



บริษัท อาม่า มารีน จำกัด (มหาชน)
AMA MARINE PUBLIC CO., LTD.

ทะเบียนเลขที่ 0107559000231

No. CS/EL/AMA007/2018

April 19, 2018

Subject : The Resolutions of the 2018 Annual General Meeting of Shareholders
To : The President
The Stock Exchange of Thailand

AMA Marine Public Company Limited ("The Company") would like to report the resolutions of the 2018 Annual General Meeting of Shareholders held on April 19, 2018 at 14.00 hrs. at Salon A Meeting Room, 2/Floor, Swissotel Le Concord Bangkok, No. 204, Ratchadapisek Road, Kwang / Khet Huay Kwang, Bangkok 10320. There are 135 shareholders attending the Meeting either in person or in proxy, representing 339,377,725 shares equivalent to 78.63% of the Company's total issued shares of 431,600,000 shares. The Meeting has resolved as follows:

1. Certified the Minutes of the 2018 Annual General Meeting of Shareholders held on 19 April 2018 with the majority votes of shareholders who attended the meeting and casted their votes as the following :

Shareholders attend the meeting 137 persons, totaling of 339,474,526 shares

Approved	339,474,526	votes, or	100%	of total votes in the meeting
Disapproved	-	vote, or	-	of total votes in the meeting
Abstained	-	vote, or	-	of total votes in the meeting
Voided	-	vote, or	-	of total votes in the meeting

In this agenda, there were additional 2 shareholder, holding 96,801 shares attended the meeting.

2. Acknowledged the Company's operating results and the Annual Report for the year 2018

This agenda is for acknowledgement; therefore, no need for vote casting

3. Approved the Company's Statement of Financial Position and Profit and Loss for the Fiscal Year ended 31 December 2017 with the majority votes of shareholders who attended the meeting and casted their votes as the following :

Shareholders attend the meeting 141 persons, totaling of 348,981,527 shares

Approved	348,981,527	votes, or	100%	of total votes in the meeting
Disapproved	-	vote, or	-	of total votes in the meeting
Abstained	-	vote, or	-	of total votes in the meeting
Voided	-	vote, or	-	of total votes in the meeting

In this agenda, there were additional 4 shareholder, holding 9,507,001 shares attended the meeting.

4. Approved the dividend payment for 2017 and the appropriation of legal reserve as following

4.1 To distribute the dividend from retained earnings of the years 2016 – 2017, at the total rate of Baht 0.30 (Thirty Satang) per share, in forms of cash and stock dividend as following details:-

4.1.1 To distribute the cash dividend at the rate of Baht 0.20 (Twenty Satang) per share to the existing shareholders in the number of 431,600,000 shares, totaling to cash dividend to be paid of Baht 86,320,000 (Baht Eighty Six Million Three Hundred and Twenty Thousand),

4.1.2 To distribute the stock dividend with the Company's ordinary shares in the number of not exceeding 86,320,000 shares, with the par value of Baht 0.50 (Fifty Satang) each, to the existing shareholders, at the rate of 5 existing shares per 1 new share (stock dividend), totaling to the stock dividend of not exceeding Baht 43,160,000, at the dividend pay-out rate if Baht 0.10 (Ten Satang) per share. In case there is any fraction from the stock dividend distribution, the Company will pay cash at the rate of Baht 0.10 (Ten Satang) instead.

In this regard, the total amount of cash dividend and stock dividend will not exceed Baht 129,480,000, whereby all dividends will be subject to the withholding tax at the rate required by law, and such cash dividend will be deducted as to pay for the required withholding tax. The dividend payment will be made at the total rate of Baht 0.30 (Thirty Satang) per share, equivalently 59.41 percent of the net profit of the year 2017, which is higher

than the Company's dividend policy of 25 percent. The dividend payment shall be made to shareholders whose names appear on the date on which the recorded shareholders are entitled to receive the dividend on 20 March 2018 (Record Date). The dividend will be paid on 9 May 2018.

- 4.2 To appropriate the amount of not less than 5 percent of the net profit, or Baht 4,316,000 (Baht Four Million Three Hundred and Sixteen Thousand) as legal reserve due to the increase of the registered capital for supporting the stock dividend payment.

