

No. AQUA-078/OTH-015/19

March 18, 2019

Subject: Invitation to the Annual General Meeting of Shareholders for the year 2019

To: Shareholders of Aqua Corporation Public Company Limited

Attachments: 1. Copy of the minutes of the Annual General Meeting of Shareholders for the year 2018

(Documents for Agenda 1)

2. Annual Report and Financial Statements for the Year 2018 **(Document for Agenda 2 and 3)**
3. Information of the directors retiring by rotation and proposed to be re-elected **(Document for Agenda 5)**
4. Capital increase report form (F53-4) **(Document for Agenda 8)**
5. Guidelines for appointment of proxy holder, registration and documents required in order to attend the shareholders' meeting
6. Articles of Association with respect to the meeting of shareholders only
7. Independent Directors Definition and Information of the directors for consideration regarding appointment as proxy holder
8. Map of the meeting place
9. Proxy (Form B)

The Board of Directors of Aqua Corporation Public Company Limited the "Company" approved to call the Annual General Meeting of Shareholders 2019 on Monday April 22, 2019 at 2.00 p.m. at Grand Mercure Bangkok Fortune, Platinum Hall, 3rd floor, 1 Ratchadapisek Road Fortune Town, Din-Daeng, Bangkok 10400 (MRT : Phra Ram 9 Station Exit no.1) to consider the following agenda.

Agenda 1 Approval of the minutes of the Annual General Meeting of Shareholders 2018 on April 20, 2018.

Rationale

The Company's held the Annual General Meeting of Shareholders for the year 2018 on April 20, 2018 and prepared a report submitted to the Stock Exchange of Thailand and the Ministry of Commerce within a specified period and published on the website of the Company, www.aquacorp.co.th. The details delivered a copy of the minutes of the shareholders (Attachment No. 1)

Opinion of the Board:

The Board of Directors has considered it appropriate to approve the minutes of the Annual General Meeting of Shareholders for the year 2018 on April 20, 2018 as details proposed.

Voting

The agenda must be approved by a majority vote of shareholders at the Meeting and entitled to vote.

Agenda 2 Acknowledgement of the operating results and Annual Report of the Board of Directors for the year 2018

Rationale

The operating results and information of the Company for the year 2018 are listed in Annual Report 2018 (Attachment No. 2). The overview of operating results as follows.

Structure of the Business as at December 31, 2018

Data	MEDIA		INVESTMENT PROPERTIES		PRINT & ENERGY
	AQUA AD	BOARDWAY	TCDC	MANTRA	EPCO
Shareholding	100.00%	95.00%	96.13%	100.00%	39.69%
Paid up capital	404 Million baht	98 Million baht	169 Million baht	10 Million baht	922 Million baht
Total Assets	571 Million baht	850 Million baht	3,277 Million baht	725 Million baht	10,599 Million baht
Total Revenues	359 Million baht	369 Million baht	305 Million baht	68 Million baht	1,185 Million baht
Net Profit	59 Million baht	12 Million baht	169 Million baht	28 Million baht	409 Million baht
Dividend per share (From the results of 2018)	0.295 Baht	20	2 Baht	20 Baht	0.15 Baht

- Note.**
- In the first quarter of 2018, AQUA has invested in BWM from the existing shareholders for another 5%. As a result, the shareholding proportion in BWM is 95% of the paid-up capital. BWM is in the process of proposing the shareholders' meeting to approve the dividend payment from retained earnings and net profit of 2018 at the rate of 20 baht per share.
 - AWH, a 100% subsidiary of TCDC is in the process of proposing to the shareholders' meeting to approve the dividend payment from the net profit of 2018 at the rate of 7 baht per share.

Revenue structure and Operating Results of the AQUA Group

Revenue Type	2018		2017		Differences	
	Million baht	%	Million baht	%	Million baht	%
1. Revenue from media advertising : AA & BWM						
1.1 Revenue from sales	6.85	0.55	29.76	2.16	(22.91)	(76.98)
1.2 Revenue from Advertising - STATIC	365.74	29.47	333.95	24.21	33.04	9.89
1.3 Revenue from Advertising - LED	324.32	26.13	154.08	11.17	168.98	109.67
1.4 Others income	31.17	2.51	87.09	6.31	(55.91)	(64.20)
Total	728.08	58.66	604.88	43.85	123.20	20.37
2. Revenue from warehouse : TCDC & AWH						
2.1 Revenue from Rental and service	289.40	23.32	283.81	20.58	5.59	1.97
2.2 Gain on revaluation of investment property	15.50	1.25	69.30	5.02	(53.80)	(77.63)
2.3 Others income	0.34	0.03	3.71	0.27	(3.37)	(90.84)
Total	305.24	24.59	356.82	25.87	(51.58)	(14.46)

