

Amarin Printing and Publishing Public Company Limited  
Notice of 2012 Annual General Meeting of Shareholders







**Amarin Printing and Publishing Public Company Limited**

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2 April 2012

- Subject Invitation to the 2012 Annual General Meeting of Shareholders
- Attention: Valued Shareholders  
Amarin Printing and Publishing Public Company Limited
- Attachment
1. Copy of Minutes of 2011 Annual General Meeting of shareholders, written on April 20<sup>th</sup> 2011
  2. Annual Report 2011
  3. List and resumes of the board committee who have been nominated to the position due to others retirement by rotation and definition of independent committee.
  4. Remuneration of directors for the year 2012
  5. Remuneration of auditor for the year 2012
  6. Proxy
  7. Data of Independent directors nominated by the Company as proxies for shareholders
  8. Documents and Evidence required to verify eligibility of shareholders or representatives
  9. Articles of Association of the Company concerning Meeting of Shareholders
  10. Conference Location Map

Amarin Printing and Publishing Public Company Limited (“the Company”) please to invite the shareholders to the 2012 Annual General Meeting, on the 20<sup>th</sup> of April, 2012 at 14:00 Hrs. Convention Hall, Executive Building Number 65/101-103 Chaiyapruerk Road, Taling Chan Bangkok to consider issues under the conference agenda including committees opinions as such:

- Agenda 1 To consider adopting Minutes of 2011 Annual General Meeting of Shareholders on April 20<sup>th</sup> 2011
- **Background and Rationale** 2011 Annual General Meeting of Share holders was held on April, 20<sup>th</sup> 2010. The Company has sent a copy of the minutes, according with Enclosure No. 1. Also, the Company has sent invitation letter of this meeting, published the annual report to the website ([www.amarin.com](http://www.amarin.com))
  - **Board’s Opinion** Considered that the minutes of the 2011 Annual General Meeting of Shareholders on April 20<sup>th</sup>, 2010 have been accurately recorded and reported. Therefore, agreed to propose to the shareholders’ conference to approve the minutes. If considered that the report is saved correctly, then appropriately certify the minutes.
  - **Vote** This agenda must be approved by a majority vote of the shareholders attending the meeting and vote.

Agenda 2 To Consider and Acknowledge the performance of the Company in budget year 2011, certify the 2011 annual report, and 2012 annual plans.

- **Background and Rationale** The Company has concluded the overall results of past performance in the year 2011 as detailed in Enclosure 2 with the invitation letter for this conference; moreover, the notice of this conference, the Company has published the report and 2012 annual plan on its website. ([www.amarin.com](http://www.amarin.com))

- **Board's Opinions** Considered appropriate for the results of the budget year 2011, certified 2011 Annual Report, and acknowledged the company's 2012 annual plan as proposed.

- **Vote** This report is for the shareholders. No vote will be needed to this agenda.

Agenda 3 To Consider and approve the statement of financial position as at December 31, 2011 and the statement of comprehensive income and the statement of cash flows, as the year ended. All data had been inspected by the auditor for the year 2011.

- **Background and Rationale** To be in accordance with the Public Companies Act, the company must have the statements financial position and the statement of comprehensive income for the year ended at the company's fiscal year. Then, the proposal was presented in the shareholders' meeting for approval of the statement of financial position and the statement of comprehensive income for the year 2011, which was then reviewed by the Audit Committee, and certified by an auditor authorized to be valid.

The company's net profit from operations for the year 2011 was totaled 235,973,895.73 Baht, as detailed in Enclosure No.2 with the references. As proposed, which can be summarized as follows:

**Statement of financial position**

Total assets	2,307,617,679.61	Baht
Total liabilities	484,269,980.88	Baht
Shareholder's Equity	1,823,347,698.73	Baht
Share amount	200,000,000	Shares

**Statement of comprehensive income**

Total Income	1,911,363,092.68	Baht
Net Profit	235,973,895.73	Baht
Earnings per share	1.18	Baht / Share

- **Board's Opinion** Appropriately considered and approved the statement of financial position and the statement of comprehensive income of the year 2011.

- **Vote** This agenda must be approved by a majority vote of the shareholders from attending the conference and vote.

**Agenda 4** To Consider and approve the annual dividend payment for the performance from January 1<sup>st</sup>, 2011 until December 31<sup>st</sup>, 2011.

- **Background and Rationale** The Company's policy distribute a dividend not less than 60 percent of a net profit after corporate income tax of the company from operating results and financial position, due to 2011 Companies Act. Therefore, the conference was requested to approve the payment of dividends for the 2011 fiscal year to shareholders, as for 200 million shares at 0.90 baht per share, compared with the data of the past as shown.

Year	Annual Dividends	% Payment
2011	0.90 Baht/Share	76%
2010	0.80 Baht/Share	65%
2009	0.80 Baht/Share	72%
2008	0.80 Baht/Share	58%
2007	0.80 Baht/Share	71%
2006	0.80 Baht/Share	59%
2005	0.75 Baht/Share	64%
2004	0.60 baht/share	55%

- **Board's Opinion** Considered appropriate to approve the payment of dividends for the year 2011 as proposed, to be paid to shareholders who are entitled to dividends as a list, at the closing date of the share register book, for the right to receive the dividends will be on April 27<sup>th</sup>, 2012, and the share registration book closing data for gathering Shareholder's names under the Section 225 of The Securities and Exchange Act B.E. 2535 will be on April 30<sup>th</sup>, 2012. The dividend will be paid on May 10<sup>th</sup>, 2012.
- **Vote** This agenda must be approved by a majority vote of the shareholders who attending the meeting and vote.

**Agenda 5** To Consider and approve the election of directors that are due out of position by rotation. (List of names and resumes of the directors as shown in Enclosure No. 3.)

- **Background and Rationale** To be in accordance with the Public Companies Act, and company regulation article 16, which the directors must retire from office by rotation in Annual General Meeting of shareholders in one-third of all members. If the number of directors to be divided do not match, then round the number to the nearest of one-third. In this Annual General Meeting of Shareholders, 4 directors who will retire from office by rotation consists of:

- |                               |  |
|-------------------------------|--|
| 1. Mrs. Metta Utakapan        | Chairperson, President, Director and Member of the Nomination and Remuneration Committee |
| 2. Mrs. Supawadee Komaradat   | Director and Member of the Nomination and Remuneration Committee                         |
| 3. Mr. Somchai Phagaphasvivat | Independent Director and Member of the Audit Committee                                   |
| 4. Mrs. Suphap Noi-Um         | Director   |

The Company has announced on the investors web site, to invite the shareholders to nominate a person with appropriate qualifications to be selected as directors, and proposed agenda in advance, but shareholders nominate no one. Therefore, the Nomination and Remuneration Committee consider appropriate and will be most beneficial to the operations of the Company, by proposing the election of 4 directors who are due out by rotation, to be back in position for another term. However, a detailed history and works of the 4 directors are attached in the Enclosure No.3.

- **Board's Opinion** Should elect all 4 people who have been nominated as directors by the Board of Nomination and Remuneration Committee, because such people have knowledge and capability which would be beneficial to the operations of the company.
- **Vote** This agenda must be approved by a majority vote of the shareholders who attending the meeting and vote.

**Agenda 6 To Consider and approve the director's remuneration for 2012**  
(Detail attached in Enclosure No. 4)

- **Background and Rationale.** The Board of Directors consider the Compensation for Directors, Independent Director and Audit Committee for the year 2012, regarding to the appropriate size and the type associated with the performance of the company, which is consistent with the same industry, and includes the appropriation to the duties and responsibilities of the Board of Directors and Independent Audit Committee. The details are as follows: (see attached No. 4)

- (1) There are no rewards for directors who are employees of the company.
- (2) If committees are outsiders, the Company will pay 10,000 Baht per month
- (3) If outside committees are also on the Company board of audit, the Company will pay compensation of 30,000 Baht per month and 10,000 Baht per meeting of the Audit Committee.

- **Board's Opinion** Shareholders should approve the remuneration as the Nomination and Remuneration. Committee are considered as proposed.

- **Vote** This agenda must be approved by a majority vote of the shareholders who attending the meeting and vote.

**Agenda 7 To Consider and approve the appointment of auditors and fix auditor's remuneration for 2012**

- **Background and Rationale** The Company has opened opportunities for many examination audit offices to propose for the 2012 annual remuneration auditors. The Audit Committee shall review the selection of an appropriate auditor and the Audit Committee nominate candidates annual accounts for the year 2012 as listed

- |                            |                        |    |
|----------------------------|------------------------|----|
| 1. Ms. Sulalit Ardsawang   | Permission ID No. 7517 | or |
| 2. Mr. Tanawut Piboonsawat | Permission ID No. 6699 | or |
| 3. Ms. Wannisa Ngambuatong | Permission ID No. 6838 |    |

Dharmniti Auditing Co., Ltd. is the auditor of the year 2012.

- **Board's Opinion** The Company appoint Dharmniti Auditing Co., Ltd. as the auditor for the year 2012 and the auditor's remuneration as proposed.
- **Vote** This agenda must be approved by a majority vote of the shareholders who attending the conference and vote.

**Agenda 8 Other Matters (If any)**

The Company would like to invite all shareholders attend the 2012 Annual General Meeting of shareholders on Friday, April 20<sup>th</sup>, 2012 at 14:00 Hrs. at the Executive Building, Convention Hall, Amarin Printing and Publishing Public Company Limited, 65/101-103 Chaiyapruerk Road, Taling Chan, Bangkok. The Company will open for registration to attend the 2012 Annual General Meeting of shareholders beginning at 12.00 Hrs. Besides that, The closure of shares transfer registration will be activated for the right to attend the Annual General Meeting of Shareholders 2012 will be on March 27<sup>th</sup>, 2012, and the share registration book closing data for gathering Shareholder's name under the Section 225 of the Securities and Exchange Act B.E. 2535 will be on March 28, 2012.

For shareholders who wish to appoint someone to attend the conference and vote, please completely fill in the proxy statement and deliver to the proxy before the conference. If the shareholders wish to appoint independent committees as a proxy, Company would like to inform shareholders that the independent committees are 1) Mr. Watthanyu Nathalang 2) Mr. Charoenchit Na Songkhla. For convenience and speed of the conference, the Company request for your cooperation, please send the proxy statement to the Company no later than April 12, 2012. It will be greatly appreciated. To make the registration to the Annual General Conference of shareholders faster and more convenient, The company asks the shareholders / proxies, to please bring documents listed in Enclosure No. 8 to be shown for the registration on The Annual General Meeting date as well.

Helping you make the most out of the conference, as well as fully reserve your benefits by, sending your questions in advance regarding of matters of this annual conference, if any to [ir@amarin.co.th](mailto:ir@amarin.co.th) or Fax to 0-2423-9900 Ext 6800. This would be highly appreciated.

