

**Minutes of the Annual General Meeting of Shareholders for 2012**  
**ITV Public Company Limited**  
**Registration No. 0107541000042**  
**Friday 30 March 2012 at 10.00 a.m.**  
at the Vibhavadee Ballroom, Lobby Level, Centara Grand Central Plaza  
Ladprao Bangkok, No. 1695 Phaholyothin Road, Chatuchak, Bangkok.

---

ITV Public Company Limited (“the Company”) fixed the Company’s record date (to collect the names of shareholders who had the right to attend the shareholders’ meeting as stipulated in Section 225 of the *Securities and Exchange Act, B.E. 2535*) on 28 February 2012. The Company’s share registration book was closed on 29 February 2012 when 9,339 shareholders were registered, holding a combined total of 1,206,697,400 shares.

**Directors present**

- |                                      |  |
|--------------------------------------|--|
| 1. Mr. Somkid Wangcherdchuwong       | Chairman of the Board of Directors   |
| 2. Mr. Nittimon Hastindra Na Ayudhya | Vice-Chairman of the Board of Directors  |
| 3. Mr. Wichchakoraput Rattanavichien | Director, Independent Director, Chairman of the Audit Committee<br>and Secretary of the Board of Directors |
| 4. Mr. Somboon Wongwanich            | Director, Independent Director and Member of the Audit Committee   |
| 5. Mr. Sumetee Intranu               | Director, Independent Director and Member of the Audit Committee   |
| 6. Mrs. Rattanaporn Nammontri        | Directors  |
| 7. Mr. Wutthiporn Diawpanich         | Directors  |

**Directors absent**

-No-

**External auditor**

Mr. Winid Silamongkol CPA (Thailand) No 3378 of KPMG Phoomchai Audit Limited

**External lawyers present to observe voting procedures**

Mr. Arthit Hemara and Miss. Wararak Worachattran from Weerawong, Chinnavat & Peangpanor Ltd.

**Rights Protection Volunteer**

Mr. Thanakorn Tantikarn, representing the Thai Investors Association

**Preliminary notification by the Company’s officer**

1. The ballot cards were distributed to shareholders and proxies at the registration desk.
2. The meeting agreed that the agenda would be proposed by the Chairman item by item as specified in the invitation letter and the shareholders would be asked to raise any questions they might have or express their opinions (after raising their hands and stating their full name) before voting on each item. Each proxy had to inform the meeting of the shareholder he or she represented before expressing an opinion or casting a vote.
3. Each shareholder was entitled to one vote for each share he or she held.

4. The method of voting was based on one vote per share. The meeting agreed that shareholders who wanted to disapprove of, or abstain from voting on, any item should mark either the disapproval or abstention boxes and sign the ballot paper before it was collected by the Company's officers, and the Company would then deduct these votes or abstentions from the total eligible votes in the meeting in order to determine the number of approval votes. As no objection was raised or comments made by the shareholders, it was deemed that the meeting agreed to this method of voting.
5. According to the AGM guidelines for good governance, during Item No. 5, to consider and approve the appointment of directors to replace those who would retire by rotation in 2012, the Company's officers would collect all the ballot papers from shareholders (whether they specified approval, disapproval or abstention) to calculate the votes. However, if there is no objection was raised or comments made by the shareholders or ballot had not been tendered to the Company's officers, it was deemed that such shareholders agreed to that item. The proxies of shareholders who had already indicated their vote for each item on their proxy forms did not receive ballot papers upon registration and each resolution included the votes on the proxy forms.
6. The meeting agreed that any ballot paper which had not been clearly marked would be deemed void and the resolution for each item on the agenda would be displayed on the large screen in the meeting room.

The Company's Annual Report for the Year 2011 had already been distributed to all shareholders with the notice for this meeting.

The Company's officer informed the meeting that there were 269 shareholders present in person and by proxy representing 727,347,683 shares or 60.28% of the Company's total paid-up shares (1,206,697,400) and the proxies represented 13 shareholders holding 29,793,820 shares or 2.47% of the total. The Company's officer then stated that the total number of shareholders and proxies present represented no less than one-third of the total paid-up shares, thereby constituting a quorum according to the Company's Articles of Association. The Company's officer then asked the Chairman of the Board to open the Company's Annual General Meeting of Shareholders for 2012 to consider matters listed in its invitation letter.