Revenue Type	2018		2017		Differences	
	Million baht	%	Million baht	%	Million baht	%
3. Revenue from real estate for rent and services: MA						
3.1 Revenue from Rental and service	65.44	5.27	37.59	2.73	27.85	74.09
3.2 Gain on revaluation of investment property	(0.49)	(0.04)	223.94	16.24	(224.43)	(100.22)
3.3 Others income	2.32	0.19	0.69	0.05	1.63	236.23
Total	67.27	5.42	262.22	19.01	(194.95)	(74.35)
4. Share of profit of associates : EPCO	136.05	10.96	79.56	5.77	56.49	71.00
Total	136.05	10.96	79.56	5.77	56.49	71.00
5. Other Income :AQUA						
5.1 Bad debt recovery	1.09	0.09	1.08	0.08	0.01	0.93
5.2 Gain on the disposal of investment	-	-	40.50	2.93	(40.50)	(100.00)
5.3 Interest income	3.29	0.27	11.79	0.85	(8.50)	(72.09)
5.4 Others income	0.12	0.01	22.50	1.63	(22.38)	(99.47)
Total	4.50	0.36	75.87	5.50	(71.37)	(94.07)
Total Revenues	1,241.14	100.00	1,379.35	100.00	(138.21)	(10.02)
6. Expenses						
6.1 Cost of sales	6.85	0.55	29.58	2.14	(22.73)	(76.84)
6.2 Cost of services	476.83	38.42	387.72	28.11	89.11	22.98
6.3 Selling expenses	58.63	4.72	35.56	2.58	23.07	64.88
6.4 Administrative expenses	161.70	13.03	200.31	14.52	(38.61)	(19.28)
6.5 Finance cost	92.93	7.49	116.08	8.42	(23.15)	(19.94)
7. Income tax (expense) income	(46.18)	(3.72)	(115.72)	(8.39)	69.54	(60.09)
8. Net Profit	398.02	32.07	494.38	35.84	(96.36)	(19.49)
9. Net Profit of the Company	390.88	31.49	486.58	35.28	(95.70)	(19.67)
10. Net profit from operations (Excluding profit from 2.2 and 3.2)	386.01	35.41	259.80	25.81	126.21	48.58

Net Profit full and allocate calculation from the shareholding of Aqua as follows:

Unit : Million Baht	Y 2018		Y 2017		Change	
	Full amount	Allocations	Full amount	Net Profit	Full amount	Allocations
Aqua Ad – Billboard	70.81	70.80	38.86	38.86	31.95	31.94
BWM – LED	11.91	11.31	(2.01)	(1.81)	9.90	9.50
TCDC – Warehouse	169.12	162.58	205.67	197.71	(36.55)	(35.13)
MA - Investment Property	27.60	27.60	195.34	195.32	(167.74)	(167.72)
EPCO	342.77	136.05	206.42	79.56	136.35	56.49
Total Net Profit	622.21	408.34	644.28	509.64	(22.07)	(101.30)

Summarized the statement of financial position

Unit : Million Baht	Y 2018	Y 2017	Change
Cash and cash equivalents	43.89	266.55	(222.66)
Trade and other receivables	337.65	274.27	63.38
Investment in associated company	984.67	756.38	228.29
Other long-term investments	29.90	29.90	-
Investment property	3,856.04	3,840.93	15.11
Property, plant and equipment - net	1,156.46	1,070.90	85.56
Goodwill	385.92	385.92	-
Other current and non - current assets	67.10	60.85	6.25
Total Assets	6,861.63	6,685.70	175.93
Overdraft / short-term loans / discounted bills of exchange	126.27	10.00	116.27
Trade accounts and other payable	88.67	102.61	(13.94)
Financial institution loan / hire purchase liabilities	1,693.01	2,071.93	(378.92)
Debentures	289.46	158.55	130.91
Deferred tax liabilities and employee benefits	401.54	381.06	20.48
Other current and non-current liabilities	203.74	198.87	4.87
Total Liabilities	2,802.69	2,923.02	(120.33)
Paid - up capital	2,296.50	2,296.50	-
Treasury shares	(66.38)	(66.38)	-
Capital surplus	312.84	312.84	-
Other components	42.78	89.95	(47.17)
Legal reserve	43.08	34.57	8.51
Retained earning	1,360.43	1,023.14	337.29
Non – controlling interests	69.69	72.06	(2.37)
Shareholders' Equity	4,058.94	3,762.68	296.26
Debt to equity ratio	0.69	0.78	(0.09)
Book value per share	0.87	0.80	0.07