Yours Truly,



(Mrs. Metta Utakapan)  
Chairperson

President's Office

Tel. 0-2422-9999 Ext 4110 / Fax 0-2422-9902



Minutes of the 2011 Annual General Meeting of Shareholders  
of Amarin Printing and Publishing Public Company Limited

List of directors attending the meeting

1. Mrs. Metta Utakapan
2. Mr. Charoenchit Na Songkhla
3. Mr. Somchai Phagaphasvivat
4. Mrs. Supawadee Komaradat
5. Mrs. Rarin Utakapan Panjarungroj
6. Mr. Cheewapat Nathalang
7. Mrs. Suphab Noi-Um
8. Mr. Smat Ruangnarong

List of directors not attending the meeting

1. Mr. Wathanyu Nathalang Due to sickness

Other meeting attendants

1. Ms. Tanaree Pimparu Accounting and Finance Director
2. Mr. Buncha Wongthongcharoen Human Resource Director
3. Mr. Chantachat Dhanesnitaya Financial Controller

The Meeting was held on April 20<sup>th</sup>, 2011 at 14:00 Hrs at the Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited, 65/101-103 Moo 4, Chaiyapruk Road, Taling-Chan Sub-district, Bangkok. The meeting was attended by 80 shareholders and shareholders' representatives collectively accounting for 155,853,743 shares or an equivalent of 77.93% of the total issued shares, thus constituting a quorum. Mrs. Metta Utakapan, Chairman of the Board, presiding as Chairman of the meeting, appointed Mr. Buncha Wongthongcharoen, Human Resource Director, as the meeting facilitator. Prior to the start of the meeting, Mr. Buncha informed the Meeting that the Company had provided shareholders with the opportunity to propose meeting agenda, pose questions and nominate candidates for directorship in advance via the Company's website from December 15, 2010 to January 31, 2011; however, no suggestion on agenda, questions or candidates was submitted. Mr. Buncha later introduced Mr. Sompon Tiansuwan, a legal advisor from Kunnatum Law Office, who would act as an independent vote counting committee overseeing the counting of votes and Mr. Chatchalerm Ongart-thanasan, a representative from the Association of Thai Investors. He then proposed the voting procedure where shareholders used the ballot provided by the Company for voting and one share would be counted as one vote. In counting of votes, the 'disagree' and 'abstain' votes would be subtracted from the total votes. For proxies, the Company had already input the votes i.e. agree, disagree or abstain for each agenda based on shareholders' intention into the computer system. As there was no question or protest from shareholders, Mr. Buncha proceeded according to the following agenda:

**Agenda 1      Approval of Minutes of 2010 Annual General Meeting of Shareholders held on April 20<sup>th</sup>, 2010**

Mr. Buncha requested the Meeting to consider and approve Minutes of 2010 Annual General Meeting of Shareholders held on April 20<sup>th</sup>, 2010 as per Attachment 1 enclosed to the meeting invitation letter and which was published on the Company's website (www.amarin.com).

**Board's opinion :** Upon due consideration, the Board found the Minutes to be accurate and that it should be approved.

**Meeting's resolution :** For this agenda, shareholders casted the total of 156,013,032 votes representing 156,013,032 eligible votes of which 155,992,032 shares or 99.986% voted to approve and 21,000 shares or 0.014% voted to abstain. The Minutes of 2010 Annual General Meeting of Shareholders was thus approved based on the majority of votes.

**Agenda 2      Acknowledgement of the results of operations for fiscal year 2010  
Approval of the 2010 annual report and 2011 business plan**

Mr. Buncha requested the Meeting to acknowledge the results of operations for Year 2010, detail as in Attachment 2 enclosed to the meeting invitation letter and which was published on the Company's website as well as to acknowledge the 2011 business plan.

Mrs. Metta reported on the results of operations for 2010 as follows:

Throughout the course of 2010, the nation's overall economy had begun to show signs of improvements due largely to factors like the recovery of global economy and the easing up of domestic political situation. In addition, the Board of Directors' recognition and attention on the impact of external factors with their changing situations being closely monitored had helped ensure smooth operations and maximum returns for shareholders. Moreover, the adherence to management transparency based on good corporate governance which has always been the guiding principle for the Board had contributed to drive the 2010 operating results to continue to grow with revenue and net profit higher than those achieved in 2009.

**The Results of Operations for 2010**

The total revenue in 2010 from all business lines was Baht 1,845.99 million, Baht 107.27 million or 6.17% increase from 2009. The net profit equalled Baht 246.94 million, Baht 24.03 million or 10.78% increase from the previous year, this represents net profit of Baht 1.23 per share.

**Operations in 2010**

The Company segments its business into 3 business lines i.e. printing, publishing and business development, each with clear operating missions and commitment to contribute added value to the Company. To accomplish this, content is considered the key supporting component. Existing content was enhanced and contributed to the creation of new business units and the experiences gained from

providing support for internal activities had extended into a new business unit to provide support services to external organizations. During the past year, significant developments in each line of business included:

**Printing Business :** Continuous improvements in printing technologies were implemented to ensure that the quality of end products meet customers' creative requirements.

**Publishing Business :** In 2010, the Company launched a new 'Creative & Event Unit' to provide event organizing services to external organizations, and the first issue of 'my home', a new monthly magazine offering home decorations and improvements ideas with focus on affordability, beauty and quality, was launched in June. The Company also held 2 major events. Baan Lae Suan Fair was held for the 11<sup>th</sup> consecutive year and this was the first time the duration of the event was extended from 6 to 9 days and it was well received by visitors. Another event was Woman Live, a brand-new event catered especially to women of all lifestyles.

**Business Development:** In July, the Company opened the Cheewajit Home, a rehabilitation and treatment center based on alternative and holistic medicine. In addition, 2010 marked the 12<sup>th</sup> anniversary in operation for 'Amarin Tour'. The Company organized 12 executive trips to celebrate the occasion by selecting the best travel routes across the 12 months' period.

**Mrs. Rarin Utakapan Panjarungroj** gave presentation on the 2011 business plan broken down by the 3 business lines as follows:

**Printing Business:** The Company will continue to focus on updating printing technologies and developing the skill sets of its personnel to ensure consistent premium quality printing. With regard to marketing strategy, the Company will emphasize on its current Focus Strategy by segmentation of customers and designing strategies specific to each product and target group. By offering unique and distinguished products and by using creative design to produce worthy and valuable products, customers will be impressed by the quality outputs they have entrusted us with. In 2011, the Company will invest Bath 200 million on production efficiency enhancement to anticipate future business growth.

**Publishing Business:** In 2011, the Company launched 'lemonade', a new magazine under the concept that 'Rewarding Beauty does not have to break your piggy bank'. The magazine will serve as modern woman's best friend who is understanding, smart and supportive and is able to provide simple, convenient, affordable and practical ideas in order to lead a fresh, lively and joyful life. It offers 360 degrees tips for taking care of oneself in the scope of beauty, fashion, body, health as well as how to keep positive attitude and view of life in order to move forward with purpose, confidence and happiness. On the pocket book side, the Company still places emphasis on production of good, world-class quality books that meet the wide range of needs from children to adults offering entertainment, knowledge and enjoyment in order to enhance the quality of life and community through reading. The Company plans to produce 500 quality book titles to meet the demand of the growin number of readers.

In 2011, Amarin New Media unit was set up in response to the new integrated marketing media to provide integrated services covering website design, production and development as well as consultation for all types of new media needs. The furniture we designed and manufactured as a pilot and put on sale during the Baan Lae Suan Fair was very well received and led to a launch of a new business unit, 'Room Collection'. This unit will work with designers of various brands to design furniture under 'Room Collection' label which will only be made to order, thus eliminating any potential inventory issues. Another new business is the modular home. With over 30 years of experience in 'Baan Lae Suan' magazine, we have developed construction method that efficiently utilizes resources and streamlines construction process by integrating knowledge from organizations such as Iron and Steel Institute of Thailand, Thai Metal Trade Public Company Limited, VIVA Industries Company Limited, People (Thailand) Company Limited. In order to achieve efficiency in project development with regard to materials and construction, the components used to assemble the house are designed to have standard sizing based on materials readily available in the market; this also allows for some flexibility in the construction requirements and thus enable consumers to customize their house model as they wish.

**Business Development:** The Company has continued to produce quality TV programs and in 2011, a new program called 'Real Parenting on TV' was launched. The program is broadcasted every Sunday between 8:30 – 9:00 am via TNN 2 of True Vision 8.

**The Board's Opinion:** Upon due consideration, the Board found it appropriate to acknowledge the 2010 operating results and the 2011 business plan for Amarin Printing and Publishing Public Company Limited.

**Meeting's resolution:** Acknowledged.

### Agenda 3 Approval of the audited Balance Sheet, Profit and Loss Statement and Cash Flow Report for the year ended December 31, 2010

Mr. Buncha invited Miss Thanaree Pimparu, Accounting and Finance Director, to report on the balance sheet and profit and loss statement and asked the Meeting to consider the 2010 balance sheet and profit and loss statement which had been certified by the auditor and reviewed by the Audit Committee. Overall, the Company had net profit of Baht 246.936 million from the 2010 operating results as presented in Enclosure 2 and which could be summarized as follows:

#### Balance Sheet (Detail presented on pages 118-119 of the 2010 Annual Report)

Total Assets	2,195,032,752.34	Baht
Total Liabilities	347,418,039.34	Baht
Shareholder's equity	1,820,614,713.00	Baht
Number of Shares	200,000,000	Shares

**Profit and Loss** (Detail presented on page 120 of the 2010 Annual Report)

Total Revenue	1,845,993,288.52	Baht
Net profit	246,936,102.60	Baht
Profit per share	1.23	Baht / Shares

**Board's Opinion:** Upon due consideration, the Board found it appropriate to approve the 2010 balance sheet, profit and loss statement and cash flow report.

**Meeting's Resolution:** For this agenda, shareholders casted the total of 156,877,363 votes representing 156,877,363 eligible votes. The Meeting unanimously approved the audited balance sheet, profit and loss statement and cash flow report for the year ended December 31<sup>th</sup>, 2010.

**Agenda 4 Approval of the dividend payment for the operating results from January 1<sup>st</sup>, 2010 to December 31<sup>th</sup>, 2010**

**Mr. Buncha** requested the Meeting to approve the payment of dividend for the 2010 operating results to shareholders representing 200 million shares at the rate of Baht 0.80 per share. The following table presented the comparison of past dividend payments.

Year	Annual Dividend	% Net profit after tax
2010	0.80 Baht/Share	65%
2009	0.80 Baht/Share	72%
2008	0.80 Baht/Share	58%
2007	0.80 Baht/Share	71%
2006	0.80 Baht/Share	59%
2005	0.75 Baht/Share	64%
2004	0.60 Baht/Share	55%

**Board's Opinion:** Upon due consideration, the Board found it appropriate to approve the payment of dividend for 2010 operating results to eligible shareholders. The record date for determining the shareholders eligible for the dividend payment would be April 28<sup>th</sup>, 2011 and the register book would be closed on April 29<sup>th</sup>, 2011 and the dividend was scheduled to be paid on May 10<sup>th</sup>, 2011.

**Mr. Chalermpon Waitayangkul**, a shareholder, asked why the dividend was set to Baht 0.80 per share every year. Mrs. Metta explained that the Company's policy on dividend payment indicated that dividend be set at 60% of the profit and so far, the Company has been paying higher dividend than

stipulated by the policy taken into account the reserved cash and estimated investment amount. However, if the Company can earn higher profit or if there is enough cash flow, the Company will be happy to pay higher dividend in the future.

**Meeting's Resolution:** For this agenda, shareholders casted the total of 156,877,363 votes representing 156,877,363 eligible votes. The Meeting unanimously approved the dividend payment for the operating results of 2010.

#### **Agenda 5 Election of the Company's directors replacing those retiring by rotation**

According to the Public Company Limited Act and the Company's Articles of Association, one-third of the total number of directors shall retire at every annual general meeting of shareholders. If the number of directors to retire is not a multiple of three, then, the nearest number to one-third shall retire. At this Annual General Meeting of shareholders, four directors were to retire by rotation, namely,

- |                                     |   |
|-------------------------------------|---|
| 1. Mrs. Rarin Utakapan Panjarungroj | Chief Executive Officer, Director                 |
| 2. Mr. Cheewapat Nathalang          | Director  |
| 3. Mr. Wathanyu Nathalang           | Independent Director and Audit Committee Chairman |
| 4. Mr. Smat Ruangnarong             | Director  |

Mr. Buncha informed the Meeting that at this annual general meeting of shareholders, there were 4 directors who were subject to retire by rotation, namely, Mrs. Rarin Utakapan Panjarungroj, Mr. Cheewapat Nathalang, Mr. Wathanyu Nathalang and Mr. Smat Ruangnarong and requested the Meeting to consider electing directors which the Nomination Committee proposed. Based on the best interest of the Company, the Nomination Committee proposed that the said 4 retiring directors resume the directorship for another term. Their profile and performance records were enclosed as Attachment 3.

