

Subject: Resolution of the Board of Directors' meeting; dividend payment, amendment of the Company's Objectives and Schedule for the Annual General Meeting of Shareholders

To: President and Manager  
The Stock Exchange of Thailand

Referring the Board of Directors' meeting of Forth Corporation Public Company Limited (the Company) No. 1/2017 held on 24 February 2017, at 03.30 p.m. The Company would like to notify the important resolutions as follows:

- 1) Resolved to propose the Annual General Meeting of Shareholders to approve a dividend payment from the Company's operating results for the period as from 1 July 2016 to 31 December 2016 at the rate of Baht 0.17 per share, a total of Baht 163.2 million. The dividend will be paid from the profit exempted from paying corporate income tax (BOI) at the rate of Baht 0.09 per share, which individual shareholders are not entitled to a tax credit and will be paid from the profit under non-BOI at the rate of Baht 0.08 per share.

The record date to determine shareholders' name for the right to receive the dividend is scheduled on 20 April 2017. The closing date on which name list of shareholders is compiled under Clause 225 of the Securities and Exchange Act is to be on 21 April 2017. The dividend will be paid on 4 May 2017.

- 2) Resolved to re-elect the following audit committee to be the Company's audit committee by another term:

1. Mr. Sutham Malila Position: Independent Director/Chairman of Audit Committee/  
Chairman of Nomination and Remuneration Committee
2. Mr. Sanit Vorapunya Position: Independent Director/Audit Committee
3. Ms. Nongram Laohaareedilok Position: Independent Director/Audit Committee/  
Chairman of Risk Management Committee/  
Nomination and Remuneration Committee

- 3) Resolved to propose the Annual General Meeting of Shareholders to consider and re-elect the following directors to be the Company's directors by another term:

1. Mr. Sutham Malila Position: Independent Director/Chairman of Audit Committee/  
Chairman of Nomination and Remuneration  
Committee/Director
2. Mr. Sanit Vorapunya Position: Independent Director/Audit Committee/  
Chairman of the Board of Director

3. Ms. Nongram Laohaareedilok Position: Independent Director/Audit Committee/  
Chairman of Risk Management Committee/  
Nomination and Remuneration Committee/Director

- 4) Resolved to propose the Annual General Meeting of Shareholders to consider and approve the remuneration of directors for the year 2017. The remuneration consists of the meeting allowance and gratuity with equivalent to those of the year 2016 as follows:

**Meeting allowance**

	<b><u>2016</u></b>	<b><u>2015</u></b>	
<b><u>Board of Directors</u></b>			
- Chairman	33,000	33,000	Baht per meeting attendance
- Member	22,000	22,200	Baht per meeting attendance
<b><u>Audit Committee</u></b>			
- Chairman	49,500	49,500	Baht per meeting attendance
- Member	46,200	46,200	Baht per meeting attendance
<b><u>Risk Management Committee</u></b>			
- Chairman	15,000	15,000	Baht per meeting attendance
- Member	10,000	10,000	Baht per meeting attendance
<b><u>Nomination and Remuneration Committee</u></b>			
- Chairman	15,000	15,000	Baht per meeting attendance
- Member	10,000	10,000	Baht per meeting attendance

**Gratuity**

The amount of gratuity is not exceeding Baht 1.5 million (2016: not exceeding Baht 1.5 million) and will be paid to non-executive directors and/or independent directors.

- 5) Resolved to propose the Annual General Meeting of Shareholders to consider and appoint the Company's auditors and fix their remuneration for the year 2017 as proposed by the audit committee, as follows:

Ms. Waraporn Prapasirikul	CPA License No. 4579 and/or
Mr. Narong Puntawong	CPA License No. 3315 and/or
Ms. Sirirat Sricharoensup	CPA License No. 5419

They are the auditors of EY Office Limited. The remuneration for the year 2017 is to be Baht 1,490,000 (2016: Baht 1,159,500).

- 6) Resolved to propose the Annual General Meeting of Shareholders to consider and approve the amendment of the Company's Objectives No. 43 as follows:

Existing clause

Clause 43 To engage in the business concerning design, development, manufacture, installment, maintenance, sale, rental, import, export and distribution of vehicle tracking system, Global Positioning System (GPS), remote control system, queuing management system, control center, other equipment as well as rendering of services for planning, project proposal writing, exhibiting, publishing, organizing, researching, repairing and maintaining.

Revised clause

Clause 43 To engage in the business concerning design, development, manufacture, installment, maintenance, sale, rental, import, export and distribution of tracking system for vehicles, human beings, animals, objects and other living things, Global Positioning System (GPS), remote control system, queuing management system, control center, other equipment as well as rendering of services for planning, project proposal writing, exhibiting, publishing, organizing, researching, repairing and maintaining.

- 7) Determined the date of the Annual General Meeting of Shareholders is to be on Friday, April 7, 2017 and to hold the meeting at 02.00 p.m., at 256, the office building of Forth Smart Service Public Company Limited, 7<sup>th</sup> floor, Phaholyothin Road, Samsennai, Phayathai, Bangkok, with the following agenda:

1<sup>st</sup>Agenda: To certify the minutes of the Annual General Meeting of Shareholders for the year 2016.

2<sup>nd</sup>Agenda: To acknowledge the report on the operating results for the year 2016.

3<sup>rd</sup>Agenda: To consider and approve the statement of financial position and the statement of comprehensive income for the year ended 31 December 2016.

4<sup>th</sup>Agenda: To consider and approve the allocation of profit and the dividend payment for the year 2016.

5<sup>th</sup>Agenda: To consider and elect directors in place of those be retired by rotation.

6<sup>th</sup>Agenda: To consider and fix the directors' remuneration for the year 2017.

7<sup>th</sup>Agenda: To consider and appoint the Company's auditors and fix their remuneration for the year 2017.

8<sup>th</sup>Agenda: To consider and approve the amendment of the Company's Objectives No. 43.

9<sup>th</sup>Agenda: To consider other business (if any).

- 8) Determined the record date to determine shareholders' name for the right to attend the Annual General Meeting of the Shareholders for the year 2017 is to be on 13 March 2017. The closing date on which name list of shareholders is compiled under Clause 225 of the Securities and Exchange Act is to be on 14 March 2017.

Please be informed accordingly.

Yours faithfully,

Mr. Arin Jamnaree  
Financial Controller