

PUBLIC COMPANY LIMITED 123 Suntowers Building B, 35<sup>th</sup>-37<sup>th</sup> Fl., Vibhavadee Rangsit Road, Chomphon, Chatuchak, Bangkok 10900 Thailand

SYMPHONY COMMUNICATION

T: +66 2 101 1111 F: +66 2 101 1133 www.symphony.net.th

No. FNA62/005

29 April 2019

Subject: Resolutions of the 2019 Annual General Meeting of Shareholders

Attention: President

Stock Exchange of Thailand

Symphony Communication Public Company Limited (the "Company") hereby informs you of a summary of the resolutions passed by the 2019 Annual General Meeting of Shareholders, convened on Monday, 29 April 2019, starting from 10.00 a.m. to 11.27 a.m., at Parichart Room, Golden Tulip Sovereign Hotel, No. 92 Soi Saengcham, Rama 9 Road, Bang Kapi Sub-District, Huay Kwang District, Bangkok

There were 40 shareholders attending the Meeting in person and by proxy, holding 361,273,740 shares or 83.3090% of the total issued shares of the Company, constituting a quorum. The resolution was shown as follows:

## Agenda 1: Endorsed the Minutes of the 2018 Annual General Meeting of Shareholders

The Meeting resolved, by a majority vote of the shareholders attending the Meeting and eligible to vote, in accordance with the following votes:

The resolution was passed by the following voting:

Approved	361,274,181	votes, equivalent to	100.0000%
Disapproved	0	votes, equivalent to	0.0000%
Abstained	0	votes, equivalent to	0.0000%
Void	0	votes, equivalent to	0.0000%
42 shareholders	361,274,181	votes, equivalent to	100.0000%

## Agenda 2: Acknowledged the operational results for the year 2018

#### Agenda 3: Approved the audited Financial Statements for the year 2018, ended 31 December 2018

The Meeting resolved, by a majority vote of the shareholders attending the Meeting and eligible to vote, in accordance with the following votes:



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Approved	361,323,181	votes, equivalent to	100.0000%
Disapproved	0	votes, equivalent to	0.0000%
Abstained	0	votes, equivalent to	0.0000%
Void	0	votes, equivalent to	0.0000%
44 shareholders	361,323,181	votes, equivalent to	100.0000%

# Agenda 4: Approved profit allocation of the operating result for the year 2018 and the dividend payment

The Meeting resolved to approve the dividend payment for the year 2018 from the operating result from January to December 2018 to the Shareholders of the Company at the rate of Baht 0.03 per share in cash, total of approximately Baht 13 million. The dividend will be paid from non-BOI portion of profits that are not eligible for tax exemption privilege granted by the BOI. The dividend will be subject to withholding tax as required by law.

In this regard, the date for determination of names of shareholders who will be entitled to receive the dividend payment (Record Date) shall be on 9 May 2019. Such dividend is to be paid on 27 May 2019.

The Meeting resolved, by a majority vote of the shareholders attending the Meeting and eligible to vote, in accordance with the following votes:

Approved	361,324,264	votes, equivalent to	100.0000%
Disapproved	0	votes, equivalent to	0.0000%
Abstained	0	votes, equivalent to	0.0000%
Void	0	votes, equivalent to	0.0000%
45 shareholders	361,324,264	votes, equivalent to	100.0000%

# Agenda 5: Approved the appointment of the auditors for the year 2019 and the determination of the audit fee

The Meeting resolved to approve the appointment of Ms. Pimjai Manitkajohnkit, and/or Ms. Rungnapa Lertsuwankul, and/or Ms. Rosaporn Decharkom, and/or Ms. Sumana Punpongsanon, and/or Ms. Orawan Techawatanasirikul Certified Public Accountant (Thailand) No. 4521, 3516, 5659, 5872 and 4807 respectively, from EY Office Limited as an auditor of the Company in 2019 with the compensation of Baht 1,700,000 which includes the fee for reviewing three quarterly financial statements but excludes the audit fee for the Company's subsidiary and other expenses e.g. transportation. Having compared the proposed audit fee with the audit fee for the year 2018 which was equivalent to Baht 1,230,000, the proposed rate is Baht 470,000 higher.



