



**KULTHORN KIRBY PUBLIC COMPANY LIMITED**  
**REPORTS ON SHAREHOLDERS' RESOLUTIONS**

Kulthorn Kirby Public Company Limited would like to report on the resolutions made at the Ordinary Shareholders Meeting No. 38/2017 held on 20 April, 2017. The details of the resolutions are as follows:

1. Certified the Minutes of the Ordinary Shareholders Meeting No. 37/2016 held on 23 April 2016. The voting results were as follows: Approved 868,065,946 votes, equal to 100 % of the total number of votes of shareholders who attend the meeting and cast their votes.
2. Acknowledged the company's Annual Report and the Board of Directors' report for the year 2016
3. Approved the company's financial statements for the year ended 31 December 2016. The voting results were as follows: Approved 908,619,027 votes, equal to 100 % of the total number of votes of shareholders who attend the meeting and cast their votes.
4. Approved the dividend payment in the year 2016 from retained earning of 20% taxable profit to the shareholders, at the rate of Baht 0.10 (Ten Satang) per share for the number 1,200,000,000 ordinary shares, in the total amount of Baht 120 million. This dividend portion is subject to withholding tax.  
The Shareholders register for the rights to receive the dividends shall be recorded on 2 May 2017. Also, 3 May 2017 shall be the book-closing date on which the shareholders list as specified in section 225 of the Securities and Exchange Act shall be compiled. The schedule of dividend payment will be on 18 May 2017. The voting results were as follows: Approved 908,619,027 votes, equal to 100 % of the total number of votes of shareholders who attend the meeting and cast their votes.
5. Approved the election of directors and fix their authority.
  - 5.1 Elected, one by one all of the 5 retiring directors which they are:  
Mr Suraporn Simakulthorn, Mrs Kanit Muangkrachang, Mr Praphot Aphiphunya, Mr Padoong Techasarintr and Mr Sutee Simakulthorn to be directors for another term and 1 new proposed person, Mr Katiya Greigarn to be a director to substitute the resigned director, in total 6 directors. The voting results were as follows :
    1. Mr Suraporn Simakulthorn
      - Approved 908,619,027 votes, equal to 100 % of the total number of votes of shareholders who attend the meeting and cast their votes.
    2. Mrs Kanit Muangkrachang
      - Approved 908,619,027 votes, equal to 100 % of the total number of votes of shareholders who attend the meeting and cast their votes.

3. Mr Praphot Aphiphunya
  - Approved 908,619,017 votes.
  - Disapproved 10 votes.
  - None abstain.
4. Mr Padoong Techasarintr
  - Approved 908,619,017 votes.
  - Disapproved 10 votes.
  - None abstain.
5. Mr Sutee Simakulthorn
  - Approved 908,619,017 votes, equal to 100 % of the total number of votes of shareholders who attend the meeting and cast their votes.
6. Mr. Katiya Greigarn
  - Approved 908,619,027 votes, equal to 100 % of the total number of votes of shareholders who attend the meeting and cast their votes.

5.2 Fixed the directors' authority as follows :

“Mr Suraporn Simakulthorn or Mr Arnon Simakulthorn or Mr Sutee Simakulthorn or Mr Titisak Simakulthorn signs jointly with Mr Praphad Phodhivorakhun or Mr Prasan Tanprasert or Mrs Kanit Muangkrachang or Mr Paiboon Boonpermvitaya or Pol. Gen. Pateep Tanprasert, in total two persons and affix with the company's seal.” The voting results were as follows :

- Approved 908,619,027 votes, equal to 100 % of the total number of votes of shareholders who attend the meeting and cast their votes.

6. Approved the remunerations to the directors as follows:

1. To the company's directors (15 persons)

- |  |                            |
|--|----------------------------|
| 1.1 Monthly fee, Chairman of the Board | Baht 20,000/month          |
| Director (each)                        | Baht 10,000/month          |
| 1.2 Meeting allowance (each)           | Baht 3,000/each attendance |
| 1.3 Bonus /Incentive                   | None                       |
| 1.4 Other privileges                   | None                       |

2. Remunerations to sub committees

2.1 To member of the Audit Committee (3 persons)

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|--|-------------------|
| 2.1.1 Monthly fee, Chairman of the Committee | Baht 15,000/month |
| Committee (each)                             | Baht 10,000/month |
| 2.1.2 Meeting allowance                      | None              |
| 2.1.3 Bonus /Incentive                       | None              |
| 2.1.4 Other privileges                       | None              |

2.2 To member of the Nomination and Remuneration Committee (4 persons)

- |  |                             |
|--|-----------------------------|
| 2.2.1 Monthly fee, Chairman of the Committee       | None                        |
| Committee  | None                        |
| 2.3.2 Meeting allowance, Chairman of the Committee | Baht 15,000/each attendance |
| Committee (each)                                   | Baht 10,000/each attendance |
| 2.1.3 Bonus /Incentive                             | None                        |
| 2.1.4 Other privileges                             | None                        |

The voting results were as follows : Approved 908,619,027 votes, equal to 100 % of the total number of votes of shareholders who attend the meeting and cast their votes.

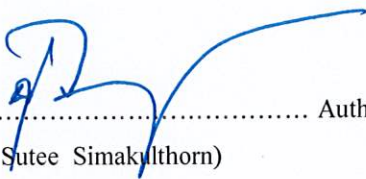
7. Approved the appointment of auditors and fixing the auditing fee for the year 2017 as follows:

|           |                          |   |
|-----------|--------------------------|---|
| Appointed | Ms. Satida Ratananurak   | Certified public accountant no. 4753 and/or |
|           | Ms. Siriwan Suratepin    | Certified public accountant no. 4604 and/or |
|           | Mr. Wichart Lokatekrawee | Certified public accountant no. 4451        |

From EY Office Limited to be the company's auditors and approved the annual auditing fee for the year 2017 at Baht 910,000 and the reviewing fee for the first 3 quarters of interim financial statements at Baht 480,000 or Baht 160,000 each quarter, in total of Baht 1,390,000. The voting results were as follows:

Approved 908,619,027 votes, equal to 100 % of the total number of votes of shareholders who attend the meeting and cast their votes.



  
..... Authorized director  
(Mr Sutee Simakulthorn)  
President