



บริษัท อาม่า มารีน จำกัด (มหาชน)

AMA MARINE PUBLIC CO., LTD.

ทะเบียนเลขที่ 0107559000231

No. CS/EL/AMA004/2022

April 7, 2022

Subject : Resolutions of the 2022 Annual General Meeting of Shareholders

To : President

The Stock Exchange of Thailand

AMA Marine Public Company Limited (the "Company") would like to report the resolutions of the 2022 Annual General Meeting of Shareholders held on April 7, 2022 at 14.00 hrs. through electronic meeting (E-AGM) by Quidlab e-Meeting & Voting System. There were 48 shareholders attending the Meeting either in person or in proxy, representing 366,153,380 shares equivalent to 70.6973 % of the Company's total issued shares of 517,916,773 shares. The Meeting resolved matters as follows:

1. Adopted the Minutes of the 2021 Annual General Meeting of Shareholders held on April 8, 2021 with a majority vote of shareholders who attended the meeting and cast their votes as follows:

Shareholders attending the meeting 50 persons, totaling of 367,287,480 shares

Approved	367,287,480	votes,	equivalent to	100.0000	%
Disapproved	0	votes,	equivalent to	-	%
Abstained	0	votes,	not being counted as vote		
Voided	0	votes,	not being counted as vote		

In this agenda item 1, there were an additional 2 shareholders who attended the Meeting. The total number of shareholders attending the Meeting was 50 persons representing 367,287,480 shares.

2. Acknowledged the Company's operating results and the Form 56-1 One Report for the year 2021.

This agenda item was for acknowledgement. Therefore, there was no requirement for vote casting.

3. Approved the Statement of Financial Position and the Profit and Loss Statements for the fiscal year ended December 31, 2021 with a majority vote of shareholders who attended the meeting and cast their votes as follows:

33/4 อาคารเดอะไนน์ ทาวเวอร์ ห้องเลขที่ TNA02 ชั้น 33 ทาวเวอร์ เอ ถนนพระราม 9 แขวงห้วยขวาง เขตห้วยขวาง กรุงเทพฯ 10310  
33/4 THE 9<sup>th</sup> TOWERS, ROOM #TNA02, 33<sup>rd</sup> FLOOR, TOWER A, RAMA 9 RD., HUAYKWANG, BANGKOK 10310 THAILAND

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Shareholders attending the meeting 50 persons, totaling of 367,287,480 shares

Approved	367,287,480	votes,	equivalent to	100.0000	%
Disapproved	0	votes,	equivalent to	-	%
Abstained	0	votes,	not being counted as vote		
Voided	0	votes,	not being counted as vote		

4. Approved the omission of dividend payment and appropriation of legal reserve for the year 2021 due to the fact that, in the year 2021, the Company had a net profit of 33,638,764.74 Baht, which is equivalent to 0.06 Baht per share. Therefore, the management of the Company deemed appropriate to propose to the Meeting to approve omission of the appropriation of legal reserve and dividend payment for the year 2021 as per the following details:

- (1) Approved the omission of dividend payment due to the need to reserve a cash flow to use as working capital for operations.
- (2) Approved the appropriation of legal reserve due to the fact that the legal reserve is attained at the amount as required by the law. Therefore, no additional profit would be appropriated to the legal reserve

The Meeting resolved to approve this agenda item with a majority vote of shareholders who attended the Meeting and cast their votes as follows:

Shareholders attending the meeting 50 persons, totaling of 367,287,480 shares

Approved	367,287,480	votes,	equivalent to	100.0000	%
Disapproved	0	votes,	equivalent to	-	%
Abstained	0	votes,	not being counted as vote		
Voided	0	votes,	not being counted as vote		

5. Approved the election of the directors in replacement of the directors who will retire by rotation for the year 2022, totaling 4 directors, namely, Mr. Manit Nitiprateep, Mr. Rangsun Puangprang, Mr. Pisan Ratchakitprakarn, and Mr. Sakchai Rutchakitprakarn, to be the Company's directors for another term with a majority vote of shareholders who attended the Meeting and cast their votes as follows:

- 5.1 Mr. Manit Nitiprateep : Independent Director / Chairman of the Audit Committee /  
Chairman of the Nomination & Remuneration Committee

Shareholders attending the meeting 50 persons, totaling of 367,287,480 shares

Approved	367,287,480	votes,	equivalent to	100.0000	%
Disapproved	0	votes,	equivalent to	-	%
Abstained	0	votes,	not being counted as vote		
Voided	0	votes,	not being counted as vote		

5.2 Mr. Rangsun Puangprang : Director / Executive Committee Member / Authorized Director

Shareholders attending the meeting 50 persons, totaling of 367,287,480 shares

Approved	367,287,480	votes,	equivalent to	100.0000	%
Disapproved	0	votes,	equivalent to	-	%
Abstained	0	votes,	not being counted as vote		
Voided	0	votes,	not being counted as vote		

