



GFPT PUBLIC COMPANY LIMITED

PLANT: 209 MOO 1, TEPARAK RD., K.M. 20.5 BANGSAOTONG, SAMUTPRAKARN 10570, THAILAND TEL. 02-315-9400 FAX: 02-315-9433-6
OFFICE: GFPT TOWER, 312, RAMA 2 ROAD, BANGMOD, JOMTHONG, BANGKOK 10150, THAILAND TEL. 02-473-8000, 02-473-8398

- Translation -

No. GFPT 3/2561

February 28, 2018

Subject: Dividend Payment and the Date and Agenda of 2018 Annual General Meeting of Shareholders (AGM)

To: The President
The Stock Exchange of Thailand

GFPT Public Company Limited ("GFPT") held the Board of Directors' meeting no. 2/2561 on February 28, 2018. The substantial agenda of the Board of Directors' resolution is as follows;

- (1) To propose to the AGM to approve dividend payment at Baht 0.30 per share. The dividend will be paid in cash on April 25, 2018 from its retained earnings, which is exempted from calculated income tax according to Board of Investment (BOI) privileged. Shareholders are not subjected to withholding tax, and shall not be entitled to a tax credited.

The Board has set the Record Date to determine the right of shareholders to receive the dividend on March 14, 2018 and to pay the dividend on April 25, 2018.

However, the right to receive dividend payment is subjected to the approval of the 2018 AGM.

- (2) To arrange the 2018 Annual General Meeting of Shareholders (AGM) on Thursday April 5, 2018, 9:30 a.m. at the Company Conference Room, M Floor, GFPT Tower, 312 Rama 2 Road, Bangmod, Jomthong, Bangkok.
- (3) To set the Record Date to determine the right of shareholders to attend and vote in the 2018 AGM on March 14, 2018.
- (4) To set the 2018 AGM agendas as follows:

Agenda 1: To certify the minute of the 2017 Annual General Meeting of Shareholders

BOD's opinion: The minute of 2017 Annual General Meeting of Shareholders held on April 5, 2017 was completely and correctly recorded. It is considered appropriate for the Meeting of Shareholders to certify the minute of 2017 Annual General Meeting of Shareholders

Agenda 2: To acknowledge the Company's 2017 operating results

BOD's opinion: It is considered appropriate for the Meeting of Shareholders to acknowledge the Company's operating results for the year 2017.



GFPT PUBLIC COMPANY LIMITED

PLANT: 209 MOO 1, TEPARAK RD., K.M. 20.5 BANGSAOTONG, SAMUTPRAKARN 10570, THAILAND TEL. 02-315-9400 FAX: 02-315-9433-6
OFFICE: GFPT TOWER, 312, RAMA 2 ROAD, BANGMOD, JOMTHONG, BANGKOK 10150, THAILAND TEL. 02-473-8000, 02-473-8398

Agenda 3: To consider and approve the consolidated and separated statements of financial position and statements of comprehensive income of GFPT PCL. and its subsidiaries for the year ended December 31, 2017

BOD's opinion: It is considered appropriate for the Meeting of Shareholders to approve the consolidated and separated statements of financial position and statements of comprehensive income of GFPT PCL. and its subsidiaries for the year ended December 31, 2017 which have been audited by the Certified Auditor (Mr. Ampol Chamnongwat, CPA No. 4663 from Sam Nak – Ngan A.M.C. Co., Ltd.) and reviewed by the Audit Committee.

Agenda 4: To consider and approve dividend payment for the year 2017 performance

BOD's opinion: It is considered appropriate for the Meeting of Shareholders to approve dividend payment at Baht 0.30 per share in total amount of 376,146,300 Baht. The dividend will be paid in cash from its retained earnings, which is exempted from calculated income tax according to Board of Investment (BOI) privileged. Shareholders are not subjected to withholding tax, and shall not be entitled to a tax credited.

The date for determining the rights of shareholders to receive dividend payment will be on March 14, 2018 (Record Date). The dividend payment will be made on April 25, 2018.

However, the right to receive dividend payment is subjected to the approval of the 2018 AGM.

Agenda 5 To consider and approve the appointment of directors in replacement of those who complete their terms by rotation in 2018

There are 3 directors who complete their terms by rotation at the 2018 AGM, namely:
(1) Mr. Thanathip Pichedvanichok, (2) Ms. Wannee Sirimongkolkasem, and
(3) Mr. Sujin Sirimongkolkasem.

