



No. DA. 01/1002

April 10, 2015

- Subject : Invitation to Annual General Meeting of Shareholders for the Year 2015
- To : Shareholders of Double A (1991) Public Company Limited
- Enclosures :
1. Copy of Minutes of Extraordinary General Meeting of Shareholders No.1/2014
 2. 2014 Annual Report and Financial Statements for the Year Ended December 31, 2014
 3. Document for Consideration of Agenda 6
 4. Document for Consideration of Agenda 7
 5. Document for Consideration of Agenda 8
 - 6 Proxy Form A and B
 7. Information in Case the Shareholders Wish to Appoint Independent Director to be their Proxy
 8. Conditions and Procedures for Meeting Attendees' Registration, Appointment of Proxy, and Voting
 9. Articles of Association of the Company relating to the Shareholders' Meeting
 10. Map of Venue of the Annual General Meeting of Shareholders

The Board of Directors of Double A (1991) Public Company Limited (“**Company**”) has resolved to convene the Annual General Meeting of Shareholders for the year 2015 on Thursday, April 23, 2015 at 11.00 a.m., at Double A Book Tower building, floor 9th, 122 North Sathorn Road, Silom, Bangrak, Bangkok for considering the following agenda:

Agenda 1 **Message from the Chairman to the Shareholders**

Objective and Reason: The message from the chairman is to inform the meeting about information the Company of which the Shareholders should be aware

Opinion of the Board of Directors: For acknowledgement

Agenda 2 **Adoption of the Minutes of Extraordinary General Meeting of Shareholders No. 1/2014 Held on Tuesday, July 15, 2014**

Objective and Reason: The Company held the Extraordinary General Meeting of shareholders No.1/2014 on Tuesday, July 15, 2014. The minutes of such meeting was required to be mutually approved by the shareholders. Please refer to the details of the said minutes in Attachment 1.

Opinion of the Board of Directors: The Board of Directors has considered and opined that the minutes of Extraordinary General Meeting of shareholders No.1/2014 was

correctly and completely recorded. Thus, the Board of Directors recommended the meeting to adopt the said minutes.

Agenda 3

Report on Company Performance for the Year 2014

Objective and Reason: The report on the Company performance for the year 2014 is appeared in the Annual Report furnished to the shareholders along with this meeting invitation letter. The details are shown in Attachment 2.

Opinion of the Board of Directors: The Board of Directors has considered and resolved to report the Company performance for the year 2014 to the shareholders for their acknowledgement.

Agenda 4

Consideration and Approval of the Statement of Financial Position and the Statement of Comprehensive Income for the Year 2014

Objective and Reason: The statement of financial position and the statement of comprehensive income of the Company for the year 2014, ended December 31, 2014, and the subsidiaries were reviewed by the Audit Committee and audited by the auditor of the Company. The auditor opined that the statement of financial position and the statement of comprehensive income of the Company and the subsidiaries were correct in material respects and in accordance with the Generally Accepted Accounting Principles (GAAP) as detailed in the Chapter “Financial Statements” of the Annual Report furnished to the shareholders along with this meeting invitation letter. The details are shown in Attachment 2.

Opinion of the Board of Directors: The Board of Directors of the Company considered and resolved to propose the Annual General Meeting of shareholders to approve the statement of financial position and the statement of comprehensive income of the Company and the subsidiaries for the year 2014, ended December 31, 2014 which were audited by the auditor of the Company.

Agenda 5

Consideration for Appropriation of Profit and Dividend

Objective and Reason: Article 42 of the Articles of Association of the Company stipulates that “No dividend shall be paid otherwise than out of profits. The remaining profit, after distribution of dividend, shall be allocated to reserves as the Board of Directors deems suitable”; and Article 44 of the Articles of Association of the Company stipulates that “The Company shall appropriate to a legal reserve fund at least 5 percent of the annual net profit less the accumulated loss brought forward (if any) until the legal reserve fund reaches at least 10 percent of the registered capital.”

The statement of comprehensive income for the year 2014, ended December 31, 2014, which was audited by the auditor of the Company, shows the net loss of Baht 603,203,675 (Six Hundred and Three Million Two Hundred and Three Thousand Six Hundred and Seventy-five Baht).

Opinion of the Board of Directors:

The Board of Directors considered and resolved to propose to the Annual General Meeting of shareholders to approve to appropriate profit, but not distribute dividend.

Agenda 6

Consideration for Appointment of the Auditor(s)

Objective and Reason:

According to Section 120 of the Public Limited Companies Act, B.E. 2535 and Article 49 of the Articles of Association of the Company, “the Annual General Meeting of shareholders shall annually appoint the Company’s auditor(s) and determine the audit fee. For the purpose of such appointment, the existing auditor(s) of the Company may be reappointed”.

The information of the auditors is furnished to the shareholders along with this meeting invitation letter. The details are shown in Attachment 3.

Opinion of the Board of Directors:

The Board of Directors considered the comments and the resolution of the Audit Committee and resolved to propose the Annual General Meeting of shareholders meeting to appoint the auditors of EY Office Company Limited (formerly known as Ernst and Young Office Company Limited) namely, Mr.Narong Puntawong, CPA No. 3315, Ms.Siraporn Ouaanunkun, CPA No.3844, or Mr. Supachai Phanyawattano, CPA No.3930, or Ms.Supanee Triyanantakul CPA No. 4498 as the auditor of the Company and its subsidiaries for the year 2015 with the total auditing fee of not more than Baht 8,040,000. The total audit fee for the Company and its subsidiaries incorporated in Thailand is not more than Baht 8,040,000 and the total audit fee for the subsidiaries of the Company incorporated in foreign countries is not more than Baht 3,300,000.

Agenda 7

Consideration for Election of Directors in Replacement of those who Retired by Rotation

Objective and Reason:

Article 16 of the Articles of Association of the Company stipulates that “At every Annual General Meeting of Shareholders, one-third of the directors shall retire by rotation.” This year, the Company has 11 directors and 4 directors out of those directors shall retire by rotation.

Initial information on the retiring directors who have been nominated for re-election as the directors of the Company for

another term is furnished to the shareholders along with this meeting invitation letter. The details are shown in Attachment 4.

**Opinion of
the Board of Directors:**

The Board of Directors (excluding the directors who have the conflict of interest) considered and resolved to propose the Annual General Meeting of shareholders to re-elect the following 4 retiring directors as the directors of the Company for another term and vote for the election of each candidate stated below according to the rules of the Stock Exchange of Thailand.