Opinion of the Board of Directors:

The Board of Directors has agreed to report the results of operations, including information of the Company for the year 2018 to the meeting of shareholders.

Voting

This agenda has not been voted because it is an agenda to know.

Agenda 3 Approval of the Annual Financial Statements ending December 31, 2018.

Regionale

Public Limited Companies Act B.E. 2535 which stipulates that the Board of Directors must provide a balance sheet and profit and loss account at the end of the fiscal year for the Company which are proposed to the shareholders at the Annual General Meeting for approval and which requires an auditor to audit the balance sheet and income statement and be completed prior to submission to the shareholders.

The Board of Directors provided the statement of financial position and statement of comprehensive income for the year 2018 which were considered by the Audit Committee and were audited and certified by the auditor as appears in the Annual Report 2018 (**Attachment No.2**).

Opinion of the Board of Directors:

The Board of Directors has agreed to propose to the Annual General Meeting of Shareholders to approve the financial statements (which includes the statement of financial position and statement of comprehensive income) of the Company for the year ended December 31, 2018, which has been considered by the Audit Committee and audited and certified by an approved auditor.

Voting

This agenda must be approved by a majority vote of shareholders at the Meeting and entitled to vote.

Agenda 4 Approval of the allocation of profits to be legal reserve and payment of dividends for the operating performance year 2018.

Rationale

Legal reserve, Public Limited Companies Act B.E. 2535 and Article of Association item 37 which requires the Company to allocate part of its annual net profit reserve of not less than 5% of annual net profits less the accumulated losses brought forward (if any) until the reserve is not less than 10% of the share capital of the Company.

Dividend Payment, the Company has determined the dividend policy. The Company will pay a dividend of not less than 40% of net profit after tax and legal reserve each year which will be paid 2 times a year. However, the payment of dividends considers various factors related to the operation and management as well as financial strength, liquidity, expansion plans / schemes invested.

The results of the overall operation. The company has a net profit for the year 2018 a total of 171.04 million baht (Separate) and considers paying dividends to shareholders at the rate of 0.02 baht or 56.76% of the net profit after tax and legal reserves and accumulated losses. Comparison rate of dividends in the past following years.

Details of dividend payment since 2016 compared to 2018.

Item	Year 2018	Year 2017	Year 2016
1. Profit to be allocated (million baht)	170.35	48.38	74.78
2. The legal reserve (million baht)	8.52	2.42	3.74
3. The calculation of dividend income (million baht)	161.83	45.96	71.04
4. Number of shares (million shares)	4,593.00	4,506.96	4,506.96
5. Dividend paid per share (baht / share)	0.02	0.01	0.01
6. Total dividend paid (million baht)	91.86	45.07	45.07
7. Dividend paid on profits item 3 (%)	56.76	98.06	63.44

The dividend payment for the year 2018 according to the Company's dividend policy.

Opinion of the Board of Directors:

The Board of Directors has agreed to the meeting of shareholders to approve the allocation of profit for the year 2018 to be a legal reserve amount of Baht 8,517,783 and Baht 0.02 per share of dividend payment. The total number of shares are entitled to receive dividend of 4,593,000,000 shares and representing a dividend of Baht 91,860,000.

And approved the date of April 30, 2019 as the day of the rights of shareholders ("Record Date") to receive dividends. Such dividend payout will be paid to shareholders on May 21, 2019, Pay when approved by the General Meeting of Shareholders 2019 already.

(The Company determined the record date for the right to receive dividend in advance. However, such right is still uncertain as it shall ultimately be approved by the shareholders' meeting.)

Voting

This agenda must be approved by a majority vote of shareholders at the Meeting and entitled to vote.

Agenda 5 Approval of the appointment of directors to replace those who are due to retire by rotation.

