ASIA AVIATION
Public Company Limited

Document for the 2019 Annual General Meeting of Shareholders

Asia Aviation Public Company Limited

Wednesday, April 24, 2019, at 14.00 hours

(Registration Time 11.00 hours)

Don Muang Ballroom, Lobby level, Amari Don Muang Airport Bangkok,
333 Chertwudthakas Road, Bangkok, 10210

For your convenience in the registration,
please present the barcoded registration form
at the Meeting reception

ASIA AVIATION
Public Company Limited

Dear Shareholders,

The 2019 Annual General Meeting of Shareholders of Asia Aviation Public Company Limited (AAV) will be held on Wednesday, April 24, 2019, 14:00 hours, at Don Muang Ballroom, lobby level, Amari Don Muang Airport Bangkok, 333 ChertWudthakas Road, Bangkok.

This year, to comply with the guidelines of regulating agencies regarding AGM souvenirs, AAV will not distribute AGM souvenirs. However, snack and beverage will be provided to shareholders and proxy-holder who attend the meeting.

Please be informed accordingly.

ASIA AVIATION Public Company Limited

(Translation)

AAV07/2019

April 2, 2019

Subject: Invitation to the 2019 Annual General Meeting of Shareholders

To: All Shareholders of Asia Aviation Public Company Limited

Attachment:

1. Copy of Minutes of the 2018 Annual General Meeting of Shareholders held on April 24, 2018
2. Annual Report and Balance Sheet (Statements of Financial Position) and Statements of Income for the year 2018, which can be accessed via the QR Code
3. Profiles of the retiring director proposed for re-appointment
4. Information on proposed Amendment to Article 24 and Article 31 of the Company's Articles Association
5. Documents required to identify shareholders or their proxies who are eligible to attend the Meeting and vote
6. Articles of Association of the Company in relation to the Shareholders' Meeting
7. Procedures for attending the Annual General Meeting of Shareholders
8. Qualifications and Profiles of Independent Director for Appointment of Proxy
9. Proxy Form B (which particulars of delegations are clearly determined)
   For Proxy Form A (General) and Proxy Form C (for foreign investors in which custodians in Thailand have been appointed), shareholders can download the forms from the Company's website at www.aavplc.com
10. Map of the Meeting venue

The Board of Directors of Asia Aviation Public Company Limited (the Company) resolved to hold the 2019 Annual General Meeting of Shareholders on Wednesday, April 24, 2019 at 14:00 hours (registration starts at 11:00 hours) at Don Muang Ballroom, lobby level, Amari Don Muang Airport Bangkok, 333 ChertWudthakas Road, Bangkok, 10210, to consider the following agenda items:

Agenda Item 1 Matter to be informed by Chairman

Objective and Rationale: This agenda is set for the Board of Directors to report situation or progress (if any) of the Company to the Shareholders' Meeting. There will be neither proposal for the Meeting to consider and approve, nor be any voting on the item.

Agenda Item 2 **To consider and certify Minutes of the 2018 Annual General Meeting of Shareholders held on April 24, 2018**

Objective and Rationale: the 2018 Annual General Meeting of Shareholders was held on April 24, 2018 and the Minutes were prepared and filed with the Stock Exchange of Thailand within 14 days of the Meeting. The details were publicly disclosed on the Company's Website (www.aavplc.com).

Opinion of the Board of Directors: the Board has recommended that Minutes of the 2018 Annual General Meeting of Shareholders, held on April 24, 2018 which was accurately recorded should be proposed to the Shareholders' Meeting for adoption. The details are as specified in *Attachment 1*.

Voting: The resolution for this agenda shall be passed by the majority votes of the Shareholders who attend the Meeting and cast their votes.

Agenda Item 3 **To acknowledge the Board of Directors' report on the Company's operating results for 2018 and Annual Report**

Objective and Rationale: the Company has summarised the operating result and significant changes in 2018 as specified in the Annual Report attached herewith.

Opinion of the Board of Directors: the Board has recommended the Shareholders' Meeting acknowledge the report on the Company's operating results for 2018 along with the significant changes that occurred during the year, as shown in the Company's Annual Report for 2018 which can be accessed via the QR Code provided in the enclosed invitation letter.

Voting: no resolution is needed for this agenda as it is only for the acknowledgement.

Agenda Item 4 **To consider and approve the Balance Sheet (Statements of Financial Position) and Statements of Income for the year ended December 31, 2018**

Objective and Rationale: to comply with the Public Limited Companies Act B.E. 2535 (including amendments), Section 112, the Company shall prepare the Balance Sheet and the Statement of Income at the end of each fiscal year, which have been audited by an external auditor, and propose to the Annual Shareholders' Meeting for approval.

Opinion of the Audit Committee: the Audit Committee has considered and examined the Company's Financial Statements for the year ended December 31, 2018 which were audited and signed by Mr. Termphong Opanaphan, Certified Public Account (Thailand) No. 4501 of EY Office Limited. The auditor has an opinion that the Consolidated and the Company Financial Statement are complete and accurate according to Thai Financial Reporting Standards.

Opinion of the Board of Directors: the Board of Directors agrees to propose the Balance Sheet (Statements of Financial Position) and Statements of Income for the year ended December 31, 2018 audited and signed by Mr. Termphong Opanaphan, Certified Public Account (Thailand) No. 4501 of EY Office Limited, considered and examined by the Audit Committee, to the Shareholders' Meeting for consideration and approval. The Company's financial position and operating result in 2018 are summarised as follows:

Details from The Company's Financial Statements (Partial)

Unit: Baht million

Description	Consolidated		Company	
	2018	2017	2018	2017
Total Assets	61,747	62,774	3,158	3,200
Total Liabilities	33,124	31,321	2	58
Equity	28,623	31,453	3,156	3,142
Total Revenue	40,200	37,282	1,671	758
Net Profit	70	1,477	1,638	733
Earnings Per Share (Baht per Share)	0.0144	0.3046	0.3378	0.1510

The Company's Financial Statements is shown in the 2018 Annual Report (page 175), which can be accessed via the QR Code provided in the enclosed invitation letter.

Voting: the resolution for this agenda shall be passed by the majority votes of the Shareholders who attend the Meeting and cast their votes.

Agenda Item 5 To acknowledge the interim dividend payment and approve the omission of the allocation of profit and the omission of dividend payment for the year-end 2018

Objective and Rationale: the Public Limited Companies Act B.E. 2535, Section 115 and the Articles of Association, Article 44, stipulates that the Board of Directors may, from time to time, pay interim dividends to shareholders when it is apparent that the Company has such reasonable profits as to justify such payment, and, when dividends have been paid, the Board of Directors shall report it to the Shareholders at the next Meeting.

The Public Limited Companies Act B.E. 2535, Section 116 and the Articles of Association, Article 45, stipulates that the Company must appropriate part of its annual net profits to a reserve fund in an amount of not less than five percent of the annual net profits with the deduction therefrom the amount representing the accumulated loss carried forwards (if any) until this reserve fund reaches the amount of not less than ten percent of the registered capital.

According to the Public Limited Companies Act BE 2535, Section 115 and the Articles of Association, Article 44, stipulated that the dividend payment must be approved by the Shareholders' Meeting. Dividend policy of the Company and of Thai AirAsia Co., Ltd. which is a subsidiary and company conducting core business will take into account the operating results, liquidity, cash flows and financial position including conditions and limitations in the payment of dividends, as defined in the loan agreements, bond or related contracts that must be executed according to future business plan and the need for capital investment as well as other factors the Board of Directors sees appropriate.

Opinion of the Board of Directors: by resolution of the Board of Directors' Meeting No. 4/2018 on May 11, 2018, it approved the first interim dividend payment in cash from operations for the period from January 1 to May 14, 2018 and retain earning at 0.20 Baht per share, totaling Baht 970 million to the Shareholders who are entitled to receive the dividend on May 28, 2018. The dividend payment was paid to shareholders on June 8, 2018. In addition, by resolution of the Board of Directors' Meeting No. 6/2018 on September 12, 2018, it approved the second interim dividend payment in cash from retain earning at 0.135 Baht per share, totaling Baht 654.75 million to the Shareholders who are entitled to receive the dividend on September 26, 2018. The dividend payment was paid to shareholders on October 9, 2018. The Board, therefore, recommended that the Shareholders to acknowledge such interim dividend payments.

Furthermore, the Board recommended that the Shareholders approve the omission of the allocation of profit from the Company's operating result for year 2018 since the Company has statutory reserve in full amounted as applicable by law.

In addition, the Board recommended that the Shareholders approve the omission of dividend payment from the Company's 2018 year-end performance because the Company had its major income from the dividends received from Thai AirAsia Co., Ltd. which is a subsidiary and company conducting core business, by the Board of Thai AirAsia Co., Ltd., has resolved not to pay final dividend for 2018 due to the fact that Thai AirAsia Co., Ltd. had paid two interim dividends to its shareholders by the resolutions of the Board on May 11, 2018 at the rate of Baht 41.00 per share, amounting to Baht 1,785.78 million and on September 12, 2018 at the rate of Baht 27.40 per share, amounting to Baht 1,193.42 million. Therefore, Thai AirAsia Co., Ltd. needs to secure cash reserves for the procurement of new aircraft for fleet expansion to accommodate future growth.

Voting: the resolution for this agenda shall be passed by the majority votes of the Shareholders who attend the Meeting and cast their votes.

Agenda Item 6 To consider and approve the appointment of the Company's external auditors and their remuneration for 2019

Objective and Rationale: the Public Limited Companies Act B.E. 2535, Section 120, stipulates that at an annual ordinary meeting of shareholders of each year, there shall be an appointment of an auditor and the determination of an audit fee of the Company. In appointing an auditor, the former auditor may be re-appointed. In addition, Notification of the Capital Market Supervisory Board No. TorChor. 44/2556 (including amendments) also stipulates that the listed companies must rotate the auditor if the existing auditor has performed the review or audit and express the opinion on the financial statements of the Company for seven years regardless of consecutiveness. However, the Company can re-appoint the auditor who resigned by rotation after a period of at least five consecutive fiscal years from the date of termination of the duties.

Opinion of the Audit Committee: the Audit Committee has considered and selected auditors from EY Office Company Limited as the Company's external auditors for the year 2019 since EY Office is a global leader in professional services and to standardise the audit within AirAsiaGroup that will be increasing the effectiveness of coordination. Nevertheless, the audit firm and the auditors proposed do not have any relation or any conflict of interest with the Company, the Management, or the Major Shareholders, or anyone related to the aforementioned persons.

Opinion of the Board of Directors: the Board of Directors agrees with the proposal from the Audit Committee and proposes to the Shareholders' Meeting to consider and approve the appointment of the Company's external auditors from EY Office and fix the audit fees for 2019. Details are as follows:

Name of Auditors	CPA Registration No.	Number of years certified on the Company's financial statements during the past 7 years
1. Mr. Termphong Opanaphan	4501	1 year (2018)
2. Miss Manee Rattanabunnakit	5313	-
3. Miss Kosum Cha-em	6011	-
4. Mrs. Kunlapee Piyawannasuth	6137	-

Any of the above auditors can conduct the audit and express an opinion on the Company's financial statements. Should any of the aforementioned auditors cannot perform his or her duty, EY office is authorised to delegate another one of its certified public accountant to conduct the audit.

In addition, it is agreed upon that the audit fee and the quarterly review fees of the Company in 2019 are recommended at Baht 1.0 million, the same amount as last year. In addition, EY office has been selected as the audit firm for the subsidiary for 2019 as well. The audit fees for 2019 and the audit fees by quarter of the subsidiary are Baht 4.40 million, the same amount as last year. In addition, there are one time charge due to change accounting program and new TFRS in the amount of Baht 1.4 million and BOI in the amount of Baht 0.8 million.

Voting: the resolution for this agenda shall be passed by the majority votes of the Shareholders who attend the Meeting and cast their votes.

Agenda Item 7 To consider and approve the appointment of the Company's directors to replace those who will retire by rotation in 2019

Objective and Rationale: as stipulated in the Public Limited Companies Act B.E. 2535, Section 71 and Article 17 of the Company's Articles of Associations, one-third of the Company's directors must retire by rotation at each Annual General Meeting of Shareholders. The retiring directors are eligible for re-election. At the Annual General Meeting for 2019, there are 3 directors retired by rotation as follows:

Name of Directors	Positions held
7.1 Mr. Santisuk Klongchaiya	Director
7.2 Gp.Capt.Tanapat Ngamplang	Director
7.3 M.L. Bovornovadep Devakula	Director

Opinion of the Nomination and Remuneration Committee: the Nomination and Remuneration Committee has considered the qualifications, knowledge, competency, experience, performance, and moral and ethical standards of each director due to retire by rotation, and recommended that Mr. Santisuk Klongchaiya, Gp.Capt.Tanapat Ngamplang and M.L. Bovornovadep Devakula be reappointed as the Company's directors for another term of office.

During the period December 1, 2018 - January 31, 2019 in accordance with the principle of good corporate governance policy relating to the promoting of shareholders' right, the Company invited its shareholders to nominate qualified persons to be elected as the Company's director in advance. However, there were no shareholders who had proposed a qualified nominee to be elected as the Company's director.

Opinion of the Board of Directors: the Board has agreed with the Nomination and Remuneration Committee and recommended the Shareholders' Meeting approve the reappointment of Mr. Santisuk Klongchaiya, Gp.Capt.Tanapat Ngamplang and M.L. Bovornovadep Devakula for another term of office. The directors nominated for reappointment have the knowledge and expertise, and experiences that are beneficial for the business operation of the Company, and also are qualified as required by the Public Limited Company Act B.E. 2535 and Notification of the Securities and Exchange Commission as well as they are not being prohibited as stated in the Securities and Exchange Act B.E. 2535 including other related laws and regulations. Nonetheless, Profiles of the directors are enclosed herewith in *Attachment 3*.

Voting: the resolution for this agenda shall be passed by the majority votes of the Shareholders who attend the Meeting and cast their votes.

Agenda Item 8 To consider and approve the remuneration of the Company's Board of Directors for 2019

Objective and Rationale: as stipulated in the Public Limited Companies Act B.E. 2535, Section 90 and Article 22 of the Company's Articles of Associations, the Company's directors are entitled to receive the remuneration from the Company. The remuneration includes reward, bonus, meeting allowance, pension, or other remuneration paid in other forms as considered by the Shareholders' Meeting.

Opinion of the Nomination and Remuneration Committee: the Nomination and Remuneration Committee has considered the remuneration of the directors to be in line with the performance of the Company, responsibilities and performance of each director. Such remuneration must be at an appropriate level comparable to the market and listed companies with similar size as well as being enough to attract and retain quality directors with the Company. The committee recommended that the remuneration of the Company's Board of Directors for 2019 remain unchanged as follows:

The monetary remuneration

8.1 Each director shall receive the monthly remuneration of Baht 80,000 and Baht 80,000 allowance for each meeting attendance. If there is more than one meeting, each director shall receive only Baht 80,000 allowance in the month. The Chairman of the Board of Directors shall receive the monthly remuneration of Baht 100,000 and Baht 100,000 allowance for each meeting attendance. If there is more than one meeting, the Chairman shall receive only Baht 100,000 allowance in the month.