- | | | |
|----|---------------|------------------|
| 1. | Mr. Yothin | Dumnernchanvanit |
| 2. | Mr. Sirin | Nimmanhaeminda |
| 3. | Mr. Somchai | Richupan |
| 4. | Mrs. Phisamai | Supanuntareuk |

Agenda 8

Consideration of Directors' Remuneration

Objective and Reason:

Article 25 of the Articles of Association of the Company stipulates that "The director is entitled to remuneration from the Company in form of money reward, meeting attendance fee, pension, bonus or other forms of remuneration according to the Articles of Association or as determined by the shareholder meeting, provided that the shareholder meeting may fix the amount or prescribe method and shall determine the same from time to time or for indefinite period until it is changed. Also, they shall receive allowances and benefits according to the Company's regulations." and;

According to Section 90 of the Public Limited Companies Act, "the remuneration of directors shall be in accordance with the Resolution of the Shareholders' Meeting with the votes of not less than two-third of the total voting rights of the shareholders attending the Meeting".

The resolution of the Annual General Meeting of shareholders for the year 2014, held on 30 April 2014, unanimously approved the directors' remuneration and the meeting attendance fee for the Board of Directors and Sub-Committees in the amount not exceeding Baht 40 Million and also authorized the Board of Directors at their discretion to determine the payment of such remuneration.

The details of Director's Remuneration Year 2014 are shown in Attachment 5.

**Opinion of
the Board of Directors:**

The Board of Directors considered and resolved to propose the Annual General Meeting of shareholders to consider the directors' remuneration and the meeting attendance fee for the Board of Directors and Sub-Committees. The detail of the directors' remuneration and the meeting attendance fee for the Board of Directors and Sub-Committees are furnished to the shareholders along with this meeting invitation letter.

Agenda 9

Consideration and Approval on the Issuance and Offering for Sale of Debentures in an Amount of Not Exceeding Baht 5,000 Million

Objective and Reason:

The new debentures will be used for the repayment of the previous issued debentures which will mature during 2015 – 2016 in the amount of Baht 5,000 million.

The important details of the issuance and the offering of the debentures are as follows:

Type: All types of debentures (named or unnamed, secured or unsecured, and subordinated or unsubordinated debentures having or not having bondholder representative), except for a convertible debenture, depending on the permission of the Office of the Securities and Exchange Commission and relevant applicable laws;

Total Value: The total value of debentures, by issuing either single or multiple offerings, at any time shall not exceed Baht 5,000 million.

Currency: In Baht and/or the equivalent in other currencies

Interest rate: Depends on market conditions at such time the Debentures are issued and offered.

Redemptions: The Company and/or debenture holders may or may not have the right to redeem debentures prior to maturity, depending on the terms and conditions of each debenture issuance.

Maturity: Not exceeding 10 years from the issuance date for each tranche

Offering: The debentures shall be offered, at one time and/or many times, to sell to the public and/or on a limited offering or private placement basis, and/or to institutional investors/high net-worth investors in Thailand and/or overseas according to notifications of the Securities and Exchange Commission and/or the Capital Market Supervisory Board, and/or other related rules and regulations in force at the time the Debentures are offered.

Other Conditions: Depends on market conditions at such time the debentures are issued and offered and other relevant factors

**Opinion of
the Board of Directors:**

The Board of Directors considered and resolved to propose the Annual General Meeting of shareholders to approve as follows:

1. To cancel the remaining issuance and offering for sale of the previous debentures in the amount of Baht 1,500 million as authorized by the approval of the Extraordinary General Meeting of shareholders no.2/2010 held on 11 August 2010.
2. To approve the issuance and offering for sale of the new debentures in the amount not exceeding Baht 5,000 million of which details are as per the aforementioned contents, at one time or many times, during 2015 – 2016
3. To authorize the Chairman of the Executive Board or the Executive Board or other persons authorized by the Executive Board to determine details and other terms and conditions necessary for issuing and offering for sale of the debentures such as the determination of the name, amount of the issued debentures in each tranche, type, face value, offer price per unit, maturity period, redemption period, early redemption conditions, interest rate, sale offering method, principal repayment method and interest, allocation method, security, and details of the sale offering, arrangement of the registration of such debentures with the Thai Bond Market Association and/or the Securities Exchange of Thailand or any other secondary market, etc., as well as to submit applications to relevant authorities, to appoint relevant advisors, the debentureholders' representative (if any), the debentures registrar, and any persons who are relevant to the issuance and offer for sale of debentures, including conclude compensations, expenses, and other terms and conditions thereof.

Agenda 10 Others (if any)

Objective and Reason: Other than the matters to be considered in the above agenda, this agenda is aimed to welcome the shareholders' inquiries, discussions and/or suggestions to the Board of Directors and/or the management with respect to the conduct of the Company's business.

The Company shall close the Company's shares transfer book on Thursday, April 9, 2015 at 12.00 p.m. until the meeting is adjourned, in order to reserve the right of the shareholders who can attend the Annual General Meeting of shareholders for the year 2015.

Please be informed accordingly and be invited to attend the meeting at the date, time and place mentioned above. If you could not attend the meeting please appoint a person as you see fit or

appoint the Company's independent directors: 1) Mr.Somchai Richupan (the Chairman of audit committees) or 2) Gen.Chetta Thanajaro (Independent director), as your proxy to attend this meeting on your behalf:

Please kindly execute the proxy in the form as attached hereto in Attachment 6, which is required to be presented on the meeting date for registration. The Company will prepare the duty stamp required to be affixed on the proxy form at the registration desk for your convenience.

The Company would like to request you to acknowledge and comply with the conditions and procedures with respect to the registration for attending the meeting, proxy and voting, as specified in Attachment 8. The Company also attached hereto the map showing the place for meeting in Attachment 10.

Remark: The shareholders who are entitled to attend the Annual General Meeting of shareholders for the year 2015 must be the shareholders whose names appear in the Company's share register book as of the closing date of the share transfer book, which is Thursday, April 9, 2015 at 12.00 p.m.

Sincerely yours,
Double A (1991) Public Company Limited



(Mr.Kumpon Chayasunthorn)
Corporate Secretary to the Board of Directors

Office of Secretary to the Board of Directors
Singh Neammunee (Assistance to Secretary to the Board of Directors)
Tel. 085-835-0503
Fax. 0-2659-1322

Attachment 1

Document for Consideration of Agenda 2
The Minutes of Extraordinary General Meeting of Shareholders No.1/2014

Minutes of the Extraordinary General Meeting of Shareholders No. 1/2014
Double A (1991) Public Company Limited (the “Company”)
Held on Tuesday, 15th July 2014
At Meeting Room, 9th Floor, Double A Book Tower Building, No. 122, North Sathorn
Road, Silom, Bangrak, Bangkok
11.30 A.M. – 12.30 P.M.

The Meeting started at 11.30 A.M.

