



Invitation to The Extraordinary General Meeting of Shareholders
No. 1/2014

Mono Technology Public Company Limited

Friday, September 12, 2014 at 9.30 hrs.

The registration will begin at 7.30 hrs.

Auditorium, 3rd Floor, Jasmine International Tower
No. 200, Moo 4, Chaengwattana Road, Pakkred Sub-district,
Pakkred District, Nonthaburi, 11120

*Please bring your barcode already printed on
the proxy to show at the meeting*

September 4, 2014

Re: Invitation to the Extraordinary General Meeting of Shareholders No.1/2014

To: Shareholders of Mono Technology Public Company Limited

- Enclosures:
1. A copy of the minutes of the 2014 Annual General Meeting of Shareholders held on April 11, 2014
 2. Key features of warrants representing the right to purchase the newly issued ordinary shares of Mono Technology Public Company Limited No. 1 (MONO-W1) for allocation to existing shareholders (Right Offering)
 3. Capital Increase Report Form (F 53-4)
 4. Regulations and Articles of Association of the Company, concerning the Shareholders' Meeting
 5. Process of attending the Extraordinary General Meeting of Shareholders No.1/2014
 6. Profile of independent directors proposed to act as proxies for shareholders
 7. A map of Jasmine International Tower
 8. A proxy form (Form B)

The Board of Directors' Meeting No. 4/2014 of Mono Technology Public Company Limited ("the Company") held on August 6, 2014 resolved to call for the Extraordinary General Meeting of Shareholders No.1/2014 on Friday, September 12, 2014 at 09.30 hrs. at Auditorium, 3rd Floor, Jasmine International Tower, No. 200, Moo 4, Chaengwattana Road, Pakred Sub-district, Pakred District, Nonthaburi 11120 to consider the following agendas:

Agenda 1 To consider certifying the minutes of the 2014 Annual General Meeting of Shareholders held on April 11, 2014

Fact and reason

The 2014 AGM was held on Friday, April 11, 2014. The Minutes was properly prepared and submitted to the Ministry of Commerce within the period specified by law and published on the Company's website (www.mono.co.th). A copy of the minutes of the 2014 AGM is attached herewith (Enclosure 1).

Opinion of the Board

The Board of Directors has viewed that the minutes was true and complete in all respect and deemed it appropriate to propose the Shareholders' Meeting to certify the minutes of the 2014 AGM.

Voting Rule

The resolution under this agenda has to be passed by the majority vote of the shareholders, attending and voting in the meeting.

Agenda 2

To consider and approve the interim dividend payment in dividend stock and cash .

Fact and reason

The Board of Directors' Meeting resolved to approve the interim dividend payment, with details summarized as follows:

1. Dividend will be paid in the form of the Company's ordinary shares of not exceeding 1,680,000,000, at the par value of 0.10 Baht per share to the shareholders at the rate of 6 dividend stocks for 5 existing shares, totaling 168,000,000 Baht or equal to the dividend payout ratio of 0.120 Baht per share. For the fraction of share existing after dividend stock allocation, the Company shall pay the shareholders in cash for such fraction at the rate of 0.120 Baht per share.
2. Dividend payment in terms of cash at the rate of 0.020 Baht per share or equal to 28,000,000 Baht.

The Company has appropriated net profit for legal reserve of 14 million Baht, accounting for 10 percent of registered capital (amounting to 140 million Baht). As a result, the Company does not need to allocate additional legal reserve.

Therefore, the dividend payment in stock dividend and cash is at the rate of 0.140 Baht per share or approximately equal to 196 million Baht. All dividends will be subjected to the withholding tax at the rate stipulated by law.

	Amount per share	Total
1. The interim dividend is paid from retained earnings and net profit of the first half of 2014 (during January to June 2014) operating results which is subject to corporate income tax of 20%. Individual shareholders shall be entitled to a tax credit in accordance with Section 47 bis of the Revenue Code.	0.032 Baht	44.81 million Baht
2. The interim dividend is paid from dividends income for operating results of subsidiaries under BOI privileges (without tax credit).	0.108 Baht	151.19 million Baht
Total	0.140 Baht	196.00 million Baht

The date for specifying the name list of shareholders who are eligible to receive dividend was scheduled on August 21, 2014 and the date to collect name list, according to Section 225 of the Securities and Stock Exchange Act, by way of closing the registration book to suspend the transfer of shares will be on August 22, 2014. The dividend will be paid by September 24, 2014.

However, the rights and the date to receive dividend is based on the approval from the Shareholders' Meeting.

Opinion of the Board

The Board of Directors has considered this matter and deemed it appropriate to propose the Shareholders' Meeting to approve the interim dividend payment in cash and shares as per the details mentioned above.

Voting Rule

The resolution under this agenda has to be passed by the majority vote of the shareholders, attending and voting in the meeting.

Agenda 3

To consider and approve the issuance of MONO-W1.

Fact and reason

The Board of Directors' Meeting resolved to issue MONO-W1 No.1 at the amount of up to 1,540,000,000 units to the Company's existing shareholders based on their holdings (right offering), free of charge at the rate of 15 units of warrants for 14 existing ordinary shares. In case that any fraction of a warrant resulted from such ration, the fraction will be rounded up to 1 unit of warrant without any charge. The exercise ratio is 1 warrant for the right to buy 1 share at the exercise price at Baht 2.50 per share. The term is 5 years after the issuance date.

The name list of shareholders who are eligible to receive the Warrants will be arranged on August 21, 2014 and the date to collect name list, according to Section 225 of the Securities and Stock Exchange Act, by way of closing the registration book to suspend the transfer of shares is on August 22, 2014.

At least two of four authorized directors naming Mr. Pete Bodharamik, Mr. Soraj Asavaprapha, Mr. Sang Do Lee or Mr. Navamin Prasopnet and/or the persons designated by at least two out of four aforementioned authorized directors are authorized to determine criteria, conditions, and other details related to the Warrants. Also, the said persons are authorized to set the details and other conditions of MONO-W1 to be offered including to proceed as necessary action related to the issue and offer MONO-W1, which includes but not limited to contact, arrange and submit any necessary documents related to issue and offer of MONO-W1.

For key features of MONO-W1, please refer to enclosure 2

Opinion of the Board

The Board of Directors has considered this matter and deemed it appropriate to propose the Shareholders' Meeting to approve the issuance of MONO-W1 No. 1 at the amount of up to 1,540,000,000 units to existing shareholders, with abovementioned conditions.

Voting Rule

The resolution under this agenda has to be passed by the majority vote of the shareholders, attending and voting in the meeting.

Agenda 4

To consider and approve the increase in registered capital from 140,000,000 Baht to 462,000,000 Baht

Fact and reason

The Board of Directors' Meeting resolved to approve the increase in the registered capital of the Company from 140,000,000 Baht to 462,000,000 Baht by newly issuing 3,220,000,000 ordinary shares at the par value of 0.10 Baht per share to support the dividend stock payment and exercising of right as per MONO-W1. The objectives of registered capital increase are:

1. To allocate stock dividend to existing shareholders as a return for investment
2. To increase the paid-up capital to more than 300 million Baht in order to comply with the criteria to move the Company's securities from being listed on mai to the SET
3. To accommodate the exercise of MONO-W1
4. To raise funds for future business expansion, the TV program sourcing and production and working capital

(For more information on Capital Increase Report Form (F 53-4), please refer to enclosure 3)

Opinion of the Board

The Board of Directors has considered this matter and deemed it appropriate to propose the Shareholders' Meeting to approve the increase of registered capital from 140,000,000 Baht to 462,000,000 Baht as detailed below.

Voting Rule

The resolution of this agenda shall be adopted by the vote of not less than three-fourths of the total votes of shareholders, attending and having the right to vote in the meeting.

Agenda 5

To consider and approve on the amendment to Clause 4 of the Memorandum of Association of the Company to reflect to capital increase

Fact and reason

The Board of Directors' Meeting resolved to approve the amendment of Clause 4 of memorandum of association to be in line with capital increase:

"Clause 4

Registered capital of	462,000,000 Baht	(Four hundred and sixty-two million Baht)
which can be divided into	4,620,000,000 shares	(Four thousand six hundred and twenty million shares)
At the par value of	0.10 Baht	(Ten satang)
which can be divided into		
Ordinary shares	4,620,000,000 shares	(Four thousand six hundred and twenty million shares)
Preferred shares	- shares	(None)

In addition, the Shareholder's Meeting is requested to authorize at least two out of four directors which are Mr. Pete Bodharamik, Mr. Soraj Asavaprapha, Mr. Sang Do Lee or Mr. Navamin Prasopnet

and/or a person authorized by at least two out of those four directors to register the amendment of memorandum of association at the Department of Business Development and correct or add wording or perform any other action to meet the registrar's order.

Opinion of the Board

The Board of Directors has considered this matter and deemed it appropriate to propose the Shareholders' Meeting to approve on the amendment to Clause 4 of the Memorandum of Association of the Company to reflect to capital increase

Voting Rule

The resolution of this agenda shall be adopted by the vote of not less than three-fourths of the total votes of shareholders, attending and having the right to vote in the meeting.

Agenda 6

To consider and approve the allocation of newly-issued ordinary shares.

Fact and reason

The Board of Director resolved to approve the allocation of newly issued shares as follows:

1. 1,680,000,000 shares (at the part value of 0.10 Baht) will be allocated for stock dividend payment.
2. 1,540,000,000 shares (at the part value of 0.10 Baht) will be allocated for the exercise of warrant issued to existing shareholders (MONO-W1)

For more information on allocation of newly issued ordinary shares, please refer to enclosure 2

Opinion of the Board

The Board of Directors has considered this matter and deemed it appropriate to propose the Shareholders' Meeting to approve the allocation of newly-issued ordinary shares.

Voting Rule

The resolution under this agenda has to be passed by the majority vote of the shareholders, attending and voting in the meeting.

Agenda 7

To consider other matters (if any)

Fact and reason

According to the Public Limited Company Act B.E.2535 (amended in B.E.2544), Clause 2 of Section 105, the shareholders, holding shares altogether of not less than one-third of the total issued shares may request the meeting to consider other matters than those set out in the invitation letter.

Opinion of the Board

The Board of Directors deemed it appropriate to include this agenda to allow any shareholder to propose the meeting to consider matters other than those determined by the Board of Directors for this meeting.

The Company has fixed the record date for the shareholders to attend the Extraordinary General Meeting of Shareholders No.1/2014 on Thursday, August 21, 2014 and the compilation of the shareholders' names in accordance with Section 225 of the Securities and Exchange Act by means of closing the Company's share registration book on Friday, August 22, 2014.

Please be invited to attend the meeting at the date, time and place specified above and bring the registration form to the Extraordinary General Meeting of Shareholders No.1/2014. As a shareholder attending the meeting in person, kindly show your identification card upon your attendance. If you wish to appoint any person to attend and vote on your behalf, please complete and sign the proxy form as appeared in Enclosure 8 (affix 20 Baht duty stamp) and enclose documents or evidences of the shareholder or proxy holder entitled to attend the shareholders' meeting, then submit them to the meeting prior to the convening of the meeting. For foreign shareholders who appointed a custodian to manage your account, please use any of Proxy Form A, Proxy Form B or Form C. Other shareholders can use only one proxy form (Proxy Form A or Proxy Form B). For your convenience, the Company would like to recommend the Proxy Form B which provides more definite details of authorization.

Any shareholder who would like to use proxy Form A or Form C can contact the Corporate Affairs Department of the Company or download these forms from the website of the Company (www.mono.co.th).

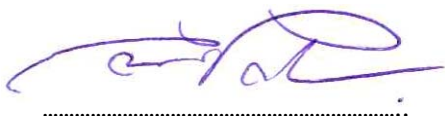
As a shareholder, you may appoint any person or one of the following independent directors of the Company to attend the meeting and vote on your behalf:

- | | | |
|------------------|----------------------|---|
| 1. Mrs. Punnee | Worawuthichongsathit | Independent Director and Chairperson of the Audit Committee |
| 2. Mr. Preecha | Leelasithorn | Independent Director, Member of the Audit Committee and Chairman of Remuneration and Nomination Committee |
| 3. Mr. Kriengsak | Thiennukul | Independent Director, Member of the Audit Committee and Member of Remuneration and Nomination Committee |

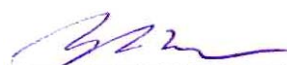
(Please view details of the recommended proxy holders in enclosure 6)

Yours sincerely,

Mono Technology Public Company Limited.



