



PE 026/2015

9 April 2015

Subject: Notification of the Resolution of the 2015 Annual General Meeting of Shareholders
Attention: President
The Stock Exchange of Thailand
Enclosures: 1. Details of nominated person to be appointed as a new director of the Company; and
2. Details of draft proposed amendment to the objectives.

We refer to Nok Airlines Public Company Limited (the “*Company*”)’s 2015 Annual General Meeting of Shareholders which was held on 9 April 2015 at 9.00 am at Miracle Grand Ballroom, 4th Floor, Miracle Grade Convention Hotel, Vibhavadi-Rangsit Road, Laksi Sub-District, Don Mueang District, Bangkok Metropolis. We hereby notify you the resolution of the meeting of each agenda as follows:

1. Approval on the Minutes of the 2014 Annual General Meeting of Shareholders which was held on 9 April 2014 with the following voting results.

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting
Approved	348,881,362	99.9997
Disapproved	0	0.0000
Abstained	1,000	0.0002

Remark: 1) A resolution on this agenda shall be passed by a majority vote of the shareholders attending the meeting and casting their votes.

2. Acknowledgement of the 2014 annual operating report of the Company

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

3. Approval on the financial statements and the income statements of the Company for the year ending 31 December 2014 with the following voting results.

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting
Approved	377,334,789	99.9995
Disapproved	0	0.0000
Abstained	1,600	0.0004

Remark: 1) A resolution on this agenda shall be passed by a majority vote of the shareholders attending the meeting and casting their votes.

4. Approval on the suspension of the profit allocation as a reserve for the Company’s operations of the accounting year ending 31 December 2014 since the Company has already allocated its profits as a reserve up to the amount required by laws, and approval on suspension of dividend payment for the Company’s operations of the accounting year ending 31 December 2014 since the Company suffered loss from the performance, with the following voting results.



Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting
Approved	377,302,790	99.9910
Disapproved	31,000	0.0082
Abstained	2,600	0.0006

Remark: 1) A resolution on this agenda shall be passed by a majority vote of the shareholders attending the meeting and casting their votes.

5. Approval on the re-appointment of the directors who will retire by rotation for another term, namely, (1) Flight Lieutenant Montree Jumrieng; (2) Flying Officer Suraphon Israngura Na Ayuthya; and (3) Mr. Padungdej Indralak, and approval on the appointment of two new directors, namely, (1) Mr. Visit Tantisunthorn in replacement of Mr. Apiporn Pasawat as an Independent Director; and (2) Mr. Charamporn Jotikasthira as a director, with the following voting results.

5.1 Flight Lieutenant Montree Jumrieng

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting
Approved	373,786,690	99.0595
Disapproved	2,518,600	0.6674
Abstained	1,030,100	0.2729

5.2 Flying Officer Suraphon Israngura Na Ayuthya

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting
Approved	349,160,890	92.5330
Disapproved	27,129,100	7.1896
Abstained	1,046,400	0.2773

5.3 Mr. Padungdej Indralak

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting
Approved	374,504,690	99.2495
Disapproved	1,778,600	0.4713
Abstained	1,053,100	0.2790

5.4 Mr. Visit Tantisunthorn

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting
Approved	374,537,390	99.2584
Disapproved	1,784,100	0.4728
Abstained	1,013,900	0.2686



5.5 Mr. Charamporn Jotikasthira

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting
Approved	375,430,990	99.4950
Disapproved	1,891,300	0.5012
Abstained	14,100	0.0037

- Remark:
- 1) For the agenda to reappoint Flight Lieutenant Montree Jumrieng, there are 1,000 voided ballot, accounting for 0.00026% of the total votes.
 - 2) For the agenda to reappoint Mr. Visit Tantisunthorn, there are 1,000 voided ballot, accounting for 0.00026% of the total votes.
 - 3) A resolution on this agenda shall be passed by a majority vote of the shareholders attending the meeting and casting their votes.