8.2 The monthly remuneration for the Audit Committee (in addition to the remuneration as the directors) shall be Baht 80,000. The Chairman of the Audit Committee shall receive the monthly remuneration of Baht 100,000.

8.3 Upon being appointed by the Board of Directors or the Chairman of the Board to a Committee, a Sub-Committee or a Working Group, the said director shall receive an additional remuneration as the meeting allowance for Baht 40,000 per meeting attendance. If there is more than one meeting, each director shall receive only Baht 40,000 allowance in the month.

8.4 The Board of Directors shall receive the bonus for 0.5% of the dividend and the allocation shall be as specified by the Board of Directors.

Other remuneration - Ticket Benefits

Each director (and his family members, meaning spouse and legitimate children) is entitled to one free round-trip ticket for any destination per month, in total twelve tickets in one year. The directors are entitled to the said benefit only while they are serving their office terms as the directors of the Company.

Nonetheless, Executive directors shall not receive any remuneration as members of the Board or Sub-committee.

Opinion of the Board of Directors: the Board of Directors has agreed with the Nomination and Remuneration and recommended the Shareholders' Meeting approve the remuneration of the Company's Board of Directors for 2019 as stated.

Details of the scope of duties and responsibilities of the Board of Directors are as specified in the 2018 Annual Report, under the "Management Structure", which can be accessed via the QR Code provided in the enclosed invitation letter.

Voting: the resolution for this agenda shall be passed by the votes of not less than two-thirds of the Shareholders who attend the Meeting.

Agenda Item 9 To consider and approve amendment to Article 24 and Article 31 of the Company's Articles of Association in accordance with Electronic Conferencing and the convening of Shareholders' Meetings by the Shareholders

Objective and Rationale: the Announcement of the National Council for Peace and Order No. 74/2557 Re: Electronic Conferencing was issued to legitimate the Board of Directors' Meeting by means of teleconference, and Section 100 of the Public Limited Company Act B.E. 2535 as amended by the Order of the Head of the National Council for Peace and Order No. 21/2560 Re: Amendments of Laws to Facilitate the Ease of Doing Business, which provides the amendment regarding the convening of Shareholders' Meetings by the Shareholders, in the case where the Board of Directors fails to arrange for the Meeting as requested by the Shareholders.

As aforementioned, to underlie the ability to hold Electronic Conferencing and to comply with Section 100 of the amended Pubic Company Limited Act B.E. 2535, the Company proposes to amend Article 24 and Article 31 of the Company's Articles of Association by revoking the previous provision and use the new provision as shown in *Attachment 4* and assigns a person whom assigned by the authorised Directors of the Company to have the power to register the amendment of the Company's Articles of Association including to amend and/or add in the provision to comply with the Order of the Registrar as necessary and appropriate without any impact on the provisions of the amendment of the Company's Articles of Association.

Opinion of the Board of Directors: the Board has recommended the Meeting of Shareholders approve amendment to Article 24 and Article 31 of the Company's Articles of Association in accordance with Electronic Conferencing and the convening of Shareholders' Meetings by the Shareholders to comply with the Announcement of the National Council for Peace and Order No. 74/2557 Re: Electronic Conferencing and Section 100 of the Public Limited Company Act B.E. 2535 as amended by the Order of the Head of the National Council for Peace and Order No. 21/2560 Re: Amendments of Laws to Facilitate the Ease of Doing Business, which provides the amendment regarding the convening of Shareholders' Meetings by the Shareholders. The details of the proposal to amend Article 24 and Article 31 of the Company's Articles of Association shown in *Attachment 4*.

Voting: the resolution for this agenda shall be passed by the votes of not less than three-fourths of the total number of votes of the Shareholders who attend the Meeting and are entitled to vote.

Agenda Item 10 Other matters (If any)

Objective and Rationale: this agenda is set to provide the opportunity for the Shareholders to ask and/or give comments to the Board of Directors (if any) and/or for the Board of Directors to clarify and answer questions from the Shareholders without proposing any further issues for approval. No resolution is needed for this agenda.

Nonetheless, the Company has set the record date to determine the names of shareholders who have right to attend the 2019 Annual General Meeting of Shareholders, on March 19, 2019.

The Company has published the invitation for the Meeting and the attachments on the Company's website: www.aavplc.com

All shareholders are hereby invited to attend the Meeting on the date, and at the time and place mentioned above. Registration starts at 11:00 hours. Should there be any shareholder unable to attend the Meeting, such shareholder may appoint another person as the Proxy. In order to facilitate the registration, shareholders and proxies shall kindly show required documents as Attachment 5 and 9 for the rights to attend the Meeting. In case the Shareholder appoints one of the Independent Directors to attend the Meeting as the proxy, shareholders are requested to kindly submit documents according to Attachment 5 and 9 to the Company within April 22, 2019 at the address below:

Asia Aviation Public Company Limited

Company Secretary Office,

222, Don Mueang International Airport, 3rd Fl., Central Office Bldg., Room no. 3200,

Vibhavadee Rangsit Road, Don Mueang, Bangkok, 10210

Yours sincerely,

(Signature)

(Mr. Vichate Tantiwanich)

Chairman of the Board

Asia Aviation Public Company Limited

ASIA AVIATION Public Company Limited

(Translation)

AAV15/2018

Minutes of 2018 Annual General Shareholders' Meeting

Asia Aviation Public Company Limited

April 24, 2018 at 14.00 hrs.

Don Muang Ballroom, Amari Don Muang Airport Hotel, Bangkok

No. 333, Choet Wutthakat Road, Bangkok

Clarification to Shareholders prior to the Meeting

1. To vote at Shareholders' Meeting, one share represents one vote.

2. The chairman of the Meeting will make proposals to the Shareholders to vote on each agenda. Any disapproval or any abstention from shareholder or proxy may be done so by putting the check mark in the relevant boxes of 'Disapprove' or 'Abstain' with his/her signature on the ballot given at the registration. Then, submit the ballot to the staff prior to the end of the approval of that particular agenda. For the vote count of each agenda, only the ballots with disapproval and abstention will be collected to compute the resolution of the Shareholders' Meeting. The remaining number of votes shall be deemed approved. Except for "Agenda 7: To consider and approve the appointment of the Company's directors to replace those who will be retired by rotation in 2018", individual vote is required. Therefore, every shareholder is required to return the ballot to the staff, whether the vote is 'Approve', or 'Disapprove', or 'Abstain'.

3. The grantors have already indicated their votes whether "Approved", or "Disapproved", or "Abstained" in the proxy form. The proxies, therefore, do not have to vote in the ballots. The Company will count your votes based on the proxy form.

4. If any shareholders or proxy has any questions, please ask the committee for the particular agenda during Q&A period. Please provide first name and last name as well as indicate whether you are a shareholder or a proxy for which shareholder. This is an introduction about yourself and the Company will be able to specify your name accurately when preparing minutes of the Meeting. For any questions irrelevant to the Meeting agenda, please ask after all other agenda have already been discussed.

Nevertheless, please provide your opinions or ask questions concisely so that other shareholders or proxies are able to exercise their rights as well.

Guidelines for Counting the Shareholders' Votes

- Agenda 2, 4, 5, 6, 7.1, 7.2, 7.3 are considered as normal agenda as stipulated in the Public Limited Companies Act B.E. 2535 Section 107 (1), which require the majority votes from the attending shareholders who cast the votes. In this case, the Shareholders voting for abstention will not be included in the voting base.

- Agenda 8 Re: To consider and approve the remuneration of the Company's directors for 2018 is stipulated in the Public Limited Companies Act B.E. 2535, Section 90 Paragraph 2, which require the resolution of the Shareholders' Meeting consisting of not less than 2/3 of all the votes from the attending shareholders. It is not required whether those shareholders make the votes or have the voting rights or not. Therefore, in this case, the voting base is counted from total votes of the attending shareholders.

The Company's staff introduces the following directors, external auditor and legal consultants:

Board of Directors and Management

1)	Mr. Vichate Tantiwanich	Chairman of the Board, Chairman of Audit Committee, Independent Director and Chairman of the Meeting
2)	Mr. Tassapon Bijleveld	Director and Chief Executive Officer
3)	Mr. Santhat Sanguandikul	Chief Financial Officer
4)	Mr. Santisuk Klongchaiya	Director and Director of Commercial
5)	Mr. Phairat Pornpathananangoon	Director
6)	Mr. Nuttawut Phowborom	Audit Committee and Independent Director
7)	Mr. Veerayooth Bodharamik	Audit Committee and Independent Director
8)	M.L. Bovornovadep Devakula	Director and Director of Business Development
9)	Mr. Preechaya Rasametanin	Director and Director of Engineering

There were 8 directors present in person, equivalent to 89 percent of the total (9) directors.

Company Secretary

Ms. Nisres Distes

External Auditor

Mr. Paiboon Tunkoon	External Auditor from PricewaterhouseCoopers ABAS Ltd.

Legal Consultant to Answer Shareholders' Questions and to Witness the Vote Count

Ms. Pratumporn Somboonpoonpol	Weerawong, Chinnavat and Peangpanor Co., Ltd.

Mr.Vichate Tantiwanich, Chairman of the Meeting announced to the Meeting that there were 99 shareholders attending the Meeting representing 2,053,565,275 shares and 358 proxies representing 700,717,650 shares, with the total 457 attendants representing 2,754,282,925 shares, equivalent to 56.7893 percent of the total issued share capital, to form a quorum. This is in compliance with Section 103 of the Public Limited Companies Act and Article 33 of the Company's Articles of Associations, which state about the quorum that not less than 25 shareholders and proxies, or not less than half of the total shareholders holding not less than one third of the total shares sold must attend the Meeting to form a quorum. The Company allowed the on-going registration outside the Meeting room for those who came in succession.

When the quorum was formed, the Chairman of the Meeting opened 2018 Annual General Shareholders' Meeting of Asia Aviation Plc. by following the Meeting agenda as informed in the invitation to attend the Meeting as disseminated on the website and delivered to the Shareholders in advance.

Start the Meeting

Agenda 1: Matter to be informed

Chairman of the Meeting assigned Chief Executive Offficer to inform the following issues to the Meeting:

Mr. Tassapon Bijleveld, Chief Executive Officer, provided the following information to the Meeting:

First: AirAsia was awarded World's Best Low-Cost Airlines for 9 consecutive years from Skytrax and was awarded Best Low-Cost Airlines in Asia.

Second: AirAsia opens the special "RedCarpet" check-in counter service, Lounge and priority baggage claim.

Third: AirAsia cooperates with United Nations Development Programme (UNDP) to launch 4 sustainable social development projects promoting economic, social and environmental development to the community.

There was no further opinion nor question from the Shareholders on this agenda. Then, Chairman of the Meeting informed that this was the matter for acknowledgement, which did not require any resolution, the Meeting should proceed to the following agenda.

Agenda 2: To consider and certify Minutes of the 2017 Annual General Meeting of Shareholders held on April 25, 2017

The Chairman of the Meeting stated to the Meeting that Minutes of the 2017 Annual General Meeting of Shareholders, held on April 25, 2017, were considered by the Board of Directors having been properly and fully prepared, submitted to the Stock Exchange of Thailand within 14 days as from the date of the Meeting, and publicized in the Company's website (www.aavplc.com), as per Copy, sent to the Shareholders together with Notice of Meeting, *Attachment 1*.

There was no further opinion nor question from the Shareholders on this agenda. Then, Chairman requested that the Meeting approve Minutes of the 2017 Annual General Meeting of Shareholders, held on April 25, 2017, as presented; and informed that this agenda shall be approved with resolution of the majority votes of the Shareholders, present and voting at the Meeting, and that any disagreed or abstained shareholders or proxies shall raise their hands and cast their votes on the ballot paper.

Resolution

The Meeting had a resolution to approve Minutes of the 2017 Annual General Meeting of Shareholders, held on April 25, 2017 with the majority votes of the attending shareholders who cast the following votes:

Approved	3,076,657,325	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	0.0000%
Abstained	77,000	votes	not count as vote base	-
Voided ballot	0	votes	not count as vote base	-
Total votes (522 shareholders)	3,076,734,325	votes		

Agenda 3: To acknowledge the Board of Directors' report on the Company's operating results for 2017 and Annual Report

The Chairman of the Meeting stated to the Meeting that the Company summarized the past operating performance and significant changes in 2017, as per Annual Report, sent to the Shareholders together with Notice of the Meeting, *Attachment 2*. This agenda did not require the Shareholders' votes because it was the matter for acknowledgment.

Mr. Tassapon Bijleveld, Chief Executive Officer, was asked to inform the Meeting.

Mr. Tassapon Bijleveld, Chief Executive Officer, reported 2017 operating performance of Thai AirAsia Co., Ltd. which runs the core business for Asia Aviation Plc. to the Meeting as follows:

- As at the end of 2017, there were total 56 aircraft, including 5 additional aircraft.
- There were 19.8 million passengers, an increase of 2.6 million persons from 2016.
- Load factor of 87 percent, an increase of 3 percentage point from 2016.
- Aircraft utilization rate of 11.9 hours per day, an increase of 0.2 hours.
- There were 81 total routes of Thai AirAsia including 8 additional routes.
- There were 47 international routes and 34 domestic routes.
- Rendering services of 1,293 flights/ week.
- Thai AirAsia is the only airline having its hubs outside Bangkok with 44 aircrafts at Donmueang hub, 3 aircraft in Phuket hub, 5 aircraft in Chiangmai hub, 1 aircraft in Krabi hub, 2 aircraft in U-Tapao (Pattaya) hub and 1 aircraft in Hat Yai hub.
- For all the routes outside Bangkok, there are both domestic and international routes.
- Total revenue in 2017 of 35,932 million baht, ticket sales revenue of 82 percent and ancillary services and other income was equivalent to 18 percent of total revenue. Ancillary service revenue and other revenues consisted of insurance sales, food and beverage, souvenirs, duty free products, baggage, seat selection, etc.
- In conclusion, the total revenue in 2017 of 35,932 million baht resulted in 11 percent increment in comparison with 2016 total revenue of 32,401 million baht.
- Total cost and operating expenses in 2017 was 33,973 million baht, 16 percent increment in comparison with 29,305 million baht in 2016.
- Therefore, profit before interest and income taxes in 2017 was 3,308 million baht.

- Net profit in 2017 was 2,688 million baht, 21 percent decrease in comparison with 3,408 million baht in 2016.
- As at the end of 2017, total assets were valued at 38,902 million baht, 19 percent increment in comparison with 32,739 million baht in 2016; total liabilities valuing 28,280 million baht, increasing in comparison with 2016 total liabilities at 23,450 million baht due to aircraft financing; and total equity of 10,622 million baht, comparing to 2016 total equity of 9,289 million baht.

2018 Operating Plans consist of:

- There would be 7 additional aircraft in 2018.
- Target load for 2018 would be 23.2 million passengers.
- New routes would be launched with focus on international routes in mainly CLMV countries (Cambodia, Laos, Myanmar and Vietnam) as well as China.
- Increase operating efficiency at the existing 6 hubs. This year, there will not be any increase in new hub.
- Increase number of passengers using fly-thru service from the strong routes network and expand more connecting flights.
- Increase share of revenue from ancillary service by selecting new products to change the passengers' spending behaviors.