**Board's Opinion :** Upon due consideration, the Board found it appropriate to elect the candidates proposed by the Nomination Committee because they possessed qualifications and knowledge which could be beneficial to the company's operations.

**Meeting's resolution :** For this agenda, shareholders casted the total of 156,877,563 votes representing 156,877,563 eligible votes. The Meeting approved the re-election of the four retiring directors as directors for another term with the following votes: Mrs. Rarin Utakapan Panjarungroj was re-elected with 156,867,563 approval votes or 99.994% and 10,000 abstain votes or 0.006%. Mr. Cheewapat Nathalang was re-elected with the approval votes of 156,677,563 or 99.872% and 200,000 abstain votes or 0.128%. Mr. Wathanyu Nathalang was re-elected with the approval votes of 156,777,363 or 99.936%, 16,000 disapproval votes or 0.010% and 84,000 abstain votes or 0.054%. Mr. Smat Ruangnarong was re-elected with 156,872,563 approval votes or 99.997% and 5,000 abstain votes or 0.003%.

## Agenda 6 Consideration of the remuneration for directors for 2011

Mr. Buncha requested the Meeting to consider the remunerations for directors, independent directors and audit committee which were based on the same rates as in 2010 as proposed by the Remuneration Committee. This was determined based on the type, size and association with the Company's operating results and was in line with similar industry standard and also taken into consideration the particular roles and responsibilities of the given position (Enclosure 4).

### 2011 Director's remuneration

#### Position allowance

Audit Committee	30,000 Baht/ Month	meeting allowance 10,000 Baht/ Meeting
Director	10,000 Baht/ Month	no meeting allowance
Employee Director:	No position or meeting allowance	

**Board's opinion :** The Board found it appropriate to approve the remunerations as proposed by the Remuneration Committee.

**Meeting's resolution :** For this agenda, there were shareholders with 156,879,663 votes representing 156,879,663 eligible votes. The agenda was approved with 156,815,063 approval votes or 99.959%, 2,200 disapproval votes or 0.001% and 62,400 abstain votes or 0.040%.

## Agenda 7 Appointment and remuneration determination of the auditors for 2011

Mr. Buncha requested the Meeting to appoint the auditors for 2011 and proposed the following individuals from Dharmniti Auditing Company Limited with 2011 remuneration of Baht 650,000:

1. Ms. Sulalit Ardsawang C.P.A. No. 7517 or
2. Mr. Thanawut Piboonsawad C.P.A. No. 6699 or
3. Ms. Wannisa Ngambuathong C.P.A. No. 6838

The reason the Company switched from AMC Company Limited to Dharmniti Auditing Company Limited was because AMC Company Limited had insufficient number of certified public accountants certified by the Securities and Exchange Commission (SEC) to sign the Company's financial statements. In addition, the Audit Committee has verified that Dharmniti Auditing Company Limited is a trustworthy company with good performance records, qualified and sufficient personnel and can offer the services at reasonable fee.

**Board's opinion :** The Board found it appropriate to appoint Dharmniti Auditing Company Limited as the Company's auditor for 2011 and approve the proposed remuneration.

Mr. Hangchai Akkawatsakul, a shareholder, mentioned that changing the auditor resulted in higher remuneration for 2011 and requested the Audit Committee to negotiate for a lower amount. Miss Thanaree

explained that the Audit Committee had already negotiated and carefully considered this matter, but most auditors certified by the Securities and Exchange Commission (SEC) charge very high fee. However, she would pass on the suggestion to the Audit Committee for next year's remuneration consideration.

**Meeting's resolution :** For this agenda, there were shareholders with 156,879,663 votes representing 156,879,663 eligible votes. The agenda was approved with 156,649,663 approval votes or 99.853%, 90,400 disapproval votes or 0.058% and 139,600 abstain votes or 0.089%.

#### **Agenda 8      Consideration of other matters (if any)**

There was no proposal from any shareholder for consideration.

**Mr. Buncha** informed the Meeting that the Meeting had considered all agenda and there was no additional matter proposed. However, there were questions from several shareholders which could be summarized as follows:

**Mr. Chalernpol Waitayangkul**, a shareholder, asked if this meeting would be considered invalid as the Meeting did not comply to the Company's Articles of Association with regard to voting (Page 49 of the invitation letter to the 2011 annual meeting of shareholders) because bar code system was used instead of hand raising. **Mr. Chatchalerm Ongartthanasarn**, representative from the Association of Thai Investors and **Mr. Hanchai Akkawatsakul**, a shareholder said that the action taken by the Company was valid and complete because it was originally announcement that voting would be done via bar code system. It was also announced that the voting would be based on one share, one vote and the fact that all ballots were collected to be read by bar code reader with no objection or further comment from shareholders.

**Mr. Hangchai Akkawatsakul**, a shareholder, asked about the copyright issue and Creative & Event business. **Mrs. Rarin** explained that the Company placed great importance on copyrights and that most creatives works were owned by the Company. Regarding Creative & Event business, the Company started by organizing internal events and gradually provided event organizing services to external organizations both in private and public sectors such as Siam Cement Public Company Limited, IRPC Public Company Limited etc.

**Mr. Chatchalerm Ongartthanasarn**, representative from the Association of Thai Investors, suggested the Company to video-record future meetings for the benefits of shareholders who cannot attend and the Company agreed to do so in the future.

**Mr. Ekkasith Fapratanchai**, a shareholder, asked about the revenue proportions from magazines and pocket books sales and online book distribution channel. **Mrs. Rarin** responded to question regarding online sales channel that both magazines and pocket books were sold online via Amarin Book Center Company Limited, its subsidiary, at <http://www.naiin.com>. **Miss Thanaree**



informed that the proportions of revenue coming from magazines and pocket books were 14% and 18% respectively.

**Mr. Boonprakob Klinsuwan**, a shareholder, asked if Modular House and Room Collection businesses were considered deviation from the Company's core business and requested more information regarding investment in productivity improvements in the printing business line. **Mrs. Metta** responded that Room Collection business was still related to the Company's core business because the Company was not the manufacturer but only provided the services based on the accumulated expertise and insights in product design to meet the customers' requirements. The sales would only be done through the Company's exhibitions and BIG & BIH fair and via the web. With regard to the printing business line, **Mr. Cheewapat** explained that Baht 100 million would be invested in the core production function and Baht 100 million would be invested in the support function to ensure more efficient and quality outputs.

**Mr. Wirat Praditwiangkam**, a shareholder, asked about the type of operations Amarin Tour was considered under. **Mrs. Metta** explained that Amarin Tour is one of the business units of the Company and has not been registered as a legal entity.

**Mr. Suwit Siwilairit**, a shareholder, asked whether copying of an e-book was legitimate, impact from the travel industry, cable TV program business and the investment proportion in Amarin Book Center Company Limited because it had good operating results. **Mrs. Rarin** explained that copying and duplicating of e-book was legitimate though it might be with certain level of difficulty. Regarding the impact to the travel business from the tsunami in Japan, the impact to the Company was limited because the Company could get most of the refunds. In addition, the Company had adjusted its travel routes to cover other areas not affected by the tsunami and organized more festive tours to expand the customer base. This could help to compensate the revenue that should have been received by original routes. With regard to cable TV business, it was still under consideration. However, at the moment, the emphasis was in the digital media because this was where advertisers were most interested in. **Mrs. Metta** explained that the Company had not considered increasing its investment in Amarin Book Center Company Limited since that would require more careful consideration.

After no more questions were raised, **Mrs. Metta** thanked the Board of Directors for their continuous commitment to serving shareholders and thanked the shareholders for their attendance and **declared** the meeting closed at 16:30 Hrs.



(Mrs. Metta Utakapan)

Chairperson



(Ms. Umpawan Boonchuey)

Meeting Recorder



ATLANTA

TO WHATEVER

History of individuals who have been nominated to a director.

Due to replacement of the directors retired by rotation.

**Mrs. Metta Utakapan**  
Age 63 Years



Date of Birth	24 February 1949
Address	13/3 Arun Amarin Road Bangkok Noi, Bangkok 10700
Nationality	Thai
Position	Chairperson, President and Member of Nomination and Remuneration Committee
Start Year as a director	1993
Education	MA from University of Northern Colorado, USA
Training Director Position	-None-
Work Experience	
2002 - Recent	Chairperson, President and Director Amarin Printing and Publishing Public Company Limited
1993 - 2002	Senior Executive President and Director Amarin Printing and Publishing Public Company Limited
Shareholding in the Company	74,393,662 Shares
Prohibited Qualification	No history of criminal offenses No history of transactions that may be a conflict of interest with the Company
Rules and procedures for recruiting	The Company announced on the company's investor on the website to invite the shareholders to nominate a person with appropriate qualifications for selecting a Director in advance. But shareholders do not nominate any person into the agenda of the meeting. The Nomination and Remuneration Committee has considered appropriate and to be the most beneficial to the operations of the company to propose <b>Mrs. Metta Utakapan who retired by rotation back to directors for another term</b> . It is evident that she is qualified under the Companies Act 2535 and have knowledge and experience in the business related to the company's operations and can help develop the company.
Time in Director	20 Years

## More information about the relationship

Relationship in the Company	Status / explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights.	74,393,662 Shares 37.20%
2. Is a close relative with the administrators of the major shareholders of the company - a subsidiary.	Yes
3. Committee to participate in the management of employee or consultant who has been a regular salary.	Yes
4. Is a professional service provider. (Such as auditors or legal counsel)	No
5. A business relationship (such as buying - selling raw materials / products / services, lending or borrowing money.)	No

- (\*) 1. Competitive business such as company directors and other business / management positions. The majority of the revenue. (Accounting for more than 50 percent of the total revenue of the company / other companies) on a competitive or similar business.
2. As well as related material such as company directors and other business / management positions as Customer / Supplier / Trade accounts receivable or payable, Etc. relevant to the company's business significantly, consider the limit buy / sell / lease products - all services during the past year and the company's business.

Note. : Board of Directors meeting of the year 2011, 6 / 6 times.  
: Attend the Annual General Meeting of Shareholders 2011, 1 / 1 time.  
: Meeting of the Nomination and Remuneration Committee year 2011, 2 / 2 times.

List and Resumes of the directors due out on rotation and are offered the position to

**Mrs. Supawadee Komaradat**

**Age 64 Years**



Date of Birth	2 June 1948
Address	45/107 Rattanakosinview Mansion Bangyikan Bangprat Bangkok Thailand 10700
Nationality	Thai
Position	Senior Executive President and Member of Nomination and Remuneration Committee
Start Year as a director	1993
Education	Bachelor degree from Faculty of Arts, Chulalongkorn University
Training Director Position	-None-
Working Experience	
2004 - Recent	Senior Executive President and Director Amarin Printing and Publishing Public Company Limited
1993 – 2004	Managing Director : Publishing Business Division Amarin Printing and Publishing Public Company Limited
Shareholding in the Company	52,879 Shares
Prohibit Qualification	No history of criminal offenses No history of transactions that may be a conflict of interest with the Company
Rules and Procedures for recruiting.	The Company announced on the company's investor on the website to invite the shareholders to nominate a person with appropriate qualifications for selecting a Director in advance. But shareholders do not nominate any person into the agenda of the meeting. The Nomination and Remuneration Committee has considered appropriate and to be the most beneficial to the operations of the company to propose <b>Mrs. Supawadee Komaradat</b> who retired by rotation back to directors for another term. It is evident that she is qualified under the Companies Act 2535 and have knowledge and experience in the business related to the company's operations and can help develop the company.
Time in Director	20 Years

### More information about the relationship

Relationship in the Company	Status/explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights.	52,879 Share 0.026%
2. Is a close relative with the administrators of the major shareholders of the company - a subsidiary.	No
3. Committee to participate in the management of employee or consultant who has been a regular salary.	Yes
4. Is a professional service provider. (Such as auditors or legal counsel)	No
5. A business relationship (such as buying - selling raw materials / products / services, lending or borrowing money.)	No

- (\*) 1. Competitive business such as company directors and other business / management positions. The majority of the revenue. (Accounting for more than 50 percent of the total revenue of the company / other companies) on a competitive or similar business.
2. As well as related material such as company directors and other business / management positions as Customer / Supplier / Trade accounts receivable or payable, Etc. relevant to the company's business significantly, consider the limit buy / sell / lease products - all services during the past year and the company's business.