(Mr. Navamin Prasopnet)
Director



(Mr. Sang Do Lee)
Director

(Translation)

Mono Technology Public Company Limited
Minutes of 2014 Annual General Meeting of Shareholders

Date and place

The meeting was held on April 11, 2014 at 9.00 hrs. at Auditorium, 3rd Floor, Jasmine International Tower, No. 200, Moo 4, Changwattana Road, Pakred Sub-district, Pakred District, Nonthaburi 11120.

Directors attending the meeting

- | | |
|-------------------------------------|--|
| 1. Mr. Pete Bodharamik | Chairman |
| 2. Mr. Soraj Asavaprapha | Director, Vice Chairman, Chairman of Risk Management Committee and Member of Nomination and Remuneration Committee |
| 3. Mr. Navamin Prasopnet | Director, Assistant Chairman and Executive Director |
| 4. Mr. Sang Do Lee | Director, Chief Executive Officer and Executive Director |
| 5. Mr. Komsak Wattanasriroj | Director, Chief Financial Officer and Executive Director |
| 6. Mr. Siri Luengsawat | Director |
| 7. Mrs. Punnee Worawuthichongsathit | Independent Director and Chairperson of Audit Committee |
| 8. Mr. Preecha Leelasithorn | Independent Director, Member of Audit Committee and Chairman of Nomination and Remuneration Committee |
| 9. Mr. Kriengsak Thiennukul | Independent Director, Member of Audit Committee and Member of Nomination and Remuneration Committee |

Executives attending the meeting

- | | |
|--------------------------------|--|
| 1. Mr. Patompong Sirachairat | Chief Operating Officer |
| 2. Mr. Jiraparwat Boonyasen | Vice President – Mobile Business |
| 3. Miss Benjawan Rakwong | Vice President – Administration |
| 4. Mr. Teerasak Tharaworn | Assistant Vice President – Human Resources |
| 5. Miss Paweena Poonpattanasuk | Assistant Vice President – Accounting and Finance |
| 6. Miss Pitirudee Sirisamphan | Vice President – Corporate Affairs and Company Secretary |

Related persons attending the meeting

- | | |
|------------------------------|--|
| 1. Mr. Supachai Panyawattano | Auditor, EY Office Co., Ltd. |
| 2. Mrs. Nittaya Kietserikul | Legal Advisor, Seri Manop & Doyle Ltd. |
| 3. Mr. Prasert Phattaradilok | Independent Financial Advisor, Advisory Plus Co., Ltd. |

Preliminary proceeding

Miss Pitirudee Sirisamphan, the Company Secretary, introduced directors and executives, the auditor, legal advisors and the independent financial advisor attending the meeting and informed the meeting procedure and voting process:

For voting in AGM, the Chairman of the meeting shall ask shareholders attending in the meeting whether they disagree or abstain:

- In case that no shareholder disagrees or abstains his/her vote, this shall be considered they give approval for the said agenda.
- Those who would like to show their disagreement or abstention must raise their hand in order to ask staff to collect their ballots given to all shareholders at the registration process. The votes for disagreement or abstention will be subtracted from the total votes of shareholders attending the meeting and having the right to vote for each agenda. For proxy holders using the proxy form B or C in which shareholders have already specified their intention, the votes shall be recorded in the vote counting system at the registration process.
- After the presentation by directors in each agenda, the Chairman asks shareholders to make inquiries about each agenda as appropriate. Shareholders who would like to make inquiries were invited to stand in front of microphone or they can raise their hand in order to ask staff to give them the microphone. Then, they are invited to introduce themselves in terms of names, shareholding status and number of shareholders before making inquiries or expressing their opinion.

After the Chairman announces that time for receiving ballots is up, all ballots sent to the staff after such announcement shall be regarded as void and shall not be included in vote counting.

Also, any ballot with the following conditions shall be regarded as an invalid ballot:

1. A ballot of other agenda
2. A ballot with no mark
3. A ballot with several marks

Nevertheless, split of votes is allowed for the shareholder having appointed custodians.

4. A damaged ballot with unclear voting intention by shareholders

After the time for receiving ballots is up, the Chairman shall begin the new agenda while waiting for vote counting for time saving. After the vote counting is finished, the voting result of each agenda shall be announced by Miss Rungtiwa Charurattanaporn.

Regarding voting, one share is counted as one vote. The consideration for agenda regarding election of directors, Article 16 of the Company's Articles of Association shall be applied as per the following rules and methods:

- (1) One share (1) is equal to one vote (1).
- (2) Each shareholder may exercise all the votes he/she has under (1) to elect one or more persons as directors, but he/she cannot split his/her votes among any such persons.
- (3) The person obtains the highest votes as well as those obtain the respective vote from the meeting shall be elected as directors of the Company in a number not exceeding the total number of directors required to be elected for such election. In case number of persons obtaining the equal respective vote from the meeting is in excess of the actual number of directors required for such election, the chairman of the meeting shall have a casting vote.

The consideration for other matters in agenda No.8 is allowed by Section 105 of the Public Limited Company Act which states that “the shareholders whose shares are counted altogether at the number of not less than one-third of the entire issued and subscribed shares of the Company are entitled to request the shareholders’ meeting to consider other matters other than the ones specified in the shareholders’ meeting invitation.” Those who are eligible to request the meeting to consider other matters other than specified in the invitation must hold at least 466,666,667 shares out of the entire issued and subscribed shares of 1,400,000,000 shares.

During December 27, 2013 to January 31, 2014, the Company invited shareholders to send the question in advance for the 2014 Annual General Meeting of Shareholders. The announcement was posted on <http://www.mono.co.th>, under the “Investor Relations” page. On February 7, 2014, the Company informed SET and shareholders that none of the shareholders sent any question to the Company.

After that, Mr. Pete Bodharamik, the Chairman of the meeting, announced that 230 shareholders holding 1,139,652,064 shares or equivalent to 81.4037 percent out of the entire issued and subscribed shares, with the right to vote of 1,400,000,000 shares attended the meeting, thereby constituting a quorum according to Article 33 of the Company’s Article of Association. The Chairman declared the meeting convened and two proxy holders which were Miss Vasita Chotipruk and Miss Wanwisa Karaya volunteered to witness the vote counting throughout the Meeting. Then, The Chairman asked the meeting to consider eight agendas respectively:

Agenda 1 To consider certifying the minutes of the 2013 Annual General Meeting of Shareholders held on March 13, 2013

The Chairman informed that the minutes of the 2013 AGM had been set as an enclosure of the invitation to all shareholders.

When no more recommendations and questions related to this agenda were made, the Chairman proposed the shareholders’ meeting to vote.

Resolution of the Meeting:

The shareholders' meeting resolved to certify the minutes of the 2013 AGM held on March 13, 2013. The resolution was passed by the unanimous vote of shareholders attending the meeting and voting. The meeting resolution was as follows:

Resolution	Number of Votes	% of total shares of the shareholders attending the meeting and voting
1. Agree	1,139,712,864	100.0000
2. Disagree	0	0.0000
3. Abstain	0	-
4. Invalid Ballots	0	-
Total 239 Shareholders	1,139,712,864	-

Agenda 2 To acknowledge the Board of Directors' annual report on the Company's operation result during the year 2013

The Chairman informed the meeting that the Company's operation result of the year 2013 was shown in the 2013 annual report (Enclosure 2) which was sent to all shareholders together with the invitation. The Board of Directors had considered such report and was of the opinion that it was correct and adequate to propose to the shareholders' meeting for acknowledgement. The Chairman assigned Mr. Komsak Wattanasriroj, Chief Financial Officer to report the Company's 2013 operation result to all shareholders, with details summarized as follows:

Regarding the financial status, the total assets of Mono Technology PCL. and subsidiaries amounted to 3,356 million Baht in 2013, rising by 2,642 million Baht or 370 percent from the total assets of 714 million Baht in 2012 due to cash and current investment of 2,194 million Baht as well as intangible assets and computer-related equipment of 256 million Baht.

The total liabilities of Mono Group in 2013 amounted to 263 million Baht, rising by 5 million Baht or 2 percent from the total liabilities of 258 million Baht in 2012. The shareholders' equity in 2013 was 3,093 million Baht, rising by 2,637 million Baht or 578 percent from the shareholders' equity of 456 million Baht in 2012 due to the share premium of 2,696 million Baht.

Details of 2013 operation result:

Total revenues of Mono Group amounted to 1,498 million Baht in 2013, declining by 64 million Baht or 4 percent from the revenues of 1,562 million Baht in 2012 due to technical problems affecting media and content business. Profit from 2013 operation was 543 million Baht, dropping by 130 million Baht or 19 percent from the profit from 2012 operation of 637 million Baht in 2012.

The net profit in 2013 amounted to 501 million Baht, decreasing by 106 million Baht or 17 percent from the net profit of 607 million Baht in 2012.

The important movements in 2013 included:

June 2013: On the first trading day (June 6, 2013), Mono Technology PCL. listed on Market for Alternative Investment (mai), with the security symbol “MONO”. The Company issued 245 million shares, at the par value of 11.40 Baht amounting to 2,793 million Baht in total.

August 2013: The Company invested in all ordinary shares of Mono Technology Vietnam Co., Ltd., with registered capital amounting to 0.1 million US Dollar or 3 million Baht and 100-percent paid-up share capital.

September 2013: Mono Production Co., Ltd., one of our subsidiaries, made an investment in ordinary shares of two subsidiaries:

1. Mono TV Co., Ltd., with registered capital of 50 million Baht and 25 percent paid-up share capital.
2. Mono Broadcast Co., Ltd., with registered capital of 50 million Baht and 100 percent paid-up share capital.

October 2013: The Company invested in all ordinary shares of Mono Technology Hong Kong Ltd., with registered capital amounting to 25 million Hong Kong Dollar or 106 million Baht and 100-percent paid-up share capital.

November 2013: The meeting of the Company’s Board of Directors resolved to approve the restructuring of shareholding for its subsidiaries on November 6, 2013, with key points summarized as follows:

1. The Board approved to acquire all of the additional ordinary shares of Mono Entertainment Co., Ltd., a subsidiary, amounting to 55 million Baht and resolved to reduce the subsidiary’s registered and paid-up share capital amounting to 20 million Baht in order to write-off retained losses. The subsidiary registered the decrease in share capital with the Minister of Commerce on January 27, 2014. The Company’s shareholding in this subsidiary remained unchanged.
2. The Company approved to acquire all of the additional ordinary shares of Mono Production Co., Ltd. and Mono Technology Korea Corporation, amounting to 300 million Baht and 16 million Baht, respectively. The Company’s shareholding in these subsidiaries remained unchanged.

When no more recommendations and questions related to this agenda were made, the Chairman informed the meeting that the Agenda 2 was for acknowledgement. Thus, no voting was required.

The meeting acknowledged the Company’s operation result for 2013 as reported.

Agenda 3 To consider approving the Company’s financial statements and auditor’s report ended

December 31, 2013

The Chairman proposed the meeting to consider The Company’s financial statements and auditor’s report for the year ended December 31, 2013 that was audited by the auditor, reviewed by the Audit Committee and approved by the Board of Directors as shown in the financial statements and the auditor’s report for the year ended December 31, 2013 (Enclosure 2 of invitation.)

When no more recommendations and questions related to this agenda were made, the Chairman proposed the shareholders' meeting to vote.

Resolution of the Meeting:

The shareholders' meeting resolved to approve the Company's financial statements and the auditor's report ended 31 December 2013. The resolution was passed by the unanimous vote of the shareholders, attending the meeting and voting. The meeting resolution was as follows:

Resolution	Number of Votes	% of total shares of the shareholders attending the meeting and voting
1. Agree	1,161,771,164	100.0000
2. Disagree	0	0.0000
3. Abstain	0	-
4. Invalid Ballots	0	-
Total 252 Shareholders	1,161,771,164	-

Agenda 4 To consider the allocation of net profit as legal reserve and the dividend payment for the year 2013

The Company Secretary informed the meeting that according to Article 45 of Articles of Association of the Company, "the Company shall appropriate not less than five (5) percent of its annual net profits after the deduction of accumulated loss brought forward (if any) as a reserve fund until such reserve fund reaches not less than ten (10) percent of its registered capital." Also, the Board of Directors also had the policy to propose the shareholders' meeting to consider paying dividend from the Company's financial statements to general shareholders at the ratio of not less than 50 percent of the net profit after income tax deduction each year.