Rationale

According to Public Limited Companies Act B.E. 2535 and Article of Association item 13 which requires that at each Annual General Meeting of Shareholders one-third of directors must retire by rotation. If it cannot divide the list of Directors into three parts, then the number closest to one third of the Directors, and the Directors who retire by rotation may be selected to serve for a new position. In 2019, at the Annual General Meeting of Shareholders the three directors who are retiring this year are:

- | | |
|-------------------------------|---|
| (1) Mr. Phonlasit Phumiwasana | Director, Executive Director, Director authorized signatory. |
| (2) Mr. Grisada Jarreonkonkit | Director. |
| (3) Mrs. Podchane Phaosavasdi | Director, Independent Director and Nomination and Remuneration Committee. |

Criteria and Nominating method

Approved by the Board Nomination and Remuneration Committee. The Company also provides an opportunity for shareholders to propose agenda, and the names of persons to be elected as directors at the Annual General Meeting of Shareholders for the year 2018, by inform shareholders know through the news of the Stock Exchange. And through the company's Web site. Or fill in the company prepared to send the Company directly. It appears that there is no nomination for the agenda or for persons to be elected as directors at the Annual General Meeting of Shareholders for the year 2019.

Opinion of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee will consider candidates with knowledge, understanding of the company's business, qualifications and not prohibited by law or regulations of regulatory agencies, public companies for presentation to the Board of Directors to be presented to the meeting of shareholders for election as directors. The Nomination and Remuneration Committee has agreed to nominate three persons to serve as directors for another term. The 3 directors are those who have knowledge, experience and abilities that benefit the company, as well as those they include ethics in the workplace. The detailed information of the Company which have been nominated to serve as a directors (Attachment No. 3) are as follows.

- | | |
|-------------------------------|------------------------------------|
| (1) Mr. Phonlasit Phumiwasana | Director, (Serve for another term) |
| (2) Mr. Grisada Jarreonkonkit | Director, (Serve for another term) |
| (3) Mrs. Podchane Phaosavasdi | Director, (Serve for another term) |

By considering the sequence of Directors (3) who are independent directors because that is what qualifies as consistent with the definition of the SEC, SET, and the Company (the definition of independent directors as attachment 7)

Opinion of the Board of Directors:

Board of Directors, the directors do not participate in the consideration and has determined to approve the proposal of the Nomination Committee and the Remuneration Committee who propose to the shareholders' meeting to appointment Mr. Phonlasit Phumiwasana, Mr. Grisada Jarreonkonkit, Mrs. Podchane Phaosavasdi, of a Director for another term. The sequence of Directors (1) shall be independent directors as compliant with the definition of independent director of the SEC, SET, and the Company.

Voting

This agenda must be approved by a majority vote of shareholders at the Meeting and entitled to vote.

Agenda 6 Approval of the Board of Directors' remuneration and the company secretary for the year 2019.

Rationale

The Articles of Association, article 14 Directors are entitled to receive remuneration from the Company in the form of prize money, meeting allowance, bonus or other benefit. In accordance with the Articles of Association or the shareholders' meeting will approve, This may be fixed. Or put into the rules. And will be determined from time to time,

or will be effective forever, until such time as it changes. And then get allowances. And welfare according to company regulations.

Criteria for Consideration

The Nomination and Remuneration Committee has considered remuneration of Directors and the secretary of the Company by considering the suitability of this act, responsibility of the Board and secretary of the Company and results of operations of the Company.

Opinion of the Board and the Nomination and Remuneration Committee.

They have agreed to propose to the Annual General Meeting of Shareholders to approve the remuneration of the Board and secretary of the Company for the year 2019 in an amount not to exceed 5.00 million baht and approve the compensation rate as follows:

Position	Year 2018		Offer to consider Year 2019	
	Monthly	Per meeting	Monthly	Per meeting
Chairman of the Board	50,000	8,000	50,000	8,000
Chairman of the Audit Committee as the Board of Directors	30,000	8,000	30,000	8,000
Directors / Audit Committee	20,000	8,000	20,000	8,000
Secretary	-	8,000	-	8,000
The year is not over	5,000,000		5,000,000	
Chairman of the Board	4,940,000			

The monthly remuneration in 2019 was paid only to non-executive directors. And the payment of compensation only to Board of Directors due to Directors who served on the Board Committees as independent directors on the board, including authorized for the Chairman to consider the allocation of appropriate remuneration, if a credit balance of the pay above.

