

(TRANSLATION)

NO. 053/2018

March 13, 2018

Subject : Informing the Dividend Payment , Fixing the Annual General Meeting of the Shareholders  
No. 67, The Amendment of the Article of Association of the Company and the  
disclosure date of distributing Notice of the General Meeting to Shareholders.

To : The Managing Director  
The Stock Exchange of Thailand

According to the resolution of the Board of Directors of Saha Pathanapibul Public Company  
Limited meeting No. 11 (Board 24) held on March 13, 2018 the details are as follows:

1. Dividend payment at Baht 1.50 per share (One Baht Fifty Satang), amounting to Baht 495,000,000 (Four Hundred Ninety Five Million Baht), dividend payments are to be drawn from the company's retained earning already subject to 30% corporate income tax. The Company has already paid interim dividend at Baht 0.50 per share (Fifty Satang), amounting to Baht 165,000,000 (One Hundred Sixty Five Million Baht), on December 8, 2017 and remaining dividend payment another at Baht 1.00 per share, amounting to Baht 330,000,000 (Three Hundred Thirty Million Baht), wherein individual shareholder shall be entitled to a Dividend Tax Credit under Section 47 bis of the Revenue Code and fix the payment date on Tuesday, May 22, 2018 and proposed to the Annual General Meeting of Shareholders for approval.

2. Directors who are retired by rotation in the Annual General Meeting of Shareholders No. 67, there are 5 persons as follow :

- |                          |                   |                                                                                                             |
|--------------------------|-------------------|-------------------------------------------------------------------------------------------------------------|
| 1. Mrs. Pasook           | Raksawonkse       | Director / Vice Chair , Executive Board /<br>Chairman of Risk Management and Anti -<br>Corruption Committee |
| 2. Mr. Surindr           | Vadhanasiriphongs | Independent Director and Audit Committee                                                                    |
| 3. Pol. Maj.Gen. Panurat | Meepien           | Independent Director and Audit Committee                                                                    |
| 4. Mr. Petch             | Paniangvait       | Director                                                                                                    |
| 5. Mrs. Chailada         | Tantivejakul      | Director / Executive Director / Director of Risk<br>Management and Anti - Corruption Committee              |

By Mr. Surindr Vadhanasiriphongs will not get re-elected to be Director for another term.

The Board of Directors, excluding the Directors who are nominated persons, has resolution to approved 4 persons to be the Directors of the company for another term and to nominate Mr. Vichit Tantianunanont to replace the Independent Director reserved for Mr. Surindr Vadhanasiriphongs and purpose to the Annual General Meeting of shareholders for approval.

### 3. The Amendment Article No.33 of the Articles of Association of the Company

To ensure conformance to Public Company Limited Act B.E.2535 section 100 as amended by the order No.21/2560 of the Head of the National Council for Peace and Order on Amendments of Laws to Facilitate the Ease of Doing Business. It is deemed appropriate to amend article 33 of the Company's Articles of Association. The details are as follows:

Present	Proposed to amend
<p><u>Article.33</u> The Board of Directors shall summon a shareholder meeting as an annual general meeting of shareholders within four (4) months as from the last day of the fiscal year of the Company.</p> <p>The shareholder meeting other than the said meeting shall be called extraordinary meeting.</p> <p>The Board of Directors may summon an extraordinary meeting of shareholders any time as it deems appropriate.</p> <p>The shareholders holding shares amounting to not less than one-fifth (1/5) of the total number of shares sold or not less than twenty-five (25) shareholders holding shares amounting to not less than one-tenth (1/10) of the total number of shares sold may subscribe their names in a written request directing the Board of Directors to summon an extraordinary meeting at any time but the reasons for summoning such meeting must be clearly stated in such a request. In this event, the Board of Directors must summon a shareholder meeting within one (1) month as from the date of receipt of the request from the shareholders.</p>	<p><u>Article.33</u> The Board of Directors shall summon a shareholder meeting as an annual general meeting of shareholders within four (4) months as from the last day of the fiscal year of the Company.</p> <p>The shareholder meetings other than the said meeting shall be called extraordinary meeting.</p> <p>The Board of Directors may summon an extraordinary meeting of shareholders any time as it deems appropriate.</p> <p>One or more shareholders holding the aggregate number of shares of not less than ten (10) percent of the total number of shares sold may, by subscribe their names in written request directing the Board of Directors to summon an extraordinary meeting at any time, but the reasons for summoning such meeting must be clearly stated in such request. In this event, the Board of Directors must summon a shareholder meeting to be held within forty-five (45) days as from the date of the receipt of the request from the shareholders.</p> <p>In case the Board of Directors fails to arrange for the meeting within such period under paragraph four, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five (45) days as from the date of expiration of the period under paragraph four. In such case, the meeting is deemed to be shareholders meeting called by the Board of Directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.</p> <p>In the case where, at the meeting called by the shareholders under paragraph five, the number of the shareholders presented does not constitute quorum as prescribed by the Article 36 and Article 37, the shareholders under paragraph five shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.</p>

4. To fix the Record Date on March 27, 2018 for the rights of shareholders to attend the Annual General Meeting of the Shareholders No. 67

5. To fix the Record Date on May 7, 2018 for the rights of shareholders to receive dividend

6. To fix the Annual General Meeting of Shareholders No. 67 on Monday, April 23, 2018 at 10.00 a.m. at Chao Praya 2, Montien Riverside Hotel, No.372 Rama 3 Road, Kwaeng Bangklo, Khet Bangkoleam, Bangkok 10120 to consider the following agendas :

- (1) To certify the Annual General Meeting of Shareholders No. 66 on April 24, 2017.
- (2) To acknowledge the report of the Board of Directors for the previous year.
- (3) To approve the financial statements as on December 31, 2017.
- (4) To approve the profit allocation and dividend payment.
- (5) To consider the election of the Board of Director in replacement of those who are retired by rotation.
- (6) To consider the Board of Director's remuneration.
- (7) To appoint the Company's auditor and to consider the auditor fees.
- (8) The Amendment Article No.33 of the Article of Association of the Company.
- (9) Other business (if any)

The company has earlier provided the opportunity for shareholders to propose agenda and/or to nominate candidates to be elected as Directors at the Annual General Meeting of Shareholders 2018, during the period of December 1 to 30, 2017. However, it turned out that there was no shareholder who proposed meeting agenda and/or nominate candidates to be elected as company directors.

The company shall disseminate the meeting invitation letter for the Annual General Meeting of the Shareholders No. 67, including the documents of the general meeting of Shareholders , both in Thai and English, via the company website ([www.sahapat.co.th](http://www.sahapat.co.th)) under the heading "Investor Relations", accessible from March 16, 2018 onward.

Whereas the actual meeting invitation letter and the attached documents shall be delivered to the Shareholders via registered mail, according to the Shareholders' names appearing on the Shareholder's Register Book at the closing date on March 27, 2018, to entitle them to attend the Annual General Meeting of the Shareholders No. 67

Please acknowledge accordingly,

Yours Sincerely

(Mrs. Pasook Raksawonkse , Mr. Vathit Chokwatana)  
Directors