The Board of Directors had considered this matter and deemed it appropriate to propose the shareholders' meeting to approve the allocation of net profit as legal reserve and the payment of dividend for the year 2013 as detailed below:

1. In 2013, the Company recorded the net profit for the year of 557,215,608 (five hundred fifty-seven million, two hundred fifteen thousand, six hundred eight) Baht. The Company appropriated net profit for legal reserve of 14,000,000 Baht, accounting for 10 percent of registered capital. As a result, the Company did not need to allocate additional legal reserve.
2. The meeting approved additional dividend payment for the year 2013 from the 2013 operation result and retained earning to the shareholders of 1,400,000,000 shares at the rate of 0.104 (zero point one zero four) Baht per share, totaling 145,600,000 (one hundred forty-five million, six hundred thousand Baht). Then, the total dividend from the 2013 operation result and retained earnings was at the rate of 0.431 (zero point four three one) Baht, totaling 569,100,000 (five hundred sixty-nine million and one hundred thousand) Baht. The dividend payout ratio was equal to 102.13 (one hundred and two point one three) percent.

The Board of Directors announced the dividend rate and the 2013 interim dividend payments were paid three times at the total rate of 0.327 Baht per share. Thus, the dividend payment for the final quarter amounted to 0.104 Baht per share, with details summarized as follows:

	Amount per share	Amount
1. The dividend was paid from retained earnings and net profit of 2013 operating results which was subject to corporate income tax of 23% and 20% respectively. Individual shareholders was entitled to a tax credit in accordance with Section 47 bis of the Revenue Code.		
23%	0.011 Baht	14.57 million Baht
20%	0.034 Baht	47.83 million Baht
2. The interim dividend was paid from dividends income for operating results of subsidiaries under BOI privileges (without tax credit).	0.059 Baht	83.20 million Baht
Total	0.104 Baht	145.60 million Baht

The Company had fixed the record date to determine the names of the shareholders entitled to receive dividend on Thursday, March 6, 2014. The Company had also approved the collection of the shareholders' names, as stipulated in Section 225 of the Securities and Exchange Act, by means of closing the share registration book for the right to receive the dividend for the year 2013, on Friday, March 7, 2014 and dividend payment date was fixed on Thursday, April 24, 2014.

Detailed comparison between the 2013 and 2012 dividend payment was presented in the invitation that was sent to all shareholders.

When no more recommendations and questions related to this agenda were made, the Chairman proposed the shareholders' meeting to vote.

Resolution of the meeting:

The shareholders' meeting approved the allocation of net profit as legal reserve and the dividend payment for the year 2013 as reported in details above by Company Secretary. The resolution was passed by the unanimous vote of the shareholders, attending the meeting and voting. The meeting resolution was as follows:

Resolution	Number of Votes	% of total shares of the shareholders attending the meeting and voting
1. Agree	161,857,272	100.0000
2. Disagree	0	0.0000
3. Abstain	0	-
4. Invalid Ballots	0	-
Total 258 Shareholders	161,857,272	-

Agenda 5 To consider an appointment of auditor and to fix audit fee for the year 2014

To comply with Section 20 of the Public Limited Company Act which requires that each year, the annual general meeting of shareholders must appoint an auditor and fix the remuneration thereof. By the suggestion of the Audit Committee, the Board of Directors had considered this matter and deemed it appropriate to propose the shareholders' meeting to approve the appointment of the following auditors from EY Office Limited to be the auditor of the Company for the year 2014:

- | | | | |
|------------------------------|--------------------------------------|---------------------|----|
| 1. Mr. Supachai Panyawattano | Certified Public Accountant No. 3930 | EY Office Co., Ltd. | or |
| 2. Ms. Siraporn Ouuanunkun | Certified Public Accountant No. 3844 | EY Office Co., Ltd. | or |
| 3. Ms. Waraporn Prapasirikul | Certified Public Accountant No. 4579 | EY Office Co., Ltd. | |

Mr. Supachai Panyawattano was the auditor who signed on the financial statements of the Company and subsidiaries for the year 2013, totally one year, and showed well performance. Meanwhile, Ms. Siraporn Ouuanunkun and Ms. Waraporn Prapasirikul never signed on the financial statements of the Company and subsidiaries.

These auditors from EY Office Limited had a lot of audit experience as they had been working for many companies and had been well recognized by several organizations. They had independence in performing their tasks. The auditors whose names proposed above had neither the relationship nor any interest with the Company/subsidiaries/executives/major shareholders or related persons of these persons. Besides, they belonged to the same company with the auditors of the Company's subsidiaries.

Moreover, the Board of Directors deemed it appropriate to propose the shareholders' meeting to approve fixing the annual audit fee for the year 2014 at the amount of not exceeding 1,060,000 Baht, which was of the same amount as that approved by the shareholders' meeting for the year 2013.

When no more recommendations and questions related to this agenda were made, the Chairman proposed the shareholders' meeting to vote.

Resolution of the meeting:

The shareholders' meeting approved the appointment of the auditors from EY Office Co., Ltd. whose names appear above as the auditor of the Company for the year 2014 and fixed the annual audit fee for the year 2014 at the amount of not exceeding 1,060,000 Baht. The resolution was passed by the unanimous vote of the shareholders, attending the meeting and voting. The meeting resolution was as follows:

Resolution	Number of Votes	% of total shares of the shareholders attending the meeting and voting
1. Agree	161,861,173	100.0000
2. Disagree	0	0.0000
3. Abstain	0	–
4. Invalid Ballots	0	–
Total 260 Shareholders	161,861,173	–

Agenda 6 To consider the election of directors to replace those who retire by rotation and fix the remuneration for the year 2014

6.1 To approve the election of directors to replace those who retire by rotation

The Company Secretary informed the meeting that according to Article 17 of the Company's Articles of Association, "At every annual general meeting, one-third (1/3) of the directors shall retire from office.

The director who has been in the office for the longest term shall firstly be retired. If their number is not a multiple of three, then the number nearest to one-third must retire from office. The retiring director is eligible for re-election. The directors who retire by rotation in the first and second year after becoming a public company shall be drawn by lots. After that, the directors who have been in office the longest shall retire first."

For 2014 which is the second year after becoming a public company, the directors retiring by rotation shall be drawn by lots. There are 9 director positions, so 3 directors shall be retired from the office. In 2014, the following 3 directors who have to retire from office are:

1. Dr. Soraj Asavaprapha
2. Mrs. Punnee Worawuthichongsathit
3. Mr. Siri Luengsawat

The Board of Directors had considered the matter and agreed with the Remuneration and Nomination Committee's opinion to propose the shareholders' meeting to approve the re-election of the 3 directors to directorship for another term. In view of the Board, such directors possess qualifications, knowledge, ability and experiences which were useful for the Company's operation.

Preliminary details of the directors who retired by rotation and were proposed for the re-election were shown in Enclosure 4 of the invitation letter.

To elect the directors to replace those who retired by rotation, the shareholders may exercise their votes to elect an individual director. The election should be made in accordance with the Company's Article 16 of Articles of Association.

The Chairman allowed the shareholders to show their opinion and raise questions.

Ms. Siriporn Khattaphong, a proxy holder of Thai Investor Association, viewed that Dr. Soraj Asavaprapha should abstain from voting for this agenda.

Ms. Nittaya Kietserikul, the legal advisor, said that it was regarded that the director had no stake in this agenda, so he was eligible to vote.

Then, the Chairman proposed the shareholders to vote for electing one director at a time.

Resolution of the meeting:

The shareholders' meeting approved electing the 3 directors to resume their positions for another term. The resolution was passed by the majority vote of the shareholders, attending the meeting and voting. The meeting resolution was as follows:

1. Dr. Soraj Asavaprapha

Total (263 shareholders) votes were equal to 1,161,871,873

Agree		Disagree		Abstain		Invalid Ballots	
Number of votes	%	Number of votes	%	Number of votes	%	Number of votes	%
1,161,640,173	99.9800	231,700	0.0199	0	–	0	–

2. Mrs. Punnee Worawuthichongsathit

Total (263 shareholders) votes were equal to 1,161,871,873

Agree		Disagree		Abstain		Invalid Ballots	
Number of votes	%	Number of votes	%	Number of votes	%	Number of votes	%
1,161,871,873	100	0	–	0	–	0	–

3. Mr. Siri Luengsawat

Total (263 shareholders) votes were equal to 1,161,871,873

Agree		Disagree		Abstain		Invalid Ballots	
Number of votes	%	Number of votes	%	Number of votes	%	Number of votes	%
1,161,871,873	100	0	–	0	–	0	–

6.2 To fix the directors' remuneration

The Company Secretary informed the meeting that in 2013, the shareholders' meeting approved fixing the remuneration according to the positions and also the gratuities for the Board of Directors and other committees at the amount of not exceeding 7,000,000 Baht. For the year 2014, the Company's Remuneration and Nomination Committee had prudently considered the remuneration for the Board of Directors and other committees of the Company by taking into account the remuneration rates of other companies of the same industrial line, the Company's business expansion, the growth of profits, and the increasing duties and responsibilities. They finally had the opinion that it was appropriate to fix the remuneration according to the positions and also the gratuities for the Board of Directors and other committees for the year 2014 at the amount of not exceeding 7,000,000 Baht as per the details mentioned the invitation.

The resolution of this agenda shall be adopted by the vote of not less than two-thirds of the total votes of shareholders, attending the meeting.

When no more recommendations and questions related to this agenda were made, the Chairman proposed the shareholders' meeting to vote.

Resolution of the meeting:

The shareholders' meeting approved fixing the directors' and other committees' remuneration for the year 2014 at the amount of not exceeding 7,000,000 Baht. The resolution was passed by the unanimous vote of the shareholders, attending the meeting and voting. The meeting resolution was as follows:

Resolution	Number of Votes	% of total shares of the shareholders attending the meeting and voting
1. Agree	1,161,882,873	100.0000
2. Disagree	0	0.0000
3. Abstain	0	0.0000
4. Invalid Ballots	0	0.0000
Total 264 shareholders	1,161,882,873	100.0000

Agenda 7 To consider rectification of digital TV license auction as well as other relevant rectification

The Company Secretary informed the meeting that Mono Broadcast Co., Ltd. (MB), a subsidiary, participated and won the Standard Definition (SD) variety channel license auction from the National Broadcasting and Telecommunications Commission (NBTC) at the bid price of 2,250 million Baht. When consolidating such cost with the service fee of the Agreement of Standard Definition Terrestrial Digital Television Network Service Agreement that MB entered into with Royal Thai Army Radio and Television Station amounting to 816.56 million Baht (in compliance with the Precondition specified by NBTC) as well as the additional investment for supporting production and other relevant service, such as production sites, studios as well as procurement of related equipment of around 120 million Baht, the size of this transaction totaled 3,186.56 million Baht, with the details presented in the invitation which were sent to all shareholders.

The transaction mentioned above was considered as the significant asset acquisition according to the Notification of the Capital Market Supervisory Board No. Tor Jor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposition of Assets and the Notification of the Board of Governors of Stock Exchange of Thailand (SET) Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets, B.E. 2547 and the amendments. The maximum size of transaction was equal to 94.95 percent of total asset value of the Company and subsidiaries. When consolidating the size of this transaction with another transaction entered by the Company in the past six months, the size of this transaction was equal to 104.38 percent. This transaction could be categorized as Class 4 transaction as the size was 100 percent or higher. Nevertheless, such Class 4 transactions met all the requirements. Therefore, the SET did not treat them as a new listing application.

In addition, the participation in the auction and any relevant and necessary action were approved by the resolution of Board of Directors' meeting No. 5/2013 held on October 9, 2013. If the bid price or other relevant information is disclosed to insiders, this may affect the auction results as there were many bidders participating in the auction. The digital TV license auction was ended on December 26, 2013 and the Company had entered into the Agreement with Royal Thai Army Radio and Television Station on January 17, 2014. In addition, the first installment payment of license fee amounting to 339 million Baht was made on February 10, 2014. (NBTC

required that the first installment payment of license fee should be made within thirty days from the date that the letter confirming the auction results was received.) This transaction was happened before the approval from the shareholders' meeting. Therefore, the Company was required to responsible for arranging information memorandum of such transaction and propose the shareholders' meeting to rectify the transaction by MB. In addition, the Company appointed an independent financial advisor (IFA) in order to give opinion toward the transaction, with details summarized in the invitation and the enclosures that were already sent to shareholders.

To facilitate this transaction, the Board of Directors' meeting deemed it appropriate to propose the 2014 Annual General Meeting of Shareholders to appoint Mr. Pete Bodharamik—the Chairman— and/or any person appointed by Mr. Pete Bodharamik to be responsible for specifying details and conditions relating to transactions, negotiating and/or contacting any agency or person, signing relevant agreements and documents as well as asking relevant agencies' permission.

The Board of Directors viewed that the above mentioned transaction should benefit the Company and shareholders as it would help enhance business security and continuity, promote free and fair competition as well as enhancing reliability toward investors' opinion. This also created value added and satisfactory returns for shareholders over the long run. Therefore, the Board of Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to rectify the digital TV license auction and acquisition as well as other necessary and relevant action.