5.3 Mr. Pisan Ratchakitprakarn : Director / Managing Director / Nomination and Remuneration Committee Member / Executive Committee Member / Authorized Director

Shareholders attending the meeting 51 persons, totaling of 367,287,490 shares

Approved	367,287,490	votes,	equivalent to	100.0000	%
Disapproved	0	votes,	equivalent to	-	%
Abstained	0	votes,	not being counted as vote		
Voided	0	votes,	not being counted as vote		

In this agenda item 5.3, there were an additional 1 shareholders who attended the Meeting. The total number of shareholders attending the Meeting was 51 persons representing 367,287,490 shares.

5.4 Mr. Sakchai Rutchakitprakarn : Director

Shareholders attending the meeting 51 persons, totaling of 367,287,490 shares

Approved	367,287,480	votes,	equivalent to	100.0000	%
Disapproved	10	votes,	equivalent to	0.0000	%
Abstained	0	votes,	not being counted as vote		
Voided	0	votes,	not being counted as vote		

6. Approved the remuneration of the Board of Directors and the Sub-committees for the year 2022 with the total amount not exceeding Baht 8,000,000 (Eight Million Baht), the same as the previous year, comprising of monthly remuneration, meeting allowances and reward with no other benefits. Details of the monthly remuneration and meeting allowances are as follows:

Position	Types of Remuneration			
	Monthly Remuneration (Baht)		Meeting Allowance (Baht / Time)	
	2021	2022	2021	2022
The Board of Directors				
- Chairman	50,000	50,000	5,000	5,000
- Director	15,000	15,000	5,000	5,000
The Audit Committee				

- Chairman of the Audit Committee	10,000	10,000	2,500	2,500
- Audit Committee Members	5,000	5,000	2,500	2,500
The Executive Committee				
- Chairman of the Executive Committee	30,000	30,000	2,500	2,500
- Executive Committee Members	5,000	5,000	2,500	2,500
The Nomination and Remuneration Committee				
- Chairman of the Nomination and Remuneration Committee	5,000	5,000	2,500	2,500
- Nomination and Remuneration Committee Members	2,500	2,500	2,500	2,500
The Risk Management Committee				
- Chairman of the Risk Management Committee	None	None	None	None
- Risk Management Committee Members	None	None	None	None

*For the directors' reward, the Board of Directors shall have the authority to allocate accordingly. 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 this agenda item with the votes of not less than two-thirds of the total votes of shareholders who attended the meeting as follows:

Shareholders attending the meeting 51 persons, totaling of 367,287,490 shares

Approved	367,287,480	votes,	equivalent to	100.0000	%
Disapproved	10	votes,	equivalent to	0.0000	%
Abstained	0	votes,	equivalent to	-	%
Voided	0	votes,	not being counted as vote		

7. Approved the appointment of the auditors from D I A International Audit Co., Ltd. to be the Company's auditor for the year 2022 and any one of the following auditors would perform the audit and express an opinion on the Company's financial statement for the year 2022:

- 1) Ms. Suphaphorn Mangjit Certified Public Accountant No. 8125 or
- 2) Mr. Wirote Satjathamkul Certified Public Accountant No. 5128 or
- 3) Ms. Somjintana Pholhirunrat Certified Public Accountant No. 5599 or
- 4) Mr. Nopparoeek Pissanuwong Certified Public Accountant No. 7764

And approved the Company and its subsidiary's audit fee for the year 2022 in the amount of Baht 2,600,000. Details are as follows:

Company	Audit Fee (Baht)		Increase / Decrease	%
	2021	2022		
AMA Marine Public Company Limited	1,250,000	1,350,000	100,000	8.00
AMA Logistics Company Limited	570,000	650,000	80,000	14.04
TSSK Logistics Company Limited	450,000	500,000	50,000	11.11
Autologis Company Limited	200,000	100,000	(100,000)	(50.00)
<b>Total</b>	<b>2,470,000</b>	<b>2,600,000</b>	<b>130,000</b>	<b>5.26</b>

*Remark: Other expenses related to performance which consists of allowances, travel expenses, overtime expenses, international phone calls and food and accommodation expenses (In the case of traveling to stay overnight or to other provinces) will be charged according to the actual costs.*

The Meeting resolved to approve this agenda item with a majority vote of shareholders who attended the Meeting and cast their votes as follows:

Shareholders attending the meeting 51 persons, totaling of 367,287,490 shares

Approved	367,287,480	votes,	equivalent to	100.0000	%
Disapproved	10	votes,	equivalent to	0.0000	%
Abstained	0	votes,	not being counted as vote		
Voided	0	votes,	not being counted as vote		