Note. : Board of Directors meeting of the year 2011, 6 / 6 times.  
: Attend the Annual General Meeting of Shareholders 2011, 1 / 1 time.  
: Meeting of the Nomination and Remuneration Committee year 2011, 2 / 2 times.

List and Resumes of the directors due out on rotation and are offered the position to

**Dr. Somchai Phagaphasvivat**

Age 66 Years



Date of Birth	1 January 1946
Address	Room 1104 Floor 11, Juladis River Mansion Watsamphraya Bangkok Thailand 10200
Nationality	Thai
Position	Independent Director and Member of Audit Committee
Start Year as a director	1993
Education	Doctor Degree from University of Nancy, France Doctor Degree from University of Madrid, Spain
Training Director Position	DPA, Thai Institute of Directors Association
Working Experience	
1993 - Recent	Independent Director and Member of Audit Committee Amarin Printing and Publishing Public Company Limited
1997 - Recent	Chairman of Audit Committee Thai Hua Rubber Public Company Limited
2006 - Recent	Chairman of Audit Committee SEAFCO Public Company Limited. Independent Director and Member of Audit Committee Thanachart Bank Public Company Limited Director and Chairman of Audit Committee The Krungthep Thanakom Company Limited
Shareholding in the Company	None
Prohibited Qualification	No history of criminal offenses No history of transactions that may be conflict of interest of the company.
Rules and Procedures for Recruiting	The Company announced on the company's investor on the website to invite the shareholders to nominate a person with appropriate qualifications for selecting a Director in advance. But shareholders do not nominate any person into the agenda of the meeting. The Nomination and Remuneration Committee has considered appropriate and to be the most beneficial to the operations of the company to propose <b>Mr. Somchai Phagaphasvivat who retired by rotation back to directors for another term.</b> It is evident that he is qualified under the Companies Act 2535 and have knowledge and experience in the business related to the company's operations and can help develop the company.
Time in Director	20 Years



## More information about the relationship

Relationship in the Company	Status / explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights.	None
2. Is a close relative with the administrators of the major shareholders of the company - a subsidiary.	No
3. Committee to participate in the management of employee or consultant who has been a regular salary.	No
4. Is a professional service provider. (Such as auditors or legal counsel)	No
5. A business relationship (such as buying - selling raw materials / products / services, lending or borrowing money.)	No

- (\*) 1. Competitive business such as company directors and other business / management positions. The majority of the revenue. (Accounting for more than 50 percent of the total revenue of the company / other companies) on a competitive or similar business.
2. As well as related material such as company directors and other business / management positions as Customer / Supplier / Trade accounts receivable or payable, Etc. relevant to the company's business significantly, consider the limit buy / sell / lease products - all services during the past year and the company's business.

Note. : Board of Directors meeting of the year 2011, 6 / 6 times.  
: Attend the Annual General Meeting of Shareholders 2011, 1 / 1 time.  
: Board of Audit Committee meeting of the year 2011, 5 / 5 times.

List and Resumes of the directors due out on rotation and are offered the position to

**Mrs. Suphap No-Um**  
**Age 67 years**



Date of Birth	9 July 1945
Address	13/3 ArunAmarin Road BangkokNoi Bangkok Thailand 10700
Nationality	Thai
Position	Director and Advisor-Finance Department
Start Year as a director	1993
Education	Bachelor degree from Faculty Commerce and Accountancy, Chulalongkorn University
Training Director Position	-None-
Working Experience	
2010 - Recent	Director and Advisor-Finance Department Amarin Printing and Publishing Public Company Limited
1993 – 2010	Director and Manager, Finance Department Amarin Printing and Publishing Public Company Limited
Shareholding in the Company	None
Prohibit Qualification	No history of criminal offenses No history of transactions that may be a conflict of interest
Rules and Procedures for Recruiting	The Company announced on the company's investor on the website to invite the shareholders to nominate a person with appropriate qualifications for selecting a Director in advance. But shareholders do not nominate any person into the agenda of the meeting. The Nomination and Remuneration Committee has considered appropriate and to be the most beneficial to the operations of the company to propose <b>Mrs. Suphap Noi-Um who retired by rotation back to directors for another term.</b> It is evident that she is qualified under the Companies Act 2535 and have knowledge and experience in the business related to the company's operations and can help develop the company.
Time in Director	20 Years

### More information about the relationship

Relationship in the Company	Status / explanation
1. Shareholding ratio of 1.1 shares 1.2 shares with voting rights.	None
2. Is a close relative with the administrators of the major shareholders of the company - a subsidiary.	Yes
3. Committee to participate in the management of employee or consultant who has been a regular salary.	Yes
4. Is a professional service provider. (Such as auditors or legal counsel)	No
5. A business relationship (such as buying - selling raw materials / products / services, lending or borrowing money.)	No

- (\*) 1. Competitive business such as company directors and other business / management positions. The majority of the revenue. (Accounting for more than 50 percent of the total revenue of the company / other companies) on a competitive or similar business.
2. As well as related material such as company directors and other business / management positions as Customer/Supplier/Trade accounts receivable or payable, Etc. relevant to the company's business significantly, consider the limit buy/sell/lease products - all services during the past year and the company's business.

Note. : Board of Directors meeting of the year 2011, 6 / 6 times.  
: Attend the Annual General Meeting of Shareholders 2011, 1 / 1 time.

### The Definition of Independent Director

Definition of Independent Director of the Company is more strict than the minimum requirements of the Stock Exchange of Thailand, which is stated in the announcement of the Thai Stock Exchange. Scope of the Audit Committee (No. 1) Act 1999, by the independent directors, and/or audit committee of the company shall have the following features.

- (1) Holding shares not more than 1 percent of the paid-up capital of the Company, companies, subsidiaries or related companies. This Shall be inclusive of the shares held by related persons as well.
- (2) Directors who are not participate in the management of the Company, associated or related companies, or major shareholders of the sompany staff member, or consultant who has been a regular salary from the Company, or associated companies, or major shareholders of the Company.
- (3) A director of who has no interest, whether direct or indirect, in terms of finance and management of the Company, companies, subsidiaries or related companies, or major shareholders of the Company, which will effect the execution of duties, and the freedom of decision making.
- (4) A director who is not a related person or close relatives of the executives or major shareholders of the Company.
- (5) A director is not appointed from a representative to safeguard interests of the directors of the Company, major shareholders, or shareholders who are related to the major shareholders of the Company.
- (6) Can perform and express their opinions or reporting the performance of duties as assigned by the Board of Directors of the Company by independent. And work without any control of management or major shareholders of the Company, including those related to or close relatives of such person for the benefit of the Company. Independent Director should be ready to challenge the actions of other directors or management.

### Remuneration For Committee Performance year 2012

The Nomination and Remuneration Committee in its meeting held on March 6<sup>th</sup> 2012 The Nomination and Remuneration Committee on a screen and to consider carefully the appropriate criteria and different. As well as comparative data based on the same industry. Growth business. Structure as well as various committees of the Company are detailed as follows:

#### Remuneration for the year 2012

##### Salary for the position (per person, and pay a full month)

Position	Yr 2012 (Yr Propose)	Yr 2011	Yr 2010	Yr 2009	Yr 2008
Audit Committee	30,000	30,000	30,000	30,000	30,000
Director	10,000	10,000	10,000	10,000	10,000
Directors who are company employees	None	None	None	None	None

##### Salary for Committee attending meeting (Per person/If at the meeting)

Position	Yr 2012	Yr 2011	Yr 2010	Yr 2009	Yr 2008
Audit Committee	10,000	10,000	10,000	5,000	None
Director	None	None	None	None	None
Directors who are company employees	None	None	None	None	None

## Scope of duties and responsibilities of Committees

### Audit Committees

Audit Committee consists of Chairman of the Audit Committee, 2 independent directors (3 members of the independent directors).

### Responsibilities

As one important tool or mechanism to make this a system of good corporate governance (Good Corporate Governance). The duties and responsibilities of the Audit Committee are as follows.

1. Review and ensure accurate and adequate reporting of the Company's financial reports.
2. Review and ensure that the Company's internal control and internal audit systems are suitable and effective. Review the independence of Internal Audit Department as well as authorize the appointment, transfer and termination of Head of Internal Audit Department or any other departments in charge of internal audits (if any).
3. Review to ensure the Company is in compliance with the Securities and Exchange Act, rules and regulations of The Stock Exchange of Thailand, and related business laws.
4. Recruit and propose independent individuals to perform the role of independent auditors, and propose their remuneration. Attend meetings with independent auditors without the presence of the management at least once a year.
5. Review connected transactions or transactions with potential conflict of interest to ensure compliance with relevant laws and regulations of The Stock Exchange of Thailand. This is to ensure that the transactions are reasonable and for the best interest of the Company.
6. Prepare Audit Committee reports to be published in the Company's annual report. The reports, signed by Chairman of Audit Committee, must contain the following information in minimum:
  - a) Opinion on the accuracy, completeness and credibility of the Company's financial reports
  - b) Opinion on the adequacy of the Company's internal control system
  - c) Opinion on the Company's compliance of Securities and Exchange Act, rules and regulations of The Stock Exchange of Thailand, or related business laws
  - d) Opinion on the qualifications of independent auditors
  - e) Opinion on transactions with potential conflict of interests
  - f) Number of Audit Committee meeting sessions held and attendance of each committee member
  - g) Overall opinions and remarks received by the Audit Committee based on their duty performance in conformity with Audit Committee Charter
  - h) Any other issues considered appropriate to make known to shareholders and investors under Audit Committee's scope of responsibilities as authorized by Board of Directors
7. Perform any other tasks assigned by Board of Directors and mutually agreed upon by both the Board of Directors and Audit Committee.

## Nomination and Remuneration Committee

Consists of Chairman of the board of director and 4 committees

### Duties and responsibilities

1. Recruit and select qualified individuals to serve as the Company's directors or Chief Executive Officer. Monitor the succession plan to look out for qualified individuals to fulfill any vacant positions due to the completion of term or for other reasons.
2. Determine the approach and criteria involving the selection and performance evaluation of directors, and managing director to ensure transparency.
3. Determine the approach and criteria to nominate qualified candidates in advance by minority shareholders to ensure all shareholders are treated equally and fairly.
4. Possess the authority to request relevant documents and individuals to support decision making process.
5. Propose policy and criteria regarding remuneration for directors, advisors to the Board, and committees appointed by the Board.
6. Determine the annual remuneration for directors, advisors to the Board, and committees appointed by the Board.
7. Perform other tasks as assigned by the Board of Directors.

## Enclosure No. 5

(Consideration with Agenda 7)

### To appoint auditors and determine annual compensation in 2012

The Company has opened opportunities for many of the audit firm offers auditing, and rate of remuneration for the year 2011 the Audit Committee to consider the appropriate selection of auditor.