The resolution of this agenda shall be adopted by the vote of not less than three-fourths of the total votes of shareholders, attending and having the right to vote. This excluded the vote of shareholders who had conflicts of interest. However, none of shareholders had conflicts of interest and was not entitled to vote for this agenda.

The Chairman allowed the shareholders to show their opinion and make inquiries.

Mr. Kittiyod Arpakiettiwong, a proxy holder, would like to know the goal and cost of expenses of digital TV business and would like to hear the Company's opinion as he thought that it might take time for this business to reach the break-even point.

The Chief Executive Officer clarified that the Company studied digital TV business in Thailand as well as conducting feasibility study and he viewed that the income should be in line with the estimation and the research conducted by the IFA.

When no more recommendations and questions related to this agenda were made, the Chairman proposed the shareholders' meeting to vote.

Resolution of the Meeting:

The shareholder's meeting approved rectifying the auction and acquisition SD variety channel license and other relevant and necessary action. The meeting also approved appointing Mr. Pete Bodharamik—the Chairman— and/or any person appointed by Mr. Pete Bodharamik to be responsible for specifying details and conditions relating to transactions, negotiating and/or contacting any agency or person, signing relevant agreements and

documents as well as asking relevant agencies' permission. The resolution was passed by the vote of not less than three-fourths of the total votes of shareholders, attending and having the right to vote. The meeting resolution was as follows:

Resolution	Number of Votes	% of total shares of the shareholders attending the meeting and having the right to vote
1. Agree	1,161,919,373	99.9995
2. Disagree	5,200	0.0004
3. Abstain	0	0.0000
4. Invalid Ballots	0	0.0000
Total 266 shareholders	1,161,919,373	100.0000

Agenda 8 To consider other matters (if any)

The Chairman offered the shareholders a chance to propose other issues for consideration. None of the shareholders proposed any other issues for the meeting's consideration. However, some of them asked questions as follows:

Ms. Siriporn Kattapong, a proxy holder of Thai Investor Association, had 2 inquiries:

1. She would like to know about the lower revenues during 2012–2013 as mentioned on page 90 of the 2014 annual report.
2. She wondered whether the Company would focus on mobile value added service (MVAS) or digital TV business during 2014.

Mr. Sang Do Lee, Chief Executive Officer asked Ms. Siriporn to get answers to her questions from the following presentation.

Then, the Chairman asked Mr. Sang Do Lee, the Chief Executive Officer, to give the presentation on the Mono Group's 2014 business operation.

Summary of Performance Review and Outlook by Chief Executive Officer:

1. Performance Review

Revenues of Mono Group in 2013 dropped 4 percent over-year as our MVAS business was affected by mobile operators' technical problems during the second to fourth quarters. In addition, Mono Group expanded our business, particularly TV digital business and other businesses at home and internationally as seen from rising number of employees. Thus, the net profit dropped by 17 percent or equal to 501 million Baht.

Mono Group's net profit in 2010 rose 157 percent over-year. Due to higher operational cost and investment in new promising business in 2011, the net profit of Mono Group was 499 million Baht and the revenue grew 18

percent in 2012 with satisfactory growth of Internet business, thanks to sales of online advertising. Therefore, the net profit grew 22 percent.

2. Performance of Each Business Group

For MVAS business, the revenue for the first quarter was normally lower than other quarters (seasonal trend). Meanwhile, the growth of some quarters was boosted by marketing campaigns. Mono Group's MVAS revenue for the first quarter of 2012 was 314 million Baht, compared with the revenue of 333 million Baht of the first quarter of 2013, rising by 20 million Baht approximately. Nevertheless, MVAS business in the second quarter of 2013 was affected by the technical problems of a mobile operator. Then, the Company increased the marketing budget of around 50 million Baht during the third quarter to improve the decrease in revenue and the revenue dropped only slightly in the fourth quarter. For the outlook for 2014, MVAS revenue should increase as the technical problems caused by mobile operators was resolved. Also, marketing campaigns and quality of our services should support for the growth of this business.

On the part of other businesses, such as Internet business, particularly www.mthai.com, the revenue should increase by 30-50 percent per annum (during 2010 – 2013.) For the publishing business, there were 10 magazines under Mono Group so that the advertising revenue increased. Despite the downward trend of publishing business, the Company viewed that magazine contents could also support other businesses of Mono Group as such contents could be reused and distributed via other media platforms.

3. Revenue Structure

Although MVAS revenue during 2012 – 2013 dropped by 200 million Baht approximately, the revenue of Internet business that grew from 153 million Baht approximately to 217 million Baht approximately and higher revenue of publishing business that adjusted higher from 109 million Baht approximately to 129 million Baht approximately should help offset such decrease. Meanwhile, the revenue of TV business increased from 22 million Baht approximately to 41 million Baht approximately. Depending on MVAS via digital download service, music business reported the lower revenue. Nevertheless, the movie business was boosted by the service of www.doonung.com and the Company could generate income from interest from IPO proceeds.

4. Business Outlook

In the future, revenues should mainly come from MVAS and Internet businesses due to the rising number of broadband internet and Wi-Fi users as seen from the annual report of operators. Thus, more users should support our business growth. In addition, the revenue of www.mthai.com came mainly from VDO preload advertising.

In addition, the number of 3G users of mobile operators increased, thus lessening the demand on text service. As a result, the Company shifted our focus to produce rich content in order to efficiently support those 3G customers.

For the first three years of TV digital business, the marketing was needed to seize the market shares. Also, the Company planned to enter into radio business in the future. The contents of publishing business would be developed in order to distribute via other platforms. Aside from existing business, Mono Group put efforts to develop our service to create the trend of “Social Ammunition” which would make our business viral and popular

based on our business goal to become Thailand's leading entertainment company by creating quality rich media contents, expanding platforms to cover all mass media and monetizing contents to advertisers and consumers.

Mono Group's business would grow by 39 percent in 2014 and 53 percent in 2015 as performance of our key businesses should improve and the advertising rate for digital TV business was expected to be around 30,000 Baht per minute.

The Chief Executive Officer offered the shareholders a chance to give opinions and raise questions:

Mr. Tossawat Tongasuk, a proxy holder, would like to know the revenue of TV business as well as advertising space of Mono's TV digital channel

Mr. Sang Do Lee, Chief Executive Officer, told that the clarification would be revealed in the "Open House" during April 21 – 25, 2014. The Company had already negotiated with some customers, but the figures would be disclosed later.

Mr. Taweecat Chulangkul, a retail shareholder, made following queries:

1. According to the presentation, the Company reported higher costs of exclusive contents. Mr. Taweecat wondered if the Company exchanged the content with partners or not. (for lower price of contents.)

Mr. Sang Do Lee, Chief Executive Officer, explained that the Company would acquire contents that could be reused by distributing via multiple platforms. He also added that the Company did not have a policy to exchange contents with partners.

2. Mr. Taweecat also had a question about artist management.

Mr. Sang Do Lee, Chief Executive Officer, clarified that the artist's contract normally lasted for 2 – 3 years as the Company thought that this term of agreement was reasonable. Also, the Company did not focus on long-term agreement, but concrete benefits such as salary and revenue sharing. For example, the Company took care Korean artists by providing accommodation and food expenses, which resulted in higher operational cost. Nevertheless, such cost was recorded and deducted from the revenue.

Ms. Siriporn Kattapong, a proxy holder of Thai Investor Association, asked about the Company's opinion on Collective Action Coalition Against Corruption.

Mr. Sang Do Lee, Chief Executive Officer, said that this topic was raised in the Board of Directors' meeting and he was assigned to study this topic. He thought this should not have any problem because such practice was in line with the Company's policy and operation. Nevertheless, the Company did not sign on any document relating to Collective Action Coalition Against Corruption at this time.

Mr. Kittiyot Arpakiettiwong, a proxy holder, raised following questions:

1. He would like to know the par value of Mono share (IPO).

Mr. Pete Bodharamik, Chairman, answered that the par value was 11.40 Baht.

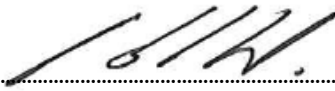
2. He would like to have information about rating of digital TV programs and would like to know whether the TV programs were rated by the Company or NBTC.

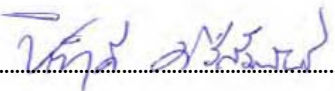
Enclosure 1

Mr. Pete Bodharamik, Chairman, answered that AC Nielsen, a well-known agency, would rate the digital TV programs since April 25, 2014 and Mono 29 Channel would be officially launched on April 29, 2014. He added that Mono Group aimed to be one of the top-ten channels during the early stage of business operation and to become one of the top-five digital TV operators in the future in order to attract more advertising buyers. In addition, the censorship would be similar to free TV channels.

None of the shareholders proposed any other issues for the meeting's consideration.

The meeting adjourned at 11.23 hrs.

Signed.....Chairman of the Meeting
(Mr. Pete Bodharamik)

Signed..........Minutes Taker
(Miss Pitirudee Sirisamphan)

**Key Features of Warrants to Purchase the Newly Issued Ordinary Shares of
Mono Technology Public Company Limited No. 1 (MONO-W1)
Allocates to Existing Shareholders (Rights Offering)**

Item	Details
Name	Warrants to Purchase the Newly Issued Ordinary Shares of Mono Technology Public Company Limited No. 1 (the “Warrants” or “MONO-W1”)
Type of warrants	In named certificate and transferable
Allocation methods	<p>The MONO-W1 will be allocated to the Company’s shareholders whose names are on the share register book on the record date as of August 21, 2014. The share register book closing date to collect shareholders names under section 225 of the Securities and Exchange Act B.E. 2535 will be on August 22, 2014. <u>The allocation ratio is 14 existing ordinary shares for 15 units of Warrants.</u></p> <p>Currently, the Company’s paid-up shares are 1,400,000,000 shares. In calculating the number of Warrants to be issued based on the aforementioned ratio, the Company has to issue 1,500,000,000 units of Warrants. However, any fraction which is less than 1 unit of warrant shall be rounded up.</p> <p>For instance, in case of a shareholder with the holdings of 1,000 shares, the number of warrants calculated by using the allocation ratio set forth will be equal to 1,071.4286 units. In this regard, the fraction of 0.4286 will be rounded up to 1 unit. Therefore, the 1,072 units of Warrants will be allocated to this shareholder.</p> <p>From the example above, the roundup may result in issuing Warrants more than 1,500,000,000 units. Therefore, the Company will propose the Extraordinary General Meeting of Shareholders No. 1/2014 (the “Shareholders’ Meeting”) to approve an issuance of up to 1,540,000,000 units of Warrants which will correspond to the number of ordinary shares reserved to accommodate the exercise of the Warrants. (Please see details in item “Numbers of ordinary shares reserved to accommodate the exercise of the Warrants”)</p>
Number of warrants issued	Up to 1,540,000,000 units
Offering price per unit	Baht 0 (Zero)
Exercise ratio	1 unit of Warrant per 1 ordinary share, unless the exercise ratio is adjusted otherwise pursuant to the conditions concerning the rights adjustment

Item	Details
Exercise price	2.50 Baht per share, unless the exercise price is adjusted otherwise pursuant to the conditions concerning the rights adjustment
Issuance date	After approval by the Shareholders' Meeting and registration of capital increase at the Ministry of Commerce. The issuance date is expected to be within 3 months after approval by Shareholders' Meeting
Term of warrants	5 years from the Issuance date. In this respect, the Company shall not extend the term of the Warrants after the issuance
Exercise period	The Warrant holders shall be entitled to exercise their rights under Warrants to purchase ordinary shares on the last business day of every quarter of each calendar year (i.e. the last business day of March, June, September and December) (the "Exercise Date"). The first Exercise date is the last business day of December 2014
Period for the notification of intention to exercise the warrants	The Warrant holders who wish to exercise their rights to purchase the ordinary shares of the Company shall deliver a notification of intention to exercise MONO-W1 (the "Exercise Notice") during 9.30 a.m. and 4.30 p.m. within the period of 5 business days prior to each Exercise Date, except for the Last Exercise Date in which the Exercise Notice shall be delivered during 9.30 a.m. and 4.30 p.m. within the period of 15 business days prior to the last Exercise Date
Irrevocability of the notification of intention to exercise the warrants	The intention to exercise MONO-W1 shall be irrevocable upon the Exercise Notice is served
Numbers of ordinary shares issuable upon the exercise of the warrants	<p>Up to 1,540,000,000 shares, with a par value of Baht 0.10 per share</p> <p>Calculation method for the ratio of the issuable shares</p> <p>= Number of shares reserved to accommodate the exercise of MONO-W1 / Number of the total paid-up shares of the Company *</p> <p>= Up to 1,540,000,000 / (1,400,000,000 + 1,680,000,000)</p> <p>= Up to 50%</p> <p>* The number of the paid-up shares of the Company at the Board of Directors' meeting No. 4/2014, which is August 6, 2014, is equivalent to 1,400,000,000 shares; and the stock dividends, if approved by the Shareholders' Meeting, will be 1,680,000,000 shares.</p>

