



March 16, 2017

Subject The Schedule of 2017 Annual General Meeting of Shareholders and the omission of the dividend payment

To President
The Stock Exchange of Thailand

Nation International Edutainment Plc. would like to inform the Stock Exchange of Thailand (the "SET") of the resolutions from its Board of Directors' meeting No. 2/2017, at 11.00 a.m. on March 16, 2017. The details of the Board's resolutions were as follows:

1. Approve the omission of the dividend payment for the operating results of the year ended December 31, 2016

The Board of Directors considered and resolved to propose to the 2017 Annual General Meeting of Shareholders to approve the omission of the dividend payment for the operating results of the year ended December 31, 2016. Since the Company has loss from the operation of the year 2016, the Company is not able to pay dividend to the shareholders.

2. The Appointment of Directors to replace those who completed the Terms

The Board of Directors resolved to propose to the 2017 Annual General Meeting of Shareholders to approve the appointment of directors to replace those who completed the terms and re-appointing them to continue another term as below:

- 1) Mr. Somsak Cheer Chiranakhorn Independent Director and the Chairman of Audit Committee
- 2) Mr. Supoth Piansiri Director

Mr. Somsak Cheer Chiranakhorn - Independent Director and the Chairman of Audit Committee to be retired by rotation, expressed his intention not to be nominated to be re-elected for another term. The Board of Directors has considered and approved the appointment of Ms. Kaemakorn Vachiravarakarn to replace Mr. Somsak Cheer Chiranakhorn as the new Independent Director and Member of The Audit Committee of the Company.

3. The Annual Remuneration for Directors in 2017

The Board of Directors resolved to propose to the 2017 Annual General Meeting of Shareholders to approve the annual remuneration of directors for the year 2017. Proposed to pay remuneration only to Independent Directors, Audit Committee and Non-Executive Directors (The directors' remuneration of the executive Directors who are employees of the company or subsidiaries will not be paid.)

4. The Appointment of Auditors and Auditing Fees for 2017

The Board of Directors resolved to propose to the 2017 Annual General Meeting of Shareholders to consider and approve the appointment of Ms. Patamavan Vadhanakul, CPA Registration No. 9832; or Mr. Veerachai Ratanajaratkul, CPA Registration No. 4323; or Ms. Vannaporn Jongperadechanon, CPA Registration No. 4098; as auditor, all of whom were from KPMG Phoomchai Audit Ltd. to audit the financial statements of the Company and its subsidiaries and to propose audit fees for the year 2017.

5. The Fixing of Dates for 2017 Annual General Meeting of Shareholders and Closing Share Registration Book

5.1 The date and place of the 2017 Annual General Meeting of Shareholders would be on April 25, 2017 at 2.00 pm. at the Conference Room, 7th Floor, Nation University Tower, No.1854, Bangna-Trad Road K.M.4.5, Bangna Subdistrict, Bangna District, Bangkok 10260

5.2 In order to determine the list of shareholders who are entitled to attend the 2017 Annual General Meeting of Shareholders, the date of share registration book would be on April 3, 2017 (Record Date) and April 4, 2017 shall be the closing date, in compliance with the section 225 of the Securities and Exchange Act B.E. 2535 (as amended).

6. The agenda for the 2017 Annual General Meeting of Shareholders would be as follows:

1. To acknowledge the minutes of the 2016 Annual General Meeting of Shareholder held on April 25, 2016 and the minutes of the Extraordinary General Meeting of Shareholder No. 1/2016 held on December 23, 2016
2. To consider and approve the Company's operating results and the Board of Directors' report for the year 2016
3. To consider approve the Company's Financial Statements for the year ended December 31, 2016
4. To consider and approve the omission of the dividend payment for the operating results of the year ended December 31, 2016
5. To consider and approve the election of directors to replace those who completed the terms
6. To consider the remuneration of directors for the year 2017
7. To consider and approve the appointment of Company's auditors and the determination of audit fee for the year 2017
8. Any other matters (if any)

Please be informed accordingly.

Sincerely yours,

Miss Natenapa Pusittanont
Managing Director