### **Preliminary proceedings**

Mr. Somkid Wangcherdchuwong, the Chairman of the meeting, declared the meeting duly convened to consider the agenda below.

### **Item No. 1: Consideration and approval of the Minutes of the 2011 Annual General Shareholders' Meeting, held on March 31, 2011.**

The Chairman proposed that the shareholders adopt the Minutes of the Annual General Meeting of Shareholders for 2011, held on 31 March 2011. The minutes had been prepared and sent to the Stock Exchange of Thailand within 14 days from the date of the meeting, publicly disclosed on the Company's website and submitted to the Ministry of Commerce within the period required by law. As the minutes had been correctly recorded, the Chairman asked the shareholders to consider all 14 pages one by one as shown in *Enclosure 1* of the invitation letter for this meeting.

The Chairman asked the meeting if there were any questions but none of the shareholders replied. The Chairman then informed the shareholders that the Company would provide an opportunity for them to read the minutes of this meeting and express their opinions on the Company's website before the minutes will be adopted at the next meeting. The Company reserved the right to amend the minutes or append additional supporting information within the scope of the meeting.

The Chairman then asked the meeting to vote. This item had to be determined by a majority of the shareholders who attended the meeting and cast their votes.

**Resolution** The meeting resolved to adopt the Minutes of the Annual General Meeting of Shareholders for 2011, held on 31 March 2011, as proposed, by majority vote of the shareholders who attended the meeting and cast their votes. The total votes were cast as follows:

Resolution	Vote (1 Share = 1 Vote )	% of the total shares held by shareholders attending and cast their votes
Agreed	724,807,185	99.9995
Disagreed	3,000	0.0005
Abstained	2,867,700	-

**Item No. 2: Consideration and approval of the Statement of financial position and Statements of comprehensive income and cash flow statements for the year ended 31 December 2011 which have been audited by the Auditor.**

The Chairman asked Mr.Somboon Wongwanich , Directors, to further present the consolidated and separate financial statements for the year ended December 2011 to the meeting.

Mr.Somboon Wongwanich then informed the meeting that, according to the *Public Companies Act, B.E. 2535*, the Company was required to prepare balance sheets and statements of income at the end of each fiscal year which had been audited by an external auditor, and submit these to the shareholders' meeting for approval.

Accordingly, the Board of Directors had agreed to propose that the Annual General Meeting of Shareholders for 2012 approve the consolidated and separate financial statements for the year ended December 2011 as presented in Item No.2, which had been reviewed by the Audit Committee and examined by Mr.Winid Silamongkol (CPA [Thailand] No.3378 ), the appointed auditor of KPMG Phoomchai Audit Limited All the details were shown in the Company's Annual Report for 2011 ( pp.54 - 91), as shown in *Enclosure 2* of the invitation letter for this meeting.

The shareholders were asked to consider and approve the consolidated and separate financial statements for the year ended 31 December 2011

The Chairman then asked the meeting if there were any questions and no question from the shareholders.

The Chairman then asked the meeting to vote. This item had to be determined by a majority of the shareholders who attended the meeting and cast their votes.

**Resolution** The meeting resolved to approve the consolidated and separate financial statements for the year ended 31 December 2011 as presented, by a majority vote of the shareholders who attended the meeting and cast their votes. The total votes were cast as follows:

Resolution	Vote (1 Share = 1 Vote )	% of the total shares held by shareholders attending and cast their votes
Agreed	729,022,886	99.9523
Disagreed	347,800	0.0477
Abstained	2,880,200	-

**Item No. 3: To approve the omission of dividend distribution for the year 2011.**

The Chairman informed the meeting that the Board of Directors 1/2555 agreed that the Company deems appropriate to suspend the dividend payment for 2011 operation due to the operating performance for the year ended 31 December 2011, the Company had accumulated a deficit of 9,756,266,430 Baht in accordance with the Companies Act B.E. 2535 and the Company's Articles of Association Article 42 stating that prohibit the Company to payout dividends from other types other than net profit. Thus, it was proposed to the meeting to approve the omission of dividend payment to the shareholders for the performance of year 2011.

The Company's officer informed the meeting that anyone who disagreed with this item or intended to abstain from voting should raise their hand so that their ballot paper could be collected and the votes counted. If there were no disagreements or abstentions, the Company would count the votes based on the total number of votes held by shareholders who had registered for the meeting.