Item	Details
	<p><u>Remark: From the above calculation method, even the Shareholders' Meeting would approve the capital increase, the issuance of warrants, and the share allocation reserved to accommodate the exercise of the warrants, They cannot be issued if there is the occurrence of any case as mentioned below :</u></p> <p>(1) The Shareholders' Meeting disapproves of stock dividend payment;</p> <p>(2) Despite that the Shareholders' Meeting approves of the capital increase, and the share allocation for stock dividend payment and accommodation of the exercise of the Warrants, the Company has not yet registered the capital increase and share allocation at the Ministry of Commerce.</p> <p>The occurrence of either case would lead to an insufficient base of the paid-up shares required for the issuance of Warrants (share base is shortfall from 1,400,000,000 + 1,680,000,000 = 3,080,000,000 shares)</p>
Warrant registrar	Thailand Securities Depository Company Limited
Secondary market of the warrants	The Company will list the MONO-W1 on the Stock Exchange of Thailand
Secondary market of the shares Issued upon the exercise of the warrants	The Company will list the shares to be issued upon exercising the MONO-W1 in the Stock Exchange of Thailand
Dilution Effect	<p>If the Shareholders' Meeting approves agendas regarding the capital increase, the stock dividend payment, the issuance of the MONO-W1 and the relevant share allocation, all existing shareholders whose names are in the share register book on the record date as of 21 August 2014 would be entitled to receive stock dividend and the MONO-W1.</p> <p>The Dilution effects have 3 categories, which are (1)Control Dilution; (2)Earnings Dilution; and (3)Price Dilution. How the effects occur depend on the different scenarios</p> <ul style="list-style-type: none"> - <u>Scenario 1:</u> A Shareholder exercises the MONO-W1 that he/she receives in order to purchase the ordinary shares; and all units of MONO-W1 issued by the Company are exercised. - <u>Scenario 2:</u> A Shareholder transfers or sells all units of MONO-W1 that he/she receives, which allows the person who is not the original shareholder that receives the Warrants to exercise the Warrants; and all units of MONO-W1 issued by the Company are exercised.

Item	Details
	<p>Dilution effects to a Shareholder are as follows :</p> <p>(1) <u>Control Dilution</u></p> <ul style="list-style-type: none"> - <u>A Shareholder in Scenario 1</u>: Control dilution is equal to zero - <u>A Shareholder in Scenario 2</u>: will be affected as follows: <p>Calculation method :</p> $\text{Control Dilution} = Q_w / (Q_o + Q_{Div} + Q_w)$ <p>Whereas</p> $Q_o = \text{Current number of paid-up shares (BoD's Meeting No. 4/2014) which is 1,400 million shares}$ $Q_{Div} = \text{Number of the newly-issued shares for stock dividend payment which is 1,680 million shares}$ $Q_w = \text{Number of the newly-issued shares reserved to accommodate the exercise of warrants}$ <p>Therefore, (Unit : million shares)</p> $\text{Control Dilution} = 1,540 / (1,400 + 1,680 + \text{Up to 1,540})$ $= \text{Up to 33.33\%}$ <p>(2) <u>Earnings Dilution</u></p> <p><u>Shareholders in both Scenarios</u> : will be affected as follows :</p> <p>Calculation method</p> $\text{Earnings Dilution} = (EPS_{\text{AFTERDIV}} - EPS_N) / EPS_{\text{AFTERDIV}}$ <p>Whereas</p> $EPS_{\text{AFTERDIV}} = \text{Net profits from the consolidated financial statements} / Q_{\text{AFTERDIV}}$ $EPS_N = \text{Net profits from the consolidated financial statements} / (Q_o + Q_{Div} + Q_w)$ <p>Remark:</p> <p>(1) Net profits from the consolidated financial statements calculated from cumulative net profits of the most recent 4 quarters, which are quarter 3/2013, quarter 4/2013, quarter 1/2014 and quarter 2/2014.</p>

Item	Details
	<p>(Unit : million Baht)</p> $\text{EPS}_{\text{AFTERDIV}} = (104.31 + 64.12 + 43.19 + 3.65) / (1,400 + 1,680)$ $= 0.0699 \text{ Baht/share}$ $\text{EPS}_{\text{N}} = (104.31 + 64.12 + 43.19 + 3.65) / (1,400 + 1,680 + \text{Up to } 1,540)$ $= \text{Not less than } 0.0466 \text{ Baht/share}$ <p>(Unit : Baht/share)</p> <p>Therefore,</p> $\text{Earnings Dilution} = (0.0699 - 0.0466) / 0.0699$ $= \text{Up to } 33.33\%$ <p>The earnings per share, if calculated by using the current number of paid-up shares of 1,400 million shares, is 0.15 Baht/share (“EPS₀”). However, the Earnings Dilution from issuance of Warrants will not be calculated by comparing the EPS_N with EPS₀ since the Company will issue stock dividend, and that all shareholders will realize the EPS_{AFTERDIV} similarly. Furthermore, the Company cannot issue the Warrants unless there is the stock dividend payment. Therefore, the analysis of Earnings Dilution from the issuance of Warrants is based on the comparison between EPS_{AFTERDIV} and EPS_N instead.</p> <p>(3) Price Dilution</p> <p><u>Shareholders in both Scenarios</u> : will be affected as follows :</p> <p>Calculation method</p> $\text{Price Dilution} = (\text{Market Price Before Offering} - \text{Market Price After Offering}) / \text{Market Price Before Offering}$ <p><u>Market Price Before Offering</u></p> <p>Since the Company will allocate the newly-issued shares for stock dividend payment to the shareholders, the Market Price Before Offering will reflect price for stock dividend payment as well.</p>

Item	Details
	<p>Market Price Before Offering = $[(P_o \times Q_o) + (P_{DIV} + Q_{DIV})] / (Q_o + Q_{DIV})$</p> <p>Whereas</p> <p>$P_o$ = Market price which is weighted average market price of the Company's shares during the period of 15 consecutive trading days prior to the date of the Board of Directors' Meeting No. 4/2557 which will propose to convene the Extraordinary General Meeting of Shareholders No. 1/2014 (Such 15 day-period is from July 16, 2014 to August 5, 2014)</p> <p>P_{DIV} = Offering price, in this case, is equal to zero as it is the stock dividend</p> <p>Therefore,</p> <p>Market Price Before Offering = $[(7.9920 \text{ Baht} \times 1,400 \text{ million shares}) + (0 \text{ Baht} \times 1,680 \text{ million shares})] / (1,400 \text{ million shares} + 1,680 \text{ million shares})$</p> <p>= 3.6327 บาท/หุ้น</p> <p><u>Market Price After Offering</u></p> <p>Market Price After Offering = $[(P_o \times Q_o) + (P_{DIV} + Q_{DIV}) + ((P_w + Q_w))] / (Q_o + Q_{DIV} + Q_w)$</p> <p>Whereas</p> <p>$P_w$ = Exercise price at 2.50 Baht per share</p> <p>Therefore,</p> <p>Market Price After Offering = $[(7.9920 \text{ Baht} \times 1,400 \text{ million shares}) + (0 \text{ Baht} \times 1,680 \text{ million shares}) + (2.50 \text{ Baht} \times 1,540 \text{ million shares})] / (1,400 \text{ million shares} + 1,680 \text{ million shares} + \text{Up to } 1,540 \text{ million shares})$</p> <p>= Not less than 3.2552 Baht/share</p> <p>(Unit : Baht/share)</p> <p>Therefore,</p> <p>Price Dilution = $(3.6327 - 3.2552) / 3.6327$</p> <p>= Up to 10.39%</p>

Item	Details
Events that require the issuance of new shares to accommodate the rights adjustment	When the Company adjusts the exercise price and/or the exercise ratio pursuant to the provisions concerning the rights adjustment as stipulated in the Terms & Conditions, which resemble the events stipulated in Clause 11 (4) (b) of the Notification of the Capital Market Supervisory Board No. TorJor. 34/2551 Re: Application for and Approval of Offer for Sale of warrants to Purchase Newly Issued Shares and Shares Issuable upon the Exercise of warrants dated 15 December 2008 (as amended).
Rights adjustment of the warrants	<p>The Company will be required to adjust the exercise price and/or the exercise ratio upon the occurrence of any of the following cases:</p> <ol style="list-style-type: none"> 1. In case of a change in par value of the Company's ordinary share as a result of a consolidation or a split of shares; 2. In case the Company issues the new ordinary shares at the net price per share of the newly issued ordinary shares which is below the market price per share of the Company's ordinary shares as stipulated in the Terms and Conditions of the Warrants; 3. In case the Company issues any new securities and such securities confer the rights to convert/purchase ordinary shares of which the offering price and/or the exercise price is below the market price per share of the Company's ordinary shares as stipulated in the Terms and Conditions of the Warrants; 4. In case the Company distributes dividend, whether in whole or in part, in the form of the Company's ordinary shares to its shareholders; 5. In case the Company distributes dividend in cash in excess of the rate specified in the Terms and Conditions of the Warrants; 6. In any event where the Warrant holders are caused to lose their rights and interest they should have had pursuant to such Warrant in any way other than those stated in items 1-5.
Purposes of issuing the warrants and benefits that the Company would gain from the allocation of newly issued shares	To raise fund for business expansion in the future, procurement and production of TV programs and working capital

Item	Details
Expected benefits to Company from the capital increase	<p>The Company will receive the proceeds of the MONO-W1 if warrant holders exercise their rights by purchasing ordinary shares at the exercise price of Baht 2.50 per share. In case that all units of MONO-W1 are exercised, the Company will receive the proceeds of Baht 3,750 million funding. (This amount is subject to expenses and fees related to the issuance of Warrants and listing new shares arising from the shareholders' exercising warrants)</p> <p><u>Remark:</u> The Term of Warrants is 5 years. Therefore, the proceeds receive may be in several lots, each of which is partial of the total Baht 3,750 million. Such receiving can occur in different time during the Term of Warrants.</p>
Expected benefits to the Shareholders from the capital increase	<p>Shareholders will receive the benefit related to the Company's receiving the aforementioned proceeds. The issuance of Warrants will increase the liquidity of the overall securities of the Company. The shareholders can trade the MONO-W1 in the Stock Exchange of Thailand after being listed.</p>
Other conditions	<p>At least two of four authorized directors naming Mr. Pete Bodharamik, Mr. Soraj Asavaprapha, Mr. Sang Do Lee or Mr. Navamin Prasopnet] and/or the persons designated by at least two of four aforementioned authorized directors empower to determine criteria, conditions, and other details related to the Warrants. The said person(s) is authorized to set cause of newly issued shares reserved for adjusted exercise price, take any other actions which are required and appropriate for the issuance of Warrant, the listing of the Warrants in the SET, as well as arrangement for permission to relevant authorities or agencies.</p>

- Translation -

(F 53-4)

Capital Increase Report Form
Mono Technology Public Company Limited
Date August 6, 2014

We, Mono Technology Public Company Limited (the “Company”), hereby report the resolutions of Board of Directors meeting No. 4/2014 which was held on 6 August 2014 with respect to the capital increase and allocation of shares as follows :

1. Capital Increase

The Meeting of the Board of Directors passed the resolution approving the increase of the Company’s registered capital from Baht 140,000,000 to Baht 462,000,000 by mean of the issuance of 3,220,000,000 shares with a par value of Baht 0.10 per share,

Detailed as follows :

Type of Capital Increase	Type of Share	No. of Shares (Shares)	Par Value (Baht per share)	Total (Baht)
<input checked="" type="checkbox"/> Specifying the purpose of utilizing proceeds	Ordinary share	Up to 3,220,000,000	0.10	Up to 322,000,000
	Preferred share	-	-	-
<input type="checkbox"/> General Mandate	Ordinary share	-	-	-
	Preferred share	-	-	-

2. Allotment of new shares

2.1. If specifying the purpose of utilizing proceeds

Allotted to	Number of Shares (Shares)	Ratio (Old : New)	Sale Price (Baht/Share)	Subscription and Payment Period	Remark
(1) To Existing shareholders for the stock dividend payment	1,680,000,000	5 : 6	-	- After being approved by the Extraordinary General Meeting of Shareholders No. 1/2014	Please see Remark 1 and Remark 2
(2) To accommodate the exercise of the MONO- W1 Warrants	Up to 1,540,000,000	Allocation Ratio: The MONO-W1 Warrants will be issued at Zero Baht with the ratio of 14 existing ordinary shares for 15 units of the MONO-W1 Warrants Exercise Ratio: 1 unit of MONO-W1 Warrant for 1 ordinary share	Exercise Price: Baht 2.50 per share	- The exercise of the rights to purchase the newly-issued ordinary shares of the Company under the MONO-W1 Warrants shall be in accordance with the conditions concerning the exercise of the warrants stipulated in the Terms and Conditions Governing the Rights and Obligations of the Issuer and Holders of the MONO-W1 Warrants	

Remark :

- Set the Record date on 21 August 2014 to prepare lists of shareholders entitled to receive (1) dividend payment by means of stock dividend and cash; and (2) the MONO-W1 Warrants and the closing date of share registration book to collect the names of shareholders under Section 225 of the Securities and Exchange Act B.E. 2535 (as amended) on 22 August 2014
- Please see key features of the MONO-W1 Warrants in Enclosure

2.2. Action to be taken by the Company when there are fractions of shares

For the allocation of the newly-issued shares to the existing shareholders for stock dividend payment, if there is any fraction of a share, the Company will pay cash instead by pro rata based on Baht 0.12 per share.

