



**AAPICO HITECH PUBLIC COMPANY LIMITED**

---

บริษัท อ่าปีโก ไฮเทค จำกัด (มหาชน)

# **Extraordinary General Meeting of Shareholders No.1/2014**

**Friday, January 9, 2014**

**At Chamaimaruchet Meeting Room**

**Thai Army Club**



## Voting Regulations

- One share equals to one vote.
- For the shareholders who do not approve or abstain the agenda, please mark in the voting card and pass it on to the staff.
- The vote is counted as “Approved” if the voting card has not been handed in.
- The voting card that has been modified without certified signatory or mark more than one box will be counted as a void card.
- For the shareholder who has assigned a proxy, the Company has already included the vote into the system.
- After the announcement of the vote, the result is deemed final.



## Agenda 1

**To consider and approve the Minutes of the Annual General Meeting of Shareholders for the year 2014 held on Friday, April 25, 2014**

**Board Opinion** The Minute of the Annual General Meeting of Shareholders for the year 2014 held on Friday, April 25, 2014 was recorded correctly and accurately and should be submitted to the Extraordinary General Meeting of Shareholders and should be approved.



## Agenda 2

### **To consider and approve the issuance and offering for sales of debentures**

According to the resolution of the Board of Directors' meeting No.78/2014, the meeting considered and unanimously approved the issuance and offering for sales of debentures for the amount up to Baht 1,500,000,000 (One thousand and five hundred million baht) per the following details:



## Agenda 2 (cont.)

### To consider and approve the issuance and offering for sales of debentures

Purpose	To provide for capital expenditures and/or working capital of the Company
Type	All types of debentures, secured or unsecured, specify or not specify the name of debenture holder, senior or subordinated and etc., subject to market conditions and other relevant factors at the time of each issuance and offering of debentures.
Issue size	Up to Baht 1,500,000,000 (one thousand and five hundred million baht) which may be issued and offered in one or more series in one or several occasions and the Company may issue additional debentures on a revolving basis to replace those debentures which has been redeemed or bought back.
Currency	Thai Baht and/or any other foreign currencies in the equivalent amount.
Interest rate	Subject to market conditions at the time of each issuance and offering of debentures.



## Agenda 2 (cont.)

### To consider and approve the issuance and offering for sales of debentures

Tenor	Up to 10 years, with or without call/put option.
Placement	The debentures may be offered in one or more series in one or several occasions, and/or as a program and/or on a revolving basis. The debentures may be offered in Thailand and/or in foreign countries to public and/or through private placement for local institutional investors and/or foreign institutional investors and/or to high net worth investors and/or board members and executive of the Company in accordance with the applicable regulations of the SEC or other relevant regulations effective at the time of the issuance and offering of debentures.
Other conditions	Subject to market conditions at the time of each issuance and offering of debentures and other relevant factors.



## Agenda 2 (cont.)

In addition, the meeting considered and approved Mr. Yeap Swee Chuan, being one of the authorized directors of the Company or a person entrusted by such authorized director of the Company, to have the power to appoint the arranger, credit rating agency, debenture registrar, debenture holders' representatives (if any) for the issuance and offering of the debentures, to determine and amend details and terms and conditions of the debentures and to negotiate, approve, sign, certify, deliver and amend any of relevant documents and agreements relating to the issuance and offering of the debentures. Such documents and agreements include (but not limited to) the registration statement, prospectus, application forms, letters and any other forms which are required to be submitted to the SEC and/or the Thai Bond Market Association ("ThaiBMA"), the placement or underwriting agreement, the debenture registrar agreement, and the debenture holders' representative agreement (if any).



## Agenda 2 (cont.)

**To consider and approve the issuance and offering for sales of debentures**

**Board Opinion** The issuance and offering for sales of debentures for the amount up to Baht 1,500,000,000 (one thousand and five hundred baht), including the aforesaid authorization, should be proposed to the Extraordinary General Meeting of Shareholders and should be approved.





## Agenda 3

**To consider and approve other businesses (if any)**



**AAPICO HITECH PUBLIC COMPANY LIMITED**

---

บริษัท อ่าปีโก ไฮเทค จำกัด (มหาชน)



**THANK YOU**