#### Board's Opinion

According to the recommendation of the Audit Committee, The Board of Directors has consider to select the auditors and determine the appropriate compensation Therefore agreed to propose to the Annual General Meeting of shareholders to approve the appointment of the auditors of the Company and their remuneration for the period ended December 31, 2012 as follows.

1. Three auditors from Dharmniti Auditing Company Limited appointed as the auditor of the Company are as follows:

Name	Permit Number	Years Auditing
1. Ms. Sulajit Ardsawang	7517	1 Year (2011) or
2. Mr. Tanawut Pibulsawat	6699	1 Year (2011) or
3. Ms. Wannisa Ngambuatong	6838	1 Year (2011)

2. Proposed remuneration of auditors in the 2012 annual, totaled of 720,000 Baht

The three auditors niether have relationship nor profitable part in the Company, subsidiaries, executives of major shareholders, or associated with any of their relatives, and have been well performed in their duties, with knowledge and appropriate compensation.

3. Remuneration of Auditors in 2012 compared to 2011

	2012	2011
Annual financial statement audit fee	390,000 Baht	350,000 Baht
Fee to review of three quarters financial statements	330,000 Baht	300,000 Baht
In 2012, Fee per quarter : 110,000 Baht		
In 2011, Fee per quarter : 100,000 Baht		
Total	720,000 Baht	650,000 Baht

The audit fee in 2012 increases by 70,000 Baht or 10.77% over 2011



Stamp  
20 Baht

แบบหนังสือมอบฉันทะ (แบบ ก.)/Proxy (Form A.)

เลขทะเบียนผู้ถือหุ้น \_\_\_\_\_ เขียนที่ \_\_\_\_\_  
Shareholders' Registration No. Written at

วันที่/Date \_\_\_\_\_ เดือน/Month \_\_\_\_\_ พ.ศ./Year \_\_\_\_\_

(1) ข้าพเจ้า (I/We) \_\_\_\_\_ สัญชาติ (Nationality) \_\_\_\_\_  
อยู่บ้านเลขที่ (Address) \_\_\_\_\_

(2) เป็นผู้ถือหุ้นของ บริษัทอมรินทร์พริ้นติ้งแอนด์พับลิชชิ่ง จำกัด (มหาชน)  
am/are (a) shareholder (s) of AMARIN PRINTING AND PUBLISHING PUBLIC COMPANY LIMITED

โดยถือหุ้นจำนวนทั้งสิ้น รวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง ดังนี้  
holding the total number of \_\_\_\_\_ shares and having the right to vote equal to \_\_\_\_\_ votes as follows:  
 หุ้นสามัญ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Ordinary share \_\_\_\_\_ shares and having the right to vote equal to \_\_\_\_\_ votes  
 หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Preferred share \_\_\_\_\_ shares and having the right to vote equal to \_\_\_\_\_ votes

(3) ขอมอบฉันทะให้/Hereby appoint (ผู้ถือหุ้นสามารถแต่งตั้งบุคคลเป็นผู้รับมอบฉันทะได้ 3 คน โดยผู้รับมอบฉันทะคนใดคนหนึ่งเพียงคนเดียวเท่านั้นที่จะเป็นผู้แทนของผู้ถือหุ้นในการมาเข้าร่วมประชุมผู้ถือหุ้น ทั้งนี้ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระก็ได้ โดยกาเครื่องหมายหน้าชื่อกรรมการอิสระที่ปรากฏข้างท้ายนี้ /shareholder may appoint 3 proxies and only one of them shall represent him/her to attend the Meeting. Shareholder may appoint Independent Directors of the Company by indicating  in the boxes in front of their names listed below.)

○ นายวฑูฒญ ฒ ถलग/Mr.Watthanyu Nathalang ประธานคณะกรรมการตรวจสอบและกรรมการอิสระ/Chairman of Audit Committee and Independent Director อายุ/Age 87 ปี/Years อยู่บ้านเลขที่ 901 ซอย 7 ฒนาคกรอำครสงครหะที่ 2 ถนงงวมวงศ์วณ นนทบุรี 11000 Resident at 901 Soi 7 Tanakarn Akarnsongkor, Ngamwongwan Amphoe Mueang Nonthaburi 11000

หรือ/or ○ นายเจริญจิตต์ ฒ สงขลา/Mr. Charoenchit Na Songkhla กรรมการอิสระ/Independent Director อายุ/Age 82 ปี/Years อยู่บ้านเลขที่ 16 ถนนอรณพณมิตร แขวงสามเสนใน เขตพญาไท กรุงเทพมหานคร 10400 Resident at 16 Unnomnarumit, Sam Sen Nai, Phaya Thai, Bangkok 10400

หรือ/or ○ ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_

หรือ/or ○ ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_

หรือ/or ○ ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_

หรือ/or ○ ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_

หรือ/or ○ ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_

หรือ/or ○ ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2555 ในวันที่ 20 เมษายน 2555 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 65/101-103 ถนนชัยพฤกษ์ เขตตลิ่งชัน กรุงเทพมหานคร หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย/Only one of them to represent myself/ourselves for attending and voting on my/our behalf at The Shareholder's Annual General Meeting Year 2555 (B.E.) to be held on April 20, 2012 at 14.00 Hrs. at the Convention Hall Executive Building at 65/101 - 103 Chaiyaphruk Road, Taling Chan, Bangkok or such other date, time and place as the meeting may be adjourned.

ผู้ที่มาประชุมด้วยตนเอง โปรดนำหนังสือฉบับนี้มาแสดงต่อเจ้าหน้าที่ลงทะเบียนในวันประชุมด้วย  
Please bring this proxy to show at the registration desk even shareholders who attend the meeting in person.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนี้ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ/Any act (s) performed by the Proxy in this Meeting shall be deemed to be the action (s) performed by myself/ourselves in all respects.

ลงนาม/Signed \_\_\_\_\_ ผู้มอบฉันทะ/Grantor  
(\_\_\_\_\_)

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
(\_\_\_\_\_)

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
(\_\_\_\_\_)

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
(\_\_\_\_\_)

#### หมายเหตุ / Remarks

1. ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้ / The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the Meeting and cannot split the number of shares to many proxies for splitting votes.
2. ผู้ถือหุ้นจะมอบฉันทะเท่ากับจำนวนหุ้นที่ระบุไว้ในข้อ (2) โดยไม่สามารถจะมอบฉันทะเพียงบางส่วนน้อยกว่าจำนวนที่ระบุไว้ในข้อ (2) ได้ / The shareholder must authorize the votes to the Proxy equal to the total numbers of shares specified in Clause (2) and cannot divide those specified shares in partial to the proxy.
3. หนังสือมอบฉันทะแบบ ค. ซึ่งเป็นแบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น ซึ่งบริษัทฯ ได้เผยแพร่ไว้บนเว็บไซต์ของบริษัทฯ [www.amarin.com](http://www.amarin.com) เพื่อให้ผู้ถือหุ้นสามารถดึงข้อมูลมาใช้ได้ตามความเหมาะสม / Proxy Form C for foreign shareholders appointing custodians in Thailand. Interested shareholders can obtain information from the company's website at [www.amarin.com](http://www.amarin.com)

Stamp

20 Baht

## แบบหนังสือมอบฉันทะ (แบบ ข.)/Proxy (Form B.)

เลขทะเบียนผู้ถือหุ้น \_\_\_\_\_ เขียนที่ \_\_\_\_\_  
Shareholders' Registration No. Written at

วันที่/Date \_\_\_\_ เดือน/Month \_\_\_\_\_ พ.ศ./Year \_\_\_\_\_

(1) ข้าพเจ้า (I/We) \_\_\_\_\_ สัญชาติ (Nationality) \_\_\_\_\_  
อยู่บ้านเลขที่ (Address) \_\_\_\_\_

(2) เป็นผู้ถือหุ้นของ บริษัทอมรินทร์พริ้นติ้งแอนด์พับลิชชิ่ง จำกัด (มหาชน)

am/are (a) shareholder (s) of AMARIN PRINTING AND PUBLISHING PUBLIC COMPANY LIMITED

โดยถือหุ้นจำนวนทั้งสิ้น รวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง ดังนี้  
holding the total number of \_\_\_\_\_ shares and having the right to vote equal to \_\_\_\_\_ votes as follows:

- หุ้นสามัญ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Ordinary share \_\_\_\_\_ shares and having the right to vote equal to \_\_\_\_\_ votes
- หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Preferred share \_\_\_\_\_ shares and having the right to vote equal to \_\_\_\_\_ votes

(3) ขอมอบฉันทะให้/Hereby appoint (ผู้ถือหุ้นสามารถแต่งตั้งบุคคลเป็นผู้รับมอบฉันทะได้ 3 คน โดยผู้รับมอบฉันทะคนใดคนหนึ่งเพียงคนเดียวเท่านั้นที่จะเป็นผู้แทนของผู้ถือหุ้นในการมาเข้าร่วมประชุมผู้ถือหุ้น ทั้งนี้ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระก็ได้ โดยกาเครื่องหมายหน้าชื่อกรรมการอิสระที่ปรากฏข้างท้ายนี้/Shareholder may appoint 3 proxies and only one of them shall represent him/her to attend the Meeting. Shareholder may appoint Independent Directors of the Company by indicating  in the boxes in front of their names listed below.)

- นายวฑฒัญญ ฌ ถกลาง/Mr.Watthanyu Nathalang ประธานคณะกรรมการตรวจสอบและกรรมการอิสระ/Chairman of Audit Committee and Independent Director อายุ/Age 87 ปี/Years อยู่บ้านเลขที่ 901 ซอย 7 ถนนนครสวรรค์ แขวงสามเสนใน เขตพญาไท กรุงเทพมหานคร 11000 Resident at 901 Soi 7 Tanakarn Akarnsongkor, Ngamwongwan Amphoe Mueang Nonthaburi 11000
- หรือ/or  นายเจริญจิตต์ ฌ สงขลา/Mr. Charoenchit Na Songkhla กรรมการอิสระ/Independent Director อายุ/Age 82 ปี/Years อยู่บ้านเลขที่ 16 ถนนอรุณพนิมิตร แขวงสามเสนใน เขตพญาไท กรุงเทพฯ 10400 Resident at 16 Unnomnarumit, Sam Sen Nai, Phaya Thai, Bangkok 10400
- หรือ/or  ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_
- หรือ/or  ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_
- หรือ/or  ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_
- หรือ/or  ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_
- หรือ/or  ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_
- หรือ/or  ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2555 ในวันที่ 20 เมษายน 2555 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 65/101-103 ถนนชัยพฤกษ์ เขตตลิ่งชัน กรุงเทพมหานคร หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย/Only one of them to represent myself/ourselves for attending and voting on my/our behalf at The Shareholder's Annual General Meeting Year 2555 (B.E.) to be held on April 20, 2012 at 14.00 Hrs. at the Convention Hall Executive Building at 65/101 - 103 Chaiyaphruk Road, Taling Chan, Bangkok or such other date, time and place as the meeting may be adjourned.