3. Schedule of the Extraordinary General Meeting of Shareholders to approve the capital increase and the allocation of shares

To convene the Extraordinary General Meeting of Shareholders No. 1/2014 on Friday, September 12, 2014 at 09.30 a.m. at Auditorium, 3rd Floor, Jasmine International Tower, No.200, Moo 4, Chaengwatana Road, Pakkred Sub-district, Pakkred District, Nonthaburi, 11120. Set the Record date to determine the list of shareholders entitled to attend the shareholders' meeting on August 21, 2014 and the closing date of share registration book to collect the names of shareholders under Section 225 of the Securities and Exchange Act B.E. 2535 (as amended) on August 22, 2014. (The next business day after the Record date)

4. Approval of the capital increase / allocation of shares by relevant governmental agency and related conditions (if any)

- 4.1. The Ministry of Commerce: To file for the capital increase and register the change in the paid-up capital at the Ministry of Commerce
- 4.2. The Stock Exchange of Thailand: To file for listing the the newly-issued ordinary shares arising from the stock dividend payment and file for listing the ordinary shares when there is the exercise of the MONO-W1 Warrants

5. Objectives of the capital increase and plans for utilizing proceeds received from the capital increase

- 5.1. To allocate stock dividend to existing shareholders as a return for investment to shareholders
- 5.2. To increase the paid-up capital to be more than Baht 300 million in order to comply with the criteria to move the Company's securities from being listed on mai to the SET
- 5.3. To accommodate the exercise of MONO-W1 Warrants allocated to existing shareholders
- 5.4. To raise funds for business expansion in the future, the procurement and production of TV programs and working capital

6. Benefits which the company will receive from the capital increase / allocation of shares

- 6.1. To increase the overall liquidation of the Company's securities
- 6.2. To reserve the Company's working capital or utilize the proceeds for investment per item 5.4

7. Benefits which the shareholders will receive from the capital increase /allocation of shares

- 7.1. The Company has a policy to distribute dividends to its shareholders at the rate not less than 50% of net profit after tax and after appropriation to legal reserve. (However, the Board of Directors will consider the dividend payment by taking into account the benefit to the shareholders as the principal concern. This includes the consideration whether to reserve cash for future investment, repay the debt or set aside for the working capital.)

7.2. Shareholders can trade the newly-issued shares arising from the stock dividend payment in the stock market.


8. Other details necessary for shareholders to approve the capital increase / allocation of shares

- None -

9. Schedule of action where the Board of Directors passes a resolution approving the capital increase / allocation of shares

No.	Procedures	Date
1.	The Board of Directors' Meeting	August 6, 2014
2.	The date of releasing the Board of Directors' resolutions to the Stock Exchange of Thailand	August 6, 2014
3.	The date of determining the names of shareholders entitled to the shareholders' meeting, receive stock dividend and warrant (Record Date)	August 21, 2014
4.	The date of collecting the names of entitled shareholders under Section 225 of the Securities and Exchange Act B.E. 2535 (as amended)	August 22, 2014
5.	The Extraordinary General Meeting of Shareholders No. 1/2014	September 12, 2014
6.	The date of releasing the shareholders' meeting's resolutions to the Stock Exchange of Thailand	August 6, 2014
7.	Registration of capital increase with the Ministry of Commerce	Within 14 days after the date of the EGM No. 1/2014


The Company hereby certifies that the information contained in this report form is true and complete in all respects.

Signed  Authorized Director

(Mr.Sang Do Lee)

Position Director

MONO TECHNOLOGY
PUBLIC COMPANY LIMITED

Signed  Authorized Director

(Mr.Navamin Prasopnet)

Position Director

Regulations and Articles of Association of the Company Concerning the Shareholders' Meeting

1) Documents or Evidences of Shareholders or Proxy Holders Entitled to Attend the Shareholders'

Meeting

Pursuant to the policy of the Stock Exchange of Thailand Committee, regarding Procedures in Organizing Shareholders' Meeting of Listed Companies, dated February 19, 1999, issued for listed companies as a guideline of good conduct to create confidence among shareholders, investors and all related parties, and to properly arrange a shareholders' meeting with transparency and fairness for the benefits of the shareholders, the Company deems it appropriate to verify documents and evidences of the shareholders or proxy holders entitled to attend the meeting as a tendency for future practice. The Company hereby reserves its right to relax the submission of documents or evidences of the shareholders or proxy holders who are entitled to attend the meeting on a case by case basis at its discretion.

1. Individual

1.1 Thai Shareholder

- (a) Identity Card of the shareholder (citizen identity card, civil servant identity card or state enterprise identity card)
- (b) In case of proxy granting, a copy of the identity card of the proxy grantor and the identity card of the passport (in case of foreigner) of the proxy holder.

1.2 Foreign Shareholder

- (a) Passport of the shareholder
- (b) In case of proxy granting, a copy of the passport of the proxy grantor and the identity card or the passport (in case of foreigner) of the proxy holder.

2. Corporation

2.1 Thai Corporation

- (a) A copy of the affidavit issued by the Department of Business Development, Ministry of Commerce dated not more than 30 days.
- (b) A copy of the identity card or the passport (in case of foreigner) of the authorized director(s) who signed the proxy, and the identity card or the passport (in case of foreigner) of the proxy holder.

2.2 Foreign Corporation

- (a) A copy of affidavit
- (b) A copy of the identity card or the passport (in case of foreigner) of the authorized director(s) who signed the proxy, and the identity card or the passport (in case of foreigner) of the proxy holder.

All the copies of documents must be certified. Documents issued outside Thailand should be certified by a notary public.

2) Proxy Process

1. There are 3 proxy forms :-
 - Form A : A general proxy form which is easy and not complicated
 - Form B : A proxy form which provides more definite details of the authorization
 - Form C : A proxy form used only for foreign investor shareholder appointing a Thai resident as custodian and safekeeper of the shares
2. In case of foreign investor shareholder appointing a Thai resident as custodian and safekeeper of the shares, he/she can use any one of the following proxy forms :- Form A, Form B or Form C. Other shareholders can use only one proxy form: - Form A or Form B.
3. The Company attaches only proxy Form B with this invitation letter. A shareholder who would like to use proxy Form A or Form C, can contact the Corporate Affairs Department of the Company, telephone number 02-502-0787 or download the forms from website of the Company (www.mono.co.th)
4. Any shareholder who cannot attend the meeting in person may be present by proxy, appointing any person or any of the independent directors of the Company whose names appear below to vote on his/her behalf. The shareholder may specify three proxy holders for his/her convenience as in case any of the proxy holders cannot attend the meeting, other proxy holders who are authorized will attend it instead. However, only one proxy holder can attend the meeting.

The Company's independent directors whom the shareholder may appoint as proxy holder are:

- | | |
|-------------------------------------|--|
| 1) Mrs. Punnee Worawuthichongsathit | Age 62 years
Independent Director and Chairperson of Audit Committee |
| 2) Mr. Preecha Leelasithorn | Age 51 years
Independent Director and Member of Audit Committee Chairman of Remuneration and Nomination Committee |
| 3) Mr. Kriengsak Thiennukul, | Age 49 years
Independent Director, Member of Audit Committee and Member of Remuneration and Nomination Committee |
| Address | Mono Technology Public Company Limited
No. 200 Moo 4 Jasmine International Tower 16th Fl.,
Chaengwattana Rd., Pakkred, Nonthaburi Thailand 11120 |

All of the above mentioned independent directors have no interest in any matter of each agenda.

A shareholder who would like to appoint the Company's independent directors to be his/her proxy holders shall send the proxy form prepared and executed in accordance with the rules stated above to the

Corporate Affairs Department together with the relevant documents. The proxy form and the documents are required to reach the Company at least 1 day prior to the meeting date.

5. Please completely fill in the proxy form and attach a copy of identity documents of proxy grantor as for your benefit and right to attend the meeting.
6. The Company reserves the right to reject the proxy form which specifies number of shares exceeding those shown in the share registration book.

3) Registration for Attendance

A shareholder or a proxy holder may register and submit his/her documents or evidences for verification at the meeting venue on Friday September 12, 2014 from 07.30 hrs.

After the shareholder or the proxy holder has already registered for attendance, the Company's officer will give him/her a set of vote card for voting as detailed below:-

1. A shareholder attending the meeting in person will receive one set of vote card.
2. Proxy holder
 - 2.1 In case any shareholder does not specify his/her intention to vote in the proxy form, the proxy holder will receive a set of vote card for voting.
 - 2.2 The proxy holder holding proxy form B or form C, in which the intention to vote is already specified by the shareholder, will not receive a vote card set since the Company's officer has already recorded the shareholder's votes according to the proxy form when making attending registration. These votes will be combined altogether with the votes from other attending shareholders. (The proxy holder who needs a vote card set for copying the proxy grantor's vote for verification can obtain it from the Company's officer but he/she cannot re-vote in the meeting.)

4) How to Vote

1. In considering any agenda, the Chairman of the meeting or a person appointed to run the meeting shall ask the shareholders who disagree or abstain to raise their hands. Then, the Company's officer will collect his/her vote card for calculation. The total number of the shareholders attending the meeting and having the right to vote in the meeting will be subtracted by the vote of the shareholders who disagree or abstain according to the number of shares they hold. In case none of the shareholders disagree or abstain the vote, it shall mean that the meeting agrees or approves the proposed matter.
2. A shareholder, having special interest in any matter, cannot vote on that matter. The Chairman of the meeting may request such shareholder to leave the meeting room temporarily while the voting of that particular agenda is in process.
3. The election of directors shall be made in accordance with Article 16 of Articles of Association of the Company.

5) Articles of Association of the Company concerning shareholders' meeting

Article 31 The Board of Directors shall hold an annual ordinary meeting of shareholders within 4 months from the end of the fiscal year of the Company. All other meetings of shareholders apart from the above mentioned shall be called extraordinary meetings. The board of directors may summon an extraordinary meeting of shareholders whenever it thinks fit.

The shareholders holding altogether not less than one-fifth (1/5) of all issued shares or not less than 25 shareholders holding altogether not less than one-tenth (1/10) of all issued shares make a request in writing to the Board of Directors to summon an extraordinary meeting by clearly specifying therein a reason of such requisition. The Board of Directors shall summon a shareholders' meeting within one month (1) from the date the shareholders' request is received.

Article 32 In summoning a shareholders' meeting, the board of directors shall prepare a notice specifying the place, date, time, agenda and matters to be proposed to the meeting together with adequate details, by clearly indicating whether such matters are proposed for acknowledgement, for approval or for consideration, as the case may be, as well as the Board of Director's opinions on such matters. Such notice shall be sent to the shareholders and registrar not less than 7 days prior to the date of the meeting and advertised in a Thai newspaper for 3 consecutive days not less than 3 days prior to the date of the meeting.

The venue to be used for the meeting can be located in the province where the head office of the company or any other place as the Board of Directors stipulates.

Article 33 At a shareholders meeting, there must be not less than 25 shareholders and/or the shareholders' proxies (if any) or not less than half of the total number of shareholders holding altogether not less than one-third (1/3) of the total issued shares attending the meeting to constitute a quorum.