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The Meeting resolved, by a majority vote of the shareholders attending the Meeting and eligible to vote, in accordance with the following votes:

Approved	361,324,264	votes, equivalent to	100.0000%
Disapproved	0	votes, equivalent to	0.0000%
Abstained	0	votes, equivalent to	0.0000%
Void	0	votes, equivalent to	0.0000%
45 shareholders	361,324,264	votes, equivalent to	100.0000%

## Agenda 6: Approved the appointment of directors in substitution of the retiring directors

In 2019, the three following directors vacated office:

1) Mr. Woodtipong Moleechad	Independent Director
2) Mr. Prasitt Hemwarapornchai	Independent Director
3) Mr. Patrick Corso	Director

The Meeting resolved to appoint the following directors to replace those who are due to retire by rotation with following votes.

1) Mr. Woodtipong Moleechad Independent Director			
Approved	361,207,092	votes, equivalent to	99.9676%
Disapproved	94,372	votes, equivalent to	0.0261%
Abstained	22,800	votes, equivalent to	0.0063%
Void	0	votes, equivalent to	0.0000%
45 shareholders	361,324,264	votes, equivalent to	100.0000%
2) Mr. Patric	k Corso	Director	
2) Mr. Patrice	k Corso 361,301,464	<b>Director</b> votes, equivalent to	99.9937%
,			99.9937% 0.0000%
Approved	361,301,464	votes, equivalent to	
Approved  Disapproved	361,301,464	votes, equivalent to	0.0000%

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3) Mr. Sujate Jantarang		<b>Independent Director</b>	
Approved	361,301,464	votes, equivalent to	99.9937%
Disapproved	0	votes, equivalent to	0.0000%
Abstained	22,800	votes, equivalent to	0.0063%
Void	0	votes, equivalent to	0.0000%
45 shareholders	361,324,264	votes, equivalent to	100.0000%

## Agenda 7: Acknowledged the directors' bonuses for the year 2018

## Agenda 8: Approved the director's remuneration for the year 2019

The Meeting resolved to approve the directors' remuneration for the year 2019 to be the same amount as that of the year 2018. The remuneration comprises the meeting allowance and monthly remuneration of not exceeding Baht 7 million, and directors' bonuses of not exceeding Baht 3 million paid proportionately to 1 percent of the total dividend payment (if any).

The Meeting resolved, by a vote of more than two-thirds of the total votes cast by the shareholders attending the Meeting, in accordance with the following votes:

Approved	361,324,264	votes, equivalent to	100.0000%
Disapproved	0	votes, equivalent to	0.0000%
Abstained	0	votes, equivalent to	0.0000%
Void	0	votes, equivalent to	0.0000%
45 shareholders	361,324,264	votes, equivalent to	100.0000%

## Agenda 9: Approved the prohibitions on acts constituting foreign dominance

The Meeting resolved, by a majority vote of the shareholders attending the Meeting and eligible to vote, in accordance with the following votes:

Approved	361,324,264	votes, equivalent to	100.0000%
Disapproved	0	votes, equivalent to	0.0000%
Abstained	0	votes, equivalent to	0.0000%
Void	0	votes, equivalent to	0.0000%
45 shareholders	361,324,264	votes, equivalent to	100.0000%



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## **Agenda 10: Other matter (if any)**

There was no other business.

During responding to questions asked by shareholders, there were 46 shareholders attending the Meeting in person and by proxy, holding 361,340,314 shares or 83.3244% of the total issued shares of the Company until the meeting was closed.

Please be informed accordingly.

Sincerely yours,

(Mr.Teerarat Pantarasutra) Director / President