The Chairman then asked the meeting if there were any questions concerning the appropriation of the omission of dividend distribution for the year 2011.

**Resolution** The meeting resolved to approve the appropriation of the net profit for the omission of dividend distribution for the year 2011, by a majority vote of the shareholders who attended the meeting and cast their votes. The total votes were cast as follows:

Resolution	Vote (1 Share = 1 Vote )	% of the total shares held by shareholders attending and cast their votes
Agreed	732,253,386	99.9978
Disagreed	15,500	0.0022
Abstained	5,000	-

**Item No. 4: To approve the appointment of the auditors and consider the Auditor's fees for the fiscal year 2012.**

The Chairman informed the shareholders that, according to Section 120 of the *Public Limited Companies Act, B.E. 2535*, the appointment of the Company's external audit firm and its fees must be approved at the annual general meeting of shareholders. The Chairman then asked the meeting to approve the appointment of the Company's external auditors and to fix the external auditors' remuneration for 2012.

The Board of Directors had agreed with the Audit Committee to propose the reappointment of KPMG Phoomchai Audit Limited ("KPMG"), one of the four leading international audit firms, as the Company's external auditor firm for 2012 for the five consecutive year (2008 - 2011) because KPMG had high standards and considerable expertise KPMG's performance in the previous year was satisfactory and the firm had agreed to charge the same than fees for 2011 Each auditor's personal details, including background and work experience, had been distributed to the shareholders before the meeting and can be found in *Enclosure3* of the invitation letter.

Therefore, the Board of Directors had proposed that the shareholders' meeting approve the reappointment of the following auditors from KPMG.

1. Mr.Supot Singhasaneh CPA (Thailand) No.2826
2. Mr.Winid Silamongkol CPA (Thailand) No.3378
3. Ms.Somboon Supasiripinyo CPA (Thailand) No.3731
4. Mr.Charoen Phosamritlert CPA (Thailand) No.4068

Any of the above auditors can conduct the audit and express an opinion on the Company's financial statements. In the event that none of these auditors is available, KPMG can delegate another one of its certified public accountants to conduct the audit.

In addition, KPMG has been reappointed as the external auditor firm for all the Company's subsidiaries in the year 2012. The four auditors mentioned above are completely independent from the Company, its subsidiaries, management, major shareholders and all related persons. In 2011, the Company had paid 580,000 baht.

The proposed audit fees for 2012 will not exceed 580,000 baht (the same as the previous year). The details are shown in the table below.

Unit: Baht

Type of Fee	Year 2012 (year as offered)	Year 2011
Audit	580,000	580,000
Other	-	-

The shareholders were asked to consider and approve the following matters. These items had to be determined by a majority of votes of the shareholders who attended the meeting and cast their votes.

The Chairman asked the meeting if there were any questions but none of the shareholders replied.

The Chairman then asked the meeting to vote. This item had to be determined by a majority of the shareholders who attended the meeting and cast their votes

The Company's officer informed the meeting that anyone who disagreed with this item or intended to abstain from voting should raise their hand so that their ballot paper could be collected and the votes counted. If there were no disagreements or abstentions, the Company would count the votes based on the total number of votes held by shareholders who had registered for the meeting.

**Resolution** The meeting resolved to approve the appointment of the Company's external auditors and fix the audit fees for the year 2011 as presented, by a majority vote of the shareholders who attended the meeting and cast their votes. The total votes were cast as follows:

Resolution	Vote (1 Share = 1 Vote )	% of the total shares held by shareholders attending and cast their votes
Agreed	729,504,329	99.9974
Disagreed	18,500	0.0026
Abstained	2,867,700	-

**Item No. 5: To consider the appointment of directors replacing those retired by rotation for the year 2012.**

The Chairman asked Mr.Nittimon Hastindra Na Ayudhya , Vice-Chairman of the Board of Directors, to proceedings this item. Because of, the chairman had a conflict of interest.