8. Approved the amendment of the Company's Articles of Association by revising Clause 24 and Clause 28 and adding new Clause 25 and Clause 29 to the Company's Articles of Association. Therefore, after the amendment, an order of the Company's Articles of Association will be amended, and the new Articles of Association of the Company will contain 48 clauses. Details of the amendments are as follows:

Current Article of Association	Amended Article of Association
<p><b>Article 24.</b> In summoning a meeting of the Board of Directors, the chairman of the board or the person entrusted shall send a written notice summoning a meeting to the directors not less than seven (7) days prior to the date of the meeting, except that in case of necessity or urgency for the purpose of protecting rights or benefits of the Company, a summons of a meeting may be notified by other means and earlier date of the meeting may be fixed.</p> <p>Two or more directors may request the chairman of the board to summon a meeting of the Board of Directors. In the case of two or more directors requesting such, the chairman of the board shall fix the date of the meeting within fourteen (14) days as from the date of the request.</p>	<p><b>Article 24.</b> In summoning a meeting of the Board of Directors, either by attending in person or by electronic means, the chairman of the board or the person entrusted shall send a written notice summoning a meeting to the directors not less than seven (7) days prior to the date of the meeting, except that in case of necessity or urgency for the purpose of protecting rights or benefits of the Company, a summons of a meeting may be notified by other means and earlier date of the meeting may be fixed. However, in the case where such meeting will be held by electronic media, the Company may send notice summoning a meeting and supporting documents by electronic mail.</p> <p>Two or more directors may request the chairman of the board to summon a meeting of the Board of Directors. In the case of two or more directors requesting such, the chairman of the board shall fix the date of the meeting within fourteen (14) days as from the date of the request.</p>
	<p><b>Article 25.</b> In the meeting of the Board of Directors, either by attending in person or by electronic means, the presence of not less than one half (1/2) of the total number of directors is required to constitute a quorum and they must comply with the rules set forth by virtue of the Emergency Decree on Electronic Meetings.</p>
<p><b>Article 28.</b> In summoning a meeting of shareholders, The Board of Directors shall prepare a notice summoning the meeting, with an indication of the place, date, time, agenda of the meeting and matters to be presented to the meeting, together with appropriate details and a</p>	<p><b>Article 28.</b> In summoning a meeting of shareholders, either by attending in person or by electronic means, The Board of Directors shall prepare a notice summoning the meeting, with an indication of the place, date, time, agenda of the meeting and matters to be</p>

Current Article of Association	Amended Article of Association
<p>clear indication whether such matters are to be proposed for acknowledgment, approval or consideration as well as opinions of the Board of Directors on such matters, and shall send such notice to the shareholders and the public limited Company registrar not less than seven (7) days prior to the date of the meeting, provided that the notice summoning the meeting shall also be published in a newspaper for at least three (3) consecutive days prior to the date of the meeting.</p> <p>The meeting of shareholders shall be held in the locality in which the Company's head office is located or in other provinces throughout the Kingdom as the Board of Directors deems appropriate.</p>	<p>presented to the meeting, together with appropriate details and a clear indication whether such matters are to be proposed for acknowledgment, approval or consideration as well as opinions of the Board of Directors on such matters, and shall send such notice to the shareholders and the public limited Company registrar not less than seven (7) days prior to the date of the meeting, provided that the notice summoning the meeting shall also be published in a newspaper for at least three (3) consecutive days prior to the date of the meeting. In a case where such meeting will be held by electronic media, the Company may send notice of the meeting and supporting documents by electronic mail.</p> <p>The meeting of shareholders shall be held in the locality in which the Company's head office is located or in other provinces throughout the Kingdom as the Board of Directors deems appropriate.</p>
	<p><b>Article 29.</b> In the meeting of shareholders, either by attending in person or by electronic means, there shall be shareholders and proxies (if any) present at the meeting in a number not less than twenty-five (25) persons or not less than one half (1/2) of the total number of shareholders with a number of shares amounting to not less than one-third (1/3) of the total number of sold shares to constitute a quorum, and they must comply with the rules set forth by virtue of the Emergency Decree on Electronic Meetings.</p>

The Meeting resolved to approve this agenda item with votes of no less than three-fourths of the overall votes cast by shareholders who attended the meeting and had voting rights as follows:

Shareholders attending the meeting 51 persons, totaling of 367,287,490 shares

Approved	367,287,480	votes,	equivalent to	100.0000	%
Disapproved	10	votes,	equivalent to	0.0000	%
Abstained	0	votes,	equivalent to	-	%
Voided	0	votes,	not being counted as vote		

The Chairman declared the Meeting adjourned at 15.40 hrs.

Please be informed accordingly.

Yours faithfully,

**Ama Marine Public Company Limited**



(Mr. Pisan Ratchakitprakarn)

Managing Director