In case it appears at any shareholders meeting that within one hour after the time appointed for the meeting, the number of shareholders attending the meeting does not constitute the quorum as mentioned in the above paragraph, the meeting, if summoned upon the requisition of shareholders, shall be cancelled. If the meeting had not been summoned upon the requisition of shareholders, another meeting shall be summoned. The notice for summoning such meeting shall be sent to the shareholders in not less than 7 days prior to the date of the meeting and at such subsequent meeting no quorum shall be necessary.

Article 34 The Chairman shall be appointed as the Chairman of Shareholders' Meeting. In cases where the Chairman is not in the Meeting or cannot perform his duty as the Chairman of the Shareholders' Meeting, the Vice Chairman shall be appointed as the Chairman of the Shareholders' Meeting. If there is no Vice Chairman or the Vice Chairman cannot perform his duty as the Chairman of the Shareholders' Meeting, the Meeting shall appoint any shareholder to be the Chairman of the Shareholders' Meeting.

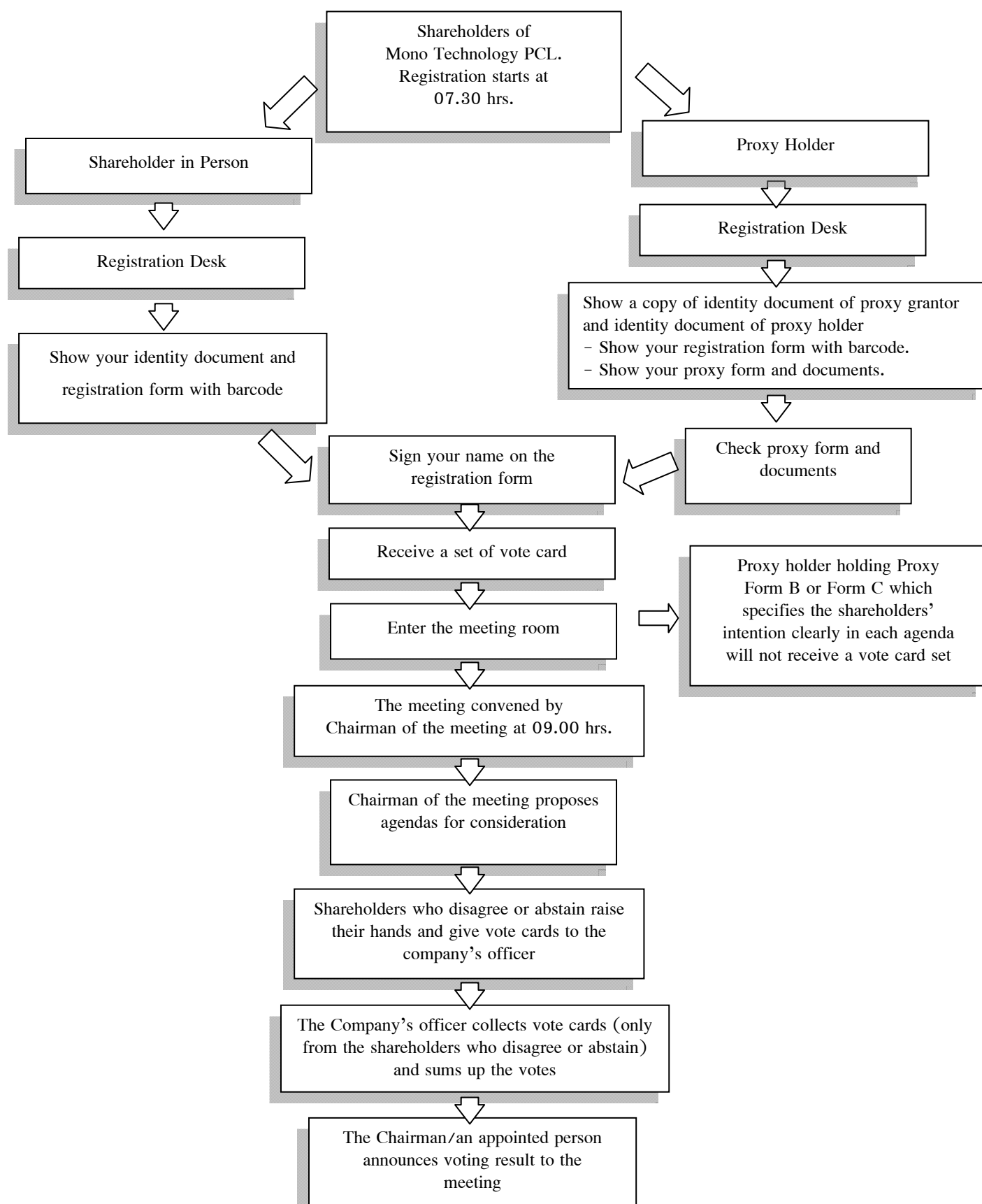
Article 35 For voting at the Annual General Meeting of Shareholders, one share is equal to one vote. Any shareholders has special interest in any matter, such shareholders does not have right to vote in such matter, other than voting for election of directors and the resolution of the meeting of shareholders shall be supported by the following votes:

- (1) In a normal case, by the majority vote of the shareholders who attend the meeting and cast their vote.
In case of an equality of vote, the chairman of the meeting shall be entitled to a casting vote.
- (2) In the following cases, by a vote of not less than three-fourths of the total number of shareholders present at the meeting and entitled to vote:
 - (a) The sale or transfer of whole or essential parts of business of the Company to other persons.
 - (b) The purchase or acceptance of transfer of businesses of other companies or private companies to the Company's own.
 - (c) Entering into, amending or terminating the contract relating to the leasing out of business of the Company in whole or in essential parts; the assignment to anyone else to manage the businesses of the Company or the amalgamation of the businesses with other persons with an objective to share profit and loss.
 - (d) Amendment of the Memorandum of Association or Articles of Association of the Company.
 - (e) Increase or decrease of the capital of the Company.
 - (f) The liquidation of the Company.
 - (g) The issuance of debentures.
 - (h) Merging of business of the company with other companies.

Process of attending the 2014 Extraordinary General Meeting of Shareholders No. 1/2014

Mono Technology Public Company Limited

September 12, 2014



**** Please return the vote cards for all agendas to the Company officers after the meeting adjourned ****

Profile of the Independent Directors Proposed to Act as Proxies for Shareholders

The shareholders who cannot attend the meeting may choose to appoint the following independent directors as the proxy to attend the meeting on their behalf.

1. Mrs. Punnee Worawuthichongsathit

Position : Independent Director and Chairperson of Audit Committee
 Age : 62 years
 Resident : Mono Technology Public Company Limited No. 200 Moo 4
 Jasmine International Tower 16th Fl., Chaengwattana Rd.,
 Pakkred, Nonthaburi Thailand 11120
 Interest in considering each agenda : -None- :



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2. Mr. Preecha Leelasithorn

Position : Independent Director, Member of Audit Committee and
 Chairman of Remuneration and Nomination Committee
 Age : 51 years
 Resident : Mono Technology Public Company Limited No. 200 Moo 4
 Jasmine International Tower 16th Fl., Chaengwattana Rd.,
 Pakkred, Nonthaburi Thailand 11120
 Interest in considering each agenda : -None-

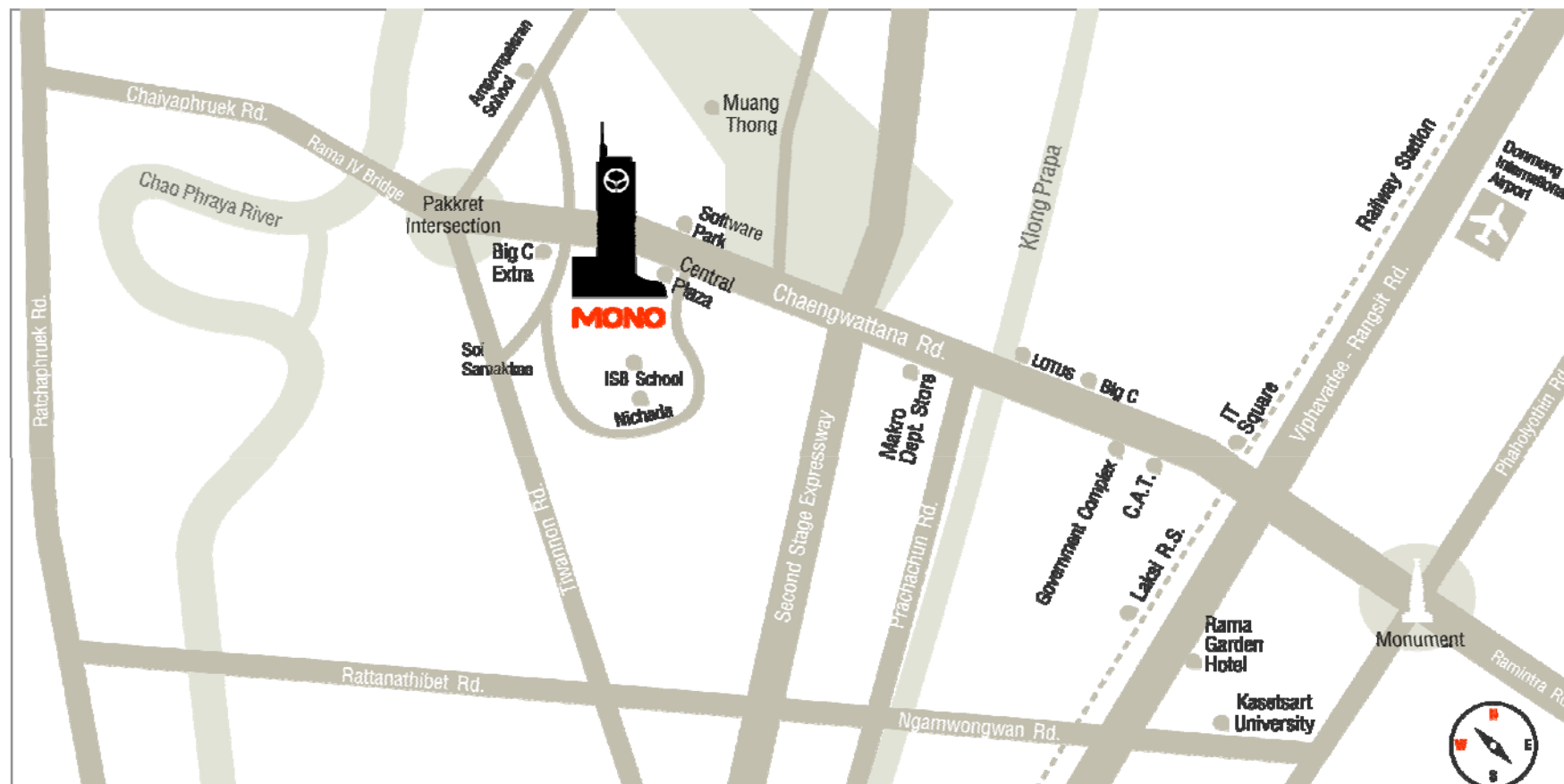


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3. Mr. Kriengsak Thiennukul

Position : Independent Director, Member of Audit Committee and
 Member of Remuneration and Nomination Committee
 Age : 49 years
 Resident : Mono Technology Public Company Limited No. 200 Moo 4
 Jasmine International Tower 16th Fl., Chaengwattana Rd.,
 Pakkred, Nonthaburi Thailand 11120
 Interest in considering each agenda : -None-



MONO |  **MAP OF MONO GROUP** 200 Moo 4 Chaengwattana Rd., Pakkred Nonthaburi Thailand 11120 Tel: +66 2502 0700
AT JASMINE INTERNATIONAL TOWER Bus No.: 51 52 150 166 356 Van: (Jatujak/ Meanburee/ Ram1/ Rangsit/ Victory Monument) - Pakkred



หนังสือมอบฉันทะ (แบบ ข)
Proxy (Form B)

เลขทะเบียนผู้ถือหุ้น _____
Shareholders' Registration No.