Directors' remuneration: Million Baht

Directors	No. of Meetings	Meeting allowance		Director's Bonus	Annual remuneration	Total Remuneration
		Monthly	Times			
The Board of Director	7	1.92	0.52	2.25	0.25	4.94
The Board of Audit Committee	5	-	-	-	-	-
The Board of Nomination and Remuneration Committee	2	-	-	-	-	-
The Board of Executive Committee	9	-	-	-	-	-

Voting

This agenda must be approved by vote of at least two-thirds (2/3) of total votes of shareholders at the meeting and entitled to vote.

Agenda 7 Approval of the appointment and remuneration of the auditors for the year 2019.

Rationale

Public Limited Companies Act B.E. 2535 and Article of Association item 35 which require the Annual General Meeting of Shareholders to appoint auditors and determine the audit fee of the Company every year. To appoint

auditors who are able to appoint the original auditors, the auditor shall neither be a director, employee, subordinate nor a person with any position in the Company.

Opinion of the Audit Committee

The Audit Committee has reviewed the appropriateness of the amount of work and performance compared to the auditing of the auditor. Including considering the liberty, professional expertise, experience in auditing, adequate personnel, availability of the service to auditor for the Company, thus recommends to the Board to propose to the shareholders to appoint Miss Chaovana Viwapanachati, CPA No.4712 or Miss Wanpen Aunruen, CPA No.7750 or Miss Porntip Amornchailertpattana CPA no. 9589 of the company's Pitisevi Company Limited as the auditor of the Company. And remuneration of the auditors for the year 2019 in an amount not exceeding 1,330,000 baht. And to authorize the Board of Directors to approve the audited financial statements that may occur during the year.

The company's Pitisevi Company Limited and auditors to be appointed as auditor of the company, they have to have no relation to and no interest in the Company / subsidiary / the executives / the major shareholders or any person related to such persons in a manner that affects the independent performance.

The auditor of subsidiaries is the same office of the Company's auditor.

Opinion of the Directors

They have agreed to the Annual General Meeting of Shareholders to appoint Miss Chaovana Viwapanachati, CPA No.4712 or Miss Wanpen Aunruen, CPA No.7750 or Miss Porntip Amornchailertpattana CPA no. 9589 of the company's Pitisevi Company Limited as the auditor of the Company. And remuneration of the auditors for the year 2019 in an amount not exceeding 1,330,000 baht. And to authorize the Board of Directors to approve the audited financial statements that may occur during the year.

Summary of Auditor

Baht	Year 2019 (approval)	Year 2018
Annual audit	670,000	670,000
Revise of quarterly financial statements (3 quarter)	660,000	660,000
Total	1,330,000	1,330,000
Non-audit fee	-	10,480

Non-audit fee consists of the traveling expenses of the audit staff.

Pitisevi office Company Limited was and auditor of the Company since the year 2012-2018, a total of 7 years. Signing of the financial statements information as follows.

List of auditors	Certified Public Accountant	Certified financial statement
1) Miss Chaovana Viwapanachati	No. 4712	2012 - 2016
2) Miss Wanpen Aunruen	No. 7750	2017 - 2018
3) Miss Porntip Amornchailertpattana	No. 9589	-

Voting

This agenda must be approved by a majority vote of shareholders at the Meeting and entitled to vote.

Agenda 8 Approval of issuance and allocation of the newly issued ordinary shares of the Company in the amount of not more than 1,377,900,000 shares with General Mandate.

Rationale

In order to prepare for the source of funds of the company that has plans to invest and pay off debt instruments that will be due in 2019. In addition, the company may need to maintain liquidity at an appropriate level. The financing of the year 2019, partly from borrowing from financial institutions and debt instruments, part of that General Mandate is an alternative that the company can implement. And have the flexibility to raise funds from the capital increase as needed if the financing plan above does not meet the target.

