

- Translation -

AIS-CP 003/2017

30 March 2017

Subject: Resolution of the 2017 Annual General Meeting of Shareholders

To: The President of the Stock Exchange of Thailand

Advanced Info Service Public Company Limited (“the Company”) would like to inform the resolution of the Annual General Meeting of Shareholders for the year 2017, held on 30 March 2017 as follows:

1. Adopted the minute of the 2016 Annual General Meeting of Shareholders, held on 29 March 2016 by the majority vote of shareholders who attended and casted their votes as follows:

Approved	2,397,333,977	votes,	equivalent to	100
Disapproved	0	votes,	equivalent to	0
Abstained	97,200	votes,	not constituted as vote	
Voided	2,300	votes,	not constituted as vote	

2. Approved the Statements of Financial Position and Statements of Income for the year ended 31 December 2016 by the majority vote of shareholders who attended and casted their votes as follows:

Approved	2,397,252,005	votes,	equivalent to	100
Disapproved	300	votes,	equivalent to	0
Abstained	814,501	votes,	not constituted as vote	
Voided	2,800	votes,	not constituted as vote	

3. Approved the appropriation of the net profit for the year 2016 as dividend of Baht 10.08 per share, of which Baht 5.79 per share was paid as an interim dividend on 1 September 2016. The remaining dividend to be paid is Baht 4.29 per share. The book closing date for the right to receive dividend is on 11 April 2017 and the dividend will be paid on 26 April 2017. The matter was approved by the majority vote of shareholders who attended and casted their votes as follows:

Approved	2,397,937,204	votes,	equivalent to	99.9999
Disapproved	2,900	votes,	equivalent to	0.0001
Abstained	50,901	votes,	not constituted as vote	
Voided	2,801	votes,	not constituted as vote	

4. Approved the appointment of the Company’s auditors for the year 2017 to be Deloitte Touche Tohmatsu Jaiyos Audit Co.,Ltd., namely:

1. Dr. Suphamit Techamontrikul CPA No. 3356
2. Mr. Permsak Wongpatcharakorn CPA No. 3427
3. Mr. Chavala Tienpasertkij CPA No. 4301

Any of the aforementioned auditors shall conduct the audit and express an opinion on the Company’s financial statement. The shareholders also approved the 2017 audit fee and the quarterly review fee of Baht 1,640,000 (excludes other non-audit fee) at the same rate of 2016.

The matter was approved by the majority vote of shareholders who attended and casted their votes as follows:

Approved	2,396,612,547	votes,	equivalent to	99.9571
Disapproved	1,029,252	votes,	equivalent to	0.0429
Abstained	348,026	votes,	not constituted as vote	
Voided	3,981	votes,	not constituted as vote	

In addition, the shareholders acknowledged the audit fee and quarterly review fee for the Company's subsidiaries of Baht 6,830,000 (excludes other non-audit fee) at the same rate of 2016.

5. Approved the re-appointment of directors who retired by rotation for another term, namely; 1) Mr. Somprasong Boonyachai 2) Mr. Krairit Euchukanonchai and 3) Mr. Somchai Lertsutiwong, by the majority vote of shareholders who attended and casted their votes as follows:

5.1 Mr. Somprasong Boonyachai re-elected as Director

Approved	2,376,865,311	votes,	equivalent to	99.1229
Disapproved	21,032,360	votes,	equivalent to	0.8771
Abstained	93,334	votes,	not constituted as vote	
Voided	2,801	votes,	not constituted as vote	

5.2 Mr. Krairit Euchukanonchai re-elected as Independent Director

Approved	2,397,871,471	votes,	equivalent to	99.9991
Disapproved	20,400	votes,	equivalent to	0.0009
Abstained	99,134	votes,	not constituted as vote	
Voided	2,801	votes,	not constituted as vote	

5.3 Mr. Somchai Lertsutiwong re-elected as Director

Approved	2,395,750,813	votes,	equivalent to	99.9510
Disapproved	1,173,933	votes,	equivalent to	0.0490
Abstained	1,064,659	votes,	not constituted as vote	
Voided	4,401	votes,	not constituted as vote	

Mr. Somchai Lertsutiwong holds 80,126 shares of the Company, therefore is not eligible to cast his vote.

