

MATI 03/2560

March 17, 2017

Subject : Resolution of the Board of Directors on dividend omission / set date for  
AGM No.1/2017

To : Director and Manager  
The Stock Exchange of Thailand

The Board of Directors of Matchon Public Company Limited at a Meeting No.3/2017 held on March 17, 2017 passed the following resolutions:

1. Approved to omit dividend payment for the year 2016 due to the Company's net loss
2. Resolution to propose to the AGM to approve to re-elect the 3 directors due to completion of their term to be directors for another term as follow:

1. Mr.Khanchai Boonpan President
2. Dr.Ruangchai Sarnirund Vice President
3. Mr.Somchart Dolayanukloh Independent Director and Member of Audit Committee

3. Resolution to propose to the AGM to approve the 2017 remuneration to the directors as follows:

**Retainer Fee**

Independent Director (Qualified person)	Baht 65,000 / month
Non-executive Directors	Baht 30,000 / month

**Attendance Fee**

Chairman	Baht 15,000 / time
Managing Director	Baht 12,000 / time
Executive Directors	Baht 10,000 / time

**Retainer Fee for Audit Committee**

Chairman of Audit Committee	Baht 65,000 / month
Audit Committee (Who has knowledge for Finance and Account)	Baht 55,000 / month
Member of Audit Committee	Baht 30,000 / month

4. Resolution to propose to the AGM to appoint

Mr.Ampol Chamnongwat (Authorised Auditor No.4663) or  
 Miss Praphasri Leelasupha (Authorised Auditor No.4664) or  
 Mr.Naris Saowalagsakul (Authorised Auditor No.5369)

of Samnak-Ngan A.M.C. Co.,Ltd. as the Company and its subsidiaries' auditors for the year 2017 and approve the auditor fee shall not be exceeding Baht 1,200,000.

5. Resolution scheduled for the AGM No.1/2017 should be held on April 25, 2017 from 09.30 a.m. at Conference Room on the 9<sup>th</sup> Floor of the Matichon Public Company Limited 12 Tethsabannaruemarn Road , Prachanivate 1 Ladyao Chatuchak Bangkok 10900 with the following agenda :

- Agenda 1 Certify the Minutes of the Annual General Meeting of Shareholders No.1/2016 held on April 28, 2016.
- Agenda 2 To acknowledge the performance of the Company for the year 2016.
- Agenda 3 To consider and approve balance sheet and the profit and loss statement for the year ended on December 31, 2016.
- Agenda 4 To consider to omit dividend payment for the year 2016.
- Agenda 5 To consider the election of directors in replacement of their retiring by rotation.
- Agenda 6 To consider and approve the remuneration of directors for the year 2017.
- Agenda 7 To consider and appointment of the auditors and their fee for the year 2017.
- Agenda 8 Other issues (if any).

6. To determine the list of shareholders for the right to attend the meeting (Record Date) on March 31, 2017 and gather the list according to Section 225 of Securities and Exchange Act B.E. 2551 by closing the share registration book on April 3, 2017.

In addition, the company allowed the Company's shareholders to proposed matter(s) to the Board of Directors for consideration as agenda of the shareholders' meeting. Allowing period was from January 4 - 31, 2017. However, there was not any proposal from the shareholders to be added in the agenda of the upcoming AGM 2017. The invitation to the 2017 Annual General Meeting of Shareholders and relevant documents will be available via the Company's website [www.matichon.co.th](http://www.matichon.co.th) on March 28, 2017 onwards.

Please be informed accordingly.

Yours Sincerely,

(Mr.Thakoon Boonpan)

Managing Director