ผู้ที่มาประชุมด้วยตนเอง โปรดนำหนังสือฉบับนี้มาแสดงต่อเจ้าหน้าที่ลงทะเบียนในวันประชุมด้วย

Please bring this proxy to show at the registration desk even shareholders who attend the meeting in person.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this Meeting, I/we authorize the Proxy to vote on my/our behalf as follows:

**วาระที่ 1** พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2554 เมื่อวันที่ 20 เมษายน 2554

**Agenda No. 1** To adopt the Minutes of The Shareholder's Annual General Meeting 2554 (B.E.) held on April 20, 2011.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain

**วาระที่ 2** พิจารณารับทราบผลการดำเนินงานของบริษัทในรอบปีบัญชี 2554 รับรองรายงานประจำปี 2554 และแผนงานประจำปี 2555

**Agenda No. 2** To consider and approve the Company's Performance for the year 2011, the Company's Annual Report of 2011 and the BOD's Meeting Report of 2012.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain

**วาระที่ 3** พิจารณานุมัติและรับรองงบแสดงฐานะการเงิน ณ วันที่ 31 ธันวาคม 2554 งบกำไรขาดทุนเบ็ดเสร็จ และงบกระแสเงินสด สำหรับปีสิ้นสุดวันเดียวกัน ซึ่งผ่านการตรวจสอบจากผู้สอบบัญชีประจำปี 2554

**Agenda No. 3** To consider and approve the company's Statements of Financial Position as of December 31, 2011, Statements of Comprehensive Income and Statement of Cash Flow for the year ended December 31, 2011.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain

**วาระที่ 4** พิจารณานุมัติจ่ายเงินปันผลประจำปี สำหรับผลการดำเนินงานตั้งแต่วันที่ 1 มกราคม 2554 ถึงวันที่ 31 ธันวาคม 2554

**Agenda No. 4** To consider the annual dividend payment for the Company's Performance during the January 1 - December 31, 2011 period.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain

**วาระที่ 5** พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ครบกำหนดออกจากตำแหน่งตามวาระ

**Agenda No. 5** To Consider the Election of Directors in Place of Those Retired by Rotation.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
- การเลือกตั้งกรรมการทั้งหมด/Election of all directors.

เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain

การเลือกตั้งกรรมการเป็นรายบุคคลดังนี้/Election of each individual director as follows:

1. นางเมตตา อุทะกะพันธุ์ /Mrs. Metta Utakapan

เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain

2. นางสุภาวดี โกมารทัต /Mrs. Supawadee Komaradat

เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain

3. นายสมชาย ภคภาสนวิวัฒน์ /Mr. Somchai Phagaphasvivat

เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain

4. นางสุภาพ น้อยอำ /Mrs. Suphap Noi-Um

เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain

- วาระที่ 6**      พิจารณากำหนดค่าตอบแทนสำหรับกรรมการ สำหรับปี 2555  
**Agenda No. 6**      To Consider and Determine the Director's Remuneration.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain
- วาระที่ 7**      พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทน ประจำปี 2555  
**Agenda No. 7**      To Consider the Appointment of the Company's Auditor Determination of the Auditor's Remuneration.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain
- วาระที่ 8**      พิจารณาเรื่องอื่นๆ (ถ้ามี)  
**Agenda No. 8**      To Consider Other businesses (If Any)
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain
- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น/Voting by the Proxy in any agenda is not in accordance to that specified on this proxy form is deemed invalid and not mine/ours as a shareholder.
- (6) คำแถลงหรือเอกสารหลักฐานอื่นๆ (ถ้ามี) ของผู้รับมอบฉันทะ/Other statements or evidences (If any) of the Proxy.

(7) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/In case I/we have not specified my/our voting in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ/Any act (s) performed by the proxy in this meeting, except such vote (s) that is (are) not in accordance to my/our intentions specified on this proxy form, shall be deemed to be the action (s) performed by myself/ourselves in all respects.

ลงนาม/Signed \_\_\_\_\_ ผู้มอบฉันทะ/Grantor  
 (\_\_\_\_\_)

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
 (\_\_\_\_\_)

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
 (\_\_\_\_\_)

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
 (\_\_\_\_\_)

#### หมายเหตุ/Remark

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้/The shareholder appointing the proxy must authorize only one proxy to attend and vote at the Meeting and cannot split the number of shares to many proxies for splitting votes.
2. ผู้ถือหุ้นจะต้องมอบฉันทะเท่ากับจำนวนหุ้นที่ระบุไว้ในข้อ (2) โดยไม่สามารถจะมอบฉันทะเพียงบางส่วนน้อยกว่าจำนวนที่ระบุไว้ในข้อ (2) ได้/ The shareholder must authorize the votes to the Proxy equal to the total numbers of shares specified in Clause (2) and cannot divide those specified shares in partial to the proxy.
3. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ/In case there is more agenda than those specified above, the shareholder may display such additional agenda in the attached supplemental proxy form B.
4. กรณีหากมีข้อกำหนดหรือข้อบังคับใดกำหนดให้ผู้รับมอบฉันทะต้องแถลงหรือแสดงเอกสารหลักฐานอื่นใด เช่น กรณีผู้รับมอบฉันทะเป็นผู้มีส่วนได้ส่วนเสียในกิจการเรื่องใดที่ได้เข้าร่วมประชุมและออกเสียงลงคะแนนก็สามารถแถลงหรือแสดงเอกสารหลักฐานโดยระบุไว้ในข้อ (6)/ If there is any rule or regulation requiring the Proxy to make any statement or provide any evidence, such as the case that the proxy has interest in any matter which he/she attends and votes at the Meeting, he/she may declare or provide relevant evidence by specifying in Clause (6).
5. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งหมดหรือเลือกตั้งกรรมการเป็นรายบุคคล/In the agenda of the election of directors, The shareholder or the Proxy may vote for either all directors or each individual director.
6. หนังสือมอบฉันทะแบบ ค. ซึ่งเป็นแบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น ซึ่งบริษัทฯ ได้เผยแพร่ไว้บนเว็บไซต์ของบริษัทฯ [www.amarin.com](http://www.amarin.com) Proxy Form C. for foreign shareholders appointing custodians in Thailand. Interested shareholders can obtain in from the company's website at [www.amarin.com](http://www.amarin.com)

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.  
Supplemental Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัทอมรินทร์พริ้นติ้งแอนด์พับลิชชิ่ง จำกัด (มหาชน)  
As the Proxy to act on behalf of The Shareholder of Amarin Printing and Publishing Public Company Limited

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2555 ในวันที่ 20 เมษายน 2555 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 65/101-103 ถนนชัยพฤกษ์ เขตตลิ่งชัน กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย/in the Shareholder's Annual General Meeting 2555 (B.E.) to be held on April 20, 2012 at 14.00 Hrs. at the Convention Hall Executive Building at 65/101-103 Chaiyaphruk Road, Taling Chan, Bangkok or such other date, time and place as the Meeting may be adjourned.

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
Agenda Subject  
 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.  
 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้/(b) The Proxy shall vote in accordance to my/our intentions as follows.  
 เห็นด้วย/Agree  ไม่เห็นด้วย/Disagree  งดออกเสียง/Abstain

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_  
Agenda Subject  
 (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.  
 (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้/(b) The Proxy shall vote in accordance to my/our intentions as follows.  
 เห็นด้วย/Agree  ไม่เห็นด้วย/Disagree  งดออกเสียง/Abstain

วาระที่ \_\_\_\_\_ เรื่อง เลือกตั้งกรรมการ (ต่อ) \_\_\_\_\_  
Agenda Subject Election of Directors (Continues)  
ชื่อกรรมการ \_\_\_\_\_  
Director's name  
 เห็นด้วย/Agree  ไม่เห็นด้วย/Disagree  งดออกเสียง/Abstain  
ชื่อกรรมการ \_\_\_\_\_  
Director's name  
 เห็นด้วย/Agree  ไม่เห็นด้วย/Disagree  งดออกเสียง/Abstain  
ชื่อกรรมการ \_\_\_\_\_  
Director's name  
 เห็นด้วย/Agree  ไม่เห็นด้วย/Disagree  งดออกเสียง/Abstain

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I/We hereby certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

ลงนาม/Signed \_\_\_\_\_ ผู้มอบฉันทะ/Grantor  
(\_\_\_\_\_)

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
(\_\_\_\_\_)

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
(\_\_\_\_\_)

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
(\_\_\_\_\_)





Stamp  
20 Baht

แบบหนังสือมอบฉันทะ (แบบ ค.)/Proxy (Form C.)

เลขทะเบียนผู้ถือหุ้น \_\_\_\_\_ เขียนที่ \_\_\_\_\_  
Shareholders' Registration No. Written at

วันที่/Date \_\_\_\_\_ เดือน/Month \_\_\_\_\_ พ.ศ./Year \_\_\_\_\_

(1) ข้าพเจ้า (I/We) \_\_\_\_\_ สัญชาติ (Nationality) \_\_\_\_\_

อยู่บ้านเลขที่ (Address) \_\_\_\_\_

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ \_\_\_\_\_

As the Custodian for

ซึ่งเป็นผู้ถือหุ้นของ บริษัทอมรินทร์พริ้นติ้งแอนด์พับลิชชิ่ง จำกัด (มหาชน)

Who is a shareholder (s) of AMARIN PRINTING AND PUBLISHING PUBLIC COMPANY LIMITED

โดยถือหุ้นจำนวนทั้งสิ้น รวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง ดังนี้

holding the total number of \_\_\_\_\_ shares and having the right to vote equal to \_\_\_\_\_ votes as follows:

หุ้นสามัญ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง

Ordinary share \_\_\_\_\_ shares and having the right to vote equal to \_\_\_\_\_ votes

หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง

Preferred share \_\_\_\_\_ shares and having the right to vote equal to \_\_\_\_\_ votes

(2) ขอมอบฉันทะให้/Hereby appoint (ผู้ถือหุ้นสามารถแต่งตั้งบุคคลเป็นผู้รับมอบฉันทะได้ 3 คน โดยผู้รับมอบฉันทะคนใดคนหนึ่งเพียงคนเดียวเท่านั้นที่จะเป็นผู้แทนของผู้ถือหุ้นในการมาเข้าร่วมประชุมผู้ถือหุ้น ทั้งนี้ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระก็ได้ โดยกาเครื่องหมายหน้าชื่อกรรมการอิสระที่ปรากฏข้างท้ายนี้/Shareholder may appoint 3 proxies and only one of them shall represent him/her to attend the Meeting. Shareholder may appoint Independent Directors of the Company by indicating  in the boxes in front of their names listed below.

นายวฑฒัญญ ฌ ถลาง/Mr.Watthanyu Nathalang ประธานคณะกรรมการตรวจสอบและกรรมการอิสระ/Chairman of Audit Committee and Independent Director อายุ/Age 87 ปี/Years อยู่บ้านเลขที่ 901 ซอย 7 ถนนนครสวรรค์สงเคราะห์ 2 ถนนงามวงศ์วาน นนทบุรี 11000 Resident at 901 Soi 7 Tanakarn Akarnsongkor, Ngamwongwan Amphoe Mueang Nonthaburi 11000

หรือ/or  นายเจริญจิตต์ ฌ สงขลา/Mr. Charoenchit Na Songkhla กรรมการอิสระ/Independent Director อายุ/Age 82 ปี/Years อยู่บ้านเลขที่ 16 ถนนอรุณพนมมิตร แขวงสามเสนใน เขตพญาไท กรุงเทพฯ 10400 Resident at 16 Unnomnarumit, Sam Sen Nai, Phaya Thai, Bangkok 10400

หรือ/or  ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_

หรือ/or  ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_

หรือ/or  ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_

หรือ/or  ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_

หรือ/or  ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_

หรือ/or  ชื่อ/Name \_\_\_\_\_ อายุ/Age \_\_\_\_\_ ปี/years \_\_\_\_\_  
อยู่บ้านเลขที่/Resident at \_\_\_\_\_

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2555 ในวันที่ 20 เมษายน 2555 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 65/101-103 ถนนชัยพฤกษ์ เขตตลิ่งชัน กรุงเทพมหานคร หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย/Only one of them to represent myself/ourselves for attending and voting on my/our behalf at The Shareholder's Annual General Meeting Year 2555 (B.E.) to be held on April 20, 2012 at 14.00 Hrs. at the Convention Hall Executive Building at 65/101 - 103 Chaiyaphruk Road, Taling Chan, Bangkok or such other date, time and place as the meeting may be adjourned.