เขียนที่ _____
Written at
วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____
I/We _____ Nationality
อยู่บ้านเลขที่ _____
Address

(2) เป็นผู้ถือหุ้นของ บริษัท โมโน เทคโนโลยี จำกัด(มหาชน) (“บริษัทฯ”)

being a shareholder of Mono Technology Public Company Limited (“The Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____	หุ้น _____	และออกเสียงลงคะแนนได้เท่ากับ _____	เสียง ดังนี้ _____
holding shares at the total amount of _____	shares _____	and having the right to vote equal to _____	votes as follows: _____
<input type="checkbox"/> หุ้นสามัญ _____	หุ้น _____	และออกเสียงลงคะแนนได้เท่ากับ _____	เสียง _____
ordinary share _____	shares _____	and having the right to vote equal to _____	votes _____
<input type="checkbox"/> หุ้นบุริมสิทธิ _____	หุ้น _____	และออกเสียงลงคะแนนได้เท่ากับ _____	เสียง _____
preference share _____	shares _____	and having the right to vote equal to _____	votes _____

(3) ขอมอบฉันทะให้

hereby appoint

☐ (1) ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name Age years, residing at
ถนน ตำบล/แขวง อำเภอ/เขต
Road Tambol/Khwaeng Amphoe/Khet
จังหวัด รหัสไปรษณีย์ หรือ
Province Postal Code or
☐ (2) ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name Age years, residing at
ถนน ตำบล/แขวง อำเภอ/เขต
Road Tambol/Khwaeng Amphoe/Khet
จังหวัด รหัสไปรษณีย์ หรือ
Province Postal Code Or

กรรมการอิสระที่เป็นตัวแทนรับมอบฉันทะในการประชุมผู้ถือหุ้น

Independent Directors Proposed to Act as Proxies for Shareholders.

☐ (3) ชื่อ นางพรรณี วรวิจิตรสถิต อายุ 62 ปี
Name Mrs. Punnee Worawuthichongsathit Age 62 years
ตำแหน่ง กรรมการอิสระ และประธานคณะกรรมการตรวจสอบ
Position Independent Director and Chairperson of Audit Committee
ที่อยู่ เลขที่ 200 หมู่ 4 จัสมิน อินเตอร์เนชั่นแนล ทาวเวอร์ ชั้น 16 ถนนแจ้งวัฒนะ ตำบลปากเกร็ด อำเภอปากเกร็ด
จังหวัดนนทบุรี 11120
Address No. 200 Moo 4 Jasmine International Tower 16th Fl., Chaengwattana Rd., Pakkred, Nonthaburi Thailand 11120

1. ผู้รับมอบฉันทะ โปรดนำหนังสือฉบับนี้มาแสดงต่อพนักงานลงทะเบียนในวันประชุมด้วย
For a proxy holder, please bring this proxy form to show at the meeting.
2. ผู้มอบฉันทะ กรุณาแนบสำเนาเอกสารแสดงความเป็นผู้ถือหุ้นมาพร้อมหนังสือมอบฉันทะ
Copy of identity document of proxy grantor is required to attach with proxy form.

- ☐ (4) ชื่อ นายปรีชา ลีละศิธร อายุ 51 ปี
Name Mr. Preecha Leelasithorn Age 51 years
ตำแหน่ง กรรมการอิสระ กรรมการตรวจสอบ และประธานคณะกรรมการสรรหาและพิจารณาคำตอบแทน
Position Independent Director, Member of Audit Committee and Chairman of Remuneration and Nomination Committee
ที่อยู่ เลขที่ 200 หมู่ 4 จัสมิน อินเตอร์เนชั่นแนล ทาวเวอร์ ชั้น 16 ถนนแจ้งวัฒนะ ตำบลปากเกร็ด อำเภอปากเกร็ด จังหวัดนนทบุรี 11120
Address No. 200 Moo 4 Jasmine International Tower 16th Fl., Chaengwattana Rd., Pakkred, Nonthaburi Thailand 11120
- ☐ (5) ชื่อ นายเกรียงศักดิ์ เขียวรูกุล อายุ 49 ปี
Name Mr. Kriengsak Thiennukul Age 49 years
ตำแหน่ง กรรมการอิสระ กรรมการตรวจสอบ และกรรมการสรรหาและพิจารณาคำตอบแทน
Position Independent Director, Member of Audit Committee and Member of Remuneration and Nomination Committee
ที่อยู่ เลขที่ 200 หมู่ 4 จัสมิน อินเตอร์เนชั่นแนล ทาวเวอร์ ชั้น 16 ถนนแจ้งวัฒนะ ตำบลปากเกร็ด อำเภอปากเกร็ด จังหวัดนนทบุรี 11120
Address No. 200 Moo 4 Jasmine International Tower 16th Fl., Chaengwattana Rd., Pakkred, Nonthaburi Thailand 11120

คนหนึ่งคนใดเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุม และออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมวิสามัญผู้ถือหุ้นครั้งที่ 1/2557 ในวันศุกร์ที่ 12 กันยายน 2557 เวลา 09.30 น. ณ ออดิทอเรียม ชั้น 3 อาคารจัสมิน อินเตอร์เนชั่นแนล เลขที่ 200 หมู่ 4 ถนนแจ้งวัฒนะ ตำบลปากเกร็ด อำเภอปากเกร็ด จังหวัดนนทบุรี 11120 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Any and only one person to be my/our proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No.1/2014 held on Friday 12th September 2014 at 09.30 hrs. at Auditorium, 3rd Floor, Jasmine International Tower, No.200 Moo4, Chaengwattana Road, Pakkred Sub-district, Pakkred District, Nonthaburi 11120 or on date at time and place as may be postponed or changed.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We hereby authorize the proxy holder to vote on my/our behalf in this meeting as follows :-

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2557 ซึ่งประชุมเมื่อวันที่ 11 เมษายน 2557

Agenda No. 1 To consider certifying the minutes of the 2014 Annual General Meeting of Shareholders, held on April 11, 2014.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows :-
- ☐ เห็นด้วย/Agree ☐ ไม่เห็นด้วย/Disagree ☐ จดออกเสียง/Abstain

วาระที่ 2 พิจารณานุมัติจ่ายเงินปันผลระหว่างกาล โดยจ่ายเป็นหุ้นปันผลและเงินสด

Agenda No. 2 To consider and approve the interim dividend payment in dividend stock and cash.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows :-
- ☐ เห็นด้วย/Agree ☐ ไม่เห็นด้วย/Disagree ☐ จดออกเสียง/Abstain

1. ผู้รับมอบฉันทะ โปรดนำหนังสือฉบับนี้มาแสดงต่อพนักงานลงทะเบียนในวันประชุมด้วย
For a proxy holder, please bring this proxy form to show at the meeting.

2. ผู้มอบฉันทะ กรุณาแนบลำเนาเอกสารแสดงความเป็นผู้ถือหุ้นมาพร้อมหนังสือมอบฉันทะ
Copy of identity document of proxy grantor is required to attach with proxy form.

วาระที่ 3 พิจารณานุมัติการออกใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญของบริษัทฯ ครั้งที่ 1(MONO-W1)

Agenda No. 3 To consider and approve the issuance of MONO-W1.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows :-
- ☐ เห็นด้วย/Agree ☐ ไม่เห็นด้วย/Disagree ☐ จดออกเสียง/Abstain

วาระที่ 4 พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัทจาก 140,000,000 บาทเป็น 462,000,000 บาท

Agenda No. 4 To consider and approve the increase in registered capital from 140,000,000 Baht to 462,000,000 Baht

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows :-
- ☐ เห็นด้วย/Agree ☐ ไม่เห็นด้วย/Disagree ☐ จดออกเสียง/Abstain

วาระที่ 5 พิจารณานุมัติการแก้ไขหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4. เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียน

Agenda No. 5 To consider and approve on the amendment to Clause 4 of the Memorandum of Association of the Company to reflect to capital increase

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows :-
- ☐ เห็นด้วย/Agree ☐ ไม่เห็นด้วย/Disagree ☐ จดออกเสียง/Abstain

วาระที่ 6 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุน

Agenda No. 6 To consider and approve the allocation of newly-issued ordinary shares.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows :-
- ☐ เห็นด้วย/Agree ☐ ไม่เห็นด้วย/Disagree ☐ จดออกเสียง/Abstain

วาระที่ 7 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda No. 7 To consider other matters (if any).

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows :-
- ☐ เห็นด้วย/Agree ☐ ไม่เห็นด้วย/Disagree ☐ จดออกเสียง/Abstain

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่า การลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช่ว่าเป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

The voting of the proxy holder in respect of any agenda in contrary to the manner set forth above shall be considered incorrect and shall my/our vote.

1. ผู้รับมอบฉันทะ โปรดนำหนังสือฉบับนี้มาแสดงต่อพนักงานลงทะเบียนในวันประชุมด้วย
For a proxy holder, please bring this proxy form to show at the meeting.
2. ผู้มอบฉันทะ กรุณาแนบสำเนาเอกสารแสดงความเป็นผู้ถือหุ้นมาพร้อมหนังสือมอบฉันทะ
Copy of identity document of proxy grantor is required to attach with proxy form.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้รับความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลง หรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the case where my/our designation for the proxy holder to vote in respect of any agenda is not specified or not clearly specified or if there is any agenda considered in the meeting other than those specified above, including any amendment or additional thereof, the proxy authorized to consider the matters and vote on my/our behalf as the proxy holder deems appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any act or thing carried out by the proxy holder in the meeting except the case that the proxy holder not vote according to my/our intention as specified in the proxy form shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed _____ ผู้มอบฉันทะ/Proxy Grantor
()

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy Holder
()

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy Holder
()

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy Holder
()

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าร่วมประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกลงคะแนนเสียงได้

The Shareholder shall grant proxy to only one proxy holder to attend and vote at the meeting. The number of shares may not be divided to more than one proxy holder in order to divide the vote

2. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case there is any other agendas to be considered in addition to those specified in the above mentioned, the proxy grantor may specify such agenda on the continued list of proxy form B attached hereto.

1. ผู้รับมอบฉันทะ โปรดนำหนังสือฉบับนี้มาแสดงต่อพนักงานลงทะเบียนในวันประชุมด้วย
For a proxy holder, please bring this proxy form to show at the meeting.
2. ผู้มอบฉันทะ กรุณาแนบสำเนาเอกสารแสดงความเป็นผู้ถือหุ้นมาพร้อมหนังสือมอบฉันทะ
Copy of identity document of proxy grantor is required to attach with proxy form.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

The Continued list of proxy form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท โมโน เทคโนโลยี จำกัด (มหาชน)

The proxy on behalf of the shareholder of Mono Technology Public Company Limited

ในการประชุมวิสามัญผู้ถือหุ้นครั้งที่ 1/2557 ในวันศุกร์ที่ 12 กันยายน 2557 เวลา 09.30 น. ณ ออดิทอเรียม ชั้น 3 อาคาร จัสมิน อินเตอร์เนชั่นแนล เลขที่ 200 หมู่ 4 ถนนแจ้งวัฒนะ ตำบลปากเกร็ด อำเภอปากเกร็ด จังหวัดนนทบุรี 11120 หรือที่จะพึงเลื่อนไปใน วัน เวลา และสถานที่อื่นด้วย

At the Extraordinary General Meeting of Shareholders No.1/2014 held on Friday 12th September 2014 at 09.30 hrs. at Auditorium, 3rd Floor, Jasmine International Tower, No.200 Moo4, Chaengwattana Road, Pakkred Sub-district, Pakkred District, Nonthaburi 11120 or on date at time and place as may be postponed or changed.

วาระที่ _____ เรื่อง _____

Agenda No. Subject :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows :-
- ☐ เห็นด้วย/Agree ☐ ไม่เห็นด้วย/Disagree ☐ จดออกเสียง/Abstain

วาระที่ _____ เรื่อง _____

Agenda No. Subject :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows :-
- ☐ เห็นด้วย/Agree ☐ ไม่เห็นด้วย/Disagree ☐ จดออกเสียง/Abstain

วาระที่ _____ เรื่อง _____

Agenda No. Subject :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all aspects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote according to my/our intention as follows :-
- ☐ เห็นด้วย/Agree ☐ ไม่เห็นด้วย/Disagree ☐ จดออกเสียง/Abstain

วาระที่ _____ เรื่อง เลือกตั้งกรรมการ (ต่อ)

Agenda No. Subject : The election of the directors (continued)

ชื่อกรรมการ/Name of director

☐ เห็นด้วย/Agree ☐ ไม่เห็นด้วย/Disagree ☐ จดออกเสียง/Abstain

ชื่อกรรมการ/Name of director

☐ เห็นด้วย/Agree ☐ ไม่เห็นด้วย/Disagree ☐ จดออกเสียง/Abstain

ชื่อกรรมการ/Name of director

☐ เห็นด้วย/Agree ☐ ไม่เห็นด้วย/Disagree ☐ จดออกเสียง/Abstain

1. ผู้รับมอบฉันทะ โปรดนำหนังสือฉบับนี้มาแสดงต่อพนักงานลงทะเบียนในวันประชุมด้วย
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2. ผู้มอบฉันทะ กรุณาแนบสำเนาเอกสารแสดงความเป็นผู้ถือหุ้นมาพร้อมหนังสือมอบฉันทะ
Copy of identity document of proxy grantor is required to attach with proxy form.