

No. PB0005/2565

11 April 2022

Subject: Notification of the Resolutions of the 2022 Annual General Meeting of Shareholders

To: President

The Stock Exchange of Thailand

By this letter, Plan B Media Public Company Limited (the "Company") would like to inform you that the 2022 Annual General Meeting of Shareholders, convened on 11 April 2022 at 14.00 hrs., via electronic means under the Emergency Decree on Electronic Meeting B.E. 2563 (2020) and other relevant laws and regulations, has considered and resolved in each agenda item, concluded as follows:

1. Acknowledged the report on the operating results of the Company for the year 2021

Remark: This agenda was only for acknowledgment and no casting of votes.

2. Approved the statements of financial positions and comprehensive income statements of the year 2021 for the fiscal year ended 31 December 2021 with the following voting results:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and casting the votes
Approved	3,556,709,141	100.0000
Disapproved	0	0.0000
Abstained	-None-	-None-

Remark: Resolution for this agenda requires the majority votes of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

3. Approved the suspension of dividend payment from the Company's operation for the year 2021 with the following voting results:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and casting the votes
Approved	3,553,461,677	99.9087
Disapproved	3,247,020	0.0913
Abstained	-None-	-None-



Licensed Rights Holder

Plan B Media Public Company Limited

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www.planbmedia.co.th

Remark: Resolution for this agenda requires the majority votes of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

4. Approved the election of two directors who are due to retire by rotation, namely (1) Pol. Gen. Somchai Vanichsenee and (2) Mrs. Monluedee Sookpantararat to be directors of the Company for another term, detailed as follows:

4.1 Pol. Gen. Somchai Vanichsenee was elected as Chairman/Independent Director/Chairman of Audit Commit-tee/ Chairman of Corporate Governance Committee with the following voting results:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and casting the votes
Approved	3,494,702,869	98.2880
Disapproved	60,870,305	1.7120
Abstained	-None-	-None-

4.2 Mrs. Monluedee Sookpantararat was elected as Director/Independent Director/ Audit Committee member/Chairman of Risk Management Committee/ Nomination and Remuneration Committee member with the following voting results:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and casting the votes
Approved	3,495,230,697	98.2998
Disapproved	60,452,200	1.7002
Abstained	-None-	-None-

Remark: Resolution for this agenda requires the majority votes of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.



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- 5. Approved the determination of remuneration of the directors and subcommittees of the Company for the year 2022 in the amount of not exceeding 4,800,000 THB, the determination of the directors' bonus for the year 2022 in the amount of not exceeding 7,200,000 THB and authorized the Nomination and Remuneration Committee to allocate the directors' bonus for the year 2022 to each directors and subcommittees within the budget as approved by the shareholders' meeting with the following voting results:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting
Approved	3,555,108,897	99.9550
Disapproved	1,600,000	0.0450
Abstained	-	-

Remark: Resolution for this agenda requires the votes of not less than two-thirds of the total votes of the shareholders attending the meeting, including abstentions in the calculation base.

- 6. Approved the appointment of the auditor from EY Office Company Limited to be auditors of the Company for the fiscal year ended 31 December 2021, by appointing any of the following auditors to audit and give opinion on the financial statement of the Company, namely (1) Mr. Termphong Opanaphan Certified Public Accountant No. 4501 and/or (2) Miss Vissuta Jariyathanakorn Certified Public Accountant No. 3853 and/or (3) Mrs. Kunlapee Piyawannasuth Certified Public Accountant No. 6137 and approved the audit fee in the amount of not exceeding 7,787,000 THB which is exclusive of non-audit fee with the following voting results:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and casting the votes
Approved	3,556,708,897	100.0000
Disapproved	0	0.0000
Abstained	-None-	-None-



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Remark: Resolution for this agenda requires the majority votes of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

- 7. Approved the reduction in the registered capital of the Company in the amount of 0.60 THB from the existing registered capital of 434,847,627.50 THB to 434,847,626.90 THB by cancelling 6 shares of the Company and the amendment to the Company’s Memorandum of Association, Clause 4 (Registered Capital) to be consistent with the reduction in the registered capital of the Company. In addition, the meeting appointed the Chief Executive Officer or the person delegated by the Chief Executive Officer shall have the authority to register the amendment of the Memorandum of Association with the Department of Business Development, Ministry of Commerce, and shall have the power to take any necessary actions to comply with the registrar’s order for the completion of the registration process, with the following voting results:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and having the right to vote
Approved	3,437,032,010	96.6352
Disapproved	119,676,887	3.3648
Abstained	-None-	-None-

Remark: This agenda Item shall be approved by votes of not less than three-quarters of the total number of votes cast by the shareholders attending the meeting and having the right to vote.

- 8. Approved the increase in registered capital of the Company from the existing registered capital of 434,847,626.90 THB to 443,247,626.90 THB by issuing 84,000,000 shares with a par value of 0.10 THB per share, totaling 8,400,000 THB, in order to accommodate the allocation of newly issued ordinary shares to a specific person (Private Placement) and the amendment to Clause 4 (Registered Capital) of the Memorandum of Association to be in line with the capital increase by authorizing the Chief Executive Officer or the person delegated by the Chief Executive Officer to have the authority to register the amendment of the Memorandum of Association with the Department of Business Development, Ministry of Commerce, and to have the power to take any necessary actions to comply with the registrar’s order for the completion of the registration process, with the following voting results:



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Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and having the right to vote
Approved	3,428,887,699	96.4062
Disapproved	127,821,198	3.5938
Abstained	-None-	-None-

Remark: This agenda Item shall be approved by votes of not less than three-quarters of the total number of votes cast by the shareholders attending the meeting and having the right to vote.

9. Approved the allocation of 84,000,000 newly issued ordinary shares with a par value of 0.10 THB per share, totaling 8,400,000 THB to accommodate the allocation of newly issued ordinary shares to a specific person (Private Placement) i.e., Aqua Corporation Public Company Limited who is not a connected person of the Company with a definitive offering price of 7.22 THB per share and authorized the Chief Executive Officer of the Company, or persons authorized by the Chief Executive Officer, to have the power to carry out actions in respect of the allocation of the newly-issued ordinary shares, following voting results:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and casting the votes
Approved	3,440,257,546	96.7259
Disapproved	116,451,351	3.2741
Abstained	-None-	-None-

Remark: Resolution for this agenda requires the majority votes of the shareholders attending the meeting and casting their votes, provided that there must not be the shareholder(s) holding the shares of more than 10 percent of the total number of votes of the shareholders attending the meeting and having the rights to object this offering of shares for Private Placement.

Please be informed accordingly.

Yours sincerely,

-Pinijsorn Luechaikajohnpan-

(Pinijsorn Luechaikajohnpan, Ph.D.)

Authorized Director