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No. PE011/2016

April 7, 2016

Re: Notification of the Resolutions of the 2016 Annual General Meeting of Shareholders

To: President  
The Stock Exchange of Thailand

The 2016 Annual General Meeting of the shareholders of Nok Airlines Public Company Limited (the “**Company**”) held on April 7, 2016 at 09.00 a.m. at the Jupiter Room, 3rd Floor, Miracle Grand Convention Hotel, No.99 Vibhavadi-Rangsit Road, Lak Si District Bangkok 10210. The meeting has considered and resolved in each agenda as follows:

1. Adopted the minutes of the 2015 Annual General Meeting of shareholders held on April 9, 2015, with the following voting results:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and casting their votes
Approved	297,284,073	99.9996
Disapproved	1,000	0.0003
Abstained	-	-
Voided ballots	-	-

**Remark:** Resolution in this agenda shall be approved by the majority votes of the Shareholders attending the meeting and casting their votes.

2. Acknowledgement of the operating results of the Company for the year 2015

**Remark:** This agenda was only for acknowledgement, and thus needed no vote casting.



3. Approved the statements of financial position and the statements of profit or loss and other comprehensive income of the Company for the fiscal year ended December 31, 2015, with the following voting results:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and casting their votes
Approved	296,690,595	99.8996
Disapproved	298,000	0.1003
Abstained	571,900	-
Voided ballots	-	-

**Remark:.** Resolution in this agenda shall be approved by the majority votes of the Shareholders attending the meeting and casting their votes.

4. Approved the suspension of the allocation of the profit from the operation of the Company for the fiscal year ended December 31, 2015 to be a reserve fund as prescribed by law because the Company has the legal reserve at least 10 percent of the register capital and the suspension of the dividend payment, with the following voting results:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and casting their votes
Approved	297,521,095	100
Disapproved	-	-
Abstained	41,100	-
Voided ballots	-	-

**Remark:.** Resolution in this agenda shall be approved by the majority votes of the Shareholders attending the meeting and casting their votes.



5. Approved the appointment of three directors who will retire by rotation, namely, (1) Mr. Chokchai Panyayong; (2) Mr. Pimol Srivikorn; (3) Mr. Patee Sarasin to be a director of the Company for another term, and approval on the appointment of Mr. Theeraphol Chotichanapibal to be the new director of the Company in replacement of Mr. Somsak Chotrattanasiri, who retire by rotation with the following voting results:

5.1 Mr. Chokchai Panyayong to be appointed as director of the Company:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and casting their votes
Approved	297,473,695	99.9873
Disapproved	37,500	0.0126
Abstained	52,000	-
Voided ballots	-	-

5.2 Mr. Pimol Srivikorn to be appointed as director and independent director of the Company:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and casting their votes
Approved	293,236,595	98.5695
Disapproved	4,255,600	1.4304
Abstained	71,000	-
Voided ballots	-	-

5.3 Mr. Patee Sarasin to be appointed as director of the Company:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and casting their votes
Approved	297,385,584	99.9574
Disapproved	126,611	0.0425
Abstained	51,000	-
Voided ballots	-	-



5.4 Mr. Theeraphol Chotichanapibal to be appointed as director of the Company:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and casting their votes
Approved	297,428,395	100
Disapproved	-	-
Abstained	134,800	-
Voided ballots	-	-

5.5 Approved the amendment of the authorized signatories of the Company to “Mr. Patee Sarasin, Mr. Niphon Hakimi, Mr. Montree Jumrieng, Mr. Chokchai Panyayong, Mr. Charamporn Jotikasthira, Mr. Narongchai Wongthanavimok and Mr. Theeraphol Chotichanapibal, two out of these seven directors jointly sign and affix the Company’s seal.”, with the following voting results:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and casting their votes
Approved	297,543,195	100
Disapproved	-	-
Abstained	20,000	-
Voided ballots	-	-

**Remark:.** Resolution in this agenda shall be approved by the majority votes of the Shareholders attending the meeting and casting their votes.

6. Approved the remuneration of the Directors and the Subcommittee of the Company for year 2016 at the amount of not exceeding Baht 7,680,000, as detailed follows:



## Remuneration of directors of the Company

Position	Monthly Remuneration
Chairman of the Board of Directors	Baht 60,000 per person/month
Director	Baht 40,000 per person/month

## Meeting Allowance of the Audit Committee directors (apart from the remuneration of the Board of Directors)

Position	Meeting Allowance of the Audit Committee/attendance
Chairman of the Audit Committee	Baht 30,000 per person/attendance
Member of the Audit Committee	Baht 20,000 per person/attendance

## Meeting Allowance of the Nomination and Remuneration Committee (apart from the remuneration of the Board of Directors)

Position	Meeting Allowance of the Nomination and Remuneration Committee/attendance
Chairman of the Nomination and Remuneration Committee	Baht 30,000 per person/attendance
Member of the Nomination and Remuneration Committee	Baht 20,000 per person/attendance

## Meeting Allowance of the Risk Management Committee (apart from the remuneration of the Board of Directors)

Position	Meeting Allowance of the Risk Management Committee/attendance
Chairman of the Risk Management Committee	Baht 30,000 per person/attendance
Member of the Risk Management Committee	Baht 20,000 per person/attendance



## Meeting Allowance of the Corporate Governance Committee (apart from the remuneration of the Board of Directors)

Position	Meeting Allowance of the Corporate Governance Committee
Chairman of the Corporate Governance Committee	Baht 30,000 per person/attendance
Member of the Corporate Governance Committee	Baht 20,000 per person/attendance

## Directors' Bonus for the 2015 performance

Since the Company has loss from the operation of the year 2015, the Company shall suspend the directors' bonus payment from the operation of the year 2015.

In additional, the meeting authorized the Nomination and Remuneration Committee to allocate such amount of money to each director and subcommittees within the budget approved by the shareholders' meeting, with the following voting results:

Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting
Approved	297,411,695	99.9490
Disapproved	51,500	0.0173
Abstained	100,000	0.0336
Voided ballots	-	-

**Remark:** Resolution in this agenda shall be approved by two of third of the total votes of shareholders and proxies attending the meeting.

7. Approved the appointment of the auditor from Deloitte Touche Tohmatsu Jaiyos Co., Ltd. to be auditors of the Company for the fiscal year ending December 31, 2016, by appointing any of the following auditors to review and give opinion on the Company's financial statement, namely (1) Mr. Niti Jungnitnirundr; Certified Public Accountant No. 3809 (The auditor who has signed the financial statement of the Company for 2 years, since 2014) and/or (2) Ms. Wimolporn Boonyusthian; Certified Public Accountant No. 4067 (The auditor will be appointed to sign the financial statement of the Company since 2016) and/or (3) Mrs. Nisakorn Songmanee; Certified Public Accountant No. 5035 (The auditor will be appointed to sign the financial statement of the Company since 2016) and/or (4) Dr. Kiatniyom Kuntisook; Certified Public Accountant No. 4800 (The auditor will be appointed to sign the financial statement of the Company since 2016) and approved the audit fee of the Company for the fiscal year ending December 31, 2016 in the amount of not exceeding Baht 2,550,000, with the following voting results:



Shareholders voting	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the meeting and casting their votes
Approved	297,362,558	99.9322
Disapproved	201,637	0.0677
Abstained	1,000	-
Voided ballots	-	-

**Remark:.** Resolution in this agenda shall be approved by the majority votes of the Shareholders attending the meeting and casting their votes.

Please be informed accordingly.

Sincerely yours,

(Miss Nuanwan Bhuprasert)  
Chief Financial Officer  
Authorized to Sign on behalf of the company