The following shareholder asked the questions:

- **Mr. Wicha Chokepongpan,** a shareholder attending in person:

Will Asia Aviation Plc. buy Three Sixty Five Plc.'s shares, from which Mr. Tassapon is Chairman?

- **Mr. Tassapon Bijleveld**, Chief Executive Officer:

No

- **Mr. Wicha Chokepongpan,** a shareholder attending in person:

Who holds the Shareholders' equity of 9,300 million baht?

- **Mr. Santhat Sanguandikul**, Chief Financial Officer:

Most of the Shareholders' equity in Asia Aviation Plc. belongs to Mr. Tassapon Bijleveld at the proportion of approximately 41 percent. The remaining balance belongs to minority shareholders and mutual funds. Therefore, Asia Aviation Plc.'s major shareholder is Mr. Tassapon Bijleveld, who is the Chief Executive Officer as well as Director.

- **Mr. Wicha Chokepongpan,** a shareholder attending in person:

Are 60 percent of the Company's shares held by the Shareholders in Thailand listed in the Stock Exchange?

- **Mr. Santhat Sanguandikul**, Chief Financial Officer:

Yes. They are listed in the Stock Exchange of Thailand.

There was no opinion nor question from the Shareholders on this agenda. Then, Chairman of the Meeting informed that this was the matter for acknowledgement, which did not require any resolution. Chairman requested the Meeting to acknowledge the Board of Directors' report on the Company's 2017 operating performance and 2017 Annual Report as presented.

Agenda 4: To consider and approve the Balance Sheet (Statements of Financial Position) and Statements of Income for 2017

The Chairman stated to the Meeting that, according to Public Company Limited Act, B.E. 2535(1992), companies shall prepare Balance Sheet and Profit & Loss Statement as at the end date of the accounting period, to be audited by auditors and presented to the Shareholders' Meeting at the Annual General Meeting for approval. The Company's Financial Statements, ending on December 31, 2017, were audited and signed by Mr. Paiboon Tunkoon, Certified Public Accountant, from PriceWaterHouseCoopers ABAS Co., Ltd., and reviewed by the Auditing Committee. Mr. Santhat Sanguandikul, Chief Financial Officer, was asked to inform the Meeting.

Mr. Santhat Sanguandikul reported to the Meeting that 2017 Operating Results of Thai AirAsia Co., Ltd. reflected total revenue of 35,932 million baht, 11 percent increasing in comparison with 2016; net profit of 2,688 million baht, 21 percent decrease comparing to 2016 due to the increasing oil price; and, earnings per share of 61.71 baht. Year 2017 total assets were 38,902 million baht, increasing 19 percent; total liabilities of 28,280 million baht, increasing 21 percent from 2016 due to fleet expansion; and shareholders' equity of 10,622 million baht, increasing 14 percent from 2016 in line with the growth in operating performance.

Regarding Asia Aviation Plc., as Holding Company of Thai AirAsia Co., Ltd. with 55 percent shareholding, 2017 Separate Financial Statements reflected total revenue of 25 million baht, resulting from Management Fee from Thai AirAsia Co., Ltd.; net profit of 733 million baht close to the amount of 740 million baht in 2016, which was the dividend paid from Thai AirAsia Co., Ltd. and 2017 earnings per share of Baht 0.1510, close to Baht 0.1525 in 2016; total assets were at 3,200 million baht, comparing to 2016 total assets of 3,191 million baht; total liabilities were at 58 million baht, comparing to 2016 total liabilities of 53 million baht; and shareholders' equity of 3,142 million baht comparing to 3,137 million baht in 2016. Consolidated Financial Statements Year 2017 reflected total revenue of 35,932 million baht, 11 percent increasing in comparison with 2016; net profit of 1,477 million baht decreasing 21 percent; earnings per share of 0.3046 baht, total assets of 62,774 million baht, 11 percent increasing in comparison with 2016; total liabilities of 31,321 million baht, 18 percent increasing in comparison with 2016; and shareholders' equity of 22,006 million baht, 3 percent increasing in comparison with 2016.

The following shareholders asked the questions:

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

Refer to the recent volatile oil price as well as the meeting between OPEC and Russia in June this year, how can the Company cover its risks from oil price volatility? Moreover, if oil price continues its upward trend, will the Company adjust its airfare?

- **Mr. Tassapon Bijleveld**, Chief Executive Officer:

Last year, oil price increased a lot. But the decrease in previous year profitability was due to 2 main factors. First factor was oil price. Second was that in January last year, the government imposed excise tax. It was impossible for the Company to increase its air fare from the advanced ticket sales. It took almost the whole year for the Company to gradually increase its prices. The air fare currently sold has already covered the increasing oil price, which would be reflected in the upcoming first quarter operating performance. For hedging, currently we buy approximately 16 percent forward contracts for oil. Due the the gradual oil price increase and the high forward oil price bought by the Company, we plan to hedge at approximately 30-50 percent. However, from last year to the first quarter of this year, we have hedged 18 percent of oil consumption (less than half of the planned amount). But air fare has already been adjusted. If the oil price continues increasing, the Company will collect fuel surcharge, which has not yet been collected at the moment.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

Must the fare increase be discussed among the airlines in Thailand?

- **Mr. Tassapon Bijleveld**, Chief Executive Officer:

There is no discussion among the airlines because we compete with our competitors over prices. If we increase or decrease the price, our competitors will do the same. While other airlines get loss but we still make profit (eventhough it is marginal but it is better). If we increase the price, our competitor will do the same. Looking at Quarter 1 performance, you will see that the Company has managed to increase the price to cover the higher oil price.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

At present, there is a plan to increase 7 aircraft. Will there be an additional increase at the end of the year?

- **Mr. Tassapon Bijleveld**, Chief Executive Officer:

I don't think so.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

What is the break-even point? Approximately how many years will one aircraft payoff?

- **Mr. Tassapon Bijleveld**, Chief Executive Officer:

Break-even point for each route must be within 6-8 months. But if you talk about the break-even point for each aircraft, it is difficult to compute because it depends on many variables namely interest on the purchase date and volatile oil price. However, each of the Company's aircraft will be fully utilized for 12 years before replacement.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

Which point do you exactly mean regarding the break-even point within 6-8 months?

- **Mr. Tassapon Bijleveld,** Chief Executive Officer:

Profitability for the new route must be realized within 6-8 months. If not, the Company needs to close it and find the new one.

There was no further opinion nor question from the Shareholders on this agenda. Then, Chairman requested that the Meeting approve the Balance Sheet (Statements of Financial Position) and Statements of Income for 2017, as presented; and informed that this agenda shall be approved with resolution of the majority votes of the Shareholders, present and voting at the Meeting, and that any disagreed or abstained shareholders or proxies shall raise their hands and cast their votes on the ballot paper.

Resolution

The Meeting had a resolution to approve the Balance Sheet (Statements of Financial Position) and Statements of Income for 2017 with the majority votes of the attending shareholders who cast the following votes:

Approved	3,076,812,227	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	0.0000%
Abstained	47,000	votes	not count as vote base	-
Voided ballot	0	votes	not count as vote base	-
Total votes (535 shareholders)	3,076,859,227	votes		

Agenda 5: To acknowledge the interim dividend payment and approve the omitting of net profit as legal reserves and the withholding of dividend payment for the year-end 2017

The Chairman stated to the Meeting that, according to Public Company Limited Act, B.E. 2535(1992), upon interim dividend payment, companies shall report such dividend payment to the Shareholders' Meeting at the following Shareholders' Meeting.

Moreover, according to the Public Company Limited Act, B.E. 2535(1992), companies must appropriate a part of the Annual Net Profit as Reserve Fund at no less than 5 percent of the Annual Net Profit, subtracts with the amount representing the accumulated loss carried forwards (if any), till the Reserve Fund reachs at no less than 10 percent of the registed Capital.

Mr. Santhat Sanguandikul, Chief Financial Officer, was asked to inform additionally to the Meeting.

Mr. Santhat Sanguandikul, reported to the Meeting that, Dividend payment policy of the Company and Thai AirAsia Co., Ltd., as a subsidiary and a core business running company, will take into account the operating results, liquidity, cash flow, financial position, terms and conditions of dividend payment as may be stipulated in the Loan Agreement, Debenture, or relevant Agreements with provisions of implementation of the future business plan, capital requirement, and other factors as may be deemed appropriate by the Board of Directors.

By the resolution of the Board of Directors' Meeting No. 4/2017 held on November 9, 2017, interim dividend payment was approved in cash from operating period for January 1 - November 10, 2017, at 0.15 baht per share, total 727.5 million baht, who are entitled to receive the dividend on November 24, 2017 and already paid to the Shareholders on December 7, 2017. It was deemed expedient to present it to the Shareholders' Meeting for acknowledgement of such Interim Dividend Payment.

Since, year 2016 the Company reserved the appropriation of profit in amount of 21.99 million baht, total legal reserve at the amount of 48.50 million baht equals to 10 percent of the registered capital as required by laws and It was deemed expedient to present it to the Shareholders' Meeting approve the omitting of the net profit as legal reserves from 2017 operating performance.

However, the Board of Directors found it expedient to present it to the Shareholders' Meeting for approval of the withholding of dividend payment from the last operating performance (November 11 - December 31, 2017) as the Company mainly earned income from the dividend of Thai AirAsia Co., Ltd., as a subsidiary and a core business running company. The Board of Directors of Thai AirAsia Co., Ltd. resolved that dividend of the last period of 2017 be omitted due to Thai AirAsia Co., Ltd. having paid interim dividend to Shareholders in accordance with the Board of Directors' resolution on November 9, 2017 at 30.50 baht per share, total 1,328.44 million baht. Thai AirAsia Co., Ltd., therefore, found it necessary to reserve the remaining amount of cash for purchase of aircraft in order to enlarge the fleet to support its future growth.

The following shareholders asked the questions:

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

As per the record, did Asia Aviation Plc. pay dividends for 2 times last year?

- **Mr. Santhat Sanguandikul**, Chief Financial Officer:

In 2017 same as in 2016 and 2015, the interim dividends were all paid only once a year at Baht 0.10, Baht 0.15 and Baht 0.15 respectively.

There was no further opinion nor question from the Shareholders on this agenda. Then, Chairman requested that the Meeting acknowledge the interim dividend payment and approve the omitting of net profit as legal reserves and the withholding of dividend payment for the year-end 2017 as presented; and informed that this agenda shall be approved with resolution of the majority votes of the Shareholders, present and voting at the Meeting, and that any disagreed or abstained shareholders or proxies shall raise their hands and cast their votes on the ballot paper.

Resolution

The Meeting had a resolution to acknowledge the interim dividend payment and approve the omitting of net profit as legal reserves and the withholding of dividend payment for the year-end 2017 with the majority votes of the attending shareholders who cast the following votes:

Approved	3,076,829,227	votes	equivalent to	99.9999%
Disapproved	3,000	votes	equivalent to	0.0000%
Abstained	27,000	votes	not count as vote base	-
Voided ballot	0	votes	not count as vote base	-
Total votes (535 shareholders)	3,076,859,227	votes		

Agenda 6 To consider and approve the appointment of the Company's external auditors and their remuneration for 2018

The Chairman stated to the Meeting that, according to Public Company Limited Act, B.E. 2535(1992), the Annual General Meeting of Shareholders shall appoint auditors and impose the auditing fees every year. The existing auditors may be re-appointed. According to the Notification of the Securities and Exchange Commission, listed companies shall rotate auditors if the existing auditor had reviewed or audited and given opinions the company's financial statements for 5 accounting periods consecutively. A new auditor from the same auditing office of the former auditor may be appointed. However, the company may re-appoint the former auditor, who retired from his office due to rotation of auditors, upon completion of at least two accounting periods as from the date of the former auditor retiring from his office.

Mr. Santhat Sanguandikul, Chief Financial Officer, was asked to inform the Meeting.

Mr. Santhat Sanguandikul reported to the Meeting that the Board of Directors and the Audit Committee had considered and selected auditors from EY Office Ltd. as the Company's external auditors for the year 2018 in consideration of their experiences and internationally recognized performance standard. In addition, in order to standardize the audit within AirAsiaGroup, which will increase its coordinating efficiency. The proposed Auditing Company and Auditors had neither relationship nor conflict of interest with the Company, the Management, or the Major Shareholders or Related Parties thereof.

The auditors from EY Office Ltd. are as follows:

1)	Mr. Termphong Opanaphan	CPA (Thailand) No. 4501 (never signed the Company's audited financial statements.)
2)	Miss Manee Rattanabunnakit	CPA (Thailand) No. 5313 (never signed the Company's audited financial statements.)
3)	Miss Kosum Cha-em	CPA (Thailand) No. 6011 (never signed the Company's audited financial statements.)

Any of the above auditors can conduct the audit and express an opinion on the Company's financial statements. Should any of the aforementioned auditors cannot perform his or her duty, EY Office Ltd. is authorized to delegate another one of its certified public accountant to conduct the audit.

In addition, it was deemed appropriate to impose the Company's 2018 Auditing Fees and Quarterly Review Fee at 1.00 million baht, a decrease of 0.065 million baht. EY Office Ltd. was selected as the Auditing Office for the Subsidiary in 2018 as well, with the Subsidiary's 2018 Auditing Fees and Quarterly Review Fee at 4.40 million baht, increasing from 2017 for 0.54 million baht. The increasing of auditing fees were higher due to more entries and auditing work according to the Company's and the Subsidiary's business growth as well as inflation rate.

The following shareholders asked the questions:

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

Please show 2016 auditing fee. Why did you change to the new auditor with the increase in auditing fee, compared to the previous auditor, which might be cheaper?

- **Mr. Santhat Sanguandikul,** Chief Financial Officer:

For 2016 auditing fee, I will ask our team to provide the information. For 2018, total auditing fee is 5.4 million baht comparing to 4.9 million baht in 2017. Extra charge is on IT audit. After combining IT audit charge to 2017 auditing fee, total auditing fee for this year will be 5.4 million baht, an increase of 5 percent only, in line with work load or sales volume of the Company, which is growing every year.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

Is IT audit necessary for the Company?

- **Mr. Santhat Sanguandikul,** Chief Financial Officer:

IT audit is very important. Please refer to 2 issues highlighted in the audit report regarding our accounting. First issue is on revenue. The Company's revenue is realized from online booking. Therefore, in order to test that revenues are entered into the financial statements, the auditor has to audit the online booking system. Therefore, it is necessary for the Company to pay the auditing fee of 5.4 million baht, which EY Office Ltd. has already included IT audit charge.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

Last year, did PricewaterhouseCoopers ABAS Ltd. provide the same IT audit with random check on the system?

- **Mr. Santhat Sanguandikul,** Chief Financial Officer:

Yes.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

Does EY Office Ltd. have experiences in auditing any airline?

