

#### **Documentation for consideration of Agenda 4**

**To consider and approve the appropriation of annual net profit from business operation to legal reserve and dividend payment for the fiscal year ended 31 March 2014**

### **Legal Reserve**

#### **Legal Reserve Policy of the Company**

Section 116 of the Public Limited Company Act B.E.2535 (as amended) and Article 39 of the Company's Articles of Association provide that the Company must appropriate to reserve fund of at least 5% of the annual net profit less the total accumulated losses brought forward (if any) until the reserve fund reaches an amount not less than 10% of the registered capital of the Company.

#### **Proposal to the Company's Shareholders for consideration and approval**

The separate Statements of Financial Position, Statements of Comprehensive Income and Statements of Changes in Shareholders' Equity of the Company for the year ended 31 March 2014 recorded a net profit of Baht 1,765,083,712.

In accordance with the law and Article 39 of the Company's Article of Association, 5% on the net profit of Baht 88,254,186 shall be transferred to the Company's legal reserve account for the year ended 31 March 2014.

The Board of Directors Meeting (No.2/2557) held on 30 May 2014 has considered the matter and is of the opinion that Baht 88,254,186 should be transferred to the legal reserve account of the Company, and such matter should be proposed to the Company's shareholders for consideration and approval.

### **Dividend**

#### **Dividend Policy of the Company**

The Company has a policy to pay a dividend of not more than 50 percent of its net profit after tax and legal reserves. In recommending dividend payments, the Board of Directors will take into consideration the Company's consolidated operating results, financial position, liquidity, future business plan and other management related factors.

Subsidiaries of the Company do not set dividend payment policies based on a percentage of net profit after tax. Dividend will be decided by each of the subsidiary's board of directors on a case by case basis, and in fixing the amount of payment, operating results, financial position, liquidity, future business plans and other management related factors will be taken into consideration.

#### **Proposal to the Company's Shareholders for consideration and approval**

The Separate Statements of Financial Position of the Company for the year ended 31 March 2014 recorded an unappropriated retaining earnings of Baht 3,103,972,534. The Board of Directors Meeting (No.2/2557) held on 30 May 2014 has considered the matter of dividend payment and recommended that the Company to pay dividend to shareholders at the rate of Baht 0.04 (Four Satang) per one ordinary share of the Company. Total

recommended dividend amounts to Baht 825,758,903.36 (Baht Eight Hundred Twenty Five Million Seven Hundred Fifty Eight Thousand Nine Hundred Three and Thirty Six Satang) or 46.78 percent of the Company's net profit for the year ended 31 March 2014.

The Record Date on which Shareholders have the right to receive dividends was set as 9 July 2014 and the share register was closed on 10 July 2014 to collect the names of the said Shareholders in accordance with Section 225 of Securities and Exchange Act B.E.2535 (as amended). Payment of dividends shall be made on 14 August 2014.

The Board of Directors Meeting has also approved to present the matter to the Company's shareholders for consideration and approval.

**Comparison of Dividend Payment for the year ended 31 March 2014 and 2013**

Details of Dividend	Year 2014	Year 2013
Total amount of Dividend (Baht)	825,758,903.36	619,273,787.85
Dividend per one ordinary share (Baht)	0.04	0.03
Ratio of Dividend *		
- on Company's net profit	46.78%	40.93%
- on Consolidated net profit	39.39%	24.25%
Number of shares having the rights to receive Dividend	20,643,978,747	20,642,459,595

\* calculated base on net profit for the year ended 31 March 2013 & 2014