BOD's opinion: The Board, excluding the directors who have conflict of interest in this matter, agreed with the Nomination, Remuneration and Governance Committee's proposal to propose to the AGM to consider the election of directors as follows:

- | | | |
|-----|------------------------------|-----------------------------------|
| (1) | Mr. Thanathip Pichedvanichok | Independent Director (re-elected) |
| (2) | Ms. Wannee Sirimongkolkasem | Director (re-elected) |
| (3) | Mr. Sujin Sirimongkolkasem. | Director (re-elected) |



GFPT PUBLIC COMPANY LIMITED

PLANT: 209 MOO 1, TEPARAK RD., K.M. 20.5 BANGSAOTONG, SAMUTPRAKARN 10570, THAILAND TEL. 02-315-9400 FAX: 02-315-9433-6
OFFICE: GFPT TOWER, 312, RAMA 2 ROAD, BANGMOD, JOMTHONG, BANGKOK 10150, THAILAND TEL. 02-473-8000, 02-473-8398

The Nomination, Remuneration and Governance Committee considered qualification of director and independent director to be in compliance with the Company's Article of Association, the Public Limited Company Act B. E. 2535, the regulation of the Stock Exchange of Thailand and GFPT's definition of independent director. As the current situation, there is no other suitable candidate to replace the independent director; therefore, it is deemed necessary to propose to reappoint Mr. Thanathip Pichedvanichok, the existing independent director, who has been the independent director of the Company for more than 9 consecutive years. His expertise, good knowledge in law, business understanding, and also be able to work with The Board effectively. His qualifications and requirements are and fit with the skill specified in Board Skill Matrix. The independent director who has been proposed to be reappointed still be able to perform his duty and have freedom to express his opinions

All 3 proposed directors have performed their duties with accountability and fidelity as well as having knowledge, expertise, and experiences which are valuable for GFPT. The proposed independent director can perform his duty and have freedom to express his opinions.

Agenda 6: To consider and approve the 2018 Board of Directors' remuneration

BOD's opinion: It is considered appropriate for the Meeting of Shareholders to approve the 2018 Board of Directors' remuneration proposed by the Nomination, Remuneration, and Governance Committee which proposed to maintain the rate of remuneration for directors similar to the approved rate from the 2017 Annual General Shareholders' Meeting as follows:

Remuneration	2017	2018 (Proposal)
1) Monthly Remuneration		
- Chairman of the Board of Directors	50,000 Baht /Person/Month	50,000 Baht /Person/Month
- Chairman of Audit Comm. & Independent Director	50,000 Baht /Person/Month	50,000 Baht /Person/Month
- Director of Audit Comm. & Independent Director	45,000 Baht /Person/Month	45,000 Baht /Person/Month
- Director	45,000 Baht /Person/Month	45,000 Baht /Person/Month



GFPT PUBLIC COMPANY LIMITED

PLANT: 209 MOO 1, TEPARAK RD., K.M. 20.5 BANGSAOTONG, SAMUTPRAKARN 10570, THAILAND TEL. 02-315-9400 FAX: 02-315-9433-6
OFFICE: GFPT TOWER, 312, RAMA 2 ROAD, BANGMOD, JOMTHONG, BANGKOK 10150, THAILAND TEL. 02-473-8000, 02-473-8398

Remuneration	2017	2018 (Proposal)
2) Annual Bonus	one month per year	one month per year
3) Non-monetary compensation	– None –	– None –

Remark: Directors who are the Company's employee will receive monthly remuneration and annual bonus excluded the remuneration as an employee of the Company

Agenda 7

To consider and approve the appointment of auditor and the 2018 auditor's fee

BOD's opinion:

With recommendation from the Audit Committee, it is considered appropriate for the Meeting of Shareholders to approve the appointment of auditors from Sam Nak – Ngan A.M.C. Company Limited. One of the following auditors may audit and provide opinions on the 2018 financial statements of the Company and its subsidiaries, namely:

- (1) Miss Praphasri Leelasupha CPA No. 4664; or
(Never certified in the Company's financial statements)
- (2) Mr. Naris Saowalagsakul CPA No. 5369
(Never certified in the Company's financial statements)

It is considered appropriate to propose to the AGM to approve the 2018 auditor's fee in the amount of 3,630,000 Baht increases 915,000 Baht or 33.70% from the audit fee of year 2017 (excluding VAT and other travelling expenses for auditing service outside Bangkok) as illustrated in the table below:

Audit Fee	2017	2018 (Proposed)
Audit Fee of GFPT PCL.	870,000.-	1,250,000.-
Audit Fee of 5 Subsidiaries	1,845,000.-	2,380,000.-
Non-Audit Fee	-	-
Total Audit Fee	2,715,000.-	3,630,000.-
%change		33.70%

Agenda 8

Other businesses (if any)

GFPT invited shareholders to propose the Meeting agenda and to nominate qualified person to be elected as the Company's director during September 28, 2017 until December 29, 2017. Neither meeting agenda nor director nomination was proposed this year.



GFPT PUBLIC COMPANY LIMITED

PLANT: 209 MOO 1, TEPARAK RD., K.M. 20.5 BANGSAOTONG, SAMUTPRAKARN 10570, THAILAND TEL. 02-315-9400 FAX: 02-315-9433-6
OFFICE: GFPT TOWER, 312, RAMA 2 ROAD, BANGMOD, JOMTHONG, BANGKOK 10150, THAILAND TEL: 02-473-8000, 02-473-8398

For a shareholder who requires more information or inquiry on the issues contained in the above agendas and/or wants to render any recommendations, please submit the inquiries and suggestions to the Company in advance or send an electronic mail to cs@gfpt.co.th or contact the Company Secretary at +66(0)2473 8000 or fax at +66(0)2473 8398.

Please be informed accordingly and kindly disseminate the information herein to investors.

Sincerely yours,

Dr. Anan Sirimongkolkasem

Chairman of Executive Committee