

Subject: Report on the Resolutions of the 2018 Annual General Meeting of Shareholders

To: President and Manager  
The Stock Exchange of Thailand

Forth Corporation Public Company Limited (“the Company”) would like to inform the resolutions of the 2018 Annual General Meeting of Shareholders held on 23 April 2018, at 02.00 p.m. at the meeting room, 7<sup>th</sup> Floor, the office building of Forth Smart Service Public Company Limited, 256 Phaholyothin Road, Samsennai, Phayathai, Bangkok. There were 75 shareholders who presented by themselves and proxy appointments with 609,363,424 shares or equivalent to 63.48% of the registered and paid-up capital. The meeting passed resolutions as follows:

**Agenda 1: To certify the Minutes of the Annual General Meeting of Shareholders for 2017.**

The meeting resolved to certify the Minutes of the Annual General Meeting of Shareholders for 2017 with the following votes:

Approved	609,363,424	Votes,	equivalent to	100.0000000
Disapproved	-	Votes,	equivalent to	-
Abstained	-	Votes,		
Invalid ballots	-	Votes		

Remark: In this agenda, there was no additional shareholder that attended the Meeting after starting.

**Agenda 2: To acknowledge the Company’s operating results for 2017.**

The meeting acknowledged the Company’s operating results for 2017.

**Agenda 3: To approve the statement of financial position and statement of comprehensive income for the year ended 31 December 2017.**

The meeting approved the statement of financial position and statement of comprehensive income for the year ended 31 December 2017 with the following votes:

Approved	609,363,724	Votes,	equivalent to	100.0000000
Disapproved	-	Votes,	equivalent to	-
Abstained	-	Votes,		
Invalid ballots	-	Votes		

Remark: In this agenda, there were 2 additional shareholders that attended the Meeting after agenda 1 representing 300 shares.

**Agenda 4: To approve the appropriation of net profit and dividend payment for 2017.**

The meeting approved the dividend payment for 2017 at the rate of Baht 0.42 per share, a total of Baht 403.20 million. The dividend will be paid from the net profit for the year 2017 and the retained earnings derived from the promoted operations at the rate of Baht 0.27 per share, which individual shareholders are not subject to withholding tax and shall not be entitled to a tax credit. The remaining amount of Baht 0.15 per share will be paid from the profit derived from 20% corporate income tax-paid business, which individual shareholders are subject to 10% withholding tax and

shall be entitled to a tax credit. When including with an interim dividend payment for the first six-month period of 2017 at the rate of Baht 0.17 per share, totaling Baht 163.20 million, the balance of dividend payment in this period will be paid at the rate of Baht 0.25 per share, amounting to Baht 240.00 million. The dividend will be paid from the net profit for the year 2017 and the retained earnings derived from the promoted operations at the rate of Baht 0.17 per share, which individual shareholders are not subject to withholding tax and shall not be entitled to a tax credit. The remaining amount of Baht 0.08 per share will be paid from the profit derived from 20% corporate income tax-paid business, which individual shareholders are subject to 10% withholding tax and shall be entitled to a tax credit.

The record date to determine shareholders' name for the right to receive the dividend is scheduled on 16 March 2018. The dividend will be paid on 3 May 2018. The votes of the agenda were as follows:

Approved	609,363,724	Votes,	equivalent to	100.0000000
Disapproved	-	Votes,	equivalent to	-
Abstained	-	Votes,		
Invalid ballots	-	Votes		

Remark: In this agenda, there was no additional shareholder that attended the Meeting after agenda 3.

**Agenda 5: To consider and re-elect the directors who will be retired by rotation to be the Company's directors for another term and appoint new directors.**

The meeting approved the reappointment of 3 directors retired by rotation with the following votes:

<b>Mr. Boonya Tantipanichapun</b>	<b>Position: Director</b>			
Approved	609,363,724	Votes,	equivalent to	100.0000000
Disapproved	-	Votes,	equivalent to	-
Abstained	-	Votes,		
Invalid ballots	-	Votes		

<b>Mr. Kaelic Amatanon</b>	<b>Position: Director</b>			
Approved	609,363,724	Votes,	equivalent to	100.0000000
Disapproved	-	Votes,	equivalent to	-
Abstained	-	Votes,		
Invalid ballots	-	Votes		

<b>Mrs. Matinee Wandeepirom</b>	<b>Position: Director</b>			
Approved	609,363,724	Votes,	equivalent to	100.0000000
Disapproved	-	Votes,	equivalent to	-
Abstained	-	Votes,		
Invalid ballots	-	Votes		

In addition, the meeting approved the appointment of 3 new directors for replacement of the directors who wish to resign from their positions with the following votes:

