



SCO 25/2017

April 5, 2017

Subject : Report on resolutions of the Annual General Meeting No. 22/2017
To : Directors and Manager of the Stock Exchange of Thailand

Whereas Metro Systems Corporation Public Company Limited convened the Annual General Meeting No. 22/2017 on April 5, 2017 from 10.00 A.M. to 11.20 A.M. Therefore, the Company would like to report the resolutions adopted at the said meeting as follows:

Agenda 1. To confirm the minutes of Annual General Meeting No. 21/2016

Resolution: Confirm the minutes of Annual General Meeting No. 21/2016 held on March 31, 2016 by the votes as follows:

Approved	313,862,663	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0%
Abstained	0	votes	equivalent to	0%
Total	313,862,663	votes	equivalent to	100%

Agenda 2. To acknowledge the Company's Operating Results for the year ending December 31, 2016 and the Annual Report for 2016.

Resolution: Acknowledge the Company's Operating Results for the year ending December 31, 2016 and the Annual Report for 2016.

Agenda 3. To approve the Statement of Financial Position and Statement of Comprehensive Income for the fiscal period ended December 31, 2016.

Resolution: Approve the Statement of Financial Position and Statement of Comprehensive Income for the fiscal period ended December 31, 2016 by the votes as follows:

Approved	313,862,663	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0%
Abstained	0	votes	equivalent to	0%
Total	313,862,663	votes	equivalent to	100%

Agenda 4. To approve the profit allocation and the declaration of a dividend payment for the year 2016.

Resolution: Approve of the declaration of a dividend payment for the year 2016 to the Company's shareholders at the rate of THB 0.35 per share, totaling to THB 126,000,000 or equivalent to 70.96% of the Company's net profit which is consistent with the dividend payment policy of the Company. However, The Company has allocated net profits at least 10 (ten) percent of the registered capital which is according to the law and the Company's rules. The record date for determination of which shareholders are entitled to obtain dividend is fixed on March 14, 2017. The Company shall collect the list of shareholders which is in accordance with Section 225 of the Securities and Exchange Act B.E. 2535 by closing the Share Register Book on March 15, 2017. The payment of dividend will be made on April 28, 2017. The votes of this agenda are as follows:

Approved	313,862,663	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0%
Abstained	0	votes	equivalent to	0%
Total	313,862,663	votes	equivalent to	100%

Agenda 5. To consider the election of directors in place of those retiring by rotation.

Resolution: Approve the election of the directors who are retired by rotation, Mr. Kittit Techathaveekijkul, Mr. Suvij Suvaruchiphorn and Mr. Pravit Chattalada, return to the directors of the Company for another term by the votes as follows:

(1) Mr. Kittit Techathaveekijkul : Director

Approved	313,862,663	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0%
Abstained	0	votes	equivalent to	0%
Total	313,862,663	votes	equivalent to	100%

(2) Mr. Suvij Suvaruchiphorn : Director

Approved	313,412,663	votes	equivalent to	99.8566%
Disapproved	0	votes	equivalent to	0%
Abstained	450,000	votes	equivalent to	0.1434%
Total	313,862,663	votes	equivalent to	100%

Mr. Suvij Suvaruchiphorn, the interested person, abstained his vote

(3) Mr. Pravit Chattalada : Independent Director

Approved	313,861,663	votes	equivalent to	99.9997%
Disapproved	1,000	votes	equivalent to	0.0003%
Abstained	0	votes	equivalent to	0%
Total	313,862,663	votes	equivalent to	100%

Agenda 6. To consider fixing the remuneration of Directors and the Audit Committee for the year 2017.

Resolution: Approve of the remuneration of Directors and the Audit Committee for 2017 including fixing the remuneration of the Executive Committee and the other committees. The details and votes are appeared as follows:

Board of Directors' Remuneration

The Annual Bonus of Board of Directors not over than 2,400,000 THB/year
Directors meeting amounting to 20,000 THB/person/meeting

Audit Committee Remuneration

For the Chairman of Audit Committee amounting to 130,000 THB/quarter
For each member of Audit Committee amounting to 90,000 THB/quarter

Remuneration of the Executive Committee

For the Chairman amounting to 12,000 THB/meeting
For each member amounting to 12,000 THB/person/meeting

Remuneration of the other committees

Committee/Sub-Committee	Chairman (per meeting)	each member (per meeting)
Corporate Social Responsibility Committee	15,000 THB	10,000 THB
Corporate Governance Sub-Committee	15,000 THB	10,000 THB
Risk Management Sub-Committee	15,000 THB	10,000 THB
Nominating and Remuneration Sub-committee	15,000 THB	10,000 THB

The annual bonus of Board of Directors and the remuneration of the Audit Committee, the Executive Committee and the other committees are equal to the previous year. Nevertheless, the annual bonus of Board of Directors is allocated by themselves.

Mr. Sunpitt Sethpornpong, Mr. Narong Charuvajana, Mr. Tavit Charuvajana, Mr. Suvij Suvaruchiphorn, the shareholders who are the Directors and the interested person, abstained their votes in this agenda.

Approved	280,413,984	votes	equivalent to	89.3429%
Disapproved	0	votes	equivalent to	0%
Abstained	33,448,679	votes	equivalent to	10.6571%
Total	313,862,663	votes	equivalent to	100%

Agenda 7. To consider the appointment of the Company's Auditor and fixing the auditor's remuneration for the fiscal year 2017.

Resolution: Approve the appointment of Mr. Veerachai Ratanajaratkul C.P.A. License No. 4323 and/or Ms. Marisa Tharathornbunpakul C.P.A. License No. 5752 and/or Ms. Patamavan Vadhanakul C.P.A. License No. 9832 from KPMG Phoomchai Audit Limited for the second year as auditors of the Company for

the fiscal year 2017 together with fixing the auditor's remuneration for the annual financial statement of the Company in the amount of THB 1,350,000 and for three quarterly financial statement is THB 390,000. Therefore, the total amount of the auditor's remuneration for the year 2017 is THB 1,740,000 by the votes as follows:

Approved	313,862,663	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0%
Abstained	0	votes	equivalent to	0%
Total	313,862,663	votes	equivalent to	100%

The Company provides this information for your acknowledgment and dissemination to the public and other investors.

Sincerely yours,
Metro Systems Corporation Public Company Limited

Nittaya Thanaviriyakul

(Mrs. Nittaya Thanaviriyakul)
President of Corporate Secretary Bureau