- **Mr. Santhat Sanguandikul,** Chief Financial Officer:

Three of EY Office Ltd. auditors have never auditied our company. However, EY Office Ltd. in Thailand audited used to audit 1 airline i.e. Bangkok Airways.

There was no further opinion nor question from the Shareholders on this agenda. Then, Chairman requested that the Meeting approve the appointment of the Company's external auditors and their remuneration for 2018 as presented; and informed that this agenda shall be approved with resolution of the majority votes of the Shareholders, present and voting at the Meeting, and that any disagreed or abstained shareholders or proxies shall raise their hands and cast their votes on the ballot paper.

Resolution

The Meeting had a resolution to approve the appointment of the Company's external auditors and their remuneration for 2018 with the majority votes of the attending shareholders who cast the following votes:

Approved	3,076,712,727	votes	equivalent to	99.9971%
Disapproved	87,000	votes	equivalent to	0.0028%
Abstained	59,800	votes	not count as vote base	-
Voided ballot	0	Votes	not count as vote base	-
Total votes (536 shareholders)	3,076,859,527	Votes		

Agenda 7: To consider and approve the appointment of the Company's directors to replace those who will retire by rotation in 2018

The Chairman informed the Meeting that three directors who were due to retire by rotation in the 2018 Annual General Meeting of Shareholders, namely, the Chairman himself (Mr. Vichate Tantiwanich), Mr. Preechaya Rasametanin and Mr.Phairat Pornpathananangoon who would like to excuse themselves from the Meeting in this agenda item and then requested Mr. Nuttawut Phowborom, Chairman of the Nomination and Remuneration Committee, to proceed with the Meeting in Agenda 7 instead.

- Three directors excuse from the Meeting -

Mr. Nuttawut Phowborom informed the Meeting that according to Public Company Limited Act, B.E. 2535(1992), and the Company's Articles of Association, Article 17, one third of all directors shall retire from their office upon completion of the office term at the Annual General Meeting of Shareholders. Retired directors may be re-elected to the office.

The Company permitted Shareholders to nominate qualified persons to be selected as the Company's Directors for the Board of Directors to consider in advance from December 15, 2017 to January 31, 2018. However, no Shareholders nominated any person to be selected as Director. Therefore, three directors who were due to retire by rotation in the 2018 Annual General Meeting of Shareholders, were as follows:

Name of Director	Positions
7.1 Mr. Vichate Tantiwanich	Chairman/ Chairman of the Audit Committee /Remuneration and Nomination Committee
7.2 Mr. Preechaya Rasametanin	Director
7.3 Mr. Phairat Pornpathananangoon	Director

Therefore, the Board of Directors consideration and recommended to propose the Meeting to re-appoint the following three retired directors by rotation in 2018, as the directors in another term

Those all three directors were knowledgeable, competent, and experienced in various fields as may be useful to the Company's operation, fully qualified in accordance with Public Company Limited Act, B.E. 2535(1992), and the Notification of the Securities and Exchange Commission, and not disqualified by Securities and Exchange Act, B.E. 2535(1992), other laws, and relevant regulations. Resume of each Director appeared in the Supplementary Document of Notice of Meeting *(Attachment 3)*.

No Shareholders then opined or queried at this agenda. The Chairman requested that the Meeting approve the appointment of the Company's directors to replace those who will retire by rotation in 2018 as presented; and informed that this agenda shall be approved with resolution of the majority votes of the Shareholders, present and voting at the Meeting. The vote for this agenda will be casted for the individual director by using the ballots given to you. The Company will collect every ballot whether approved, disapproved or abstained.

Resolution

The Meeting had a resolution to approve the re-appointment of the Company's directors retiring by rotation in 2018 as the directors for another term with the majority votes of the attending shareholders who cast the following votes:

Agenda 7.1	Mr. Vichate Tantiwanich to be re-appointed as the director			
Approved	3,076,859,827	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	0.0000%
Abstained	49,700	votes	not count as voting base	-
Voided Ballot	0	votes	not count as voting base	-
Total votes (542 shareholders)	3,076,909,527	votes		
Agenda 7.2	Mr. Preechaya Rasametanin to be re-appointed as the director			
Approved	3,057,839,827	votes	equivalent to	99.9986%
Disapproved	40,000	votes	equivalent to	0.0013%
Abstained	19,029,700	votes	not count as voting base	-
Voided Ballot	0	votes	not count as voting base	-
Total votes (542 shareholders)	3,076,909,527	votes		

Agenda 7.3	Mr.Phairat Pornpathananangoon to be re-appointed as the director			
Approved	3,076,639,027	votes	equivalent to	99.9986%
Disapproved	40,000	votes	equivalent to	0.0013%
Abstained	230,500	votes	not count as voting base	-
Voided Ballot	0	votes	not count as voting base	-
Total votes (542 shareholders)	3,076,909,527	votes		

Mr. Nuttawut Phowborom invited those three directors who were retired by rotation in the 2018 Annual General Shareholders' Meeting, return to the Meeting.

Agenda 8 To consider and approve the remuneration of the Company's Board of Directors for 2018

Chairman of the Meeting asked Mr. Nuttawut Phowborom, Chairman of the Nomination and Remuneration Committee, to provide information to the Shareholders.

Mr. Nuttawut Phowborom informed to the Meeting that, in accordance with the Public Limited Companies Act B.E. 2535(1992) and Article 22 of the Company's Articles of Associations, the Company's directors are entitled to receive the remuneration from the Company. The remuneration includes reward, meeting allowance, gratuity, bonus, or other remuneration paid in other forms as considered by the Shareholders' Meeting.

The Board of Directors, having considered, agreed with the Nomination and Remuneration Committee's opinion and imposed 2018 Directors' Remuneration in consideration of reasonable remuneration agreeable with the Company's performance, responsibilities, and performance of each Director. Such remuneration was appropriate, comparable to that of the markets and listed companies of similar scale, and sufficient to motivate and maintain qualified Directors with the Company. The remuneration of the Company's Board of Directors for 2018 remains unchanged as follows.

Monetary Remuneration:

1) Each director shall receive the monthly remuneration of 80,000 baht and 80,000 baht allowance for each meeting attendance. Should there be more than 1 meeting in any month, each director shall receive only 80,000 baht allowance in the month. The Chairman of the Board of Directors shall receive the monthly remuneration of 100,000 baht and 100,000 baht allowance for each meeting attendance. Should there be more than 1 meeting in any month, the Chairman shall receive only 100,000 baht allowance in the month.
2) The monthly remuneration for the Audit Committee (in addition to the remuneration as the directors) shall be 80,000 baht. The Chairman of the Audit Committee shall receive the monthly remuneration of 100,000 baht.
3) Upon being appointed by the Board of Directors or the Chairman of the Board to a Committee, a Sub-Committee or a Working Group, the said director shall receive an additional remuneration as the meeting allowance for 40,000 baht per meeting attendance. Should there be more than 1 meeting in any month, each director shall receive only 40,000 baht allowance in the month.

4) The Board of Directors shall receive the bonus for 0.5% of the dividend and the allocation shall be as specified by the Board of Directors.

Other remuneration - Ticket Benefits

Each director (and his family members, meaning spouse and legitimate children) is entitled to one free round-trip ticket for any destination per month, in total twelve times in one year. The directors are entitled to the said benefit only while they are serving their office terms as the directors of the Company.

Nonetheless, Executive directors shall not receive any remuneration as members of the Board or Sub-committee. Scope of duty and responsibility of the Board of Directors in the Company's 2017 Annual Report, sent to the Shareholders together with Notice of Meeting.

No Shareholders then opined or queried at this agenda. The Chairman requested that the Meeting approve the remuneration of the Company's Board of Directors for 2018 as presented; and informed that this agenda shall be approved with resolution of not less than 2/3 of all the votes from the attending shareholders, and that any disagreed or abstained shareholders or proxies shall raise their hands and cast their votes on the ballot paper.

Resolution

The Meeting had a resolution to approve the remuneration of the Company's Board of Directors for 2018 with not less than 2/3 of all the votes from the attending shareholders as follows:

Approved	3,076,874,327	votes	equivalent to	99.9971%
Disapproved	45,000	votes	equivalent to	0.0014%
Abstained	42,000	votes	equivalent to	0.0013%
Voided ballot	0	Votes	equivalent to	-
Total votes (545 shareholders)	3,076,961,327	Votes	equivalent to	-

Agenda 9 Other matters (If any)

The Chairman stated to the Meeting that this agenda had been established for shareholders to query and/or opine to the Board of Directors (if any), and/or for the Board of Directors to clarify and answer the Shareholders' query without presentation of any other subject for approval by the Meeting and without resolution passed for this agenda.

The following shareholders asked the questions:

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

I have not received information on 2017 auditing fee.

- **Mr. Santhat Sanguandikul**, Chief Financial Officer:

Auditing fee for 2016 was 4.76 million baht. Audit fee for 2017 is 4.925 million baht, an increase of approximately 3 percent. If including IT audit of approximately 200,000 baht, total increase will be approximately 7 percent. While comparing 2018 and 2017, the increase is approximately 5 percent. Total auditing fee in 2017 was approximately 5.10 million baht (4.90 million baht and 200,000 baht).

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

Did PricewaterhouseCoopers ABAS Ltd. terminate the service or did the Company change to EY Office Ltd.?

- **Mr. Santhat Sanguandikul**, Chief Financial Officer:

The Company decided to change the external auditor due to 2 reasons. Firstly, PricewaterhouseCoopers ABAS Ltd. had audited us for quite some time so we look for another auditing firm of the same standard to take this job. Secondly, to make the same auditing standards as other companies within AirAsia Group in this region in term of intercompany transactions so as to facilitate the smooth audit and coordination.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

Where does it cover in this region?

- **Mr. Santhat Sanguandikul**, Chief Financial Officer:

Malaysia, Philippines, Indonesia, all.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

On page 156 of the annual report, under cash flow from operating activities, the Company had 416 million baht loss from foreign exchange when comparing with the amount of 112 million baht in the previous year. What are the causes? Does the Company have Treasury Manager?

- **Mr. Santhat Sanguandikul**, Chief Financial Officer:

This transaction is under “Unrealized Gain” in the previous year. Due to Baht appreciation, there is an unrealized gain.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

Is it a loss since the numbers are in parenthesis?

- **Mr. Santhat Sanguandikul**, Chief Financial Officer:

It is the net profit from foreign exchange in cash flow statement. This transaction is deducted from cash flow statement because the Company has not realized it on cash basis.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

But the number is in parenthesis. Does it mean loss?

- **Mr. Santhat Sanguandikul,** Chief Financial Officer:

Number in parenthesis is a profit. This is the non-cash transaction (unrealized gain from foreign exchange) valuing 416 million baht in the previous year. The main reason is due to Baht appreciation when comparing with US dollar in 2017.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

Does this transaction represent the airfare to other countries?

- **Mr. Santhat Sanguandikul,** Chief Financial Officer:

If the Shareholders see the Balance Sheet, they will see assets and liabilities. However, for the net value, one part of the Company's loans is in US dollar with interest expense of approximately 19,000 million baht. Therefore, the Company has gain or loss from foreign exchanage whenever there are changes on foreign exchange. However, the Shareholders can be relaxed since the Company has already hedged the foreign exchange risk at approximately 100 percent. Most of the loans exhibited in the Balance Sheet will be paid in Thai Baht.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

I have some recommendations from viewing Thai AirAsia advertisement of attraction sites in the subway abroad. It would be nice to add the country name for marketing purpose. Other passengers question about the location/country where the advert was made. Call center contact number should also be provided for asking information.

- **Mr. Santisuk Klongchaiya,** Director of Commercial:

Thank you. We will take this for consideration.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

I have a question on hedging policy on oil price volatility for 2018 and in the future. What are the management's views? Please elaborate on page 167 regarding "Fuel price swap agreements with AirAsia Berhad".

- **Mr. Tassapon Bijleveld**, Chief Executive Officer:

Normally the Company has the hedging contracts, which you can trace back for several years, except last year. The Company will buy forward contracts or hedge approximately 50 percent. However, last year oil price increased quickly and high. Therefore, we could not buy forward contracts in time. If we bought the contracts, we had to pay premium plus actual price, which could be higher than the current price at that time. At the moment, we cover approximately 18 percent only. If oil price decreases or premium of the forward decreases, leading to the reasonable cost, we will buy more hedging contracts. Our intention is to hedge at approximately 30-50 percent as originally planned. We cannot do so at the moment since premium on the actual price is quite high.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

If we buy more forward contracts, it will lead to the increase in air fare. Is this the direct impact?

- **Mr. Tassapon Bijleveld**, Chief Executive Officer:

Yes. If oil price increases, the Company has to adjust air fare. Today, we adjust the fare by taking competitors' prices, fluctuating oil price and cost into consideration.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

In other airlines business, how much do they buy forward contracts? Is it about 18 percent or 30 percent same as us?

- **Mr. Tassapon Bijleveld**, Chief Executive Officer:

I have never had experiences in other airlines.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

In the market, when oil price tends to increase. The Company is one of those companies that stock price will go down. This is my concern.

- **Mr. Tassapon Bijleveld**, Chief Executive Officer:

The Shareholders may be frightened. At the end, we need to look at the airline's performance.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

1. For the 7 aircraft, when do you plan to increase them? How many aircraft will be added this year and next year?
2. The Company emphasizes on CLMV. But there is also a new route to Japan.
3. Jack Ma and Eastern Economics Corridor (EEC), will there be any effects to the Company?
4. Regarding King Power Management selling out their shares, will there be any impact on the Company?
5. The Company's dividend yield is approximately 2 percent since it is the capital-intensive company that must invest more on aircraft. Is this correct?
6. When there is news about riots in each country, they will affect the airline businesses? Please provide your opionion on this issue and do we have any insurance coverage?

- **Mr. Tassapon Bijleveld**, Chief Executive Officer:

The airline that has the new route to Japan is Thai AirAsia X (with the huge aircraft), nothing related to Asia Aviation Plc.

U-Tapao is located in EEC. The Company plans to invest there. Currently, we have 2 aircraft in U-Tapao for both domestic and regional flights and also international flights. If EEC plan is more concrete, we will put the pin there and expand our fleets.

This year we will receive 7 new aircraft. 3 aircraft have been received. 4 aircraft will be received in Quarters 3 and 4. Next and the following years, we plan to receive average 5 aircraft per year.

We have plan and rehearsal with Airport Authority of Thailand and its Security Department so that we can be ready when there are any riots.

I bought back the shares from King Power Group, our last year shareholders and will invite the new Board members to the Company. In fact, most of the Board members are the same persons as when we established the Company. Therefore, Asia Aviation Plc. are very strong. Thank you for your concern.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

How King Power Group provide benefits to the Company? After leaving the Company, which parts will be affected?

- **Mr. Tassapon Bijleveld**, Chief Executive Officer:

There is no impact. Everything remains the same. Though King Power is no longer the Company's major shareholder, but we still sell duty-free goods from King Power.

- **Mr. Siriwat Worawetwuttikun**, a shareholder attending in person and proxy holder:

First of all, I would like to congratulate the Chairman of the Board to act as Chairman of the Meeting for the first time. However, there is some error on overpassing the votes from Agenda 6. However, that is no big deal because we can still make correction.

