



บริษัท น้ำตาลขอนแก่น จำกัด (มหาชน)  
坤敬糖廠有限公司 (大衆)  
KHON KAEN SUGAR INDUSTRY PUBLIC COMPANY LIMITED  
(Translation)

No: CS 004/ 2016

January 22, 2016

Subject: Schedule for the date of the Annual General Meeting of Shareholders for the year 2015 and the dividend payment in form of cash and share

To: The President  
The Stock Exchange of Thailand

Khon Kaen Sugar Industry Public Company Limited (“the Company”) would like to inform the Stock Exchange of Thailand for the following resolutions passed by the Board of Directors Meeting No. 3/ 2015-2016, which was held on January 22, 2016.

1. The Meeting resolves to fix the date of the Annual General Meeting of Shareholders on Approved that the 2015 Annual General Shareholders’ Meeting to be held on Friday February 26, 2016, at 09.30 hours at Kamolthip, 2<sup>nd</sup> Floor, The Sukosol hotel, No. 477, Sriyudhya Road, Rajathevi, Bangkok with the following agendas:

- 1) To acknowledge the operating result of the Company
- 2) To consider and approve the audited statement of financial position and the profit and loss statements for the year ended October 31, 2015
- 3) To consider and approve the reduction of registered capital and the amendment of the Memorandum of Association
- 4) To consider and approve the allocation of profit for dividend payment and legal reserve
- 5) To consider and approve the increase of capital to accommodate the dividend shares and the amendment of the Memorandum of Association
- 6) To consider and approve the allocation of ordinary shares to accommodate the share dividend
- 7) To elect directors in replacement of those whose terms have ended
- 8) To consider and approve the remunerations of directors
- 9) To consider and approve the appointment of auditor and audit fee for the year 2016
- 10) Other matters (if any)

2. Approve the record date of the share register for attending the 2015 Annual General Shareholders’ Meeting be February 5, 2016, the closing date of the company’s share register to collect the names of shareholders, according to Section 225 of the Securities and Exchange Act B.E. 2535 be February 8, 2016, the record date of the share register for the right to receive dividend be March 10, 2016 and the closing date of the company’s share register to collect the names of shareholders be March 11, 2016.

ทะเบียนเลขที่ บมจ. 0107547000214  
PUBLIC COMPANY REG. NO. 0107547000214



บอจ. 56-2533



THE CENTRAL ISLAMIC COMMITTEE OF THAILAND  
REGISTRATION NO. DICT.HL 163/199



3. The Board finds it appropriate to submit to the Meeting of Shareholders to consider and approve the reduction of registered capital from allocation in the amount of 115 shares of par value 0.50 Baht which is from the resolution of the 2014 AGM, No. 1/2015, dated February 27, 2015 from 2,004,656,261 Baht to 2,004,656,203.50 Baht and the amendment of the Memorandum of Association to be consistent with the reduction of registered capital as follows:

|          |                    |                       |           |
|----------|--------------------|-----------------------|-----------|
| “Item 4. | Registered Capital | 2,004,656,203.50 Baht |           |
|          | Number of Shares   | 4,009,312,407         | Shares    |
|          | Par value          |                       | 0.50 Baht |
|          | Divided into       |                       |           |
|          | Ordinary Shares    | 4,009,312,407         | Shares    |
|          | Preferred Shares   | –                     | Shares”   |

4. The Board finds it appropriate to submit to the Meeting of Shareholders to consider and approve the allocation of profit for dividend payment of 2015 in form of cash at 0.055555556 Baht per share, of the amount not exceed 222.740 Million Baht and in form of share at the ratio of 10 existing shares to 1 new dividend share of par value 0.50 Baht (in case of a shareholder holding less than 10 existing shares, the Company shall pay dividend in cash at 0.05 Baht per share), totaling 400,931,241 dividend shares at the value not exceed 200.466 Million Baht, dividend share value being 0.05 Baht per share. The total dividend payment shall be 0.105555556 Baht per share at the value not exceed 423.21 Million Baht, equal to 51.60 percent of the net profit of separated statement (equal to 51.90 of net profit of consolidated financial statement). The dividend shall be paid from net profit in 2015 and accumulated profit of the Company which bears 0 percent tax of net profit which depends on the Company’s policy to pay dividend not less than 50 percent of the net profit of separated financial statement less tax and legal reserve. The dividend payment shall be made on March 25, 2016. All dividends shall bear withholding tax as prescribed by law.

