



Nation International Edutainment Public Co., Ltd.

บริษัท เนชั่น อินเตอร์เนชั่นแนล เอ็ดดูเทนเมนท์ จำกัด (มหาชน)

เลขที่ 333 อาคารเอ็มไอทาวเวอร์ ชั้น 24 ซอยเดญพวง ถนนวิภาวดีรังสิต แขวงจอบพล เขตจตุจักร กรุงเทพฯ 10900

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April 22, 2019

Subject: Resolutions of the 2019 Annual General Meeting of Shareholders

To: Director and Manager
The Stock Exchange of Thailand (SET)

Nation International Edutainment Public Company Limited (the "**Company**") would like to inform the resolutions of the 2019 Annual General Meeting of Shareholders held on April 22, 2019 at 2:00 p.m. as follows:

hours as follows:

1. Approved the minutes of the Extraordinary General Meeting of Shareholders No. 1/2018 held on October 30, 2018

In this regard, the meeting certified this resolution with a unanimous vote / with a majority vote of the total number of votes of the shareholders attending the meeting and having the right to vote as follows:

<u>Resolution</u>	<u>Number of Votes</u>	<u>Representing (%)</u>
Approval	316,358,602	100.00
Disapproval	0	0.00
Abstention	0	0.00
Voided Voting Card(s)	-	-

2. Acknowledged the company's operating results and the Board of Directors' report for the year 2018. The agenda for this meeting is for acknowledgement; therefore, the votes are not required.
3. Approved and certified the Financial Statements for the year ended December 31, 2018.

In this regard, the meeting approved and certified this resolution with a unanimous vote of the total number of votes of the shareholders attending the meeting and having the right to vote as follows:

<u>Resolution</u>	<u>Number of Votes</u>	<u>Representing (%)</u>
Approval	316,392,702	100.00
Disapproval	0	0.00
Abstention	0	0.00
Voided Voting Card(s)	-	-

4. Approved the omission of the dividend payment for the operating results of the year ended December 31, 2018.

In this regard, the meeting approved this resolution with a unanimous vote of the total number of votes of the shareholders attending the meeting and having the right to vote as follows:

<u>Resolution</u>	<u>Number of Votes</u>	<u>Representing (%)</u>
Approval	316,392,702	100.00
Disapproval	0	0.00
Abstention	0	0.00
Voided Voting Card(s)	-	-

5. Approved the appointment of Mr. Pana Janviroj, Mr. Somchai Meesen and Mr. Voraphot Chanyakomol who retired by rotation to continue their terms as the directors of the Company. In this regard, the meeting resolved to approve this agenda with the votes as follows:

Mr. Pana Janviroj as a Director and Chairman of Director with a majority vote of the total number of votes of the shareholders attending the meeting and having the right to vote as follows:

<u>Resolution</u>	<u>Number of Votes</u>	<u>Representing (%)</u>
Approval	316,387,439	100.00
Disapproval	5,263	0.00
Abstention	0	0.00
Voided Voting Card(s)	-	-

Mr. Somchai Meesen as a Director with a unanimous vote of the total number of votes of the shareholders attending the meeting and having the right to vote as follows:

<u>Resolution</u>	<u>Number of Votes</u>	<u>Representing (%)</u>
Approval	316,392,702	100.00
Disapproval	0	0.00
Abstention	0	0.00
Voided Voting Card(s)	-	-

Mr. Voraphot Chanyakomol as a Director with a unanimous vote of the total number of votes of the shareholders attending the meeting and having the right to vote as follows:

<u>Resolution</u>	<u>Number of Votes</u>	<u>Representing (%)</u>
Approval	316,392,702	100.00
Disapproval	0	0.00
Abstention	0	0.00
Voided Voting Card(s)	-	-

6. Approved the payment of remunerations of Director for the year 2019. The payment would be made quarterly with no any other form of compensation.

Position	Remuneration
Chairman	400,000 Baht/Person/Year
Chairman of Audit Committee	400,000 Baht/Person/Year
Member of Audit Committee	300,000 Baht/Person/Year
Non-Executive Director	200,000 Baht/Person/Year
Executive Director	200,000 Baht/Person/Year

In this regard, the meeting approved this resolution with a unanimous vote of the total number of votes of the shareholders attending the meeting and having the right to vote as follows:

<u>Resolution</u>	<u>Number of Votes</u>	<u>Representing (%)</u>
Approval	316,392,702	100.00
Disapproval	0	0.00
Abstention	0	0.00
Voided Voting Card(s)	-	-

7. Approved the appointment of the auditors from KPMG Phoomchai Audit Co., Ltd as an auditor of the Company for the year 2019 as follows:

1. Ms. Marisa Tharathornbunpakul Certified Public Accountant Registration No. 5752, who will sign the financial statements of the Company for the year 2019 for the second year or
2. Ms. Sasithorn Pongadisak Certified Public Accountant Registration No.8802 or
3. Mr. Thanit Osathalert Certified Public Accountant Registration No. 5155.

And approved the remuneration of the auditors for the year 2019 in respect of the Company, its subsidiaries and its associated companies, totaling 4 companies, in the total amount of Baht 2,000,000-.

In this regard, the meeting approved this resolution with a unanimous vote of the total number of votes of the shareholders attending the meeting and having the right to vote as follows:

<u>Resolution</u>	<u>Number of Votes</u>	<u>Representing (%)</u>
Approval	316,392,702	100.00
Disapproval	0	0.00
Abstention	0	0.00
Voided Voting Card(s)	-	-

Please be informed accordingly.

Respectfully yours,

Mr. Pana Janviroj
Chief Executive Officer