Mr.Nittimon informed the meeting that according to the *Public Limited Companies Act, B.E. 2535* and Clause 15 in the Company's Articles of Association, one-third of all directors must retire by rotation on the date of each annual shareholders meeting. The three directors listed below are due to retire by rotation in 2012

Name of Director	Positions held
1. Mr. Somkid Wangcherdchuwong	<ul style="list-style-type: none"> <li>- Chairman of the Board of Directors</li> <li>- Authorized Director</li> </ul>
2. Mr. Sumetee Intranu	<ul style="list-style-type: none"> <li>- Member of the Audit Committee</li> <li>- Independent Director</li> </ul>
3. Mrs. Rattanaporn Nammontri	<ul style="list-style-type: none"> <li>- Director</li> <li>- Authorized Director</li> </ul>

The Board of Directors, with the exception of the members who had a conflict of interest, had considered each candidate's suitability including educational background, competency, experience, integrity, ethics, and had agreed with the Nomination and Governance Committee to propose that the shareholders' meeting approve the reappointment of Mr. Somkid Wangcherdchuwong , Mr. Sumetee Intranu and Mrs. Rattanaporn Nammontri to the same positions for another term of office. The selection process prescribed in Article 15 of the Company's Articles of Association.

Each director's personal details including age, percentage of shareholding, educational background, work experience, and board meeting attendance record had been distributed to the shareholders before the meeting and can be found in *Enclosure 4* of the invitation letter.

Mr.Nittimon asked the meeting if there were any questions but none of the shareholders replied.

Mr.Nittimon asked the meeting to consider the reappointment of the directors retired directors in turn. This item had to be determined by a majority of the shareholders who attended the meeting and cast their votes

**1. The reappointment of Mr. Somkid Wangcherdchuwong to the same positions for another term of office**

The meeting resolved to approve the reappointment of Mr. Somkid Wangcherdchuwong to the same positions for another term of office. The total votes were cast as follows:

Resolution	Vote (1 Share = 1 Vote )	% of the total shares held by shareholders attending and cast their votes
Agreed	706,166,970	96.8137
Disagreed	23,241,100	3.1863
Abstained	3,073,600	-

**2. The reappointment of Mr. Sumetee Intranu to the same positions for another term of office**

The meeting resolved to approve the reappointment of Mr. Sumetee Intranu to the same positions for another term of office. The total votes were cast as follows:

Resolution	Vote (1 Share = 1 Vote )	% of the total shares held by shareholders attending and cast their votes
Agreed	729,279,070	99.9814
Disagreed	135,000	0.0186
Abstained	3,067,600	-

**3. The reappointment of Mrs. Rattaporn Nammontri to the same positions for another term of office**

The meeting resolved to approve the reappointment of Mrs. Rattaporn Nammontri to the same positions for another term of office. The total votes were cast as follows:

Resolution	Vote (1 Share = 1 Vote )	% of the total shares held by shareholders attending and cast their votes
Agreed	706,114,470	96.8025
Disagreed	23,323,700	3.1975
Abstained	3,043,500	-

**Item No. 6: To consider and approve the remuneration of the Company's Board of Directors for 2012.**

The Chairman informed the shareholders that, according to Clause 20 of the Company's Articles of Association, the Company's directors were eligible to receive remuneration in the form of a monthly retainer, meeting fees, an allowance for expenses and an annual bonus.

The Board of Directors to consider directors' remuneration in a manner equitable with the market and industry standards, and commensurate with each member's responsibility and performance, in order to attract, motivate and retain qualified directors.

The Board of Directors had proposed that the shareholders' meeting approve the monthly remuneration for the board and its committees in 2012 as follows:

- The Chairman of the Board shall receive a monthly retainer of 80,000 baht and shall not receive a meeting fee.
- The Vice Chairman of the Board shall receive a monthly retainer of 70,000 baht and shall not receive a meeting fee.

- Directors shall receive a monthly retainer of 50,000 baht, and shall not receive a meeting fee.

The roles, duties and responsibilities of the board and its committees are shown in the section on the Management and Corporate Governance in the Annual Report for 2011 (pp. 27 - 37), which can be found in *Enclosure 2* of the invitation letter for this meeting.

In 2011 the Company had paid the directors' remuneration amounting to 4,800,000 baht (Four million and eight hundred thousand baht). The details are also shown in the Annual Report for 2011 (pp.34), which can be found in *Enclosure 2* of the invitation letter for this meeting.

The Chairman then asked the meeting if there were any questions and no question from the shareholders.

The Chairman then asked shareholders to approve the remuneration for the Company's Board of Directors in 2012. This item had to be determined by not less than two-thirds of the votes of the shareholders who attended the meeting.

