



**Nation International Edutainment Public Co., Ltd.**

บริษัท เนชั่น อินเตอร์เนชั่นแนล เอ็ดดูเทนเมนท์ จำกัด (มหาชน)

เลขที่ 333 อาคารเจ้าฟ้าปิ่นงวน 1 ชั้น 24 ซอยเดยพวง ถนนวิภาวดีรังสิต แขวงจอบฟ้า เขตจตุจักร กรุงเทพฯ 10900

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April 21, 2021

Subject: Resolutions of the 2021 Annual General Meeting of Shareholders

To: The President  
The Stock Exchange of Thailand (SET)

Nation International Edutainment Public Company Limited (the “**Company**”) would like to inform the resolutions of the 2021 Annual General Meeting of Shareholders held on April 21, 2021 at 2:00 p.m. as follows:

1. Resolved to certify the Minutes of the 2020 Annual General Meeting of Shareholders held on June 30, 2020, with a unanimous vote of shareholders who attended the meeting and had the right to vote, detailed as follows:

<b>Vote casting</b>	<b>Number of votes</b>	<b>Representing (%)</b>
Approval	195,576,033	100.00
Disapproval	0	0.00
Abstention	0	0.00
Voided voting card(s)	-	-

2. Acknowledged the report on the Company’s operating results and the Board of Directors’ report for the year 2020. The agenda item was for acknowledgement; therefore, the vote casting was not required.

3. Resolved to approve and certify the financial statements for the year ended December 31, 2020, with a unanimous vote of shareholders who attended the meeting and had the right to vote, detailed as follows:

<b>Vote casting</b>	<b>Number of votes</b>	<b>Representing (%)</b>
Approval	195,576,033	100.00
Disapproval	0	0.00
Abstention	0	0.00
Voided voting card(s)	-	-

4. Resolved to approve the omission of the dividend payment for the operating results of the year ended December 31, 2020, with a unanimous vote of shareholders who attended the meeting and had the right to vote, detailed as follows:

<b>Vote casting</b>	<b>Number of votes</b>	<b>Representing (%)</b>
Approval	195,576,233	100.00
Disapproval	0	0.00
Abstention	0	0.00
Voided voting card(s)	-	-

5. Resolved to re-elect Mr. Phanwarit Martmuang and Mr. Rashane Leerabandhu who retired by rotation to resume their directorship for another term as follows:

- 5.1 Resolved to re-elect **Mr. Phanwarit Martmuang** as an Independent Director and the Member of the Audit Committee, with a unanimous vote of shareholders who attended the meeting and had the right to vote, detailed as follows:

<b>Vote casting</b>	<b>Number of votes</b>	<b>Representing (%)</b>
Approval	195,576,233	100.00
Disapproval	0	0.00
Abstention	0	0.00
Voided voting card(s)	-	-

5.2 Resolved to re-elect **Mr. Rashane Leerabandhu** as a Director, with a unanimous vote of shareholders who attended the meeting and had the right to vote, detailed as follows:

<b>Vote casting</b>	<b>Number of votes</b>	<b>Representing (%)</b>
Approval	195,576,233	100.00
Disapproval	0	0.00
Abstention	0	0.00
Voided voting card(s)	-	-

6. Resolved to determine the directors' remuneration for the year 2021 at the following annual rate. The payment would be made on quarterly basis. None of any other forms of remuneration and welfare shall be made or given.

<b>Position</b>	<b>Remuneration rate per year per person</b>
Chairman of the Board of Directors	Baht 400,000
Chairman of the Audit Committee	Baht 400,000
Member of the Audit Committee	Baht 300,000
Non-Executive Director	Baht 200,000
Executive Director	Baht 200,000

In this regard, the resolution was passed with a unanimous vote of the total number of shareholders who attended the meeting, detailed as follows:

<b>Vote casting</b>	<b>Number of votes</b>	<b>Representing (%)</b>
Approval	195,576,233	100.00
Disapproval	0	0.00
Abstention	0	0.00
Voided voting card(s)	-	-

7. Resolved to approve the appointment of the following auditors from EY Office Limited as the auditors of the Company for the year 2021, to review and give an opinion on the Company's financial statements:

1. Mr. Pornanan Kitjanawanchai, Certified Public Accountant Registration No. 7792 (who has never signed the financial statements of the Company); or
2. Mr. Supachai Phanyawattano, Certified Public Accountant Registration No. 3930 (who has never signed the financial statements of the Company); or
3. Mr. Natthawut Santipet, Certified Public Accountant Registration No. 5730 (who signed the financial statements of the Company for the year 2020),

and resolved to determine the auditors' remuneration for the year 2021 in the amount of Baht 1,200,000.

In this regard, the resolution was passed with a unanimous vote of shareholders who attended the meeting and had the right to vote, detailed as follows:

<b>Vote casting</b>	<b>Number of votes</b>	<b>Representing (%)</b>
Approval	195,576,233	100.00
Disapproval	0	0.00
Abstention	0	0.00
Voided voting card(s)	-	-

Furthermore, the meeting acknowledged that the auditors from EY Office Limited will be the auditors of 2 subsidiaries of the Company for the year 2021. The preliminary audit fee for 2 subsidiaries is approximately Baht 230,000.

8. Resolved to approve the amendment to Article 27 and Article 38 of the Articles of Association of the Company with a unanimous vote of the total number of shareholders who attended the meeting and had the right to vote, detailed as follows:

<b>Vote casting</b>	<b>Number of votes</b>	<b>Representing (%)</b>
Approval	195,576,233	100.00
Disapproval	0	0.00
Abstention	0	0.00
Voided voting card(s)	-	-

Please be informed accordingly.  
Respectfully yours,

Mr. Voraphot Chanyakomol  
Chief Executive Officer (Acting)