The meeting of the Extraordinary General Meeting of Shareholders No.1/2014 of the Company (the “**Meeting**”) was postponed from the meeting on 5th June 2014. The directors and the management who attended the Meeting were as follows:

- | | | | |
|----|--------------|----------------|---|
| 1. | Mr.Sirin | Nimmanhaeminda | Chairman of the Board of Directors |
| 2. | Mr.Seri | Jintanaseri | Executive Director |
| 3. | Dr.Somchai | Richupan | Independent Director and
Chairman of the Audit Committee |
| 4. | Gen.Chettha | Thanajaro | Independent Director and
Member of Audit Committee |
| 5. | Mr. Kumpon | Chayasunthorn | Secretary of the Board of Directors |
| 6. | Mr. Prakasit | Itharat | Legal Director |

In the Meeting, the Secretary of the Board of Director (Mr.Kumpon Chayasunthorn) was the meeting presenter (the “**Meeting Presenter**”).

Mr.Sirin Nimmanhaeminda, the Chairman of the Meeting, delivered a welcoming speech to the shareholders and the proxies of the shareholders who attended the Meeting (collectively referred herein as the “**Shareholders**”) and requested the Meeting Presenter to inform the details of the Meeting to the Shareholders.

The Meeting Presenter informed the Meeting that the Extraordinary General Meeting of Shareholders which was previously held on 5th June 2014, had shareholders and the proxies of the shareholders attended in the meeting less than 25 persons and the number of shares less than one – third of the paid-up shares. Thus, the Meeting had the inadequate quorum in accordance with the Articles of Association of the Company and had to be postponed to 15th July 2014 instead.

On Monday 26th May 2014, the closing date of the shares registration book of the Company, the Company had the total registered capital in the amount of Baht 5,029,864,510 divided into 502,986,451 shares with the par value of Baht 10 and had the total paid-up amount of Baht 4,053,695,590. The total shareholders of the Company were 258 persons.

The number of the Shareholders who attended in the Meeting was 29 persons representing 55,706,157 shares or 13.74% of the amount of the total paid-up shares. Although the Meeting had inadequate quorum, but the Meeting was still able to continue because the applicable law and the Articles of Association of the Company specified that the postponed meeting is not required to have the adequate quorum.

Before the Meeting considered the agenda, the Meeting Presenter informed explained to the Shareholders about the procedures of vote casting on each agendum as follows:

1. Each of the Shareholders shall have the vote equal to the number of his or her shares (one share one vote);
2. The Meeting shall be respectively proceeded following to the agenda specified in the Meeting invitation letter. The Shareholders shall be given an opportunity to raise questions or opinions for topics related to such relevant agenda by raising his or her hand and be allowed to provide opinion or ask a question when he or she is permitted by the Chairman of the Meeting;
3. Prior to questioning or giving his/her opinion(s), the Shareholders shall inform his/her name and surname, and notify whether he/she is a shareholder or a proxy;
4. In the voting agenda, the Shareholders may cast the vote of approval, disapproval or abstention on each agendum by marking in the voting slip. After the vote in each agendum, the Chairman of the Meeting shall collect the voting slip and count the votes of approval, disapproval and abstention. The Shareholders shall pass the voting slip to the Company's staff for this purpose;
5. During the process of vote counting by the Company's staff, the Meeting shall be continued without waiting for a result of such vote counting. Once the votes of each agendum are completely counted, the Chairman shall subsequently inform the Meeting about a result of such vote counting.

The Chairman of the Meeting then proceeded the Meeting in accordance with the following agenda.

Agenda 1 Matter Declared by the Chairman of the Meeting

The Chairman of the Meeting invited the Shareholders to be the voluntary vote counter. There are 2 proxies volunteered to be the vote counters as follows;

1. Mr. Boonnam Glinboonruang; and
2. Miss Kanokrawee Maneechai

Resolution The Meeting acknowledged this agendum.

Agenda 2 Approval of the Minutes of the Annual General Meeting of Shareholders for the Year of 2014, the Minutes of the Postponed Annual General Meeting of Shareholders for the Year of 2014, the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2014

The Chairman of the Meeting informed the Meeting that the Minutes of the Annual General Meeting of Shareholders for the year of 2014 held on 22th April 2014, the Minutes of the Postponed Annual General Meeting of Shareholders for the year of 2014 held on 30th April 2014, and the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2014 held on 5th June 2014 had been distributed to the Shareholders together with the Meeting invitation letter. The Board of Directors had considered that the Minutes were correctly and completely recorded. Thus, the Board of Directors recommended that the Meeting should approve those minutes. The details of which were attached in Attachment 1.

The Chairman of the Meeting asked the Shareholders whether anyone wanted to amend those minutes.

It appeared that there was no Shareholder wanted to amend those minutes. The Chairman then proposed the Meeting to approve this agendum.

Resolution **The Meeting approved, by the majority of the Shareholders, the Minutes of the Annual General Meeting of Shareholders for the year of 2014, the Minutes of the Postponed Annual General Meeting of Shareholders for the year of 2014, and the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2014 with the vote counting result as follows:**

Approval	55,125,002	Shares
Disapproval	6,464	Shares
Abstention	150	Shares
No voting slip	574,550	Shares

Agenda 3 **Consideration and Approval on the Issuance and Offering for Sale of Short Term Debentures in an Amount of not Exceeding Baht 5,000 Million**

The Chairman of the Meeting requested the Legal Director of the Company (Mr.Prakasit Itharat) to describe the details of the issuance and offering for sale of the short term debentures in amount of not exceeding Bath 5,000 Million to the Meeting The key details of which were as follows:

Objective and Reason:

- (1) To prevent liquidity risk of the Company from expansion of production capacity and sales volume which were continuously increasing as well as from the liquidity problem of both domestic and international financial instruments;
- (2) To be used as one alternative financial instrument which the Company would jointly use with other current financial instruments so as to reduce the liquidity risk of the Company from their limitations; and
- (3) To provide the Company better bargaining power while negotiating with banks and/or financial institutions for interest rate and more efficient utilization of borrowing limit through credit line extension, revolving and swapping.

Type

All types of debentures (named or unnamed, secured or unsecured and subordinated or unsubordinated debenture having or not having bondholder representative), depending on the suitability of market conditions and other relevant factors at the time of the issuing and offering for sale, with the maturity of not exceeding 270 days from the issuance date for each tranche.

Total Value

The total value of debentures, by issuing either single or multiple offering, at any time shall not exceed Bath 5,000 Million.

Currency

In Baht and/or the equivalent in other currencies.

Interests Rate

Depend on the market conditions at such time the debentures are issued and offered.

Redemptions Prior to Maturity

The Company and/or debenture holders may or may not have the right to redeem the short term debentures prior to maturity, depending on the terms and conditions of each issuance of the short term debentures.

Offering

The debentures shall be offered to sell, at one time and/or multiple times and/or as a project and/or as a revolving basis, to the public and/or a limited offering or private placement basis, and/or to institutional investors/high net-worth investors in Thailand and/or overseas according to notification of the Securities and Exchange Commission (SEC) and Capital Market Supervisory Board (CMSB) and/or other related rules and regulations in force at the time the short term debentures are issued and offered for sale.