Shareholders also approved the appointment of Mr. Prasan Chuaphanich to be an independent director in replacement of Mrs. Tasanee Manorot who retired and not intended to be re-elected. The matter was approved by the majority vote of shareholders who attended and casted their votes as follows:

Approved	2,392,998,249	votes,	equivalent to	99.7989
Disapproved	4,823,054	votes,	equivalent to	0.2011
Abstained	169,702	votes,	not constituted as vote	
Voided	2,801	votes,	not constituted as vote	

6. Approved the remuneration of the Company's Board of Directors for 2017 of not exceeding Baht 36,000,000 at the same rate of 2016 which is comprised of monthly retainer fee, meeting allowance, and bonus; and approved the 2017 policy on directors remuneration which is the same as year 2016 as follows:

Director	Monetary Remuneration for 2017 (Baht) ¹⁾		
	Monthly Retainer Fee	Meeting Allowance	Bonus
Board of Directors			
Chairman ²⁾	300,000	X	✓
Member ³⁾	75,000	25,000	✓
Audit Committee and Executive Committee			
Chairman	25,000	25,000	✓
Member	x	25,000	✓
Other Committees			
Chairman	10,000	25,000	✓
Member	x	25,000	✓

Notes:

- 1) Directors shall be entitled to travel expense and allowance in the event that they travel and perform their duties overseas at the same rate as Chief Executive Officer and in accordance with the regulations of the Company.
- 2) Chairman of the Board is not entitled to an additional monthly retainer or meeting allowance if he or she holds any position in the Board's sub-committees.
- 3) Directors, who are executives / employees of the Company or of the subsidiaries or of the shareholders, shall not be entitled to receive such remuneration.

The Board shall consider and impose any conditions, details and rate of such remuneration of directors and members of committees as deemed appropriate.

The matter was approved by the vote of not less than two-third of shareholders who attended as follows:

Approved	2,392,921,970	votes,	equivalent to	99.7889
Disapproved	4,972,108	votes,	equivalent to	0.2073
Abstained	91,427	votes,	equivalent to	0.0038
Voided	8,301	votes,	not constituted as vote	

7. Approved the issuance and offering of warrants not exceeding 1,410,500 units to the employees of the Company and its subsidiaries to purchase the Company's ordinary shares at the rate of Baht 0 per unit with the exercise ratio of 1 unit per 1 warrant and the exercise price of Baht 160.434 per share. The term and condition shall comply with the one agreed by the Leadership and Compensation Committee. The Board or delegated person shall have the authority to determine the other provisions pertaining to the issuance of the warrants, including obtaining approval from relevant authorities and performing any other related actions considered necessary.

The matter was approved by the vote of not less than three-quarters of shareholders who attended and are eligible to vote as follows:

Approved	2,340,150,193	votes,	equivalent to	97.5892
Disapproved	57,629,503	votes,	equivalent to	2.4033
Abstained	181,009	votes,	equivalent to	0.0075
Voided	2,801	votes,	not constituted as vote	

There is no shareholder with an aggregate number of shares exceeding 10 percent of all eligible votes opposed such issuance and offering of warrants.

8. Approved the issuance and allotment of not more than 1,410,500 new ordinary shares at a par value of Baht 1 per share to be reserved for the exercise of the Warrants. The Board or delegated person shall have the authority to determine the related terms and conditions and

take any necessary action in connection with the issuance and allocation of the new shares and their listing on the Stock Exchange of Thailand.

The matter was approved by the majority vote of shareholders who attended and casted their votes as follows:

Approved	2,340,288,193	votes,	equivalent to	97.6001
Disapproved	57,544,810	votes,	equivalent to	2.3999
Abstained	158,302	votes,	not constituted as vote	
Voided	2,801	votes,	not constituted as vote	

9. Approved the allocation of the warrants in an amount exceeding 5 percent of the total warrants under this scheme to Mr. Somchai Lertsutiwong. The number of warrants to be allocated shall not exceed 93,200 units or 6.61% of total warrants under this scheme. The matter was approved by the vote not less than three-quarter of shareholders who attended and are eligible to vote as follows:

Approved	2,322,583,515	votes,	equivalent to	96.8556
Disapproved	75,301,688	votes,	equivalent to	3.1402
Abstained	101,102	votes,	equivalent to	0.0042
Voided	7,801	votes,	not constituted as vote	

There is no shareholder with an aggregate number of shares exceeding five percent of all presented shareholders opposed the allocation of the warrants exceeding 5 percent of total issued to Mr. Somchai Lertsutiwong.

Mr. Somchai Lertsutiwong holds 80,126 shares of the Company, therefore is not eligible to cast his vote.

Please be informed accordingly.

Yours faithfully,

-Signed-

Ms. Sunitaya Shinawatra
Chief Finance Officer
Advanced Info Service Plc.