6. Approval on the remuneration of the directors for the year 2015 in the amount not exceeding Baht 7,680,000 with the rate of monthly remuneration and meeting allowance remaining unchanged from the year 2014, and, since the Company suffered losses from its performance in 2014, approval on the suspension of the directors' bonus payment for their performance in 2014; and approval on the appointment of a Risk Management Committee, with the details as follows:

Monthly Remuneration**1. Board of Directors**

Chairman of the Board of Directors	Baht 60,000 per month
Directors	Baht 40,000 per month

Meeting allowance in addition to the monthly remuneration**2. Audit Committee**

Chairman of the Audit Committee	Baht 30,000 per meeting
Audit Committee Members	Baht 20,000 per meeting

3. Nomination and Remuneration Committee

Chairman of the Nomination and Remuneration Committee	Baht 30,000 per meeting
Nomination and Remuneration Committee Members	Baht 20,000 per meeting



4. Risk Management Committee

Chairman of the Risk Management Committee	Baht 30,000 per meeting
Risk Management Committee Members	Baht 20,000 per meeting

The voting results of this agenda were as follows:

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting
Approved	377,321,790	99.9942
Disapproved	16,000	0.0042
Abstained	5,600	0.0014

Remark: 1) A resolution on this agenda shall be passed by a vote of at least two-thirds of the total votes of the shareholders present.

7. Approval on the appointment of Deloitte Touche Tohmatsu Jaiyos Co., Ltd. as an auditing office of the Company for the year 2015 by appointing Mr. Niti Jungnitnirundr, Certified Public Accountant No. 3809 and/or Mr. Supamit Techamontrikul, Certified Public Accountant No. 3356 and/or Mr. Permsak Wongpatcharakorn, Certified Public Accountant No. 3427, as an auditor of the Company who will review and render opinions on financial statements of the Company, as well as approval on the Company's audit fee for the year 2015 in the amount not exceeding Baht 1,900,000 and the subsidiaries of the Company's auditing fee for the year 2015 in the amount not exceeding Baht 600,000, the total amount of which shall not exceed Baht 2,500,000. Moreover, the shareholders' meeting ratifies an extra payment to the auditors in the amount of Baht 600,000 for auditing fee of company and its subsidiaries which were established in 2014, after the approval from the 2014 Annual General Meeting of the Shareholders, with the following voting results:

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting
Approved	371,702,690	98.5025
Disapproved	5,646,100	1.4962
Abstained	4,600	0.0012

Remark: 1) A resolution on this agenda shall be passed by a majority vote of the shareholders attending the meeting and casting their votes.

8. Approval on the issuance and offer for sale of debenture in the amount not exceeding Baht 3,000 million or in other currency of the same amount on the date of issuance for use in the Company's business operations and business expansion, and approval on the authorisation of the Chief Executive Officer and/or the Chief Financial Officer to execute documents concerning the issuance and offer for sale of each category/type of debenture and to carry out any other necessary action concerning the issuance and offer for sale of such debenture for completion and in accordance with the law as shown in the Enclosure I, with the following voting results:



Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting
Approved	375,823,890	99.5946
Disapproved	773,900	0.2050
Abstained	755,600	0.2002

Remark: 1) A resolution on this agenda shall be passed by a vote of at least three-fourths of the total votes of the shareholders attending the meeting and having the right to vote.

9. Approval on the insertion of new 19 objectives to the Company's objectives and amendment to the Memorandum of Association Item 3 re: Objectives of the Company in accordance with the new business activities of the Company, as a result of which the Objectives of the Company shall consist of 43 objectives as shown in the Enclosure 2, with the following voting results.

Result	Number of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting
Approved	376,577,890	99.7934
Disapproved	773,900	0.2050
Abstained	5,600	0.0014

Remark: 1) A resolution on this agenda shall be passed by a vote of at least three-fourths of the total votes of the shareholders attending the meeting and having the right to vote.

Please be informed accordingly and further disseminate to investors.

