



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

ทะเบียนเลขที่ 0107559000231

No. CS/EL/AMA013/2020

10 June 2020

Subject : Informing the Resolutions of the Board of Directors's Meeting No.4/2020 and determination of the 2020 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 Board of Directors' Meeting No. 4/2020 held on 10 June 2020 as per the following details:-

1. The 2020 Annual General Meeting of Shareholders will be held on **Thursday 23 July 2020 at 14.00 hrs. at Le Lotus Meeting Room, 2/F, Swissotel Le Concord Bangkok, No. 204, Ratchadapisek Road, Huay Kwang, Bangkok 10320** with the agenda below:

- 1) **To consider and adopt the Minutes of the 2019 Annual General Meeting of Shareholders held on 18 April 2019**

The Board's Opinion The Minutes was correctly recorded and shareholders should adopt such Minutes.

- 2) **To acknowledge the operating results and the Annual Report for the Year 2019**

The Board's Opinion Shareholders should acknowledge the operating results and the Annual Report for the Year 2019.

- 3) **To consider and approve the Statement of Financial Position and the Profit & Loss Statements of the Company for the Fiscal Year Ended 31 December 2019**

The Board's Opinion Shareholders should approve the Statement of Financial Position and the Profit & Loss Statements for the Fiscal Year Ended 31 December 2019, which have been audited by the Company's auditors and reviewed by the Audit Committee.

Details	Amount (Baht)
Total Assets	3,397,041,075.27 Baht
Total Liabilities	1,328,974,297.16 Baht
Total Revenues	1,899,707,206.98 Baht
Net Profit	180,520,437.07 Baht
Earnings per share	0.35 Baht

4) To acknowledge the interim dividend payment

The Board's Opinion

The Board considered and proposed to inform shareholders at the 2020 Annual General Meeting about the interim dividend payment without further annual dividend for the fiscal year of 2019. Due to the pandemic of COVID-19, the company could not hold the Annual General Meeting of Shareholders, which would take place on April 3, 2020 to consider the payment of annual dividend. To alleviate the effect of this circumstance on shareholders due to the postponement of Annual Shareholder Meeting, the board approved Baht 103,583,354.60- of interim dividend payment at 0.20 Baht per share in place of annual dividend for the performance of 2019 fiscal period and retained earnings which is in accordance with the Company's dividend policy.

Details of dividend payment compare with the previous year as following:-

Details	Amount	
	2019	2020
1. Net profit (Baht)	41,148,413.31	79,232,579.05
2. Number of shares (Shares)	517,916,773	517,916,773
3. Dividend pay-out rate (Baht/Share)	0.10	0.20
4. Total amount of dividend payment (Baht)	51,791,677.30	103,583,354.60
5. Dividend pay-out ratio (%)	125.87%	130.73%

5) To consider and approve the election of directors who will be retired by rotation

The Board's Opinion

Four directors who will be retired by rotation in 2020 consist of:-

1. Mr. Kasem Vejasilpa Independent Director / Chairman
2. Mr. Manit Nitiprateep Director / Chairman of the Audit Committee / Chairman of the Nomination & Remuneration Committee / Independent Director
3. Mr. Rangsun Puangprang Director / Executive Committee Member / Authorized Director
4. Mr. Sakchai Rutchakitprakarn Director

The Board of Directors, without members who have conflict of interest in this agenda, has opined in line with the Nomination & Remuneration Committee that such directors have full qualifications which are in accordance with the Public Company Act B.E. 2535 (1992), regulations of the Stock Exchange of Thailand (SET), and those of the Office of the Securities and Exchange Commission (SEC), including possess

knowledge, and are competent with experiences and good understanding in the Company's business, as well as to provide satisfied work products during the term of their office. The Board of Directors; therefore, deemed that the shareholders should approve the re-election of such directors to be the Company's directors for another term.