Second, I appreciate the Board of Directors and The Management for the good preparation of annual report. April is the season of shareholders' meeting. I attended many shareholders' meeting and at present, many other companies have already prepared their annual report in the CDs. In my opinion, I am not sure how many of the thousand of shareholders will information read from CDs. Though I know how to read, but the letters are very small. At the shareholders' meeting, we are here to approve the financial statements but there are no financial statements to review. I think that no need to print thousands of copies. Only a few hundreds of copies should be enough. Today I would like to thank and appreciate the Company for your good preparation. Normally I will throw the annual report. Nevertheless, for this company, I will keep it.

May I talk about the Meeting venue. This location is quite far and not enough parking lots. Please take into consideration.

Next topic is about the issue raised by the lady shareholder. I would like to share that I hold shares of Asia Aviation, Bangkok Airways (IPO at Baht 25 and current price of Baht 15), Nok Air (IPO at Baht 12 and current price of Baht 3). For Thai AirAsia, not only the dividend that I receive, but there is also no capital loss. I do not say that I have capital gain because I have not yet sold the shares. Therefore, I would like to ask the Board and management team how do you manage this budget airline to earn profits and pay dividends. Last year, all airlines were affected due to increasing oil price. If the world oil price keeps on increasing, how will the Company handle this situation? As Mr. Tassaporn said that, the Company hedges to cover the risk. Nevertheless, let assume that the West Texas oil price increases to US dollars 80, how will the Company with this situation?

I remember that I attended the Meeting a few years ago. You said that Thai AirAsia market share is at approximately 50 percent. Today, do we still have 50 percent market share? Are we still the market leader? How do you manage to make all the passengers, the competitors as well as the Shareholders be happy?

- **Mr. Tassapon Bijleveld**, Chief Executive Officer:

Thai AirAsia has more than 5 thousand employees. We have the same standpoint i.e. the discipline on cost. We can manage our costs well, keep ourselves small, sell the tickets at low cost but yet profitable. If not including oil price in the previous year, other costs of the airline did not increase at all. Oil price is the only cost that fluctuated. When oil price increased, we also adjusted the air ticket price.

Second question: If oil price moves up to US dollars 80, what will we do? Don't forget that we have not yet collected fuel surcharge today but we still make profits. Looking at Quarter 1 performance, you can see that we can increase airfare higher than the oil price. If oil price keeps on increasing, we need to collect fuel surcharge same as what we did 4-5 years ago when the oil price was at US dollars 100. If not mistaken, we collected the fuel surcharge at Baht 100 for domestic flight and Baht 150, 200, 250 to 300 for internal flights (the further distance, the more fuel surcharge). We do not want to do this since fuel surcharge will discourage people from travelling. Today, our load factor is at 87 percent because our airfare is quite competitive. I would like to see our load factor at 87-90 percent. Therefore, if not necessary and if we can still make profits, we will not collect fuel surcharge. This will be our last option. When oil price increase to certain point, we will inevitabily collect fuel surcharge.

For the previous market share of 50 percent, we take only budget airline into consideration. At the recent 2-3 years, overall, we have approximately 30 percent market share. The second and third rivals have approximately 19 percent and 18 percent respectively (about half of our market share). We can still remain number one in the market.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

I would like to propose discount card for the long-term shareholders as profit returns to the Shareholders.

In addition, for the next Shareholders' Meeting, please select the venue on skytrain or MRT lines. No need to choose the expensive hotel.

Morever, I think that the Company should assign a person to watch exchange rates and oil price directions. It is appropriate to hire outstanding financial expert to watch out the economics directions.

There are only the routes to CLMV. Is there any chance to expand to Europe?

- **Mr. Tassapon Bijleveld,** Chief Executive Officer:

Small aircraft cannot fly to Europe.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

Refer to page 167 on the annual report regarding Fuel price swap agreements with AirAsia Berhad, may I ask the management to elaborate on this point?

- **Mr. Tassapon Bijleveld,** Chief Executive Officer:

When we make oil purchase contract or hedging contract, we will combine airlines from every country under AirAsia via Company in Malaysia so to get the total volume to negotiate for the cheaper price.

- **Miss Nuchanard Youngchana**, a shareholder attending in person:

Are the future contracts purchase in Malaysia?

- **Mr. Tassapon Bijleveld,** Chief Executive Officer:

We purchase via many banks by our representative in Malaysia so to combine the volume for better discount.

- **Mr. Siriwat Worawetwuttikun,** a shareholder attending in person and proxy holder:

The trick from Mr. Tassapon is that not only Mr. Tassapon, the Board of Directors and the management, but also all Thai AirAsia employees totaling more than 5 thousand people combine as one. We are willing to work for the Company as their own businesses. Though they may not hold the Company's stocks but they work as they are the Shareholders. I would like all the Shareholders to clap for all Thai AirAsia's more than 5 thousand employees who make the Company profitable. This is the secret and I would like to represent everyone here to thank all of the employees.

- **Mr. Vichate Tantiwanich,** Chairman of the Meeting:

I would like to thank all the employees and shareholders, especially Mr. Siriwat who provided the clearly analytical talk. I would also like to thank all of you who shared your opinion and mentioned about all Thai AirAsia employees. Thank you very much for all of the Shareholders who spare your time to the Meeting today.

No Shareholders then opined or queried. Therefore, the Chairman of the Meeting summarized number of attendants. There were 121 shareholders attending the Meeting representing 2,053,827,975 shares and 425 proxies representing 1,023,136,852 shares, with the total 546 attendants representing 3,076,964,827 shares, equivalent 63.4426 percent of the total issued share capital. The Company will provide the minute of the Annual General Meeting which summarizes the signifinincant details of all agendas and submit to the Stock Exchange of Thailand and the Ministry of Commerce by the time specified by law. The Company will also publish the minute of the Annual General Meeting via the Company's website. The Chairman of the Meeting thanked all the Shareholders and would take all the comments for further improvement and then closed the Meeting.

The Meeting closed at 15.35 hrs.

(Signature)

(Mr. Vichate Tantiwanich)

Chairman of the Meeting

(Signature)

(Ms. Nisres Distes)

Company Secretary

Profiles of the retiring director proposed for re-appointment

Mr. Santisuk Klongchaiya

Position: Director/ Chief Executive Officer
(The Director who is authorised to sign on behalf of the Company)

The date of appointment as Director: December 13, 2011

The date of appointment as Chief Executive Officer: May 14, 2018

Age (years): 53

Education/ Training:

- Master Degree of Science Thammasart University, Master in Marketing Program
- Bachelor Degree of Business Administration Major in Marketing, Assumption University (ABAC)
- Directors Certification Program (DCP 143/2011), Thai Institute of Directors Association (IOD)
- Financial Statement For Directors Class 11/2011, Thai Institute of Directors Association (IOD)

Number of Shares and Percentage of Asia Aviation PLC (%)[(1)]: 0.20

Relationship with other Management[(2)]: - None -

5 years past and present work experience:

Period	Position	Company
2011 – present	Director	Asia Aviation Plc.
2018 – present	Chief Executive Officer	Asia Aviation Plc.
2017 – present	Director	Thai AirAsia Co., Ltd.
2018 – present	Chief Executive Officer	Thai AirAsia Co., Ltd.
2018 – present	Corporate Governance and Sustainability Committee	Thai AirAsia Co., Ltd.
2011 – 2018	Director of Commercial	Asia Aviation Plc..
2007 – 2018	Head of Commercial and Ancillary	Thai AirAsia Co., Ltd.
2015 – 2016	Director	Thai AirAsia Co., Ltd.

Director/ Management Position in other companies:

- Listed Company - None -
- Non-listed company - Thai AirAsia Co., Ltd.
- Other company that compete with/ relate to the company - None -

Attend of the Meeting in 2018:

- The Board of Directors Meeting - 7/7 times
- 2018 Annual General Meeting of Shareholder - 1/1 times

Illegal Record in past 10 years: - None -

(1) Including the shareholding from spouse and minor child

(2) Family relationship means relation by blood, wedding and registered by laws

Gp.Capt.Tanapat Ngamplang

Position: Director
(The Director who is authorised to sign on behalf of the Company)

Starting Date of Directorship: December 27, 2017

Age (years): 62

Education/ Training:

- Master of Business Administration in International Business, Krirk University
- Bachelor of Art in Public Administration, Sukhothai Thammathirat Open University
- Bachelor of Science in Electrical Engineering, Royal Thai Air Force Academy
- The National Defence College of Thailand (NDC 5222)
- Air Command and Staff course 1993
- Flying Safety Officers' Course of Royal Australia Airforce 1988
- Squadron Officer course 1987
- Flight instructor course 1982
- Flight navigator course 1981
- Royal Thai Air force pilot course 1980
- Directors Certification Program (DCP 143/2011) Thai Institute of Directors Association (IOD)
- Financial Statement for Directors class 11/2011 Thai Institute of Directors Association (IOD)

Number of Shares and Percentage of Asia Aviation PLC (%)[(1)]: 0.0268

Relationship with other Management[(2)]: - None -

5 years past and present work experience:

Period	Position	Company
2017 – present	Director	Asia Aviation Plc.
2016 – present	Consultant	Thai AirAsia Co.,Ltd.
2014 – 2016	Executive Vice President	Thai AirAsia Co.,Ltd.
2007 – 2016	Director/ Director of Flight Operations	Asia Aviation Plc.
2003 – 2014	Head of Flight Operations	Thai AirAsia Co.,Ltd.
2008 – 2011	Director	Thai AirAsia Co.,Ltd.

Director/ Management Position in other companies:

- Listed Company - None -
- Non-listed company - Thai AirAsia Co., Ltd.
- Other company that compete with/ relate to the company - None -

Attend of the Meeting in 2018:

- The Board of Directors Meeting - 6/7 times
- 2018 Annual General Meeting of Shareholder - 0/1 times

Illegal Record in past 10 years: - None -

(1) Including the shareholding from spouse and minor child

(2) Family relationship means relation by blood, wedding and registered by laws

M.L. Bovornovadep Devakula

Position: Director/ Director of Business Development
(The Director who is authorised to sign on behalf of the Company)

Starting Date of Directorship: December 27, 2017

Age (years): 58

Education/ Training:

- Bachelor of Science, State University of New York, USA
- Diploma in Science, Kemper Military College, Missouri, USA
- Directors Certification Program (DCP 144/2011), Thai Institute of Directors Association (IOD)
- Financial Statement For Directors class 12/2011, Thai Institute of Directors Association (IOD)

Number of Shares and Percentage of Asia Aviation PLC (%)[(1)]: 0.3578

Relationship with other Management[(2)]: - None -

5 years past and present work experience:

Period	Position	Company
Dec 2017 – present	Director	Asia Aviation Plc.
2011 – present	Director of Business Development	Asia Aviation Plc.
2018 – present	Executive Vice President	Thai AirAsia Co.,Ltd.
2014 – present	Director	Dalvey Holdings Co., Ltd.
2014 – present	Director	Econolodge Co., Ltd.
2004 – 2018	Head of Business Development	Thai AirAsia Co.,Ltd.
2011 – Aug 2017	Director	Asia Aviation Plc.
2014 – 2015	Director	Thai AirAsia Co.,Ltd.

Director/ Management Position in other companies:

- Listed Company - None -
- Non-listed company - Thai AirAsia Co., Ltd.
  - Dalvey Holdings Co., Ltd.
  - Econolodge Co., Ltd.
- Other company that compete with/ relate to the company - None -

Attend of the Meeting in 2018:

- The Board of Directors Meeting - 7/7 times
- 2018 Annual General Meeting of Shareholder - 1/1 times

Illegal Record in past 10 years: - None -

(1) Including the shareholding from spouse and minor child

(2) Family relationship means relation by blood, wedding and registered by laws

Information on proposed Amendment to Article 24 and Article 31 of the Company's Articles Association

Existing Articles of Association	Proposed Articles of Association	Rationale and Background
Chapter 5 Board of Directors		
Article 24. At a Meeting of the Board of Directors, there must not be less than one-half (1/2) of the total number of directors present to form a quorum. The Chairman of the Board of Directors shall preside as Chairman of the Meeting. In the event that the Chairman of the Board is not present at the Meeting or cannot perform his or her duty, if there is a vice-chairman, the vice-chairman will be the Chairman of the Meeting. If there is no such vice-chairman, or the vice-chairman cannot perform his or her duty, the Directors present at the Meeting may elect one of the other directors to be Chairman of that Meeting. Decisions of the Meeting shall be made by a majority vote. Each director is entitled to one (1) vote, but a director who has interests in any matter shall not be entitled to vote on that matter. In the event of a tie of vote, the Chairman of the Meeting shall have an additional casting vote.	Article 24. At a Meeting of the Board of Directors, there must not be less than one-half (1/2) of the total number of directors present to form a quorum. The Chairman of the Board of Directors shall preside as Chairman of the Meeting. In the event that the Chairman of the Board is not present at the Meeting or cannot perform his or her duty, if there is a vice-chairman, the vice-chairman will be the Chairman of the Meeting. If there is no such vice-chairman, or the vice-chairman cannot perform his or her duty, the Directors present at the Meeting may elect one of the other directors to be Chairman of that Meeting. At each Meeting of the Board of Directors, the Chairman of the Meeting may allow the Directors to attend the Meeting and perform any action with respect to the Meeting by means of teleconference, whereby at least the Directors amounting to one-third (1/3) of the quorum shall be present at the same place and all the Directors present at the Meeting shall be in Thailand at the time of the Meeting. The Meeting conducted by means of teleconference under the second paragraph shall contain information security measures by recording the audio, or video and audio, as the case may be, of every director present at the Meeting throughout the entire Meeting, as well as retaining the computer traffic log created by such recording, and imposing a Meeting control mechanism in accordance with the relevant laws.	The Announcement of the National Council for Peace and Order No. 74/2557 Re: Electronic Conferencing was issued to legitimate the Board of Directors' Meeting by means of teleconference provided that such subject shall be specified in the public limited company's article of association.