Opinion of the Directors

The Board of Directors deems appropriate to propose the Meeting of Shareholders for approval of the issuance and allocation of the Company's newly issued ordinary shares by Baht 688,950,000 from the existing of Baht 2,296,500,000 to the new of Baht 2,985,450,000 by issuing and allocating not more than 1,377,900,000 shares (equivalent to 30 % of paid-up capital) at a par value of Baht 0.50 per share and allocating to the existing shareholders of the company in proportion to their shareholding (Right Offering: RO) The offering price of such shares must not be lower than the par value per share. (par value of Baht 0.50 per share) which the offering price is in accordance with the Public Limited Companies Act BE 2535 (in this case, the company has retained earnings, cannot sell shares lower than the registered share price)

And assigned the board of directors of the Company and / or the authorized directors of the Company have the power to determine the purpose of issuing and offering newly issued ordinary shares, details and other conditions related to the issuance and offering of newly issued ordinary shares including signing documents and various contracts associated Including various actions necessary and appropriate in relation to the issuance and offering of the newly issued ordinary shares at this time including the listing of new ordinary shares to be listed on the Stock Exchange of Thailand

Voting

This agenda must be approved by vote of at least three-fourths (3/4) of total votes of shareholders at the meeting and entitled to vote.

Agenda 9 Approval of the amendment of Memorandum of Association Article 4, to comply with the capital increase

Rationale

According to Agenda 8, the Company proposed to the shareholders' meeting for approval of the increase of registered capital by Baht 688,950,000 from the existing of Baht 2,296,500,000 to the new of Baht 2,985,450,000. Therefore the Company propose the Meeting of Shareholders for approval of the amendment of Memorandum of Association Article 4, to comply with the capital increase.

Opinion of the Board

The Board of Directors deems appropriate to propose the Meeting of Shareholders for approval of the amendment of Memorandum of Association Article 4, to comply with the capital increase as follows.

Article 4.	Registered capital	:	2,985,450,000	Baht	(Two thousand nine hundred eighty five million four hundred fifty thousand baht
	Divided into	:	5,970,900,000	shares	(Five thousand nine hundred seventy million nine hundred thousand shares)
	Par value	:	0.50	Baht	(Fifty Satang)
	Divided into				
	Ordinary shares	:	5,970,900,000	shares	(Five thousand nine hundred seventy million nine hundred thousand shares)
	Preferred shares	:	-None-		

Voting

This agenda must be approved by vote of at least three-fourths (3/4) of total votes of shareholders at the meeting and entitled to vote.

Agenda 10 Approval of the amendment of the Articles of Association

Rationale

As the order of the head of National Council for Peace and Order No.21/2017, Re: Amendments of the law to facilitate business operations, dated 4 April 2017, which has amended the Section 100 of the Public Limited Companies Act BE 2535, stipulating that;

"One or more shareholders, whose the shares counted together not less than 10% of total number of shares sold, can combine names to make letter to request the Board of Directors to call an extraordinary meeting of shareholders at any time. But they must clearly specify the subject and reason for requesting the meeting in the letter. In this case, the Board of Directors must arrange for a meeting of shareholders within forty-five days from the date of receipt of the letter from the shareholders.

In the case that the Board of Directors fails to arrange a meeting within the period specified in the first paragraph. All shareholders who combine names or other shareholders combined the number of shares as required, can

call the meeting itself within forty-five days from the expiration of the period under first paragraph. In such case, it shall be considered as a meeting of shareholders that the Board of Directors arranged and the Company is responsible for the necessary expenses incurred from arranging meetings and facilitating as appropriate.

In the event that, the Shareholders' meeting which is a meeting because the shareholders arranging under second paragraph, the number of shareholders who attended the meeting was not complete, constituting a quorum as specified in Section 103. The shareholders under second paragraph must jointly be responsible for reimbursement of expenses incurred from arranging for that meeting for the Company."

Therefore the Company proposed to the shareholders' meeting for approval of the amendment of the Articles of Association to comply with Section 100 of the Public Limited Companies Act BE 2535 as follows.