The Meeting resolved to approve this agenda with the majority votes of shareholders who attended the meeting and casted their votes as the following :

Shareholders attend the meeting 141 persons, totaling of 348,981,527 shares

Approved	348,981,527	votes, or	100%	of total votes in the meeting
Disapproved	-	vote, or	-	of total votes in the meeting
Abstained	-	vote, or	-	of total votes in the meeting
Voided	-	vote, or	-	of total votes in the meeting

5. Approved the increase of the Company's registered capital by the amount of Baht 43,160,000, from the existing registered capital of Bath 215,800,000 to be Baht 258,960,000 , dividing into the ordinary shares of 517,920,000 shares, with a par value of Baht 0.50 each to support stock dividend payment and approved the amendment Clause 4. of the Company's Memorandum of Association to be in line with the increase of registered capital with the votes of not less than three-fourths of the total votes of shareholders who attended the meeting and casted their votes as following :

Shareholders attend the meeting 141 persons, totaling of 348,981,527 shares

Approved	348,981,527	votes, or	100%	of total votes in the meeting
Disapproved	-	vote, or	-	of total votes in the meeting
Abstained	-	vote, or	-	of total votes in the meeting
Voided	-	vote, or	-	of total votes in the meeting

6. Approved the allotment of new ordinary shares of 86,320,000 shares, with the par value of Baht 0.50 (Fifty Satang) to the existing shareholders to support the stock dividend payment with the majority votes of shareholders attended the meeting and casted their votes as the following:

Shareholders attend the meeting 141 persons, totaling of 348,981,527 shares

Approved	348,981,527	votes, or	100%	of total votes in the meeting
Disapproved	-	vote, or	-	of total votes in the meeting
Abstained	-	vote, or	-	of total votes in the meeting
Voided	-	vote, or	-	of total votes in the meeting

7. Approved the election of the 3 directors who retired by rotation for 2018, namely Mr. Manit Nitiprateep, Mr. Choosak Pooshutvanitshakul, and Mr. Chaitasn Wanchai, to be the Company's directors for another terms with the majority votes of shareholders who attended the meeting and casted their votes as the following:

Note The three directors who have conflict of interest did not cast their votes in this agenda

7.1) Mr. Manit Nitiprateep Independent Director / Director / Chairman of the Audit Committee / Chairman of the Nomination and Remuneration Committee

Shareholders attend the meeting 143 persons, totaling of 348,981,727 shares

Approved	347,694,596	votes, or	99.6543%	of total votes in the meeting
Disapproved	1,206,131	vote, or	0.3457%	of total votes in the meeting
Abstained	81,000	vote, or	-	of total votes in the meeting
Voided	-	Vote, or	-	of total votes in the meeting

In this agenda, there were additional 2 shareholders, holding 200 shares attended the meeting.

7.2) Mr. Choosak Pooshutvanitshakul Director / Chairman of the Executive Committee

Shareholders attend the meeting 143 persons, totaling of 348,981,727 shares

Approved	344,460,727	votes, or	100%	of total votes in the meeting
Disapproved	-	vote, or	-	of total votes in the meeting
Abstained	4,521,000	vote, or	-	of total votes in the meeting
Voided	-	vote, or	-	of total votes in the meeting

Shareholders attend the meeting 143 persons, totaling of 348,981,727 shares

Approved	348,941,727	votes, or	100%	of total votes in the meeting
Disapproved	-	vote, or	-	of total votes in the meeting
Abstained	40,000	vote, or	-	of total votes in the meeting
Voided	-	vote, or	-	of total votes in the meeting

8. Approved the increase in number of the Company's directors from 9 persons to 10 persons and approved the appointment of Mr. Sakchai Rutchakitprakarn to be the Company's director with the majority votes of shareholders who attended the meeting and caste their votes as the following:

Note Mr. Sakchai Rutchakitprakarn who is considered to be conflict of interest, did not cate the vote in this agenda.

Shareholders attend the meeting 143 persons, totaling of 348,981,727 shares

Approved	348,780,727	votes, or	100%	of total votes in the meeting
Disapproved	-	vote, or	-	of total votes in the meeting
Abstained	201,000	vote, or	-	of total votes in the meeting
Voided	-	vote, or	-	of total votes in the meeting

9. Approved the remuneration of the Board of Directors and the Sub-committees for the year 2018 with the amount of not exceeding Baht 8,000,000 (Baht Eight Million) which is comprised of monthly remuneration, meeting allowance and bonus, without other benefits. Details of the monthly remuneration and meeting allowance are as follows:

Position	Types of Remuneration	
	Monthly Remuneration (Baht)	Meeting Allowance (Baht / Time)
The Board of Directors		
- Chairman	50,000	5,000
- Director	15,000	5,000
The Audit Committee		
- Chairman of Audit Committee	10,000	2,500
- Audit Committee Member	5,000	2,500
Executive Committee		
- Chairman of Executive Committee	30,000	2,500

Position	Types of Remuneration	
	Monthly Remuneration (Baht)	Meeting Allowance (Baht / Time)
- Executive Committee Member	5,000	2,500
Nomination and Remuneration Committee		
- Chairman of Nomination and Remuneration Committee	5,000	2,500
- Nomination and Remuneration Committee Member	2,500	2,500
Risk Management Committee		
- Chairman of Risk Management Committee	N/A	N/A
- Risk Management Committee Member	N/A	N/A

There is no consideration of meeting allowance for the Risk Management Committee since all members are the Company's executives.