The Company allocates the profit in the amount of 20,046,200 Baht as legal reserve so as that the legal reserve is not less than ten percent of the registered capital after the increase of capital to 2,205,121,824 Baht. The legal reserve after allocation becomes 220,512,200 Baht.

5. The Board finds it appropriate to submit to the Meeting of Shareholders to consider and approve the increase of registered capital from 2,004,656,203.50 Baht to 2,205,121,824 Baht by issuing new ordinary shares of 400,931,241 shares at the registered par value of 0.50 Baht in the amount of 4,410,243,648 shares and the amendment of the Memorandum of Association to be consistent with the increase of registered capital as follows:

|          |                    |               |           |
|----------|--------------------|---------------|-----------|
| “Item 4. | Registered Capital | 2,205,121,824 | Baht      |
|          | Number of Shares   | 4,410,243,648 | Shares    |
|          | Par value          |               | 0.50 Baht |
|          | Divided into       |               |           |
|          | Ordinary Shares    | 4,410,243,648 | Shares    |
|          | Preferred Shares   | –             | Shares”   |

6. The Board finds it appropriate to submit to the Meeting of Shareholders to consider and approve the allocation of ordinary shares not exceeding 400,931,241 shares, at the registered par value of 0.50 Baht, to accommodate dividend shares.

7. The Board finds it appropriate for the Meeting to re-elect all of the seven directors whose terms have ended. The Board, excluding the directors having conflicts of interest, agrees with the Nomination and Remuneration Committee to re-elect:

1) Mr. Manu Leoparote 2) Mr. Chamroon Chinthammit 3) Mr. Pornsin Thaemsirichai 4) Mr. Chalush Chinthammit 5) Pol. Lt. Gen. boonpen Bumpenboon 6) Ms. Nongluck Phinainitisart 7) Mr. Chatri Chinthammit, to be directors of the Company.

8. The Board finds it appropriate to submit to the Meeting of Shareholders to consider and approve the remuneration for directors. The details of which are as follows:-

- 1) Remuneration – Chairman: not exceeding THB 540,000.- per year
- 2) Remuneration – Chairman of the Audit Committee:  
not exceeding THB 540,000.- per year
- 3) Remuneration – Director: not exceeding THB 450,000.- per year
- 4) Meeting allowances for Chairman of other committees attending:  
THB 7,200.- per meeting
- 5) Meeting allowances for other committees attending:  
THB 6,000.- per meeting

9. The Board finds it appropriate for the Meeting to appoint the auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. who act as Company's auditor for the fiscal year 2016 as follows:-

- |                               |               |
|-------------------------------|---------------|
| 1) Mr. Niti Jungnitnirundr    | CPA. No. 3809 |
| 2) Ms. Duangrudee Choochart   | CPA. No. 4315 |
| 3) Mr. Choopong Surachutikarn | CPA. No. 4325 |
| 4) Mr. Kiatniyom Kuntisook    | CPA. No. 4800 |

The Auditor fees shall be the amount THB 2,400,000.- to be proposed to the Annual General Shareholders' Meeting for further approval.

Please be informed accordingly.

Yours sincerely,

(-Signature-)

(Mr. Chamroon Chinthammit)  
Chief Executive Officer and President  
Khon Kaen Sugar Industry Public Company Limited

Company Secretary and Legal Office  
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