



25 March 2016

Subject: Invitation of the 2016 Annual General Meeting of Shareholders

To: Shareholders

- Enclösures
1. Copy of the minutes of 2015 Annual General Meeting of Shareholders (TH)
  2. 2015 Annual Report (CD ROM)
  3. Information for agenda 5 and 15
  4. Qualification of independent directors and responsibilities of each committee
  5. The Company's Articles of Association concerning shareholders' meeting
  6. Evidence of documents that all attendees shall show in attending meeting and procedure in voting
  7. Registration form of Sub Sri Thai Plc. (please take this form on meeting date)
  8. Proxy form (Form A. and Form B.)
  9. Name and profile of independent directors proposed as proxies of shareholders
  10. Map of the venue of the 2016 AGM

The Board of Directors of Sub Sri Thai Plc. resolve to approve the holding of the 2016 Annual General Meeting of Shareholders on **April 26, 2016 at 9.30 a.m.** at Vajiravej-Vitayalai Chalermprakiet Foundation, Royal Golden Jubilee Building 2, Soi Soonvijai, Petchaburi Road, Bangkapi, Huaykwang, Bangkok, to consider the following agenda:

- Agenda 1 To certify the minutes of the General Meeting of Shareholders for the year 2015 held on Tuesday 21 April 2015.
- Agenda 2 To acknowledge the company's annual report and the board of directors' report for the year 2015.
- Agenda 3 To consider and approve the Company's audited statement of financial position and the profit and loss statement for the year ended December 31, 2015.
- Agenda 4 To consider and approve the allocation of profit for legal reserve and dividend payment.
- Agenda 5 To consider and approve the appointment of directors to replace the directors who retired by rotation.
- Agenda 6 To consider and approve the remuneration of directors for the year 2016.



- Agenda 7 To consider and approve the appointment of the auditors and the auditing fee for the year 2016.
- Agenda 8 To consider and approve the decrease of the Company's registered capital from THB 546,219,257 to THB 376,701,973 by reducing the number of remaining shares from the ordinary shares reserved for stock dividend payment and ordinary shares reserved for the increase of registered capital under a General Mandate which have been not allocated in the whole amount and to consider and approve an amendment to Clause 4 of the Company's Memorandum of Association to be in line with the decrease of the Company's registered capital.
- Agenda 9 To consider and approve the increase of registered capital of the Company under a General Mandate.
- Agenda 10 To consider and approve the issuance of the transferable subscription right (TSR) in the amount of not exceed 113,010,591 shares to the existing shareholders, in proportion to the number of shares already held by each shareholder.
- Agenda 11 To consider and approve the increase of the Company's registered capital from THB 376,701,973 to THB 640,393,352 by issuing new ordinary share in total 263,691,379 shares at a par value of Baht 1 per share in order to support stock dividend payment and the increase of registered capital under a General Mandate and to consider and approve an amendment to Clause 4 of the Company's Memorandum of Association to be in line with the increase of the Company's registered capital.
- Agenda 12 To consider and approve the increase in the amount for issuance and offering of debt instrument including bills and/or debentures from not exceeding Baht 2 billion (two billion) to be not exceeding Baht 3 billion (three billion)
- Agenda 13 To considered and approved an amendment to Clause 44 of the Company's Memorandum of Association in article 44 the number of the director of the Company who have authorization for binding signatures on behalf of the Company
- Agenda 14 To consider and approve the Employee Joint Investment Program of Sub Sri Thai Plc. No. 4 "EJIP".
- Agenda 15 To acknowledge the plan to list Mudman Co., Ltd. on the Market for Alternative Investment ("MAI") (Spin-off Plan) and the offering newly issued



ordinary shares of MM to the general public (IPO) and the existing shareholders of the Company according to the shareholding proportion in the Company.

Agenda 16 To consider other issues (if any)

The Company is pleased to invite the shareholders to attend the 2016 AGM on April 26, 2016 at 9.30 a.m. at Vajiravej-Vitayalai Chalermprakiert Foundation, Royal Golden Jubilee Building 2, Soi Soonvijai, Petchaburi Road, Bangkok, Huaykwang, Bangkok. The company shall open the registration on the date of meeting from 8.30 am. onwards.

If you wish to appoint independent director as proxy holder to attend and vote at the meeting on your behalf. The list of independent director are;

- 1) Mr. Surapong Paisitpatnapong
- 2) Mrs. Chitra Thavara
- 3) Mr. Tosporn Simtrakan

Information of the Company's Independent Directors who represent to be a proxy are in Enclosure 9

The Board of Directors has approved the date of determining the names of shareholders who shall have the right to attend The Annual General Meeting of Shareholders for the year 2016 (AGM) on March 24, 2016 (Record Date), and the share registration book will be closed to collect names of those shareholders in accordance with Section 225 of the Securities and Exchange Act B.E. 2535 on March 25, 2016.

Yours Sincerely,

Sub Sri Thai Public Company Limited

(Mr. Pichai Praduopnong)  
Company Secretary