ผู้ที่มาประชุมด้วยตนเอง โปรดนำหนังสือฉบับนี้มาแสดงต่อเจ้าหน้าที่ลงทะเบียนในวันประชุมด้วย

Please bring this proxy to show at the registration desk even shareholders who attend the meeting in person.

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

We authorize the proxy to attend and vote in this meeting as follows.

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้/authorize the Proxy to vote equal to the total number of the shares held.

มอบฉันทะบางส่วน คือ/authorize in partial as follows.

หุ้นสามัญ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง

Ordinary share shares and having the right to vote equal to votes

หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง

Preferred share shares and having the right to vote equal to votes

รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด (Total voting) \_\_\_\_\_ เสียง (votes)

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this Meeting, I/we authorize the Proxy to vote on my/our behalf as follows.

**วาระที่ 1** พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2554 เมื่อวันที่ 20 เมษายน 2554

**Agenda No. 1** To adopt the Minutes of The Shareholder's Annual General Meeting 2554 (B.E.) held on April 20, 2011.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้/(b) The Proxy shall vote in accordance to my/our intentions as follows.

เห็นด้วย/Agree  ไม่เห็นด้วย/Disagree  งดออกเสียง/Abstain

**วาระที่ 2** พิจารณารับทราบผลการดำเนินงานของบริษัทฯ ในรอบปีบัญชี 2554 รับรองรายงานประจำปี 2554 และแผนงานประจำปี 2555

**Agenda No. 2** To consider and approve the Company's Performance for the year 2011, the Company's Annual Report of 2011 and the BOD's Meeting Report of 2012.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้/(b) The Proxy shall vote in accordance to my/our intentions as follows.

เห็นด้วย/Agree  ไม่เห็นด้วย/Disagree  งดออกเสียง/Abstain

**วาระที่ 3** พิจารณานุมัติและรับรองงบแสดงฐานะการเงิน ณ วันที่ 31 ธันวาคม 2554 งบกำไรขาดทุนเบ็ดเสร็จ และงบกระแสเงินสด สำหรับปีสิ้นสุดวันเดียวกัน ซึ่งผ่านการตรวจสอบจากผู้สอบบัญชีประจำปี 2554

**Agenda No. 3** To consider and approve the company's Statements of Financial Position as of December 31, 2011, Statements of Comprehensive Income and Statement of Cash Flow for the year ended December 31, 2011.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้/(b) The Proxy shall vote in accordance to my/our intentions as follows.

เห็นด้วย/Agree  ไม่เห็นด้วย/Disagree  งดออกเสียง/Abstain

**วาระที่ 4** พิจารณานุมัติจ่ายเงินปันผลประจำปี สำหรับผลการดำเนินงานตั้งแต่วันที่ 1 มกราคม 2554 ถึงวันที่ 31 ธันวาคม 2554

**Agenda No. 4** To consider the annual dividend payment for the Company's Performance during the January 1 - December 31, 2011 period.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้/(b) The Proxy shall vote in accordance to my/our intentions as follows.

เห็นด้วย/Agree  ไม่เห็นด้วย/Disagree  งดออกเสียง/Abstain

- วาระที่ 5** พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ครบกำหนดออกจากตำแหน่งตามวาระ
- Agenda No. 5** To Consider the Election of Directors in Place of Those Retired by Rotation.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The Proxy shall vote in accordance to my/our intentions as follows.
- การเลือกตั้งกรรมการทั้งหมด / Election of all directors
- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain
- การเลือกตั้งกรรมการเป็นรายบุคคล ดังนี้/Election of each individual director as follows
- นางเมตตา อุทกะพันธุ์/Mrs. Metta Utakapan
 

เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain
  - นางสุภาวดี โกมารทัต/Mrs. Supawadee Komaradat
 

เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain
  - นายสมชาย ภคภาสนวิวัฒน์/Mr. Somchai Phagaphasvivat
 

เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain
  - นางสุภาพ น้อยอ่ำ/Mrs. Suphap Noi-Um
 

เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain
- วาระที่ 6** พิจารณากำหนดค่าตอบแทนสำหรับกรรมการ สำหรับปี 2555
- Agenda No. 6** To Consider and Determine the Director's Remuneration
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The Proxy shall vote in accordance to my/our intentions as follows.
- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain
- วาระที่ 7** พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทน ประจำปี 2555
- Agenda No. 7** To Consider the Appointment of the Company's Auditor Determination of the Auditor's Remuneration.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The proxy shall vote in accordance to my/our intentions as follows.
- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain
- วาระที่ 8** พิจารณาเรื่องอื่นๆ (ถ้ามี)
- Agenda No. 8** To Consider Other Businesses (If any)
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้/(b) The Proxy shall vote in accordance to my/our intentions as follows.
- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain
- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น/Voting by the Proxy in any agenda is not in accordance to that specified on this proxy form is deemed invalid and not mine/ours as a shareholder.
- (6) คำแถลงหรือเอกสารหลักฐานอื่นๆ (ถ้ามี) ของผู้รับมอบฉันทะ/Other statements or evidences (if any) of the Proxy.

(7) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/In case I/we have not specified my/our voting in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ/Any act (s) performed by the proxy in this meeting, except such vote (s) that is (are) not in accordance to my/our intentions specified on this proxy form, shall be deemed to be the action (s) performed by myself/ourselves in all respects.

ลงนาม/Signed \_\_\_\_\_ ผู้มอบฉันทะ/Grantor  
(\_\_\_\_\_)

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
(\_\_\_\_\_)

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
(\_\_\_\_\_)

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
(\_\_\_\_\_)

#### หมายเหตุ/Remarks

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น/Proxy Form C. is used only in case the shareholder's name appeared on the registration book is a foreign shareholder who appoints the Custodian in Thailand to be in charge of his/her shares.
2. หลักฐานที่ต้องแนบพร้อมทั้งหนังสือมอบฉันทะ คือ/ Documents required are
  - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียนเป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน/ Evidence stating authorization from the shareholder to the custodian to sign the proxy Form on behalf of him/her.
  - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน/ Evidence confirming that the person who signed on the proxy Form is a licensed custodian.
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้/ The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and cannot split the number of shares to many proxies for splitting votes.
4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล/ In the agenda of the election of directors, The Shareholder or the proxy may vote for either all directors or each individual director.
5. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ/ In case there is more agenda than those specified above, the shareholder may display such additional agenda in the attached supplemental proxy form C.
6. กรณีหากมีข้อกำหนดหรือข้อบังคับใดกำหนดให้ผู้รับมอบฉันทะต้องแถลงหรือแสดงเอกสารหลักฐานอื่นใด เช่น กรณีผู้รับมอบฉันทะเป็นผู้มีส่วนได้ส่วนเสียในกิจการเรื่องใดที่ได้เข้าร่วมประชุมและออกเสียงลงคะแนนก็สามารถแถลงหรือแสดงเอกสารหลักฐานโดยระบุไว้ในข้อ (6)/ If there is any rule or regulation requiring the proxy to make any statement or provide any evidence, such as the case that the proxy has interest in any matter which he/she attends and votes at the meeting, he/she may declare or provide relevant evidence by specifying in Clause (6).

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.  
Supplemental Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัทอมรินทร์พริ้นติ้งแอนด์พับลิชชิ่ง จำกัด (มหาชน)  
As The Proxy to act on behalf of The Shareholder of Amarin Printing and Publishing Public Company Limited.

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2555 ในวันที่ 20 เมษายน 2555 เวลา 14.00 น. ณ ห้อง Convention Hall อาคารผู้บริหาร เลขที่ 65/101 - 103 ถนนชัยพฤกษ์ เขตตลิ่งชัน กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย/in the Shareholder's Annual General Meeting 2555 (B.E.) to be held on April 20, 2012 at 14.00 Hrs. at the Convention Hall Executive Building at 65/101 - 103 Chaiyaphruk Road, Taling Chan, Bangkok or such other date, time and place as the Meeting may be adjourned.

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain

วาระที่ \_\_\_\_\_ เรื่อง \_\_\_\_\_

Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร/(a) The Proxy has the right to consider and vote on my/our behalf in all agendas as he/she may deem as appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้/(b) The Proxy shall vote in accordance to my/our intentions as follows:
- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain

วาระที่ \_\_\_\_\_ เรื่อง เลือกตั้งกรรมการ (ต่อ) \_\_\_\_\_

Agenda Subject Election of Directors (Continues)

ชื่อกรรมการ \_\_\_\_\_

Director's name

- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain

ชื่อกรรมการ \_\_\_\_\_

Director's name

- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain

ชื่อกรรมการ \_\_\_\_\_

Director's name

- เห็นด้วย/Agree                       ไม่เห็นด้วย/Disagree                       งดออกเสียง/Abstain

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I/We hereby certify that the statements in this Supplemental proxy Form are correct, complete and true in all respects.

ลงนาม/Signed \_\_\_\_\_ ผู้มอบฉันทะ/Grantor  
(\_\_\_\_\_)

วันที่/Date \_\_\_\_\_

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
(\_\_\_\_\_)

วันที่/Date \_\_\_\_\_

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
(\_\_\_\_\_)

วันที่/Date \_\_\_\_\_

ลงนาม/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
(\_\_\_\_\_)

วันที่/Date \_\_\_\_\_

Data independent of proxies of shareholders.

Name-Last name : Mr. Wathanyu Nathalang  
Age : 87 Years  
Date of Birth : 26 April 1925  
Address : 901 Soi 7 Tanakarn Akarnsongkor, Ngamwongwan,  
Mueang Nonthaburi 11000  
Company Position : Chairman of the Audit Committee and Independent Director  
Amarin Printing and Publishing Public Company Limited  
Time in Director : 20 Years (Year started in Director : 1993)  
Total shares in the Company : None

Name-Last name : Mr. Charoenchit Na Songkhla  
Age : 82 Years  
Date of birth : 8 December 1930  
Address : 16 Unnomnarumit, Sam Sen Nai, Phaya Thai, Bangkok 10400  
Company Position : Audit Committee and Independent Director  
Amarin Printing and Publishing Public Company Limited  
Time in Director : 20 Years (Year started in Director : 1993)  
Total shares in the Company : 54,000 shares (0.027%)

## Documents and evidences that the participants will be required prior to the conference

### Conditions / How to register, attend the meeting by proxy, and vote

To build a confidence for the shareholders, investors and all relevant parties and to clarify shareholder conference with righteous and beneficial to the shareholders; therefore, the company decided to review documents or proof of a shareholder or a representative of the shareholders entitled to attend the meeting to the shareholders or representatives of shareholders. The Company reserves the right to file a waiver of documentation or proof of a shareholder or a representative of the shareholders entitled to attend the meeting. After the conference started due to the schedule in the notice, **the Company reserves the right to refrain from voting for the agenda which is already considered and annoced the votes.** The shareholders can vote only remaining term.

### Documents and evidence that the participants will be required prior to the meeting:

#### Shareholders who are Thai nationality.

##### Attending the conference him/herself:

- Show I.D which the government issued that has not expired, such as identity card, official card, or passport.

