



Ref.NEP024-2018

March 14, 2018

Subject: Schedule of the 2018 Annual General Meeting of Shareholders, Appointment of new director and No Dividend Payment

To: President  
The Stock Exchange of Thailand

NEP Realty and Industry Public Company Limited (“the Company”) would like to inform the resolutions passed by the Board of Directors Meeting no. 2/2018 held on March 14, 2018. The resolutions are as follows:

1. Approved the statement of financial position and statement of comprehensive income for the fiscal year 2017 ended December 31, 2017 which were audited by the Company’s auditors and proposed to the Shareholders’ Meeting for further consideration and approval.
2. Resolved to propose to the Shareholders’ Meeting for no dividend payment for the year 2017 because the Company had loss in 2017.
3. The directors who have to be retired by rotation are 1) Pol.Gen. Somchai Vanichsenee 2) General Sa-Ngiam Sawangkawat 3) Mr.Nipit Arunvongse Na Ayudhya 4) Mr.Vee Worasakyotin 5) General Narunath Kampanathsanyakorn

According to General Narunath Kampanathsanyakorn has resigned from Company's director, the board of directors resolved to propose to the Shareholders’ Meeting to propose Lt.Gen. Chiraphat Malai to be an Independent Director as replacement and the directors number 1)-4) who are retired by rotation shall be re-elected to continue their term.

4. To consider and approve the appointment of 1 new director of the Company from previous total number of 11 persons to be 12 persons, the name of new director has been propose by the board as Miss Orayaporn Karnchanachari.
5. Resolved to propose to the Shareholders’ Meeting to approve the director remuneration for the year 2018 according to the recommendation of the Nomination and Remuneration Committee that the compensation, meeting allowance and permanent remuneration of each board member to be at total amount of Baht 6 million and no bonus payment shall be made to the board members.



6. Resolved to propose to the Shareholders' Meeting to appoint Mr. Peradate Pongsathiansak CPA License No. 4752 or Ms. Wannisa Ngambuathong CPA License No. 6838 or Mr. Thanawut Piboonsawat CPA License No. 6699 of Dharmniti Auditing Co., Ltd. will be the auditors of the Company for the year 2018 with the auditors' remuneration of Baht 1,130,000.
7. Resolved to call the 2018 Annual General Meeting of Shareholders on April 26, 2018 at 10.30 a.m. at Arnoma Grand Room, 3<sup>rd</sup> Floor, Arnoma hotel, Rajdamri Road, Pathumwan, Bangkok with the agenda as follows:
  - Agenda 1 The matter to be informed by the chairman of the board of directors
  - Agenda 2 To adopt the minutes of the Extraordinary General Meeting of Shareholders No. 1/2018
  - Agenda 3 To acknowledge the operating results of the Company for the year 2017
  - Agenda 4 To approve the statement of financial position and statement of comprehensive income for the fiscal year 2017 ended December 31, 2017
  - Agenda 5 To approve the omission of dividends for the year 2017
  - Agenda 6 To approve the election of directors replacing those who retired by rotation
  - Agenda 7 To consider and approve the appointment of new director
  - Agenda 8 To approve the fixing of the remuneration of directors for the year 2018
  - Agenda 9 To approve the appointment of the Company's auditor and the auditor's remuneration for the year 2018
  - Agenda 10 To consider other matters (if any)
8. Approved to schedule March 28, 2018 as the date to record the names of the shareholders who are entitled to attend the 2018 Annual General Meeting of the Shareholders (Record Date).

Please be informed accordingly.

Yours sincerely,

Mr. Vee Worasakyothin  
Managing Director