<b>Mr. Somboon Muangklam</b>	<b>Position: Director/ Independent Director</b>			
Approved	609,363,724	Votes,	equivalent to	100.0000000
Disapproved	-	Votes,	equivalent to	-
Abstained	-	Votes,		
Invalid ballots	-	Votes		
<b>Mrs. Vilasinee Puddhikarant</b>	<b>Position: Director/ Independent Director</b>			
Approved	609,363,724	Votes,	equivalent to	100.0000000
Disapproved	-	Votes,	equivalent to	-
Abstained	-	Votes,		
Invalid ballots	-	Votes		
<b>Mrs. Porntip Lerttanongsak</b>	<b>Position: Director/ Independent Director</b>			
Approved	609,363,724	Votes,	equivalent to	100.0000000
Disapproved	-	Votes,	equivalent to	-
Abstained	-	Votes,		
Invalid ballots	-	Votes		

Remark: In this agenda, there was no additional shareholder that attended the Meeting after agenda 4.

**Agenda 6: To approve the remuneration of the directors for 2018.**

The meeting approved with the votes of more than two-thirds of the total of shareholders attending the meeting and eligible to vote (directors who are shareholders not eligible to vote for this agenda.) as follows:

**Meeting allowance**

Chairman of Board of Directors	33,000 Baht per each attendance
Member of Board of Directors	22,000 Baht per each attendance
Chairman of Audit Committee	49,500 Baht per each attendance
Member of Audit Committee	46,200 Baht per each attendance
Chairman of Risk Management Committee	15,000 Baht per each attendance
Member of Risk Management Committee	10,000 Baht per each attendance
Chairman of Nomination and Remuneration Committee	15,000 Baht per each attendance
Member of Nomination and Remuneration Committee	10,000 Baht per each attendance

**Gratuity**

The amount of gratuity is not over Baht 1.5 million and will be paid to Non-executive Directors and/or Independent Directors.

The votes of the agenda were as follows:

Approved	147,042,024	Votes,	equivalent to	100.0000000
Disapproved	-	Votes,	equivalent to	-
Abstained	-	Votes,	equivalent to	-
Invalid ballots	-	Votes	equivalent to	-

Remark: In this agenda, there was no additional shareholder that attended the Meeting after agenda 5.

**Agenda 7: To consider the appointment of the Company's auditors for 2018 and determination of their remunerations.**

The meeting approved the appointment of EY Office Limited as the auditors for 2018 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

In case that those auditors could not be on duty, EY Office Limited will assign new auditors list of its office replacing them. The meeting also approved the remuneration of auditors for 2018 amounting to Baht 1,490,000 excluding miscellaneous expenses such as copying charges and travelling expenses that to be charged at actual cost. The votes of the agenda were as follows:

Approved	609,363,781	Votes,	equivalent to	100.0000000
Disapproved	-	Votes,	equivalent to	-
Abstained	-	Votes,		
Invalid ballots	-	Votes		

Remark: In this agenda, there was 1 additional shareholder that attended the Meeting after agenda 6 representing 57 shares.

**Agenda 8: To consider and approve the amendment of Clause 36 of the Company's Articles of Association.**

The meeting approved the amendment of Clause 36 of the Company's Articles of Association as follows:

*Clause 36 The Board of Directors shall convene an annual general meeting of shareholders within four (4) months from the last day of the fiscal year of the Company.*

*Meetings other than those specified above shall be called "the extraordinary general meeting."*

*The Board of Directors may summon an extraordinary general meeting whenever it deems appropriate or one or more shareholders holding shares amounting to not less than ten (10) percent of the total number of shares issued may, by subscribing their names, makes a written request to the Board of Directors to call an extraordinary general meeting at any time, but the subjects and reason for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call the meeting of shareholders to be held within forty five (45) days as from the date of receipt of such request from the shareholders.*

*In case the Board of Directors does not hold the meeting within the period as prescribed under the paragraph three, the shareholders who subscribe their names or other shareholders holding the*

*number of shares as required may call such meeting within forty five (45) days as from the completion of such period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The Company shall be responsible for necessary expenses arising from such meeting and reasonably provide facilitation.*

*In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph four is not formed according to Clause 38 of the Company's Articles of Association, the shareholders as prescribed under paragraph four shall be collectively responsible to the Company for expenses arising from such meeting.*

The votes of the agenda were as follows:

Approved	609,363,781	Votes,	equivalent to	100.0000000
Disapproved	-	Votes,	equivalent to	-
Abstained	-	Votes,	equivalent to	-
Invalid ballots	-	Votes		

Remark: In this agenda, there was no additional shareholder that attended the Meeting after agenda 7.

**Agenda 9: To consider other business.**

There was no other matter.

Please be informed accordingly.

Yours faithfully,

Mr. Arin Jamnaree  
Financial Controller