Authorization

Chairman of the Executive Board of Directors or the Executive Board of Directors or other persons authorized by the Executive Board of Directors are authorized to determine details and other terms and conditions necessary for issuing and offering for sale of the short term debenture such as the determination of the name, type, face value, offer price per unit, interest rate, appointment of debenture holder representative, offer amount at each issuance, total value, maturity period, principal repayment method, allocation method, securities, and details of the offering, early redemption conditions, arrangement of the registration of such debentures with any other secondary market, etc., as well as to submit application to relevant authorities, to appoint relevant advisors or any persons who are relevant to the issuance and offering for sale of the short term debentures, to enter into, agree upon, sign any documents and other relevant agreements, and to take any action necessary for and relating to the issuance and offering of for sale of the short term debentures of the Company until the completion.

Other Conditions

Depend on market conditions at such time the debentures are issued and offered and other relevant factors.

Permit Renewal Condition

To submit an application to the Securities and Exchange Commission (SEC) authorizing the Company to issue and offer for sale of the short term debentures, having a maturity period not exceeding 270 days, in an amount, at any time, not over than Baht 5,000 million by public offering or private placement to institutional and high net worth investors in accordance with SEC regulations, and to proceed other actions in relation to the issuance of the short term debentures including to renew a permit with the Office of SEC annually until there is a new resolution of Board of Directors resolved otherwise.

Opinion of Board of Directors

The Board of Directors Meeting No. 2/2014, arranged on 8th May 2014, agreed and unanimously resolved to present to the shareholders for consideration and approval on the issuance and offering for sale of the short term debentures in an amount of not exceeding Bath 5,000 Million as proposed.

The Chairman of the Meeting then asked whether the Shareholders wanted to raise any question or suggest any opinion.

Mr.Suwan Techarin, the shareholder of the Company, did not agree this agendum because the issuance and offering for sale of the short term debentures would cause the Company to pay the interests and the shareholders of the Company would not receive the dividend from the profit of the Company business.

Mr.Sakchai Sakulmontri, the proxy of Mr.Somchai Jitima, asked a question with the Chairman to confirm whether the increase of the Company's debt from Baht 3,000 million to Baht 5,700 million and the loan amount of the Company increased from Bath 700 million to Baht 2,800 million resulted from the credit application for settlement the increasing debt of the Company.

The Chairman of the Meeting informed that the Company had additional investment by purchasing a paper mill at Alizay, France. This investment increased the packing credit utilization of the Company. However, after the paper mill run efficiently, the number of credit line amount to be utilized would decrease.

Mr.Sakchai Sakulmontri, the proxy of Mr.Somchai Jitima, additionally asked a question with the Chairman whether the issuance and offering for sale of the short term debentures would result in the increase of the D/E ratio of the Company or not.

The Meeting Presenter clarified that the Company had the D/E ratio at 1.9 : 1. The issuance and offering for sale of the short term debentures would not

impact the DE/Ratio of the Company. Normally, the Company utilized the packing credit line or issued the Bill of Exchange (BE). Nonetheless, the issuance of the Bill of Exchange had some limitation as it was required to have the underwrite transaction and had to offer for sale to only institutional investors not less than Bath 10 million per each institutional investors. The Office of SEC was aware of such limitation. Consequently, it provided the new regulation to promote the short term fund raising not exceeding 270 days through the issuance and offering for sale of the short term debentures so that a public company would be able to raise fund from investors publicly. Accordingly, this issuance and offering for sale of the short term debentures as proposed in this agendum was the utilization of the financial instrument that in accordance with the measure promoted by the Office of SEC.

The Chairman of the Meeting asked whether any Shareholders wanted to raise a further question or suggest any opinion.

It appeared that no Shareholders raise a question or suggest any opinion.

Resolution **The Meeting approved, by the majority of the shareholders, the issuance and offering for sale of the short term debentures in amount of not exceeding Bath 5,000 million as proposed with a vote of:**

Approval	55,699,502	Shares
Disapproval	6,464	Shares
Abstention	150	Shares
No voting slip	99	Shares

Agenda 4 **Others (if any)**

The Chairman of the Meeting asked whether any Shareholders wanted to raise a further question or suggest any further opinion.

Mr. Suwan Techarin, the shareholder of the Company, informed the Meeting that the Company should find a method to make more profits from its business.

Mr.Sakchai Sakulmontri, the proxy of Mr.Somchai Jitima, questioned about the factor that affect the instable financial statements of the Company and the method to reduce the financial costs of the Company.

The Chairman of the Meeting clarified that there were various factors which resulted the figures stated in the financial statements of the Company. One of them was the fluctuation of the foreign exchange currencies as the Company invested the business in Thai Bath, but exported the goods in US Dollar. This was the unavoidable key factor which caused an impact to the financial statements of the Company. In respect of the cost reduction method, one important method was the loan interests reduction. The issuance and offering for sale of the short term debentures would help the Company to have another financial instrument besides other revolving credit facilities provided by commercial banks.

The Chairman of the Meeting asked whether any Shareholders wanted to raise any further question or suggest any additional opinion.

It appeared that no Shareholders raise any further question or suggest any additional opinion.

The Meeting was adjourned at **12.30 P.M.**



Mr. Kumpon Chayasunthorn
Secretary of the Board of Directors
Acted as the Secretary of the Meeting



Mr.Sirin Nimmanhaeminda
Chairman of the Board of Directors
Acted as the Chairman of the Meeting

Attachment 2

**Documents for Consideration of Agenda 3 and 4
As Shown in the Annual Report for the Year 2014 distributed to All Shareholders
Together with the Meeting Invitation Letter**

Attachment 3**Documents for Consideration of Agenda 6**

1. Audit Fee for the Company and its Subsidiaries Incorporated in Thailand.

The EY Office Company Limited (formerly named Ernst and Young Office Company Limited) has been appointed as the auditor of the Company and its subsidiaries for one year according to the agreement (in year 2014),

For the accounting period of the year 2015, after the management team had considered the matter of performances, independences of auditor, remunerations and other matters, they had an opinion to appoint EY Office Company Limited to be the auditor of the Company and its subsidiaries with the following reasons:

1. EY Office Company Limited is one of Big four International Firm, which is internationally reputable and recognizable.
2. The Company has to submit the financial statements and the consolidated financial statements within the period specified in terms and conditions of THB Bonds No.1 for the year 2012 and No.1 for the year 2013 both quarterly and annually.
3. The Company may have a plan to be listed in the Stock Exchange of Hong Kong in next couples of years and EY Office Company Limited shall be in the position to give good advice from financial and accounting's perspective.