	The attendance of Directors by means of teleconference in accordance with the aforementioned methods and procedures shall be counted as a constitution of a quorum. Furthermore, such Meetings of the Board of Directors conducted by means of teleconference bear the same effects as any Meeting conducted in accordance with the means prescribed under the law and these Articles of Association. Decisions of the Meeting shall be made by a majority vote. Each director is entitled to one (1) vote, but a director who has interests in any matter shall not be entitled to vote on that matter. In the event of a tie of vote, the Chairman of the Meeting shall have an additional casting vote.	
Chapter 6 Shareholders' Meeting		
Article 31. The Board of Directors shall arrange for an Annual General Meeting of Shareholders to be held within four (4) months of the last day of the accounting year of the Company. Shareholders' Meeting other than the Meeting mentioned in the first paragraph shall be called Extraordinary General Meetings. The Board of Directors may call such an Extraordinary General Meeting at any time it deems appropriate. Shareholders holding shares amounting to not less than one-fifth (1/5) of the total number of shares sold, or shareholders numbering not less than twenty-five (25) people holding shares amounting to not less than one-tenth (1/10) of the total number of shares sold, may submit their request for the Board of Directors to call an Extraordinary General Meeting at any time, but the reasons for calling such a	Article 31. The Board of Directors shall arrange for an Annual General Meeting of Shareholders to be held within four (4) months of the last day of the accounting year of the Company. Shareholders' Meeting other than the Meeting mentioned in the first paragraph shall be called Extraordinary General Meetings. The Board of Directors may call such an Extraordinary General Meeting at any time it deems appropriate. One or more shareholders holding shares amounting to not less than ten (10) percent of the total number of shares sold may submit their request for the Board of Directors to call an Extraordinary General Meeting at any time, but the subject and reasons for calling such a Meeting must be clearly stated in the request in which case the Board of Directors shall call a Shareholders' Meeting to be held	The amendment is proposed for the purpose of compliance with the Public Limited Company Act B.E. 2535 as amended by the Order of the Head of the National Council for Peace and Order No. 21/2560 Re: Amendments of Laws to Facilitate the Ease of Doing Business, which provides the amendment regarding the convening of Shareholders' Meetings by the Shareholders, in the case where the Board of Directors fails to arrange for the Meeting as requested by the Shareholders.

Meeting must be clearly stated in the request in which case the Board of Directors shall call a Shareholders' Meeting to be held within one (1) month of the date of receipt of such a request from shareholders.	within forty-five (45) days of the date of receipt of such a request from shareholders. If the Board of Directors does not arrange for the Meeting of Shareholders within forty-five (45) month of the date of receipt of such a request from Shareholders, the Shareholders who subscribe their names or other shareholders holding shares amounting to the required amount may call the Meeting themselves within forty-five (45) days as from the date on which the period of forty-five (45) days that the Board of Directors shall convene the Meeting ends. In this case, the Meeting is deemed a shareholders Meeting called by the Board of Directors and the Company shall be responsible for the necessary expenses incurred from convening the Meeting and shall reasonably facilitate the Meeting. In the case where the number of shareholders present at the Meeting convened by the Shareholders under the fourth paragraph is not sufficient to constitute a quorum as required in Clause 33, the Shareholders under the fourth paragraph shall be jointly responsible to the Company for the expenses incurred from the convening of such Meeting.	

Attachment 5

Documentary evidences required for the right to attend the Meeting and to vote in the Shareholders' Meeting of the Shareholder or proxy

The Company shall convene the 2019 Annual General Meeting of Shareholders on April 24, 2019 at 14.00 hours at Don Muang Ballroom, lobby level, Amari Don Muang Airport Bangkok, 333 ChertWudthakas Road, Bangkok. In this connection, the Company shall proceed with a Barcode system so as to promote transparency, fairness and benefits for shareholders. The Company considers appropriate to impose procedures on review of documents and evidence identifying shareholders and proxies eligible to register, attend and vote at the Meeting as follows:

1. Proxy Form

The Department of Business Development, the Ministry of Commerce issued a notification re: Prescription of a Proxy Form (No. 5) B.E. 2550; the Company has therefore prepared a proxy form for shareholders who cannot attend the Meeting. A proxy may be any independent director.

1.1 The Company attaches to the Notice a Proxy Form B. which prescribes certain particulars.

1.2 In the event shareholders wish to apply a Proxy Form A. being a simple proxy form, or Proxy Form C. for foreign investors appointing custodians as depositary, both Forms can be downloaded from the Company Website www.aavplc.com

In all cases, please produce the Registration Form on which a Barcode is affixed on the date of Meeting. Shareholders may apply either Form A or B while foreign investors appointing custodians as depositary in Thailand can select Form A, B or C.

2. Documents to be produced prior to the Meeting

2.1 Person

2.1.1 Personal attendance: Unexpired original document issued by competent authorities i.e. ID Card, Civil Servant Card, or Driving License supported by any documents in case of change thereto; please produce the Registration Form as well.

2.1.2 Proxy:

- Any Proxy Form duly filled in and signed by shareholder and proxy;
- Valid copy of ID card or others issued by competent authorities of shareholder duly certified;
- Valid copy of ID card or others issued by competent authorities of proxy duly certified together with originals thereof at point of registration.
- The Registration Form on which a Barcode is affixed

2.2 Juristic Entity

2.2.1 Personal attendance by director:

- Copy of a company affidavit issued less than 6 months and duly certified by authorised director(s) containing particulars that director(s) attending the Meeting is(are) duly authorised;
- Valid Copy (ies) of ID Card or others issued by competent authorities duly certified by such director(s) together with originals thereof at point of registration.
- The Registration Form on which a Barcode is affixed

2.2.2 Proxy:

- Any Proxy Form duly filled in and signed by authorised director(s) of shareholder and proxy;

- Copy of a company affidavit issued less than 6 months and duly certified by authorised director(s) containing particulars that director(s) affixing signature(s) on the Proxy Form is(are) duly authorised;

- Valid copy (ies) of ID Card or others issued by competent authorities to director(s) who is(are) director(s) duly certified by him/her/them;

- Valid copies of ID Card or others issued by competent authorities to proxy duly certified together with originals thereof at point of registration.

- The Registration Form on which a Barcode is affixed

2.2.3 Custodian appointed as depositary by foreign investors

- Documents as under juristic entity 2.2.2 shall be prepared;

In the event custodian has been authorised to sign on proxy, the following documents shall be produced:

- A power of attorney appointing such custodian to sign on proxy;

- A confirmation letter that signatory has been licensed to engage in custodian business. If an original document is not made in English, please attach the English translation duly certified by director(s) of such juristic entity.

- The Registration Form on which a Barcode is affixed

3. Registration

The Company shall proceed with registration not less than two hours prior to the Meeting or from 11.00 hours, on April 24, 2019 at the venue with a map attached to the Notice.

4. Casting Votes Criteria

4.1 General agenda

4.1.1 A vote in each agenda shall be one share one vote. Shareholders shall only vote for: agree, disagree or abstain while splitting of votes is not allowed, except in the case of custodian.

4.1.2 Proxy:

- Proxy shall cast a vote only as specified in the Proxy; non-compliance shall not constitute a valid vote by shareholders.

- In the event no instruction has been specified, or instruction is not clear on the Proxy on each agenda, or the Meeting considers or votes on any issue other than those specified on the Proxy, or there would be any amendment to or change in facts, then proxy shall have discretion to consider and vote as appropriate.

4.2 Director agenda

According to Article 16 of the Company's Articles of Association, the Meeting of Shareholders shall elect directors in accordance with the rules and procedures as follows:

4.2.1 Every shareholder shall have one vote for each share of which he is the holder;

4.2.2 Each shareholder may exercise all the votes he has under 4.2.1 above to elect one or several director(s). In the event of electing several directors, he may not allot his votes to each unequally.

4.2.3 The persons receiving the highest votes in their respective order of the votes shall be elected as directors at the number equal to the number of directors required at that time. In the event of an equality of votes among the persons elected in order of respective high numbers of votes, which number exceeds the required number of directors of the Company at that time, the Chairman of the Meeting shall be entitled to a second or casting vote.

5. Procedures on Casting Votes

Chairman of the Meeting or officer shall explain casting vote: one share per one vote under the following procedures:

5.1 Chairman shall ask the Meeting to cast vote on each agenda as to agreement, disagreement or abstention. A vote shall be cast by shareholder or proxy on one opinion only (except in case of custodian by which Proxy allows).

5.2 Votes shall be counted only by shareholders who disagree or abstain from votes as specified in the ballots distributed by officers of the Company at time of registration so that such ballots shall be summed up and deducted from all votes by shareholders attending the Meeting, and that the remainder counted as agreement on such agenda.

6. Counting and Announcing the Votes

Officers of the Company shall count and sum up votes on each agenda based on a Barcode duly affixed on the ballots received and marked with disagreement or abstention, as the case may be, then deduct same from all votes by shareholders attending the Meeting. Results shall be announced for each agenda.

Company's Articles of Association concerning the Shareholders Meeting

1. **To summon for the Shareholders Meeting**

Article 31 The Board of Directors shall arrange for an Annual General Meeting of Shareholders within 4 months from the last day of the fiscal year of the Company.

Article 32 To summon for the Meeting of Shareholders, the Board of Directors shall send notice of the Meeting stating the venue, date, time, agenda of the Meeting and the matters to be proposed to the Meeting together with reasonable details by indicating clearly whether the matter is submitted for information, approval or consideration as applicable, including the opinion of the Board of Directors on such matter. The notice shall deliver the same to the shareholders and the Registrar for reference not less than 7 days prior to the Meeting and be announced in a newspaper for not less than 3 days before the Meeting date and not less than 3 days consecutive.

The venue to be used for the Meeting can be located in the province where the head office of the Company or any other place as the Board of Directors stipulates.

Article 34 The Chairman of the Board of Directors has a duty to be the Chairman of the Meeting. In case the Chairman of the Board is not present at the Meeting or cannot perform his duty, and if there is the Vice-Chairman, the Vice-Chairman shall be the Chairman of the Meeting. If there is no Vice-Chairman, or if there is the Vice-Chairman but he/she cannot perform his/her duties, the Shareholders present at the Meeting shall elect one of the Shareholders to be the Chairman of such Meeting.

2. **The Quorum**

Article 33 The Meeting of Shareholders must be attended by not less than 25 shareholders or proxy (if any) or not less than a half of total number of shareholders holding and aggregate number of shares not less than one-third of all shares sold in number to constitute a quorum.

In the event at any Meeting of Shareholders, after one hour from the time fixed for the Meeting commencement, the number of shareholders present is still not enough to form a quorum as required, if such Meeting of Shareholders was requested for by the Shareholders, such Meeting shall be revoked. If such Meeting of Shareholders was not called for by the Shareholders, the Meeting shall be called for again and in the latter case notice of the Meeting shall be delivered to shareholders not less than 7 days before the Meeting. In the subsequent Meeting no quorum is required.

3. **Rule and procedure to elect the Board of Directors**

Article 16 The Meeting of Shareholders shall elect the Board of Directors in accordance with the rules and procedures as follows:

(1) Every shareholder shall have one vote for each share of which he is the holder;

(2) Each shareholder may exercise all the votes he has under the (1) above to elect one or several director(s). In the event of electing several directors, he may not allot his votes to each unequally.

(3) The persons receiving the highest votes in their respective order of the votes shall be elected as directors at the number equal to the number of directors required at that time. In the event of an equality of votes among the persons elected in order of respective high numbers of votes, which number exceeds the required number of directors of the Company at that time, the Chairman of the Meeting shall be entitled to a second or casting vote.

4. Voting

Article 35 Shareholders are entitled to voting rights according to the number of shares they have, one share per one vote. Any shareholders has special interest in any matter, such shareholders does not have right to vote in such matter, other than voting for election of directors and the resolution of the Meeting of Shareholders shall be supported by the following votes:

(1) In a normal case, by the majority vote of the Shareholders who attend the Meeting and cast their vote. In case of an equality of vote, the Chairman of the Meeting shall be entitled to a casting vote.

(2) In the following cases, by a vote of not less than three-fourths of the total number of shareholders present at the Meeting and entitled to vote:

a. The sale or transfer of whole or essential parts of business of the Company to other persons.

b. The purchase or acceptance of transfer of businesses of other companies or private companies to the Company's own.

c. Entering into, amending or terminating the contract relating to the leasing out of business of the Company in whole or in essential parts; the assignment to anyone else to manage the businesses of the Company or the amalgamation of the businesses with other persons with an objective to share profit and loss.

d. Amendment of the Memorandum of Association or Articles of Association of the Company.

e. Increase or decrease of the capital of the Company.

f. The liquidation of the Company.

g. The issuance of debentures.

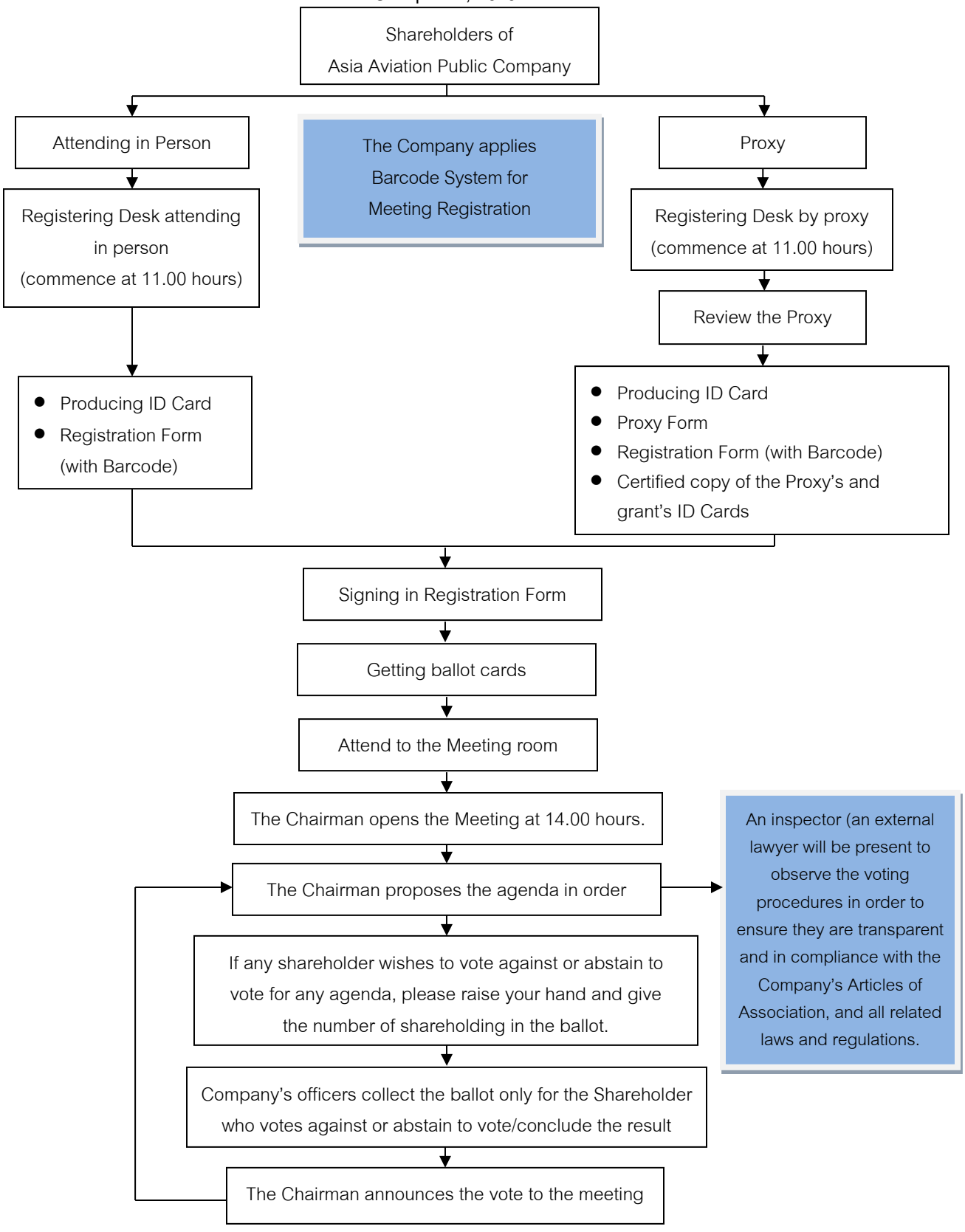
h. Merging of business of the Company with other companies.