6) To consider and approve the appointment of a new director to replace the resigned director

The Board's Opinion

The Board of Directors has opined in line with the Nomination & Remuneration Committee that the shareholders should approve the appointment of Miss Malinee Sumboonnanondha to be the new director to replace the resigned director.

7) To consider and approve the remuneration of the Board of Directors and the Sub-Committees for the year 2020

The Board's Opinion

The Board of Directors has opined in line with the Nomination & Remuneration Committee that the shareholders should approve the remuneration of the Board of Directors and the Sub-Committees for the year 2020 of not exceeding Baht 8,000,000 (Eight Million Baht), comprising monthly remunerations, meeting allowances and annual performance bonus, where the monthly remunerations and meeting allowances are as follows:

Positions	Types of Remuneration	
	Monthly Remunerations (Baht Per Person)	Meeting Allowances (Baht Per Person /Meeting)
Board of Directors		
- Chairman	50,000	5,000
- Directors	15,000	5,000
Audit Committee		
- Chairman of the Audit Committee	10,000	2,500
- Audit Committee Members	5,000	2,500
Executive Committee		
- Chairman of the Executive Committee	30,000	2,500
- Executive Committee Members	5,000	2,500

Positions	Types of Remuneration	
	Monthly Remunerations (Baht Per Person)	Meeting Allowances (Baht Per Person /Meeting)
Nomination & Remuneration Committee		
- Chairman of the Nomination & Remuneration Committee	5,000	2,500
- Nomination & Remuneration Committee Members	2,500	2,500
Risk Management Committee		
- Chairman of the Risk Management Committee	None	None
- Risk Management Committee Members	None	None

Note: There is no consideration of meeting allowances for the Risk Management Committee as all members are the executives.

8) To consider and approve the appointment of Company's auditor for the year 2020 and determination of the audit fee

The Board's Opinion

The Board of Directors has opined in line with the Audit Committee that the shareholders should approve the appointment of either one of the auditors namely below from D I A International audit Co., Ltd. to be the auditor of the Company and its subsidiary for the year 2020.

1. Mrs. Suvimol Chrityakierne Certified Public Accountant No. 2982
2. Ms. Somjintana Pholhirunrat Certified Public Accountant No. 5599
3. Ms. Supaporn Mangjitr Certified Public Accountant No. 8125

In addition, the shareholders should approve the determination of the audit fee for the year 2020 of Baht 1,140,000 (One Million One Hundred Forty Thousand Baht), which has been remained the same as last year while the audit fee for the subsidiary is at Baht 570,000 higher than the year of 2019 by Baht 100,000 (One Hundred Thousand Baht) or 21 percent.

Companies	Auditor Fee (Baht)		Other Fee (Baht)	
	2019	2020	2019	2020
AMA Marine Public Company Limited	1,140,000	1,140,000	110,000	110,000
AMA Logistics Company Limited	470,000	570,000	-	-
Total	1,610,000	1,710,000	110,000	110,000

Note : The related expense consists of allowance, travel allowance, over time, international telephone, room and board (in case of staying overnight) will reimburse as actual pay.

9) Other matters (if any)

1. Authorized Mr. Pisan Ratchakitprakarn to have the power, to the extent as permitted by applicable laws, to amend, add and/or determine the date, time and venue for the 2020 Annual General Meeting of Shareholders as deemed appropriate.

2. Determined the date on which the recorded shareholders have the right to attend the 2020 Annual General Meeting of Shareholders (Record Date) to be on 24 June 2020.

In addition, the Company allowed minority shareholders to propose matter(s) for consideration as an agenda of the 2020 Annual General Meeting of Shareholders from 30 September 2019 to 31 January 2020 but none of the shareholders proposed any matter as an agenda of the meeting, and no question relating to the Company was sent to the Company.

Please be informed accordingly.

Yours faithfully,

AMA MARINE PUBLIC COMPANY LIMITED

(Mr. Pisan Ratchakitprakarn)

Managing Director