The Board of Directors meeting held on February 27, 2015, considered the resolution of the Audit Committee meeting held on February 26, 2015, and had unanimous resolution to propose the Annual General Meeting of the shareholders to appoint Mr.Narong Puntawong, CPA No.3315, or Ms. Siraporn Ouaanunkun, CPA No. 3844, or Mr. Supachai Phanyawattano, CPA No. 3930, or Ms. Supanee Triyanantakul, CPA No. 4498, as the auditor of the Company and subsidiaries of the Company for the year 2015 with the total auditing fee of not more than Baht 8,040,000 for the Company and its subsidiaries incorporated in Thailand. The details of the auditing fee are as follows:

1.	Audit fee for the Company	6,150,000	Baht
2.	Audit fee for its subsidiaries and its affiliates (total 11)	1,890,000	Baht
	Total	<u>8,040,000</u>	Baht

The total audit fee, which is Baht 8,040,000, is decreased from year 2014 Baht 430,000.

The Board of Directors' Meeting had considered that the auditors fee was reasonable. Moreover, auditors of EY Office Company Limited as proposed in the aforementioned list are specialized in the Company's business, prudent, and always contribute good opinion and comment which is very useful for the Company.

2. Audit fee for the Subsidiaries of the Company Incorporated in Foreign Countries

The audit fee for 9 subsidiaries incorporated in foreign countries is not more than or equivalent to Bath 3,300,000.

Document for Consideration
Profile of Auditors

1. Name : Mr. Narong Puntawong
 License No. : 3315
 Respectively of : EY Office Company Limited
 Years with company : None
 Years with company : -



2. Name : Miss Siraporn Ouaanunkun
 License No. : 3844
 Respectively of : EY Office Company Limited
 Years with company : None
 Years with company : -



3. Name : Mr. Supachai Phanyawattano
 License No. : 3930
 Respectively of : EY Office Company Limited
 Years with company : None
 Years with company : -




4. Name : Miss Supanee Triyanantakul
 License No. : 4498
 Respectively of : EY Office Company Limited
 Years with company : None
 Years with company : -



Any one of the abovementioned auditor has authorization to audit, prepare, and sign the Auditor Report of the Company and its subsidiaries.

Attachment 4**Document for Consideration under of Agenda 7****Profile of Directors Who are Due to be Retired by Rotation**

1)

Name	➤ Mr. Yothin Dumnernchanvanit	
Age	➤ 54 years	
Nationality	➤ Thai	
Education	➤ ⇨ Bachelor Degree of Industrial Engineering (IE) Chulalongkorn University ⇨ Thai Institute of Directors, Class 1 ⇨ The National Defense College of Thailand, Class 50 ⇨ Capital Market Academy, the Stock Exchange of Thailand, Class 9 ⇨ Advance Senior Executive Program Sasin Graduate Institute of Business Administration of Chulalongkorn University, Class 3 ⇨ Senior Executive Urban Green Development Program Urban Green Development Institute Bangkok, Class ⇨ Senior Executive Program Thailand Energy Academy, Class 1 ⇨ High Judicial Executive on Administration Course, Class 4 ⇨ The Honorary Doctor Degree of Business Administration (Logistic Executive and Supply Chain Strategy) Suan Sunandha Rajabhat University ⇨ The Honorary Doctor Degree of Business Administration (Logistic Executive and Supply Chain Strategy), Suan Sunandha Rajabhat University	
Position in the Company	➤ ⇨ Managing Director Double A (1991) Public Company Limited ⇨ Member of the Executive Board Double A (1991) Public Company Limited ⇨ Chairman of Risk Management Committee Double A (1991) Public Company Limited	
Year with the Company	➤ 25 years	
Position in other companies	➤ ⇨ Member of the Internal Audit Committee Thai-Lao Association ⇨ Advisor to the sub-committee The Federation of Thai Industries	

Meeting Attendance

- ↪ The Executive Board Meeting 22 times,
attending 19 Times
- ↪ The Board of the Directors Meeting 5 times,
attending 5 times
- ↪ Risk Management Committee Meeting 3 times,
attending 3 times

2)




- Name ➤ Mr. Sirin Nimmanahaeminda
- Age ➤ 66 years
- Nationality ➤ Thai
- Education ➤ ↻ B.A.(Economic),
University of Michigan, Ann Arbor, Michigan, U.S.A.
↻ MBA.,
Stanford University, Palo Alto, California, U.S.A.
- Position in the Company ➤ ↻ The Chairman of Board of Director
Double A (1991) Public Company Limited
↻ Member of Risk Management Committee
Double A (1991) Public Company Limited
- Year with the Company ➤ 21 years
- Position in other companies ➤ ↻ Chairman of the Executive Board,
Niyom Panich Company Limited
↻ Chairman of the Board of Directors and Chairman of
the Audit Committee, Trinity Wattana Public Company
Limited
↻ Independent Director and Member of the Audit
Committee, Loxley Public Company Limited
- Meeting Attendance ➤ ↻ The Board of the Directors Meeting 5 times,
attending 5 times
↻ Risk Management Committee 3 times,
attending 3 times

3)



- Name ➤ Mr. Somchai Richupan
- Age ➤ 77 years
- Nationality ➤ Thai
- Resident ➤ 671 Soi Ladprao 48 (Phiboon-Upatham)
Ladprao Road, Samsane-nok, Huay-kwang, Bangkok
- Education ➤ ↻ Bachelor's degree, Economics
(Thammasat University)
- ↻ Master's degree, Economics
(University of Florida, USA.)
- ↻ Doctoral degree, Economics
(University of Florida ,USA)
- Position in the company ➤ ↻ Chairman of Audit Committee
Double A (1991) Public Company Limited
- ↻ Board of Director
Double A (1991) Public Company Limited
- Year with the Company ➤ 14 Years
- Position in Other ➤ ↻ Chairman of Siam Development Institute
Companies ↻ Chairman of Samitivej Public Company Limited
- ↻ Director of office
Decentralization to local Government Organization Committee
- ↻ Director of Standard Charter (Thailand) Limited Company
- ↻ Member of the Constitution Society
- Work Experience ↻ Chairman of Audit Committee
Ministry of Finance of Thailand
- ↻ Member of the Constitution Society
- ↻ Chairman of Tris Rating Company Limited
- ↻ Commissioner
The Securities and Exchange Commission of Thailand
- ↻ Chairman of the Electricity Generating Authority of
Thailand
- ↻ Chairman of Export-Import Bank of Thailand
- ↻ The Economist of International Monetary Fund (IMF)
- ↻ Appeal Commissioner
Agricultural Futures Trading Commission
- ↻ Disbursement Committee of the Bank of Thailand
- ↻ Chairman of Government Housing Bank
- ↻ Director of Excise Department, the Ministry of Finance
- ↻ Director of Fiscal Policy Office, the Ministry of Finance
- Meeting Attendance ➤ ↻ The Board of the Directors Meeting 5 times,
attending 4 times
- ↻ The Audit Committee Meeting 6 times
attending 6 times

4)

