

TRITON

No. 006/2560

17 March 2017

Subject: Notification of Resolution for Board of Directors' Meeting No. 3/2017 and Schedule for the Annual General Meeting of Shareholders for the year 2017

To: President
The Stock Exchange of Thailand

According to its meeting no. 3/2016 held on 17th March 2017, the Board of Directors of Triton Holding Public Company Limited ("Company") passed the following resolutions:

- 1 Resolved to propose to the shareholders' meeting for acknowledgement the omission of dividend for the year 2016.
- 2 Resolved to propose to the shareholders' meeting for consideration of the reappointment of 3 directors, whose term retired by rotation, to be the Company's directors for another term: (1) Mr. Chuchai Wanichruangchai, (2) Mr. Natdanai Indrasukhsri and (3) Mr. Harold Arnold Wentworth and the shareholders' meeting considered to appoint 2 directors: (1) Mr. Chuchai Wanichruangchai and (2) Mr. Natdanai Indrasukhsri.
- 3 Resolved to propose to the shareholders' meeting for consideration of the appointment of a new director, Mr Boonlue Prasertsopar.
- 4 Resolved to propose to the shareholders' meeting for consideration of the remuneration of directors for the year 2017 with financial amount not exceeding 7,000,000 baht. Details are as follow:

1. Monthly remuneration and meeting allowance;

1.1 Fixed Monthly remuneration

- i. Chairman is THB 50,000
- ii. Director is THB 30,000

Eligible for committee members who are not executive directors

1.2 Remuneration for each meeting of the Company Board of directors

- i. Chairman is THB 20,000
- ii. Director is THB 15,000

Eligible for directors who attended the meeting

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1.3 Remuneration for each meeting of the Committees (Subcommittee)

- i. Chairman is THB 15,000
- ii. Director is THB 10,000

2. Other remuneration in the form of pension, the Company will allocate from the remaining remuneration at the end of the year for each directors by considering from the performance and period of working. When combined with the monthly remuneration and meeting allowance, the overall remuneration can still be comparable to similarly listed companies.
- 5 Resolved to propose to the shareholders' meeting to appoint Mr. Wonlop Vilaivaravit, Certified Public Accountant (Thailand) No.6787 and/or Mr.Perm Sak Wongpatcharakorn, Certified Public Accountant (Thailand) No. 3427 and/or Mr. Chavala Tienpasertkij, Certified Public Accountant (Thailand) No. 4301 and/or Dr. Kiatniyom Kuntisook, Certified Public Accountant (Thailand) No. 4800 of Deloitte Touche Tohmatsu Jaiyos Audit Company Limited to be the auditor for the year 2017 with audit fees of THB 5,300,000.
- 6 Resolved to propose to the shareholders' meeting to consider and approve the reduction of registered capital of the Company by 10,058,984.20 Baht from the existing registered capital of the Company of 813,416,824.90 Baht to 803,357,840.70 Baht by cancelling 100,589,842 unissued registered shares of the Company with a par value of 0.10 Baht per share. These shares were previously allocated for the warrant exercise form (TRITN-W2) to purchase ordinary shares of Triton Holding Public Company Limited. The warrant exercise form (TRITN-W2) is already expired since 8th December 2016.
- 7 Approved to propose to the shareholders' meeting to consider and approve the amendment of Clause 4 of the Memorandum of Association of the Company to be in line with the reduction of the registered capital of the Company.
- 8 Approval of the agenda of the Annual General Meeting of Shareholders for the year 2017 on the 26th April 2017 at 14.00 pm to be held at the Main Meeting Room of, Bangkok Hall Conference Center, K Resort, 66 Soi Praditmanutham 19, Praditmanutham Road, Ladprao Bangkok 10230 are as follows;
 - Agenda 1 To consider and approve the Minutes of the Annual General Meeting of Shareholders for the year 2016 held on 27th April 2016
 - Agenda 2 To acknowledge the Company's operating performance for the year 2016
 - Agenda 3 To consider and approve of the financial statements for the year ended December 31, 2016 with the report of auditor

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Agenda 4 To consider the election of directors to replace the directors who retired by rotation

Agenda 5 To consider and approve the appointment of a new Director

Agenda 6 To consider and approve the remuneration for Directors for the year 2017

Agenda 7 To consider appointment of the auditors and fix the audit fee for the year 2017

Agenda 8 To consider and approve the reduction of registered capital of the Company by 10,058,984.20 Baht from the existing registered capital of the Company of 813,416,824.90 Baht to 803,357,840.70 Baht by cancelling 100,589,842 unissued registered shares of the Company with a par value of 0.10 Baht per share

Agenda 9 To consider and approve the amendment of the Memorandum of Association of the Company to be in line with the reduction of the registered capital of the Company

Agenda 10 Other Business (if any)

- 9 Resolved the record date for determining the name of the shareholders who shall have the rights to attend the 2017 Annual General Meeting of Shareholders is fixed on 3rd March 2017, 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 (as amended) on 4th April 2017.

Please be informed accordingly.

Yours sincerely,

(Mr. Tharakorn Junkerd)

Company Secretary