Former	New
<u>Section 4 Shareholders Meeting</u>	<u>Section 4 Shareholders Meeting</u>
<p>Article 24. The Board must provide the shareholders' meeting is the annual general meeting of shareholders within 4 months from the end date of the fiscal year of the Company.</p> <p>Other meetings of shareholders, besides the already mentioned, called extraordinary meetings. The Board of Directors shall call a meeting of shareholders as extraordinary meetings whenever appropriate or shareholders not less than 1 in 5 of all shares or shareholders, not less than 25 persons holding shares amounting to not less than 1 in.10 of the total number of shares sold to such notice request that the Board of Directors called a shareholders' meeting in an extraordinary general meeting at any time. But the need to identify the reason for calling the meeting, clearly in the book. In this case, the Board held a shareholders' meeting within 1 month from the date of receipt of a letter from shareholders.</p>	<p>Article 24. The Board must provide the shareholders' meeting is the annual general meeting of shareholders within 4 months from the end date of the fiscal year of the Company.</p> <p>Other meetings of shareholders, besides the already mentioned, called extraordinary meetings. The Board of Directors shall call a meeting of shareholders as extraordinary meetings whenever appropriate.</p> <p>When one or more shareholders who are holding shares amounting to not less than 10% of the total number of shares sold. Such notice will ask the Board of Directors called a shareholders' meeting in an extraordinary general meeting at any time. But the story must be specified, and the reason for calling the meeting, clearly in the book. In cases such as this. The Committee must provide the shareholders' meeting within 45 days from the date of receipt of a letter from shareholders.</p> <p>In the event that the Board does not provide for a meeting within the prescribed period in accordance with paragraph three. The shareholders all the time or other shareholders. Total number of shares in accordance with mandatory meeting itself will be called only within 45 days from the date of maturity period in accordance with paragraph three. In this case, is considered as the shareholders'</p>

	<p>meeting, Board of Directors Conference call by the company responsible for necessary costs arising from meeting, and reasonable facilities.</p> <p>In cases where it appears that the shareholders ' meeting which is being called a meeting of shareholders, all the time, or other shareholders. Total number of shares as at any times this force. The number of shareholders attending the meeting, no quorum, as defined in clause 27 shareholders all the time or other shareholders number of shares according to the combined forces. Must share responsibility recoup the costs arising from a meeting of the company at that time.</p>
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Opinion of the Board

The Board of Directors deems appropriate to propose the Meeting of Shareholders for approval of the amendment of the Articles of Association to comply with Section 100 of the Public Limited Companies Act BE 2535 as details proposed.

Voting

This agenda must be approved by vote of at least three-fourths (3/4) of total votes of shareholders at the meeting and entitled to vote.

Agenda 11. Other (If any)

According to Public Limited Companies Act B.E. 2535 Section 105, Shareholders can propose other agendas for consideration in the meeting of shareholders must hold a total of not less than one-third of the total shares sold.

You are hereby invited to attend the meeting on the date, the time and at the place as mentioned above. Registration will be open from 12.00 p.m. to 2.00 p.m., Details on how to register as shown in the proxy statement, how to register is shown in Attachment No. 5.

If the shareholders wish to appoint a proxy to attend the meeting. Guidelines for appointment of proxy holder, registration and documents required in order to attend the shareholders' meeting as shown in Attachment No.5 or.

In case a shareholder wishes to authorize one of the Company's independent directors (the list of independent directors is shown in Attachment No. 7.) to be his/her proxy to attend and vote, please fill in details and sign the attachment to the Proxy Statement (Form B.) with stamp duty of 20 baht and send the proxy form and required documents to **"Secretary Department, Aqua Corporation Public Company Limited, No. 121/68-69, R.S. Tower, Floor 21, Ratchadapisek Road, Din Daeng, Bangkok, 10400"** at least 1 day in advance prior to the meeting date.

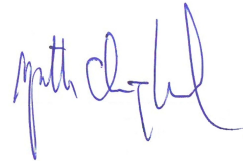
In case a shareholder wishes to receive the 2018 annual report of the Company in the form of documents, they can contact the “Secretary Department, Aqua Corporation Public Company Limited, No. 121/68-69, R.S. Tower, Floor 21, Ratchadapisek Road, Din Daeng, Bangkok, 10400. Tel: 0-26948804 Fax: 0-26948881. E-mail address: secretary.aqua@aquacorp.co.th”

The shareholders may view the notice of the Annual General Meeting of Shareholders for the year 2019 with the required documents on the Company's website, since March 22, 2019. If a shareholder wishes for further information or wishes to clarify any issues on the agenda presented this time please contact Mrs. Orathai Nateruang, Tel. 0-2694-8804.

The Board of Directors determined March 29, 2019 as the day of the rights of shareholders (“Record Date”) to attend and vote at the Annual General Meeting of Shareholders for the year 2019.

The Board of Directors of Aqua Corporation Public Company Limited, the Board of Directors has reviewed the above information in terms and conditions of delivery to shareholders simultaneously on disclosure of information as a director of the Company hereby certify that the above information is accurate and complete in all respects.

By resolution of the Board
Aqua Corporation Public Company Limited



(Mr. Yuth Chinsupakul)

Chairman of the Board