**Resolution** The meeting resolved to approve the remuneration for the Company's Board of Directors in 2012, as proposed, by not less than two-thirds of the votes held by the shareholders who attended the meeting. The total votes were cast as follows:

Resolution	Vote (1 Share = 1 Vote )	% of the total shares held by shareholders who attend the meeting
Agreed	681,411,576	93.0240
Disagreed	48,226,294	6.5836
Abstained	2,873,700	0.3924

**Item No. 7: Certified the 2011 the Company's operating results.**

**7.1. The Company's operating results regarding the progress of dispute between the Company and the PMO.**

The Chairman asked Mr. Warathorn Wongsawangsi, the legal consultant and lawyer, was authorized to report the Company's operating results regarding the dispute between the Company and the Office of the Permanent Secretary, the Prime Minister's Office (PMO) for year 2011. All the details were shown in the Company's Annual Report for 2011, as shown in *Enclosure 5* of the invitation letter for this meeting.

The Chairman then asked the meeting if there were any questions and these have been summarized in the table below.

<b>Name</b>	<b>Suggestions/ Questions</b>
One shareholder	Opined that the Company can restructure its operating by removing the causes of delisting mainly depends on the ruling according to the Company's report. This is because this case is legal complicated , facts and also deals with several courts including Thai Arbitration procedure and the Administrative Court procedure. Consequently, it is recommendable the Company to concentrate on selecting capable legal consultant and lawyer who have experiences of the same lawsuit.
Chairman	Thanked to the shareholder for his opinion and replied that answers that the directors are also worry as same as this shareholder is.

<b>Name</b>	<b>Suggestions/ Questions</b>
One shareholder	Advises that previously ITV (when the contract with PMO was not withdrawn) gave remuneration of Baht. 1,000 million a year to the Government. However, when the Government confiscated ITV and operate its business themselves, the Government were responsible for and must pay subsidy to Thai PBS Baht 2,000 million a year. It means that the Government must lose benefit for total Bath 3,000 million. It is recommendable the Company to take this issue to fight in the lawsuit with PMO.
Chairman	Thanked to the shareholder and will propose to the legal consultant team.

<b>Name</b>	<b>Suggestions/ Questions</b>
One shareholder	Asked if the result of legal dispute is not as per the Company's expectation, how is it ?
Chairman	Replied that the judgment of this case depends on the middle man who will sentence the case. If it is not as per anticipation, depending on the judgment, assets of the Company must be paid to clear the case according to the law regulation if there is still responsibility for the Company to pay the debts, However, when knowing the result of the case, no matter it is win or loss, the Company will definitely take the judgment to discuss in the Company shareholders' meeting.

<b>Name</b>	<b>Suggestions/ Questions</b>
One shareholder	Suggests to select attorney team who have legal knowledge and understand this case and legal procedure.
Chairman	Thanked to the shareholder .

**7.2 The Company's operating results of the year 2011 as specify in the annual report.**

The Chairman assigned Mr.Somboon Wongwanich , Directors, to report the Company's operating results and its financial statements for 2011 along with the significant changes that had occurred during the year. The details were provided in the Annual Report for 2011, shown in *Enclosure 2* of the invitation letter for this meeting. Mr.Somboon then presented the following summary to the meeting.

**Major operating results of the Company and subsidiaries.  
ITV Plc.**

<b>Consolidated (million baht)</b>	<b>2011</b>	<b>2010</b>	<b>% Change</b>
Total Revenue	36	28	Increase 28.6
Net loss	(422)	(432)	Decrease 2.3
Total assets	1,131	1,122	Increase 0.8
Total liabilities	5,028	4,598	Increase 9.4
Total equity	(3,897)	(3,476)	Increase 12.1

All the details of the operating results were published in the Company's Annual Report for 2011, which had been sent to all shareholders with the notice of this meeting.

The Chairman then asked the meeting if there were any questions and an question from the shareholders.

