- Approve Disapprove Abstain
- To elect nominated person individually, which is Mr. Phusit Laithong
- Approve Disapprove Abstain
- To elect nominated person individually, which is Mr. Natakrit Wannapinyo
- Approve Disapprove Abstain
- Agenda No. 6: To consider and approve the remuneration for directors in 2018**
- (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 No. 7: To consider and appoint the Company’s auditors and determine their remuneration in 2018**
- (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 No. 8: To consider and approve the amendment of the Company's Regulation

- (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

(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.

Annex to the Proxy Form C

Appointment of proxy holder by the shareholder of TV Thunder Public Company Limited
in 2018 Annual General Meeting of Shareholders held on April 27, 2018 at 10.00 hrs. at Thunder Studio (Town in Town), 429 Soi
Phraya Prasert School, Plubpla, Wang Thonglang, Bangkok 10310 or at any adjournment thereof.

Agenda No _____ Subject _____

(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 _____ Subject _____

(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 _____ Subject _____

(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 _____ Subject _____

(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 _____ Subject _____

(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 _____ Subject Election of Directors (Cont'd)

Name of Directors _____

Approve Disapprove Abstain

Name of Directors _____

Approve Disapprove Abstain

Name of Directors _____

Approve Disapprove Abstain

Name of Directors _____

Approve Disapprove Abstain

Name of Directors _____

Approve Disapprove Abstain

Name of Directors _____

Approve Disapprove Abstain

Name of Directors _____

Approve Disapprove Abstain

Name of Directors _____

Approve Disapprove Abstain

Name of Directors _____

Approve Disapprove Abstain

Name of Directors _____

Approve Disapprove Abstain

Name of Directors _____

Approve Disapprove Abstain

Agenda No _____ Subject _____

(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 _____ Subject _____

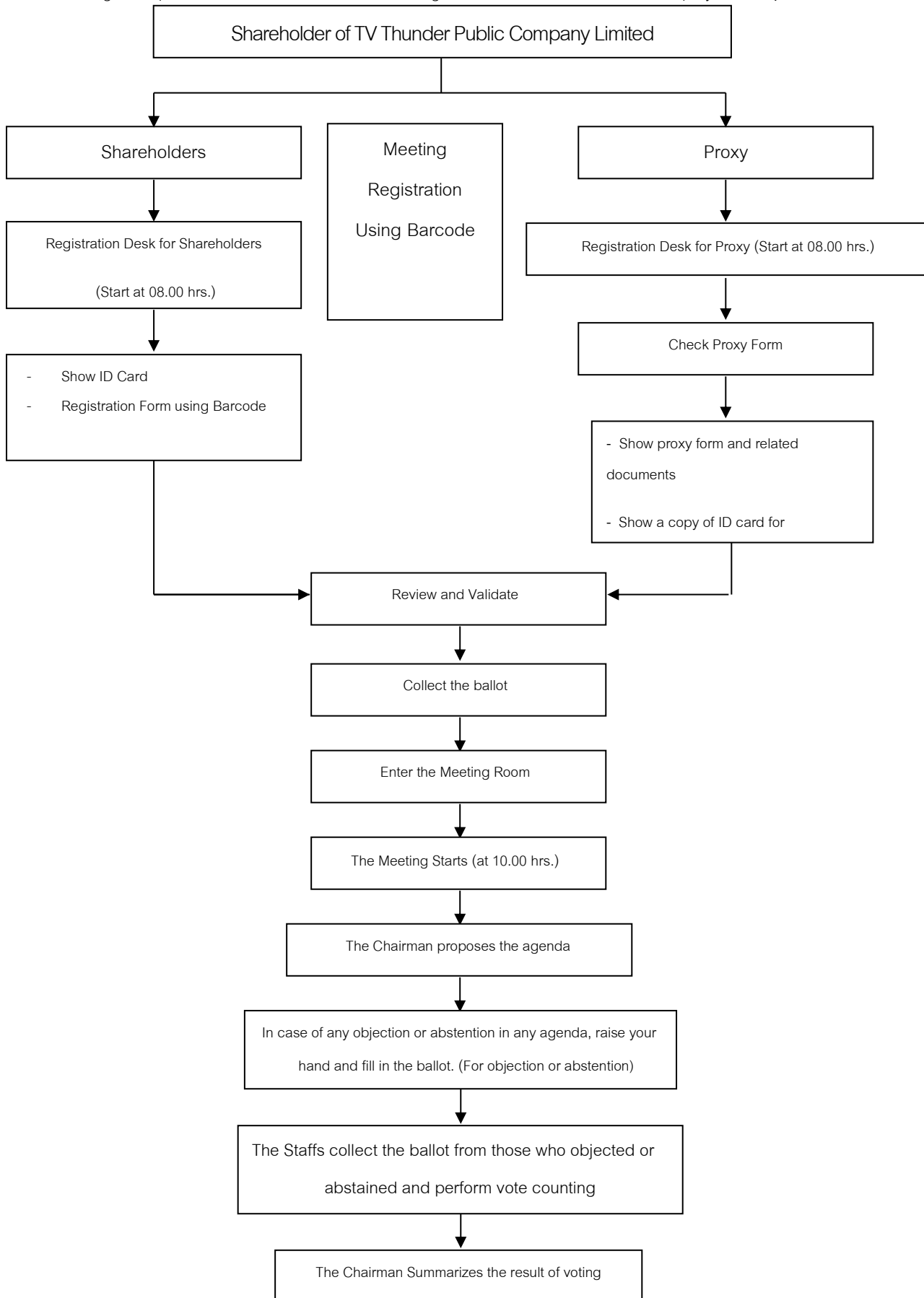
(a) The proxy holder may cast votes on my/our behalf as he/she deems appropriate