- | | | | |
|-----------------------------|---|---|---|
| Name | ➤ | Mrs. Phisamai Supanuntareuk |  |
| Age | ➤ | 56 years | |
| Nationality | ➤ | Thai | |
| Education | ➤ | ↵ Bachelor's degree of Business Administration (Accounting)
Ramkhamhaeng University | |
| | ↵ | Bachelor's degree of Law
Ramkhamhaeng University | |
| | ↵ | Master's degree of Business Administration (Foreign Marketing) National Institute of Development Administration | |
| Position in the Company | ➤ | ↵ Board of Director
Double A (1991) Public Company Limited | |
| Year with the Company | ➤ | 11 years | |
| Position in other companies | ↵ | Director of Rayong Star Company Limited | |
| | ↵ | Chairman of Associate Judge of Juvenile and Family Court | |
| | ↵ | Director of Starfitness Rayong Company Limited | |
| | ↵ | Director of Star IT Center Company Limited | |
| | ↵ | Director of Chester Grill Rayong Company Limited | |
| Meeting Attendance | ➤ | ↵ The Board of the Directors Meeting 5 times,
attending 4 times | |

Attachment 5**Document for Consideration of Agenda 8
Detail of Remuneration for Directors**

According to Annual General Meeting of Shareholders for the year 2014, the meeting unanimously approved the budget for the directors' remuneration in the amount of Baht 40 Million. The detail of actual remuneration for the year 2014 are as follows:

The Remuneration for Directors	Number of Directors	Amount (THB)
1.The total amount of remuneration for Directors	13	32,075,595.06
2.The attending fee		
2.1 The Board of Directors of the Company	13	1,320,000
2.2 The Executive Board	6	2,300,000
2.3 The Audit Committee	4	380,000
2.4 The Risk Management Committee	3	180,000
Total Amount		36,255,595.06

Attachment 6**PROXY FORM A
(GENERAL FORM)**

Issue at.....

Dated.....

(1) I / We , the undersigned,.....Nationality.....,
residing at.....
.....
.....Postcode.....

(2) being a shareholder of DOUBLE A (1991) PUBLIC COMPANY LIMITED, holding
the total amount of.....Share(s) with the vote right
of.....votes as follows

Ordinary Share.....Share with the vote
right of.....votes.

Preference Share.....Share with the vote right
of.....votes.

(3) hereby appoint

1.Mr./Mrs./Miss.....age.....
Residing at.....
or

2.Mr./Mrs./Miss.....age.....
Residing at.....
or

3.Mr./Mrs./Miss.....age.....
Residing at.....

Or appoint the audit committee

Mr. Somchai Richupan Independent Director Age 77 year
Residing at 671 Soi Ladpraw 48, Ladpraw Road, Samsane-nok, Huay-kwang,
Bangkok

Gen. Chetta Thanajaro Independent Director Age 77 year
Residing at 39 , Bang Sue, Bang Sue, Bangkok.

Only one of all of proxy holders to be my/our proxy holder to attend and vote on my/our
behalf at the Annual General Meeting of Shareholders for the year 2015, which be held at
Double A Book Tower Building, Floor 9th, 122 North Sathorn Road, Silom, Bangrak, Bangkok,
on Thursday, April 23, 2015 at 11.00 a.m. or on any adjournment and at the place as may be
postponed or changed.

For any act performed by the proxy and the meeting , it shall be deemed as such acts had been done by me/us in all respect except for vote on the proxy which is not in accordance with the vote on specified in this proxy form .

Signed Proxy Grantor
(.....)

Signed Proxy Holder
(.....)

Remarks

The shareholder can appoint only one person to be a proxy holder to attend and vote at the Meeting. The amount of shares held cannot be allocated to several proxies for separate voting.

PROXY FORM B
(SPECIFIC DETAIL FORM B)

Issue at.....

Dated.....

(1) I / We , the undersigned,.....Nationality.....,
residing at.....
.....
.....Postcode.....

(2) being a shareholder of DOUBLE A (1991) PUBLIC COMPANY LIMITED, holding
the total amount of.....Share(s) with the vote right
of.....votes as follows:

Ordinary Share.....Share with the vote
right of.....votes.

Preference Share.....Share with the vote right
of.....votes.

(3) hereby appoint

1.Mr./Mrs./Miss.....age.....
Residing at.....
or

2.Mr./Mrs./Miss.....age.....
Residing at.....
or

3.Mr./Mrs./Miss.....age.....
Residing at.....

Or appoint the audit committee

Mr. Somchai Richupan Independent Director Age 77 year
Residing at 671 Soi Ladpraw 48, Ladpraw Road, Samsane-nok,Huay-kwang ,
Bangkok

Gen. Chetta Thanajaro Independent Director Age 77 year
Residing at 39 , Bang Sue, Bang Sue, Bangkok.

Only one of all of proxy holders to be my/our proxy holder to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2015, which be held at Double A Book Tower Building, Floor 9th, 122 North Sathorn Road, Silom, Bangrak, Bangkok, on Thursday, April 23, 2015 at 11.00 a.m. or on any adjournment and at the place as may be postponed or changed.

(4) I/We empower the proxy holder to consider and vote on my/our behalf at the Meeting to the following extents:

Agenda 1 Message from the Chairman to the shareholders

Agenda 2 Adoption of the Minutes of Extra General Meeting of Shareholders No. 1 for the Year 2014 held on Tuesday, July 15, 2014 at 11.00 A.M.

- (A) The proxy holder shall vote independently as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows
 - Approve Disapprove Abstain

Agenda 3 Report on Company Performance for the Year 2014

- (A) The proxy holder shall vote independently as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows
 - Approve Disapprove Abstain

Agenda 4 Consideration for Approval of the Balance Sheet and Profit and Loss Statements for the Year 2014

- (A) The proxy holder shall vote independently as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows
 - Approve Disapprove Abstain

Agenda 5 Consideration for Appropriation of Profit and Distribution of Dividend

- (A) The proxy holder shall vote independently as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows
 - Approve Disapprove Abstain

Agenda 6 Consideration for Appointment of the Auditor(s) for year 2015

- (A) The proxy holder shall vote independently as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows
 - Approve Disapprove Abstain

Agenda 7 Consideration for Election of Directors in Replacement of Those who Retired by Rotation

- (A) The proxy holder shall vote independently as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows
 - Approve the election and appointment of the Directors as follows :
 - (1) Mr. Yothin Dumnernchanvanit
 - Approve Disapprove Abstain
 - (2) Mr. Sirin Nimmanahaeminda
 - Approve Disapprove Abstain

(3) Mr. Somchai Richupan

- Approve Disapprove Abstain

(4) Mrs. Phisamai Supanuntareuk

- Approve Disapprove Abstain

Agenda 8 Consideration of Directors' Remuneration

- (A) The proxy holder shall vote independently as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows
 - Approve Disapprove Abstain

Agenda 9 Consideration and Approval on the Issuance and Offering for Sale of Debentures in an Amount of Not Exceeding Baht 5,000 Million

- (A) The proxy holder shall vote independently as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows
 - Approve Disapprove Abstain

Agenda 10 Others (if any)

- (A) The proxy holder shall vote independently as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder's requirement as follows
 - Approve Disapprove Abstain

(5) Declaration or documents of the proxy (if any)

.....
.....