**Resolution** The meeting resolved to approve the appointment of the Company's external auditors and fix the audit fees for the year 2011 as presented, by a majority vote of the shareholders who attended the meeting and cast their votes. The total votes were cast as follows:

<b>Resolution</b>	<b>Vote (1 Share = 1 Vote )</b>	<b>% of the total shares held by shareholders attending and cast their votes</b>
Agreed	730,385,772	99.9852
Disagreed	107,600	0.0148
Abstained	2,974,200	-

**Item No. 8: To approve the employment of the additional attorney and legal consultant so as to proceed with the dispute case with PMO in Arbitrator Court.**

The Chairman informed the shareholders that, to the fact that the Company has many disputes with PMO and many of those disputes are arisen from the arbitration disputes with the black case No. 1/2550 and the black case No. 46/2550 previously filed by the Company. PMO had refused to enter the arbitration proceeding in the beginning, resulting in many cases being proceeded in both the Central Administrative Court and Supreme Administrative Court. In addition, PMO has caused an issue regarding the payment of the arbitration fees for both the arbitration disputes with the black case No. 1/2550 and the black case No. 46/2550. Accordingly, the processing of all related cases has been delayed for more than 5 years. However, both parties have recently concluded the issue regarding the payment of arbitration fees for both the arbitration disputes with the black case No. 1/2550 and the black case No.

46/2550 which had been a long fighting problem in January 2012. The parties will now continue the proceeding of the arbitration disputes onwards

The Board of Directors had agreed to propose to the shareholders' meeting to consider and approve the Company to sign the contract to employ the additional attorney and legal consultant so as to proceed of the dispute case with PMO within the budget not over than Baht 40 million . The meeting assigned the Board of Directors to sort the law office and legal consultant and also to consider details of the time and conditions contained in the contract view as appropriate.

The Chairman then asked the meeting if there were any questions and these have been summarized in the table below.

<b>Name</b>	<b>Suggestions/ Questions</b>
One shareholder	Asked How long arbitration procedure will last?
Chairman	Replied that according to discussion with legal consultant, actually arbitration case will last around one and a half years depending on the consideration of arbitrator which is out of the Company's control.

<b>Name</b>	<b>Suggestions/ Questions</b>
One shareholder	Asked the detail of attorney fee of Baht 40 million.
Chairman	Replied that attorney fee is taken about 0.02% -0.03% of damage charge which the Company claimed from PMO. For detail, the Board of Directors will consider by choosing the capable lawyer and legal consultant who have legal experiences, knowledge, and understanding arbitration procedure and the Administrative Court.

One Shareholder	Asked, "If the lawsuit is not as the Company's expectation, how the Company will be? and if the judgment is not as the Company's anticipation, how the Company will be?"
Chairman	Replied that the result of the case depends on discretion and the sentence of the Arbitrator or the Court which is not expectable. If the judgment does not as the Company's anticipation, the Company will take the Company's assets to pay the debts as per the sentence. If the judgment is positive or the Company gain compensation according to the sentence no matter total or partial gain, the Company's will propose to the Company shareholder's meeting to consider accordingly.

One Shareholder	Asked whether the Company have the policy to assist the trouble of the Company's shareholders during the time that the Company's securities cannot be traded on the security trading board or not.
Chairman	Replied that now, the Company have total accumulated loss of Baht 9,756 million and may also have a lot of future debts. So, the Company cannot do anything apart from the law indicates.

One Shareholder	Asked, "How is the registration position of the Company at the SET?"
Chairman	Replied that the Company is under the time to restructure its business operation to eliminate the causes of possible delisting within 3 years – second stage (going through 3 stages with each of 1 year, starting from 10 March 2011). If the Company cannot resolve the delisting grounds at the set period, the SET will propose to the SET Board to delist the Company from the SET.

The meeting resolved to approve the employment of the additional attorney and legal consultant so as to proceed with the dispute case with PMO in Arbitrator Court.

The total votes were cast as follows:

Resolution	Vote (1 Share = 1 Vote )	% of the total shares held by shareholders attending and cast their votes
Agreed	730,439,772	99.9780
Disagreed	160,600	0.0220
Abstained	2,888,200	-

**Item No. 9: To consider other matters (if any).**

There was no other business pro-posed to the shareholders. The Chairman of the meeting expressed his sincere thanks to everyone for attending the Annual General Meeting of Shareholders for 2012



The meeting was adjourned at 11.30 a.m.

- (*signed*) -

.....  
Mr. Somkid Wangcherdchuwong  
Chairman of the Board of Directors  
ITV Public Company Limited

Minutes prepared by:

- (*signed*) -

.....  
Mr. Pornchai Panbaanpheao  
Company Secretary

**Remark:** As some of the shareholders arrived at the meeting after it had begun or left early, the number of shareholders' votes recorded may vary in each item.