Sincerely yours,

- signature -

(Ms. Nuanwan Bhuprasert)

Chief Financial Officer

Authorized to sign on behalf of the Company



Enclosure 1

Details of debentures to be issued and offered for sale

Objectives for the use of money	: For use in the Company's business operation and expansion of business
Type	: Every type and kind of debentures, which can be Subordinated Debenture or Non-Subordinated Amortizing Debenture or one-time repayment upon maturity; with or without security; with or without Debenture Holder's Representative or Derivative Debenture, depending on the appropriateness of market circumstance during issuance and offer for sale of such debenture.
Amount	: The total value of debenture shall not exceed Baht 3,000 million or in other currency at the similar rate on the date of issuance.
Offer for sale	: Offer for sale domestically to the public and/or limited offer for sale and/or offer for sale to institutional investors and/or high net worth investors in whole or in part which can be either offer for sale at one time or many times.
Interest rate	: Depending on the market circumstance during issuance and offer for sale of such debenture
Age	: Not exceeding 5 years for each
Other conditions	: Other limitations and conditions of debenture, e.g. type and kind of debenture issued each time; par value; offering price per unit; interest rate; appointment of underwriter, debenture holder's representative/debenture registrar; method of issuance and offer for sale; method for allocation; method for redemption; details of offer for sale; and registration in any secondary market (if any) shall be under the authority of the Board of Directors.



Enclosure 2

Details of draft proposed amendment to the objectives

25. To engage in the businesses of cargo, parcel and passenger transportation, transfer services via land, waterway, and air, both domestic and international, including the businesses of rendering the goods clearance services at port according to the customs formalities and freight arrangement for all categories of goods.
26. To engage in the service businesses on legal matters, accounting, engineering, architecture including advertising.
27. To render services on counselling and giving advice relating to management in commercial aviation, commerce, industry, tourism, and investment which does not relate to securities trade, including manufacturing, distributing, marketing, and technique relating to such matters.
28. To engage in the service businesses to repair, maintain, inspect, lubricate, provide anti-rust treatment for all kind of vehicles, including services of installing, inspecting, and repairing all kind of accident prevention equipment.
29. To engage in businesses of bidding for sale of goods and serve for hire of work in accordance with all objectives to persons, groups of persons, juristic persons, government entities, and government authorities.
30. To enter into agreements and contracts with government entities, government authorities, state enterprises, or any other entities in accordance with the Company's objectives and to apply for rights, licenses, privileges, and concessions from government entities, government authorities, state enterprises, or any other entities that the Company deems appropriate and to exercise rights and comply with any and all agreements, contracts, rights, licenses, privileges, and concessions including to assign or grant of rights pursuant to such agreements, contracts, rights, licenses, privileges, and concessions to other persons or companies.
31. To engage in the all ground service businesses for aircraft, passengers, baggage, and on-going activities, both within and outside the Kingdom of Thailand, as well as being an agent to provide such services.
32. To engage in the service businesses to prepare goods, materials, or equipment for using by passengers on aircraft and to keep aircraft cleanliness and ready for flight.
33. To engage in the businesses of rendering all types of cleaning services.
34. To engage in the businesses of rendering all types of security services.
35. To engage in the businesses of rendering ramp services, to provide aircraft movement equipment, to provide power supply equipment for aircraft.
36. To engage in the businesses of rendering utilities services to aircraft, to provide power supply, drinking water and water in aircraft.
37. To engage in the businesses of rendering aircraft's waste disposal services.



38. To engage in the businesses of rendering marshalling signals services or any signals to aircraft for stand entries, cooperating for the rendering aircraft's filling of gasoline services and aircraft's taking-off and landing.
39. To engage in the businesses of rendering cleaning services inside aircraft, rendering driving service for freight equipment including rendering services for ground passengers.
40. To engage in the businesses of rendering 400 hertz electrical system and air conditioning system for fixed type of aircraft.
41. To engage in the businesses of rendering catering and beverage services on aircraft and ground.
42. To engage in the businesses of rendering duty free shop(s) throughout Kingdom (except for seeking benefit from natural resources and internal trade of local agricultural products).
43. To engage in the businesses of rendering duty free product's pick up point services at international airport located throughout Kingdom.