Attachment 7

Procedures for attending of the 2019 Annual General Meeting of Shareholders

Asia Aviation Public Company Limited

On April 24, 2019



* Please return to the Company's officers the ballot for every agenda

Qualifications of Independent Directors

The Independent Directors shall possess all the qualifications required by the Capital Market Supervisory Board and the Stock Exchange of Thailand, and can oversee the interest of all shareholders equally without any conflicts of interests. The qualifications are as follows:

1. Holding not exceeding 1% of the total shares with voting rights of Asia Aviation Plc., its parent company, its subsidiary company, its associated company, major shareholder or control person of Asia Aviation Plc. (inclusive of the shares held by any related person of such Independent Director);

2. Not being, nor having been, a director who participates in the Management, an employee, staff member or advisor who receives a regular salary, or a control person of Asia Aviation Plc., its parent company, subsidiary company, its associated company, its subsidiary at the same level, Major Shareholder or control person of Asia Aviation Plc., unless the holding of the aforementioned positions has been discontinued for at least two years. However, such prohibition shall not apply in the case where such Independent Director has been a government official or consultant of the government sector, which is a Major Shareholder, or control person of Asia Aviation Plc.;

3. Not being person who has a relationship by blood or registration under laws, as father, mother, spouse, sibling, and child, including spouse of child, of its Directors, its Managements, its Major Shareholder, its control person or the person who will be nominated to take up the position of Director or Management or control person of Asia Aviation Plc. or its subsidiary;

4. Not having, or not having had, any business relationship with Asia Aviation Plc., its parent company, its subsidiary company, its associated company, Major Shareholder or control person of Asia Aviation Plc. in a manner which may obstruct its independent judgment. Additionally, not being or not having been a substantial Shareholder or control person of a person who has a business relationship with Asia Aviation Plc. its parent company, its subsidiary company, its associated company, Major Shareholder or control person of Asia Aviation Plc., unless such business relationship has been discontinued for at least two years.

(the aforementioned business relationship and transaction size shall have the same definition as in the Notification of the Thai Capital Market Supervisory Board Re: Application for and Approval of Offer for Sale of Newly Issued Shares);

5. Not being, or not having been, an auditor of Asia Aviation Plc., its parent company, its subsidiary company, its associated company, Major Shareholder, control person of Asia Aviation Plc., Major Shareholder or control person or the partner of the audit company for which the auditor of Asia Aviation Plc., its parent company, its subsidiary company, its associated company, Major Shareholder or control person of Asia Aviation Plc. has worked therein, unless such holding of the aforementioned positions has been discontinued for at least two years;

6. Not being or not having been a professional service provider, including service provided as legal counsel or financial advisor which is retained for a fee exceeding Baht two million per annum from Asia Aviation Plc., its parent company, its subsidiary company, its associated company, Major Shareholder or control person of Asia Aviation Plc., and not being Major Shareholder or control person or the partner of such professional service provider, unless such business relationship has been discontinued for at least two years;

7. Not being a director nominated to be a representative of a director of Asia Aviation Plc., Major Shareholder or Shareholder who are related persons to the Major Shareholder;

8. Not undertaking any business which has the same nature as and is in competition with the business of Asia Aviation Plc. or its subsidiary company or not being a partner of the partnership or a director who participates in the Management, an employee, a staff member, or advisor who receives a regular salary or holds shares exceeding 1% of the total shares with voting right of other companies which undertakes business of the same nature as and is in competition with the business of Asia Aviation Plc. or its subsidiary company; and

9. Having no other qualifications causing any inability to express independent judgment in respect of Asia Aviation Plc.'s business operation.

Profiles of Independent Director for Appointment of Proxy

Mr. Vichate Tantiwanich

Position: Chairman, Chairman of the Audit Committee
Nomination and Remuneration Committee and Independent Director

Starting Date of Directorship: February 22, 2018

Age (years): 58

Address: 222, Don Mueang International Airport, 3rd Fl., Central Office Bldg., Room no. 3200, Vibhavadee Rangsit Road, Don Mueang, Bangkok

Education/ Training:

- MBA (Finance and Marketing), University of Hartford, Connecticut, U.S.A.
- B.A. in Economics (Monetary Economics and Public Finance), Chulalongkorn University
- Diploma, The National Defence Course (Class 56/2013), Thailand National Defence College
- Capital Market Academy Leadership Program (CMA 1/2005), Capital Market Academy, The Stock Exchange of Thailand (SET)
- Director Certification Program (DCP 2/2000), Thai Institute of Directors Association (IOD)
- Executive Education and Enrichment Institute (in partnership with SAID Business School, Oxford University)

Number of Shares and Percentage of Asia Aviation PLC (%)[(1)]: - None -

Relationship with other Management[(2)]: - None -

5 years past and present work experience:

Period	Position	Company
2018 – present	Chairman/ Chairman of the Audit Committee/ Nomination and Remuneration Committee	Asia Aviation Plc.
2018 – present	Chairman / Chairman of the Audit Committee/ Nomination and Remuneration Committee/ Chairman of Corporate Governance and Sustainability Committee	Thai AirAsia Co., Ltd.
2018 – present	Independent Director	Buriram Sugar Plc.
2018 – present	Chairman/ Independent Director	The Signature Brand Co., Ltd.
2018 – present	Chairman/ Chairman of the Audit Committee	Thai Enger Holding Plc.
2018 – present	Director	The Chiangmai Juvenile and Family Court Foundation
2017 – present	Advisor to the Board	PMG Corporation Co., Ltd.
2017 – present	Independent Director/ Member of Audit Committee	Wind Energy Holding Co., Ltd.
2017 – present	Independent Director	KPN Academy Co., Ltd.
2017 – present	Chairman/ Chairman of the Audit Committee	GMO-Z com Security (Thailand) Ltd.

(1) Including the shareholding from spouse and minor child

(2) Family relationship means relation by blood, wedding and registered by laws

Period	Position	Company
2017 – present	Independent Director/ Chairman of the Audit Committee	JWD Info Logistics Plc.
2017 – present	Chairman	Sharp Wrapbiz Co., Ltd.
2016 – present	Chairman	Sell Idea Co., Ltd.
2016 – present	Chairman	Firm Co., Ltd.
2015 – present	Chairman	HBD Connect Co., Ltd.
2012 – present	Independent Director	Phatra Leasing Plc.
2012 – present	Chairman of the Executive Committee	CAC Co., Ltd.
2010 – present	Advisor to Directors of Capital Market Academy	Stock Exchange of Thailand
2006 - present	Managing Director	Vertical Link Co., Ltd.
2018	Honorary Director	the National Innovation Agency
2017 – 2018	Independent Director/ Chairman of Marketing and Public Relations Committee	Industrial Estate Authority of Thailand
2015 – 2017	Advisor	Minister of Commerce
2015 – 2017	Independent Director	Export – Import Bank of Thailand
2013 – 2017	Appellate Sub-committee	Securities and Exchange Commission of Thailand
2012 – 2017	Director	Thai Financial Planners Association
2012 – 2017	Senior Vice President	Thai Beverage Plc.
2014 – 2015	Independent Director/ Member of Audit Committee	Dhanarak Asset Development Co., Ltd.
2013 – 2015	IOD Advisory Committee on Research and Governance	Thai Institute of Directors Association
2012 – 2015	Independent Director/ Member of Audit Committee	M Pictures Entertainment Plc.

Director/ Management Position in other companies:

- Listed Company
  - Buriram Sugar Plc.
  - JWD InfoLogistics Plc.
  - Thai Enger Holding Plc.
  - Phatra Leasing Plc.
- Non-listed company
  - Thai AirAsia Co., Ltd.
  - The Chiangmai Juvenile and Family Court Foundation
  - Wind Energy Holding Co., Ltd.
  - GMO-Z com Security (Thailand) Ltd.
  - Sell Idea Co., Ltd.
  - HBD Connect Co., Ltd.
  - Stock Exchange of Thailand
  - The Signature Brand Co., Ltd.
  - PMG Corporation Co., Ltd.
  - KPN Academy Co., Ltd.
  - Sharp Wrapbiz Co., Ltd.
  - Firm Co., Ltd.
  - CAC Co., Ltd.
  - Vertical Link Co., Ltd.

- Other company that compete with/ relate to the company - None -

Attend of the Meeting in 2018:

- The Board of Directors Meeting - 3/7 times
- The Audit Committee Meeting - 3/4 times
- The Nomination and Remuneration Committee Meeting - 0/1 times
- 2018 Annual General Meeting of Shareholder - 1/1 times

** The effective date of director appointment was February 22, 2018.*

Illegal Record in past 10 years: - None -

Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years:

- Being a director that take part in managing day-to-day operation, employee, or advisor who receive a regular salary or fee - No -
- Being a professional service provider (i.e., auditor, lawyer) - No -
- Having the significant business relations that may affect the ability to perform independently - None -

Conflict of Interest in the Agenda - None -

Mr. Nuttawut Phowborom

Position: Director, Audit Committee, Chairman of Nomination and Remuneration Committee and Independent Director

Starting Date of Directorship: December 13, 2011

Age (years): 55

Address: 222, Don Mueang International Airport, 3rd Fl., Central Office Bldg., Room no. 3200, Vibhavadee Rangsit Road, Don Mueang, Bangkok

Education/ Training:

- Master of Business Administration General Management, City University, U.S.A.
- Bachelor Degree of Economics, The University of the Thai Chamber of Commerce
- Director Accreditation Program (DAP 28/2004), Thai Institute of Directors Association (IOD)
- Audit Committee Program (ACP 4/2005), Thai Institute of Directors Association (IOD)
- Role of the Compensation Committee (RCC 6/2008), Thai Institute of Directors Association (IOD)

Number of Shares and Percentage of Asia Aviation PLC (%)[1]: - None -

Relationship with other Management[2]: - None -

5 years past and present work experience:

Period	Position	Company
2011 – present	Director/ Audit Committee/ Chairman of Nomination and Remuneration Committee	Asia Aviation Plc.
2011 – present	Director/ Audit Committee/ Chairman of Nomination and Remuneration Committee	Thai AirAsia Co., Ltd.
2018 - present	Director	Bake Cheese Tart (Thailand) Co., Ltd.
2018 - present	Director	First Korat Wind Co., Ltd.
2018 - present	Director	Siamkoi Avenue Co., Ltd.
2018 - present	Director	Wow Factor Co., Ltd.
2017 - present	Director	Food Capitals Plc.
2016 - present	Director	Watabak Wind Co.,Ltd.
2015 - present	Director	KPN Energy Holding Co.,Ltd.
2015 - present	Director	KPN Healthcare Plc.
2015 - present	President	Wind Energy Holding Co., Ltd
2014 - present	Director	Innovative Learning and Design (Thailand) Co.,
2014 - present	Director/ Vice Chairman	KPN Chinese Academy Co., Ltd.
2014 - present	Director/ Vice Chairman	KPN Music Academy Co., Ltd.
2013 - present	Audit Committee/ Independent Director	Finansa Plc.
2013 - present	Director/ Vice Chairman	KPN Academy Co., Ltd.
2013 - present	Director/ Vice Chairman	KPN Tutoring Co., Ltd.
2010 - present	Executive Director	Eastern Cuisine (Thailand) Co., Ltd.

[1] Including the shareholding from spouse and minor child

[2] Family relationship means relation by blood, wedding and registered by laws

Period	Position	Company
2010 - present	Executive Director	KPN Music Co., Ltd.
2007 - present	Director	K.N. and Associates Co., Ltd.
2006 - present	Director	KPN Music & Entertainment Co., Ltd.
2002 - present	Chairman	Siam Koi Co., Ltd.
present	Director	Dudu Nong Co., Ltd.
present	Director/ Vice Chairman	Penta Systems Co., Ltd.
present	Director	KPN Innovation Co., Ltd.
present	Director	K.E.C.International Co., Ltd.
present	Director	Sport Society Co., Ltd.
present	Director/ Vice Chairman	Siam Wilson Learning Co., Ltd.
2017 – 2018	Director	KPN-KEPPEL ALLIANCE (SK19) Co., Ltd.
2017 - 2018	Director	KPN-KEPPEL ALLIANCE (SK28) Co., Ltd.
2016 - 2018	Director/ Group Chief Executive Officer	KPN Group Corporation Co., Ltd.
2016 - 2018	Director/ Chief Executive Officer	KPN Land Co.,Ltd
2015 - 2018	Director	KPN Holding Co., Ltd
2009 - 2018	Director	KPN Award Co., Ltd.
1996 - 2018	Chief Financial Officer	KPN Group Corporation Co., Ltd.
2014 - 2017	Director/ Vice Chairman	KPN Tutoring Academy Co., Ltd.
2013 - 2017	Executive Director	INT Aviation Co., Ltd.
2013 - 2017	Executive Director	KPN Golf Academy Co., Ltd.
2010 - 2017	Audit Committee/ Independent Director	Matching Maximize Solution Plc.
2008 - 2016	Director	KPN Music Room Co., Ltd.
2008 - 2016	Director	KPN Music Siam Square Co., Ltd.
2014 - 2015	Chief Executive Officer	KPN Group Corporation Co., Ltd.
2008 - 2014	Director	KPN Music Chiangmai Co., Ltd.
2006 - 2014	Director	Computer and Consultant Services Co., Ltd.
2006 - 2014	Director	MB Business Trading Corp.,Ltd.
2006 - 2014	Director	PS Business Trading Corp.,Ltd.
2006 - 2014	Director	Siam Khonkaen Co., Ltd.

Director/ Management Position in other companies:

- Listed Company
  - Finansa Plc.
  - Food Capitals Plc.
- Non-listed company
  - Thai AirAsia Co., Ltd.
  - Bake Cheese Tart (Thailand) Co., Ltd.
  - Siamkoi Avenue Co., Ltd.
  - First Korat Wind Co., Ltd.
  - Wow Factor Co., Ltd.
  - Watabak Wind Co.,Ltd.
  - KPN Energy Holding Co.,Ltd.
  - Wind Energy Holding Co., Ltd

- KPN Healthcare Plc.
- KPN Chinese Academy Co., Ltd.
- KPN Tutoring Co., Ltd.
- KPN Music Co., Ltd.
- K.N. and Associates Co., Ltd.
- Siam Koi Co., Ltd.
- Penta Systems Co., Ltd.
- K.E.C.International Co., Ltd.
- Dudu Nong Co., Ltd.
- KPN Music Academy Co., Ltd.
- Innovative Learning and Design (Thailand) Co., Ltd.
- KPN Academy Co., Ltd.
- Eastern Cuisine (Thailand) Co., Ltd.
- KPN Music & Entertainment Co., Ltd.
- Sport Society Co., Ltd.
- KPN Innovation Co., Ltd.
- Siam Wilson Learning Co., Ltd.