The Meeting resolved to approve the agenda with the votes of no less than two-thirds of the total votes of shareholders who attended the meeting and casted their votes as following:

Note There were five directors who have conflict of interest namely, Mr. Manit Nitiprateep, Mr. Choosak Pooshutvanitshakul, Mr. Pisan Ratchakitprakarn, Ms. Pakjira Ratchakitprakarn, and Mr. Chaitasn Wanchai, who would not cast the votes for this agenda.

Shareholders attend the meeting 143 persons, totaling of 348,981,727 shares

Approved	317,412,727	votes, or	90.9540%	of total votes in the meeting
Disapproved	-	vote, or	-	of total votes in the meeting
Abstained	31,569,000	votes, or	9.0460%	of total votes in the meeting
Voided	-	vote, or	-	of total votes in the meeting

10. Approved the appointment of the following auditors from D I A International Audit Co., Ltd. to be the Company's auditor for 2018 and one of the following auditors will perform the audit and express and opinion on the company's financial statements :-

- | | |
|--------------------------------|------------------|
| 1. Mrs. Suvimol Chrityakierne | CPA No. 2982, or |
| 2. Ms. Somjintana Pholhiranrat | CPA No. 5599, or |
| 3. Ms. Suphaphorn Mangjit | CPA No. 8125, or |
| 4. Mr. Nopparoeek Pissanu Wong | CPA No. 7764 |

And approved the audit fee of 2018 for THB 1,690,000 (Baht One Million and Six Hundred Ninety Thousand) which is higher from the previous year for the amount of Baht 90,000 (Baht Ninety Thousand) or increased by 5.63%

Company	Auditor Fee	
	2017	2018
AMA Marine Public Company Limited	1,200,000 Baht	1,250,000 Baht
AMA Logistics Company Limited	400,000 Baht	440,000 Baht
Total	1,600,000 Baht	1,690,000 Baht

Remark : The auditor fee includes the quarterly review instructions provided to PTG Energy Public Company Limited. The miscellaneous expenses relating the operation comprise of allowance, overtime, international calls, and accommodation (in case of staying overnight or up-country visit) will actually be collected.

The Meeting resolves to approve the agenda with the majority votes of shareholders who attended the meeting and casted their votes as the following:

Shareholders attend the meeting 143 persons, totaling of 348,981,727 shares

Approved	348,981,727	votes, or	100%	of total votes in the meeting
Disapproved	-	vote, or	-	of total votes in the meeting
Abstained	-	vote, or	-	of total votes in the meeting
Voided	-	vote, or	-	of total votes in the meeting

11. Approved the Amendment to Article 27. Of the Company's Articles of Association in relation to the Order of the Head of the National Council for Peace and Order No. 21/2018 Re: Amendments to the Laws for the Ease of Doing Business, which is prescribed to repeal Section 100 of the Public Company Limited Act B.E. 2535 (1992) and approved the authorization to Mr. Pisan Ratchakitprakarn to have the power to proceed with the amendment and addition to the amended Articles of Association in case the registrar of the Public Limited gives orders and/or recommendations to amend some wording in such document with the votes of not less than three-fourths of the total votes of shareholders who attended the meeting and casted their votes as following :

Shareholders attend the meeting 143 persons, totaling of 348,981,727 shares

Approved	348,980,727	votes, or	99.9997%	of total votes in the meeting
Disapproved	-	vote, or	-	of total votes in the meeting
Abstained	1,000	vote, or	0.0003%	of total votes in the meeting
Voided	-	vote, or	-	of total votes in the meeting

12. Other matters to be considered (if any)

There were no other matters being raised in the Meeting.

The Chairman declared the meeting closed at 16.19 hrs.

Please be informed accordingly.

Yours faithfully,

Ama Marine Public Company Limited



(Mr. Pisan Ratchakitprakarn)

Managing Director

Corporate Secretary Division

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