##### Appoint proxies to attend the meeting:

- **Proxy** (In the form attached with invitation), which is complete and accurate, with grantor signature, and 20 Baht stamp.
- **A copy of the document issued by the Government of shareholders** and not expired. Such as identity card, official card, or passport with the duly signed by
- **A copy of the document issued by the Government of Proxies**, and has not expired; Such as, identity card, official card, or passport with the duly signed by

#### Shareholders who are legal entities registered in Thailand

##### If authorized person on behalf of corporate entity attend the conference him/herself.

- **A copy of the document issued by the Government of the corporate entity** which has not expired, such as, identity card, official card, or passport with the duly signed by
- **Certificate of Company Registration of the shareholders.** The certified true copy by the corporate entity, and the text shows that the corporate entity, the participant is authorized to act on behalf of a corporate shareholder.

#### Appoint proxies to attend the meeting:

- **Proxy** (In the form attached with invitation), which is complete and accurate, and signed by a person authorized to sign on behalf of the entity specified in the proxy issued by the Ministry of Commerce with the corporate seal (if any).
- **A copy of Company Registration of shareholders** who have been certified by the corporate entity, and the text shows that the corporate entity that signed the proxy form, authorized to act on behalf of the shareholders.
- **A copy of the document issued by the government to corporate entity**, and has not expired, such as, identity card, official card, or passport with the duly signed by
- **A copy of the document issued by the government to Proxies**, and has not expired, such as, identity card, official card, or passport with the duly signed by.

#### Shareholders who are not a Thai national or a corporate entity established under foreign law.

Please have your documents and documents as the same as individual or, legal entities case, use the following documents.

- Copy of shareholders Passport or a juristic person or by proxy with the duly signed.
- A copy of the entity that issued by the Government of the entity is located. It requires a detailed legal entity authorized to bind the entity and the conditions or restrictions on the sign.
- The original documents which are not in English must be translated in English and attach with the legal representative of the individuals personality and authentication of the translation.

#### Shareholders who are investing abroad and appointed as custodian (Custodian) in Thailand as the depositary shares and care.

- Same documents as the legal entity.
- Power of attorney from the shareholder to custodian who signed the proxy.
- Confirmation that the custodian as the signer in the proxy statement authorized business as custodian.

#### How to proxy

The Company has sent a proxy statement Form A- Form B - Form C according to the Department of Business Development, Ministry of Commerce has set. The proxy form is clear and obvious, so the shareholders who can not attend the company shareholders conference can appoint their own by doing the following.



- (1) Shareholders who can not attend the meeting on their own. Can consider whether to appoint a person or to appoint directors. Any one of independent details. Attached to the proxy. The shareholder may specify a proxy for income rather than a flexible If any proxy next mission could not attend the meeting. Other proxies can attend instead.
- (2) **Attach 20 Baht stamp** Crossed with a date of the proxy statement. To make accurate and legally binding, the Company is convenient to close the duty whip Tom Camp for proxies that have registered to attend the meeting.
- (3) Sent back to the proxy. "President's Office" within days of April 20<sup>th</sup>, 2012 before 12.00 Hrs. to company officials. Check in time is the start of the document.

The shareholder can hold many shares, but can not split the number of shares to proxy, so the proxies are able to cast more votes.

The Company provides Proxy Form A (Proxy, Common, uncomplicated one), and C. (Proxy only if the shareholders are foreign investors and appointed custodian in Thailand to be the depositary shares and care.) The shareholders can print information from the Company's website. [www.amarin.com](http://www.amarin.com)

### Conference Registration

The Company will begin the shareholder registration approximately an hour and a half before the meeting is started, or from 12.00 Hrs. of April 20<sup>th</sup>, 2012 onwards. The conference will be taking place at Convention Hall, Executive Building, Amarin Printing and Publishing Public Company Limited Bangkok, Taling Chan, Chaiyaphruk Road. The map of the conference is attached herewith.

### Shareholder Conference Voting

Balloting the vote on each agenda item is done by hand, in disclosing display. One person is one vote. The shareholders will be excluded from proxy vote which are agree, disagree, or vote for abstain, as many votes.

- (1) In the case of proxy voting. The proxy must vote as the proxy specified in the proxy only If the proxy does not specify the purpose of voting on proxy Or not clearly defined. The proxy is entitled to consider and vote instead
- (2) Resolution of the shareholders' meeting must include the following vote.
  - In common case, the conference decision is based on a majority votes of the meeting.
  - Other cases which have laws or regulations, The chairman of the meeting will notify shareholders at the meeting acknowledged before the vote on each agenda item above.
- (3) If an equality of votes take place, the chairman shall have an additional one vote separately as a casting vote.
- (4) Shareholders or proxies which have special interests in particular is prohibited from voting on such matter. And, the Chairman of the meeting may ask the shareholders or proxies to temporarily leave the meeting, unless voting for the election of directors.

### Company regulations concerning the shareholder conference

Article 45. Board of Directors must provide the shareholders an annual general conference within four months after the end of its fiscal year. Meeting of shareholders other than the above, then called the special meeting.

The Committee may call shareholders for special meeting whenever it deemed appropriate, or the combined shareholders equity of not less than one-fifth of the total number of issued shares, or shareholders not less than twenty-five people, Whose share in aggregate not less than one-tenth of the total number of issued shares. The shareholders can make a written request to the Board of Directors request a special meeting of shareholders at any time. But shareholders must specify the reasons for asking for a meeting in the requesting letter. In this case, the Board of Directors shall organize the shareholders' meeting within one month from the date receiving requesting letter.

Article 46. In a shareholders' conference, the Committee will organize conference invitation notice specified meeting place, date, time, agenda and the matters to be proposed at the conference, with appropriate details. Also, the notice has to distribute to the shareholders and the registrar not less than seven days before the meeting. Moreover, Meeting notices should be print and advertise in the newspaper everyday for three days before the conference.

Article 47. The shareholders conference must have shareholders and proxies from the shareholders (if any) presence of not less than twenty-five people, or not less than half of all shareholders. Also. The shareholders conference must have shares in aggregate not less than one-third of the total issued shares to constitute a quorum.

If the shareholder conference is pass the starting time to one hour, and the conference is quorum insuffisant, in the case that the conference was called because the shareholders requested, the meeting will be extinguished. However, If it because the shareholders request a conference, and submit the notice of conference to shareholders not less than seven days before the conference, the conference is not mandatory to have a quorum.

At the meeting of shareholders, the President shall preside at the meeting. If the Chairman is not present at the meeting or is unable to perform his/her duties, The Vice-Chairman shall preside. If no Vice-Chairman, or Deputy Chairman is unable to perform his duties. The meeting will set the election of a shareholder who attended the meeting, to be presided over the meeting.

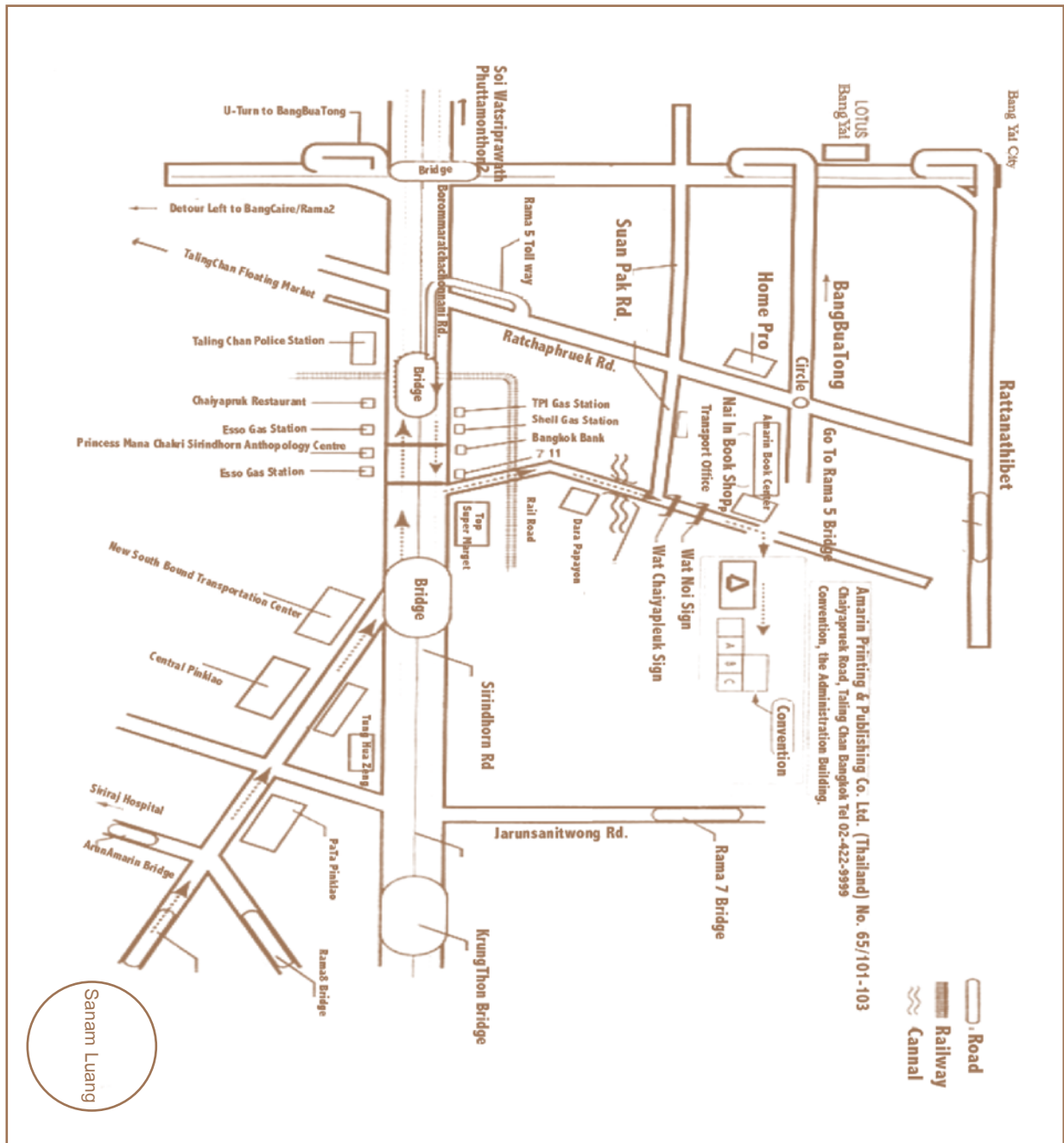
Article 48. The resolution of the shareholders' conference shall consist of the following votes.

- (1) A decision shall be made by voting. No matter voting will be done, one share is equal to one, unless the company has issued preference shares and shall have the right to vote less than ordinary.
- (2) In normal case, the conference except a majority vote of shareholders attending the meeting. If there is an equality of votes, the chairman of the meeting shall vote as an additional vote.
- (3) In the following case, a vote must not be less than three-fourths of the shareholders votes who entitled to vote attending the conference.
  - (a) Sale or transfer all business, or some of the key to others.
  - (b) Purchasing or acquiring other companies, or private companies to the company.
  - (c) The amendment or termination of a contract relating to the company lease, or essential part.
  - (d) The assignment to someone else to manage the business or merge with others, due to sharing profit and loss.
  - (e) The increase or decrease the capital of the company.
  - (f) Bond.
  - (g) The merger or dissolution.

Article 49. Minimum Transactions for an annual general meeting.

- (1) Acknowledge the committee's report represents the activities of the Company during the past year.
- (2) To approve the balance sheet and profit and loss account.
- (3) Approve the appropriation of profit.
- (4) Elect directors who retire by rotation.
- (5) Appoint the auditor and the amount of audit fees.
- (6) Other parties.

Article 50. The company must submit the shareholders accounts in the annual general conference, stating the name, nationality, number of shares held, and certificate number to the Registrar within one month from the date of completion of the conference.



Map

Amarin Printing and Publishing Public Company Limited

No. 65/101-103 Chaiyaphruk Road, Taling Chan, Bangkok Tel. 0-2422-9999

Convention Hall, Executive Building