(6) The proxy holder has the voting right as far as he/her was appointed. In the case of abuse the voting right, there is not commit the shareholder.

(7) In case of shareholder given consent not covering any considering agendas or vague specification, or consideration on the agenda apart from the above-mentioned; including amendment, change or modification to any matter under consideration; the proxy can duly consider and vote on my/our behalf as the proxy deems appropriate.

Any transaction undertaken by the proxy in the meeting shall be deemed to be undertaken by myself/ourselves.

Signed Proxy Grantor
(.....)

Signed Proxy Holder
(.....)

Remarks

1. A shareholder appointing a proxy must appoint only one proxy to attend the Meeting and vote and shall not allocate the number of share to several proxies to vote separately.
2. In the agenda for election of directors, directors may be re-elected as a whole or individually.
3. If there is any other agenda to be considered in the Meeting other than those specified above. The attachment Supplement to Proxy Form B. shall be used.

Attachment to the Form B

Authorization on behalf of the Shareholder of Double A (1991) Public Company Limited

In the Annual General Meeting of Shareholders for the year 2015, which be held at Double A Book Tower Building, Floor 9th, 122 North Sathorn Road, Silom, Bangrak, Bangkok, on Thursday, April 23, 2015 at 11.00 a.m. or on any adjournment and at the place as may be postponed or changed

Agenda Item :Subject

- (A) The proxy holder shall vote independently as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder’s requirement as follows
 - Approve Disapprove Abstain

Agenda Item :Subject

- (A) The proxy holder shall vote independently as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder’s requirement as follows
 - Approve Disapprove Abstain

Agenda Item :Subject

- (A) The proxy holder shall vote independently as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder’s requirement as follows
 - Approve Disapprove Abstain

Agenda Item :Subject

- (A) The proxy holder shall vote independently as to his/her consideration.
- (B) The proxy holder shall vote according to the shareholder’s requirement as follows
 - Approve Disapprove Abstain

I/We certified that the details in this regular continued proxy form are completely correct and totally true


Signature..... Proxy Grantor
(.....)

Signature..... Proxy Holder
(.....)

Attachment 7

Profile of Independent Director in case of appointment Chairman of Audit Committee & Independent director

3)

Name	➤ Mr. Somchai Richupan	
Age	➤ 77 years	
Nationality	➤ Thai	
Resident	➤ 671 Soi Ladprao 48 (Phiboon-Upatham) Ladprao Road Samsane-nok, Huay-kwang, Bangkok	
Education	➤ ⇄ Bachelor's degree, Economics (Thammasat University) ⇄ Master's degree, Economics (University of Florida, USA.) ⇄ Doctoral degree, Economics (University of Florida ,USA)	
Position in the company	➤ ⇄ Chairman of Audit Committee Double A (1991) Public Company Limited ⇄ Board of Director Double A (1991) Public Company Limited	
Year with the Company	➤ 14 Years	
Position in Other Companies	➤ ⇄ Chairman of Siam Development Institute ⇄ Chairman of Samitivej Public Company Limited ⇄ Director of office Decentralization to local Government Organization Committee ⇄ Director of Standard Charter (Thailand) Limited Company ⇄ Member of the Constitution Society	
Work Experience	⇄ Chairman of Audit Committee Ministry of Finance of Thailand ⇄ Member of the Constitution Society ⇄ Chairman of Tris Rating Company Limited ⇄ Commissioner The Securities and Exchange Commission of Thailand ⇄ Chairman of the Electricity Generating Authority of Thailand ⇄ Chairman of Export-Import Bank of Thailand ⇄ The Economist of International Monetary Fund (IMF) ⇄ Appeal Commissioner Agricultural Futures Trading Commission ⇄ Disbursement Committee of the Bank of Thailand ⇄ Chairman of Government Housing Bank ⇄ Director of Excise Department, the Ministry of Finance ⇄ Director of Fiscal Policy Office, the Ministry of Finance	
Meeting Attendance	➤ ⇄ The Board of the Directors Meeting 5 times, attending 4 times ⇄ The Audit Committee Meeting 6 times attending 6 time	

Audit Committee Independent director



Name	➤	Gen. Chetta Thanajaro
Age	➤	77 years
Nationality	➤	Thai
Address	➤	39 Bangsue, Bangsue, Bangkok
Education	➤	<ul style="list-style-type: none"> ↳ Bachelor's degree, Science, Chulachomklao Royal Military Academy ↳ Master' degree, Arts (Political Science) Ramkhamhaeng University ↳ National Defense College ↳ The Joint State- Private Sector Course B.E.2536
Position in the Company	➤	<ul style="list-style-type: none"> Board of Director Double A (1991) Public Company Limited
	➤	<ul style="list-style-type: none"> Audit Committee Double A (1991) Public Company Limited
Year with the Company	➤	19 years
Position in other companies	➤	↳ President of Advisory Board, the Development projects under the royal initiative
Attend the Meeting	➤	<ul style="list-style-type: none"> ↳ The Board of the Directors Meeting 5 times, attending 5 times ↳ The Audit Committee Meeting 6 times, attending 1 times

Attachment 8**Registration of Attendees, Proxy Appointment and Voting**

1. Registration of Attendees

- 1.1 The persons intending to join the Annual General Meeting of Shareholders shall appear in person to identify themselves for the registration at the place of the meeting as specified in the meeting invitation letter. The Company shall accept the registration from the time of commencing registration until the time of the meeting.
- 1.2 The shareholders, being a Thai person or a foreigner, who attends the meeting by himself or through his proxy, shall, for identification and inspection procedure, show his ID card, passport, or other form of identity affixed with his photo, issued by proper government authority.
- 1.3 The person authorized by a Thai or a foreign juristic entity shareholder of the Company to attend the meeting shall show, for inspection, the certificate or other proof of corporate registration or the copy thereof certified by the registrar (the time of issuance shall not be longer than 3 months), proof of his authority to act for and on behalf of such juristic entity and a form of identification as described under clause 1.2.