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

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.

Registration procedure for the 2018 Annual General Meeting of Shareholders TV Thunder Public Company Limited April 27, 2018 at 10.00 hrs.



* Please return all ballots to the staffs at the end of the meeting.

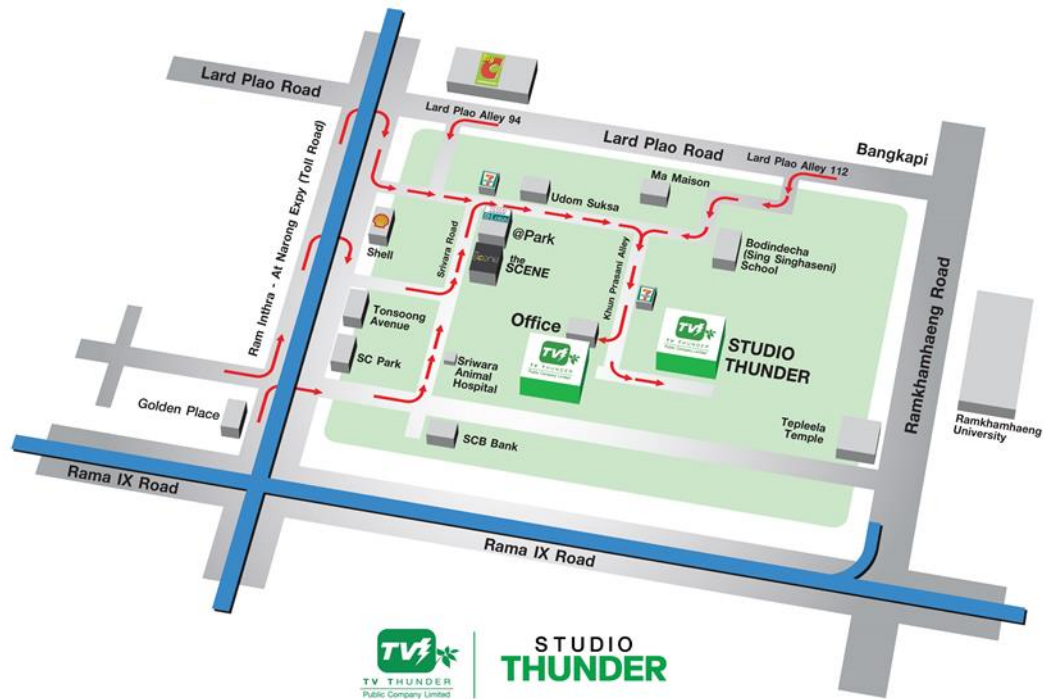
Location Map for 2018 Annual General Meeting of Shareholders

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 the TOYOTA service center, Soi Ladprao 98/1, to the Thunder Studio during 07.30 – 08.30 hrs. (The last round is 08.30 hrs.)

This service is available for all shareholders. Any shareholder who would like to use the shuttle van for the meeting, please make a reservation by April 23 by contacting the Corporate Secretary Office Tel. 02-559-0022 ext. 155 or 229



TV Thunder Public Company Limited
1213/309 – 10 Soi Lardprao 94 (Panjamit) Srivara Road, Phlapphla, Wangthonglang Bangkok 10310
Tel : 0-2559-0022