2. Proxy Appointment

- 2.1 In the event that the Proxy Grantor is a natural person residing in Thailand, his Proxy Holder shall submit the following documents:
 - 2.1.1 Proxy Appointment made in accordance with the form provided herein;
 - 2.1.2 A certified photocopy of ID card (as specified under clause 1.2) of the Proxy Grantor;
- 2.2 In the event that the Proxy Grantor is a natural person living overseas, his Proxy Holder shall submit the following documents:
 - 2.2.1 Proxy Appointment made in accordance with the form provided herein;
 - 2.2.2 A certified photocopy of ID card (as specified under clause 1.2) of the Proxy Grantor.
 - 2.2.3 The signatures on the documents under clause 2.2.1 and clause 2.2.2 shall be certified as genuine by the Royal Thai Consulate, Notary Public or the persons authorized to notarize signatures under the law of the country of origin.
- 2.3 In case where the Proxy Grantor is a juristic entity, registered in Thailand, its Proxy Holder shall submit the following documents:
 - 2.3.1 Proxy Appointment made in accordance with the form provided herein;
 - 2.3.2 A Certificated of Corporate Registration issued by the Registrar of Ministry of Commerce of Thailand (issued not over than 3 months from the issuance date);

- 2.3.3 A certified photocopy of ID card (as specified under clause 1.2) of the person who is authorized to sign the Proxy;
- 2.4 In the event that the Proxy Grantor is a juristic entity, registered overseas, its Proxy Holder shall submit the following documents:
- 2.4.1 Proxy Appointment made in accordance with the form provided herein;
- 2.4.2 The original or the photocopy of Corporate Registration, or proof of corporate status and identification of the person authorized to sign the Proxy Appointment Form;
- 2.4.3 A certified photocopy of ID card (as specified under clause 1.2) of the person who is authorized to sign the Proxy Appointment Form;
- 2.4.4 The signatures on the documents under clause 2.4.1 – clause 2.4.3 shall be certified as genuine by the Royal Thai Consulate, Notary Public or the persons authorized to notarize signatures under the law of the country of origin.
- 2.5 The Proxy shall be made out on any of the Proxy Forms, and the appointment of Proxy shall be made according to the terms and conditions specified in the Proxy Appointment Form used respectively.
- 2.6 Appointment of sub-proxy can be made only when the shareholder expressly states on the Proxy Appointment Form that appointment of sub-proxy is allowed.
- 2.7 The Proxy Holder of the foreign shareholder shall identify himself for registration at the time of commencing registration to allow sufficient time for document inspection.
- 2.8 Inspection of document for registration shall be from 08.30 hr. to 10.30 hr. After such period, no registration shall be accepted. Extension of time shall rest solely upon the Company Chairman's discretion.

3. Voting

At the time of voting or at each meeting, each and every shareholder shall have the number of votes as equal as the number of shares that he holds, each share shall have the right to cast only one vote.

In addition, the shareholder can vote by proxy less than shares he holds and can separate such shares for different voting.

The shareholder should verify your rights for the correctness. If you have any question, please do not hesitate to contact us at the Head Office, No.1 Moo 2 Thatoom, Sri-Mahaphote, Prachinburi 25140.

- Ms. Sasithorn Jaimoon Tel. +668 5835 2605
- Mr. Tanawat Saeloew Tel. +668 5835 1526
- Ms. Supakorn Sanguanpong Tel. +668 5835 2440
- Mr. Singh Neammunee Tel. +668 5835 0503
- Fax +662 659 1322

Attachment 9**(Translation)****Articles of Association
of
Double A (1991) Public Company Limited
Chapter 5
Shareholder Meeting**

- Article 29. The Board of Directors shall call a shareholder meeting which is an annual ordinary general meeting of shareholders within four months of the last day of the fiscal year of the Company. Other shareholder meetings shall be called extraordinary general meetings. The Board of Directors may call an extraordinary general meeting of shareholders any time the Board considers it expedient to do so.
- Article 30. Shareholders holding shares amounting to not less than one-fifth of the total number of shares sold or shareholders numbering not less than twenty-five persons holding shares amounting to not less than one-tenth of the total number of shares sold may submit their names in a request directing the Board of Directors to call an extraordinary general meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. The Board of Directors shall proceed to call a shareholder meeting to be held within one month of the date of receipt of such request from the said shareholders.
- Article 31. In calling a shareholder meeting, the Board of Directors shall prepare a written notice calling the meeting that states the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with reasonable detail by indicating clearly whether it is the matter proposed for information, for approval or for consideration, as the case may be, including the opinions of the Board of Directors in the said matter, and the said notice shall be delivered to the shareholders and the Registrar for their information at least seven days prior to the date of the meeting. The notice calling for the meeting shall also be published in newspaper at least three days prior to the date of the meeting.
- The place of the meeting referred to in the first paragraph shall be in the province in which the head office or branch office of the Company is located or in a province nearby the head office or branch office of the Company or as per the resolution of the meeting of the Board of Directors stipulating the place of the meeting as it deems suitable. Article 32. Unless otherwise stipulated by the laws in order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a shareholder meeting amounting to not less than twenty-five persons or not less than one half of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than one-third of the total number of shares sold of the Company.
- At any shareholder meeting, if one hour has passed since the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a specified quorum, and if such shareholder meeting was called as a result of a request by the shareholders, such meeting shall be cancelled. If such meeting was not called as a result of a request by the shareholders, the meeting shall be called once again and the notice calling such meeting shall be delivered to shareholders not less than seven days prior to the date of the meeting. In the subsequent meeting a quorum is not required.
- Article 33. Unless otherwise stipulated by the Articles of Association or the laws the decision or resolution of the shareholder meeting shall require the majority vote of the shareholders who attend the meeting and cast their votes.
- In voting, one shares equals to one vote. Any shareholder who has special interest in any matter to be resolved by the meeting shall not be entitled to vote for such matter except for the vote to elect the director.
- In case of a tie vote, the chairman of the meeting shall have a casting vote.

- Article 34. The business to be conducted in an annual ordinary general meeting of shareholders are as follows:
- (1) To consider an annual report of the Board of Directors with respect to the performance made during the past one year and comments or further actions.
 - (2) To consider approval of the balance sheet and the statement of profit and loss.
 - (3) To consider approval on appropriation of profit.
 - (4) To consider appointment of a director who shall replace the director retiring by rotation.
 - (5) To consider selection and determination of remuneration of an auditor.
 - (6) To discuss and consider other businesses.
- Article 35. The chairman of the Board shall be the chairman of shareholder meetings. If the chairman of the Board is not present at a meeting or cannot perform his duty, and if there is a vice-chairman, the vice-chairman present at the meeting shall be the chairman of the meeting. If there is no vice-chairman or there is a vice-chairman who cannot perform his duty, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting.
- Article 36. The chairman of the shareholder meeting has the duty to conduct the meeting in compliance with the Articles of Association of the Company relating to meetings and to follow the sequence of the agenda specified in the notice calling for the meeting, provided that the meeting may pass a resolution allowing a change in the sequence of the agenda with a vote of not less than two-third of the number of the shareholders present at the meeting.
- Article 37. A shareholder may appoint any other person to attend the meeting and vote on his or her behalf. An instrument appointing the proxy shall be submitted to the chairman of the Board or a person assigned by the chairman of the Board at the place of the meeting before such proxy attend the meeting. The instrument appointing the proxy shall be made in a form prescribed by the Registrar.