- Other company that compete with/ relate to the company - None -

Attend of the Meeting in 2018:

- The Board of Directors Meeting - 6/7 times
- The Audit Committee Meeting - 3/4 times
- The Nomination and Remuneration Committee Meeting - 1/1 times
- 2018 Annual General Meeting of Shareholder - 1/1 times

Illegal Record in past 10 years: - None -

Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years:

- Being a director that take part in managing day-to-day operation, employee, or advisor who receive a regular salary or fee - No -
- Being a professional service provider (i.e., auditor, lawyer) - No -
- Having the significant business relations that may affect the ability to perform independently - None -

Conflict of Interest in the Agenda - None -

Mr. Veerayooth Bodharamik

Position: Audit Committee/ Nomination and Remuneration Committee/ Independent Director

Starting Date of Directorship: February 22, 2018

Age (years): 49

Address: 222, Don Mueang International Airport, 3rd Fl., Central Office Bldg., Room no. 3200, Vibhavadee Rangsit Road, Don Mueang, Bangkok

Education/ Training:

- Bachelor's Degree in Faculty of Law, Chulalongkorn University
- Director Certification Program (DCP 264/2018), Thai Institute of Directors Association

Number of Shares and Percentage of Asia Aviation PLC (%)[1]: - None -

Relationship with other Management[2]: - None -

5 years past and present work experience:

Period	Position	Company
2018 – present	Director/ Audit Committee/ Nomination and Remuneration Committee	Asia Aviation Plc.
2018 – present	Director/ Audit Committee	Electronics Industry Plc.
2017 – present	Vice President Corporate Relation	Mono Technology Plc.
2015 – present	Managing Director	V.B.Corporation Co.,Ltd.
2011 – present	Vice President Office of CEO	Jasmine International Plc.
2009 – present	Vice President Government Affairs and Community Management Division	Areeya Property Plc.
2011 – 2017	Team Manager BBCU	Big Bang Chula United Football Club

Director/Management Position in other companies:

- Listed Company
  - Electronics Industry Plc.
  - Jasmine International Plc.
  - Mono Technology Plc.
  - Areeya Property Plc.
- Non-listed company
  - V.B.Corporation Co.,Ltd.
- Other company that compete with/ relate to the company - None -

Attend of the Meeting in 2018:

- The Board of Directors Meeting - 4/7 times
- The Audit Committee Meeting - 3/4 times
- The Nomination and Remuneration Committee Meeting - 0/1 times
- 2018 Annual General Meeting of Shareholder - 1/1 times

** The effective date of director appointment was February 22, 2018.*

(1) Including the shareholding from spouse and minor child

(2) Family relationship means relation by blood, wedding and registered by laws

Illegal Record in past 10 years: - None -

Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years:

- Being a director that take part in managing day-to-day operation, employee, or advisor who receive a regular salary or fee - No -
- Being a professional service provider (i.e., auditor, lawyer) - No -
- Having the significant business relations that may affect the ability to perform independently - None -

Conflict of Interest in the Agenda - None -

เอกสารแนบ 9

Attachment 9

หนังสือมอบฉันทะ แบบ ข

Proxy Form B

(ปิดอากรแสตมป์ 20 บาท)

(Duty Stamp 20 Baht)

เลขทะเบียนผู้ถือหุ้น_____ เขียนที่ _____

Shareholder's Registration No. Written at

วันที่_____เดือน_____พ.ศ. _____

Date Month Year

(1) ข้าพเจ้า_____สัญชาติ_____

I/We Nationality

อยู่บ้านเลขที่_____

Address

(2) เป็นผู้ถือหุ้นของ บริษัท เอเชีย เอวิเอชั่น จำกัด (มหาชน) ("บริษัทฯ")

being a shareholder of Asia Aviation Public Company Limited ("The Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม_____หุ้น และออกเสียงลงคะแนนได้เท่ากับ_____เสียง ดังนี้

holding the total amount of shares and are entitled to vote equal to votes as follows:

☐ หุ้นสามัญ_____หุ้น ออกเสียงลงคะแนนได้เท่ากับ_____เสียง

ordinary share shares and are entitled to vote equal to votes

☐ หุ้นบุริมสิทธิ_____หุ้น ออกเสียงลงคะแนนได้เท่ากับ_____เสียง

preference share shares and are entitled to vote equal to votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทฯ ได้ โดยมีรายละเอียดตามเอกสารแนบ 8)

Hereby appoint (The Shareholder may appoint the Independent Director of the Company of which details as in Attachment 8)

☐ 1. ชื่อ (Name)_____อายุ (age)_____ ปี (years) อยู่บ้านเลขที่ (residing at)_____

_____หรือ (or)

☐ 2. ชื่อ (Name) Mr. Vichate Tantiwanich อายุ (age) 58 ปี (years) อยู่บ้านเลขที่ (residing at) _____

222, Don Mueang International Airport, 3rd Fl., Room no. 3200, Vibhavadee Rangsit Road, Don Mueang, Bangkok หรือ (or)

☐ 3. ชื่อ (Name) Mr. Nuttawut Phowborom อายุ (age) 55 ปี (years) อยู่บ้านเลขที่ (residing at)_____

222, Don Mueang International Airport, 3rd Fl., Room no. 3200, Vibhavadee Rangsit Road, Don Mueang, Bangkok หรือ (or)

☐ 4. ชื่อ (Name) Mr. Veerayooth Bodharamik อายุ (age) 49 ปี (years) อยู่บ้านเลขที่ (residing at) _____

222, Don Mueang International Airport, 3rd Fl., Room no. 3200, Vibhavadee Rangsit Road, Don Mueang, Bangkok

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2562 ในวันพุธที่ 24 เมษายน 2562 เวลา 14.00 น. ณ ห้องดอนเมืองบอลรูม โรงแรมอมารี ดอนเมือง แอร์พอร์ต กรุงเทพฯ เลขที่ 333 ถนนเชิดวุฒากาศ กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our Proxy to attend and vote on my/our behalf at the 2019 Annual General Meeting of Shareholders on Wednesday, April 24, 2019, 14.00 hours at Don Muang Ballroom, lobby level, Amari Don Muang Airport Bangkok, 333 ChertWudthakas Road, Bangkok or on such other date and at such other place as may be adjourned or changed.

เพื่อความรวดเร็วในการลงทะเบียน

โปรดนำแบบฟอร์มลงทะเบียนซึ่งพิมพ์บาร์โค้ด มาแสดงต่อเจ้าหน้าที่ลงทะเบียนในวันประชุมด้วย

For convenience in the registration, please bring your barcode already printed on Registration Form to show at the Meeting.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We authorise the Proxy to vote on my/our behalf at the Meeting as follows:

วาระที่ 1 **เรื่องที่ประธานแจ้งให้ที่ประชุมทราบ**

Agenda 1 **Matter to be informed by Chairman**

เนื่องจากวาระนี้เป็นวาระแจ้งเพื่อทราบ จึงไม่มีการออกเสียงลงคะแนน

As this item is for information to shareholders, there will be no voting.

วาระที่ 2 **พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2561 ซึ่งประชุมเมื่อวันที่ 24 เมษายน 2561**

Agenda 2 **To consider and certify Minutes of the 2018 Annual General Meeting of Shareholders held on April 24, 2018**

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our intention as follows:

☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

วาระที่ 3 **พิจารณารับทราบรายงานของคณะกรรมการบริษัทสำหรับผลการดำเนินงานประจำปี 2561 และรายงานประจำปี 2561**

Agenda 3 **To acknowledge the Board of Directors' report on the Company's operating results for 2018 and Annual Report**

เนื่องจากวาระนี้เป็นวาระแจ้งเพื่อทราบ จึงไม่มีการออกเสียงลงคะแนน

As this item is for information to shareholders, there will be no voting.

วาระที่ 4 **พิจารณาอนุมัติงบดุล (งบแสดงฐานะการเงิน) และบัญชีกำไรขาดทุนประจำปี 2561**

Agenda 4 **To consider and approve the Balance Sheet (Statements of Financial Position) and Statements of Income for the year ended December 31, 2018**

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our intention as follows:

☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

วาระที่ 5 **พิจารณารับทราบการจ่ายเงินปันผลระหว่างกาลและอนุมัติงดจัดสรรกำไรและงดจ่ายเงินปันผลประจำปี 2561**

Agenda 5 **To acknowledge the interim dividend payment and approve the omission of the allocation of profit and the omission of dividend payment for the year-end 2018**

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our intention as follows:

☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

วาระที่ 6 **พิจารณาอนุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชีประจำปี 2562**

Agenda 6 **To consider and approve the appointment of the Company's external auditors and their remuneration for 2019**

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The Proxy shall vote in accordance with my/our intention as follows:
☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

วาระที่ 7 **พิจารณาอนุมัติแต่งตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระประจำปี 2562**

Agenda 7 **To consider and approve the appointment of the Company's Directors to replace those who will retire by rotation in 2019**

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The Proxy shall vote in accordance with my/our intention as follows:

☐ การแต่งตั้งกรรมการทั้งชุด
To elect Directors as a whole
☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

☐ การแต่งตั้งกรรมการเป็นรายบุคคล
To elect each Director individually
1) ชื่อกรรมการ (Name) นายสันติสุข คล่องใช้ยา (Mr. Santisuk Klongchaiya)
☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain
2) ชื่อกรรมการ (Name) นาวาอากาศเอกธนภัทร งามปลั่ง (Gp.Capt. Tanapat Ngamplang)
☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain
3) ชื่อกรรมการ (Name) หม่อมหลวงบวรนวเทพ เทวกุล (M.L. Bovornovadep Devakula)
☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

วาระที่ 8 **พิจารณาอนุมัติกำหนดค่าตอบแทนกรรมการประจำปี 2562**

Agenda 8 **To consider and approve the remuneration of the Company's Board of Directors for 2019**

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The Proxy shall vote in accordance with my/our intention as follows:
☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

วาระที่ 9 **พิจารณาอนุมัติการแก้ไขข้อบังคับของบริษัท ข้อ 24 และข้อ 31 ในเรื่องการประชุมผ่านสื่ออิเล็กทรอนิกส์และการเรียกประชุมวิสามัญผู้ถือหุ้นโดยผู้ถือหุ้นของบริษัท**

Agenda 9 To consider and approve amendment to Article 24 and Article 31 of the Company's Articles of Association in accordance with Electronic Conferencing and the convening of Shareholders' Meetings by the Shareholders

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The Proxy shall vote in accordance with my/our intention as follows:
☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

วาระที่ 10 **พิจารณาเรื่องอื่น ๆ (ถ้ามี)**

Agenda 10 Other matters (if any)

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The Proxy shall vote in accordance with my/our intention as follows:
☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

(5) คำแถลงหรือเอกสารหลักฐานอื่น ๆ (ถ้ามี) ของผู้รับมอบฉันทะ_____
Other statements or evidences (if any) of the Proxy

(6) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(7) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/We do not specify the authorisation or the authorisation is unclear, or if the Meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorised to consider and vote the matter on my/our behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me/us in all respects except for vote of the Proxy which is not in accordance with this Proxy Form.

ลงชื่อ/Signature _____ ผู้มอบฉันทะ/Proxy Grantor
( )
ลงชื่อ/Signature _____ ผู้รับมอบฉันทะ/Proxy Holder
( )
ลงชื่อ/Signature _____ ผู้รับมอบฉันทะ/Proxy Holder
( )
ลงชื่อ/Signature _____ ผู้รับมอบฉันทะ/Proxy Holder
( )

หมายเหตุ/ Remark

1. ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

   The Shareholder appointing the Proxy must authorise only one Proxy to attend and vote at the Meeting and shall not allocate the number of shares to several proxies to vote separately.

2. ผู้ถือหุ้นจะมอบฉันทะเท่ากับจำนวนหุ้นที่ระบุไว้ในข้อ (2) โดยไม่สามารถจะมอบฉันทะเพียงบางส่วนน้อยกว่าจำนวนที่ระบุไว้ในข้อ (2) ได้ เว้นแต่กรณีผู้รับมอบฉันทะตามแบบ ค.

   The Shareholder may grant the power to the Proxy for all of the shares specified in Clause (2) and may not grant only a portion of the shares less than those specified in Clause (2) to the Proxy except the Proxy as form C.

3. กรณีหากมีข้อกำหนดหรือข้อบังคับใดกำหนดให้ผู้รับมอบฉันทะต้องแถลงหรือแสดงเอกสารหลักฐานอื่นใด เช่น กรณีผู้รับมอบฉันทะเป็นผู้มีส่วนได้เสียในกิจการเรื่องใดที่ได้เข้าร่วมประชุมและออกเสียงลงคะแนน ก็สามารถแถลงหรือแสดงเอกสารหลักฐานโดยระบุไว้ในข้อ (5)

   If there is any rule or regulation requiring the Proxy to make any statement or provide any evidence, such as the case that the Proxy has interest in any matter which he/she attends and votes at the Meeting, he/she may mark the statement or provide evidence by specifying in Clause (5).

4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

   In the agenda relating the election of Directors, it is applicable to elect either Directors as a whole or elect each Director individually.

5. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

   In case there are agendas other than those specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form B as enclosed.

ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข

Attachment to Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เอเชีย เอวิเอชั่น จำกัด (มหาชน)

Granting of power to a proxy as a shareholder of Asia Aviation Public Company Limited in respect of

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2562 ในวันพุธที่ 24 เมษายน 2562 เวลา 14.00 น. ณ ห้องดอนเมืองบอลรูม โรงแรมอมารี ดอนเมือง แอร์พอร์ต กรุงเทพฯ เลขที่ 333 ถนนเชิดวุฒากาศ กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The 2019 Annual General Meeting of Shareholders on Wednesday, April 24, 2019, 14.00 hours at Don Muang Ballroom, Lobby level, Amari Don Muang Airport Bangkok, 333 ChertWudthakas Road, Bangkok or on such other date and at such other place as may be adjourned or changed.

วาระที่ ___ **เรื่อง**_____

Agenda ____ Subject:_____

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our intention as follows:

☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

วาระที่ ___ **เรื่อง**_____

Agenda ____ Subject:_____

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our intention as follows:

☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

วาระที่ ___ **เรื่อง**_____

Agenda ____ Subject:_____

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our intention as follows:

☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

วาระที่ ___ **เรื่อง**_____

Agenda ____ Subject:_____

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our intention as follows:

☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

วาระที่ **เรื่อง** เลือกตั้งกรรมการ

Agenda Subject: Election of Directors

1) ชื่อกรรมการ (Name)_____

☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

2) ชื่อกรรมการ (Name)_____

☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

3) ชื่อกรรมการ (Name)_____

☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

4) ชื่อกรรมการ (Name)_____

☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

5) ชื่อกรรมการ (Name)_____

☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

วาระที่ **เรื่อง**_____

Agenda Subject:_____

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The Proxy is entitled to consider and vote on my/our behalf as deem appropriate.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The Proxy shall vote in accordance with my/our intention as follows:

☐ เห็นด้วย / Approve ☐ ไม่เห็นด้วย / Disapprove ☐ งดออกเสียง / Abstain

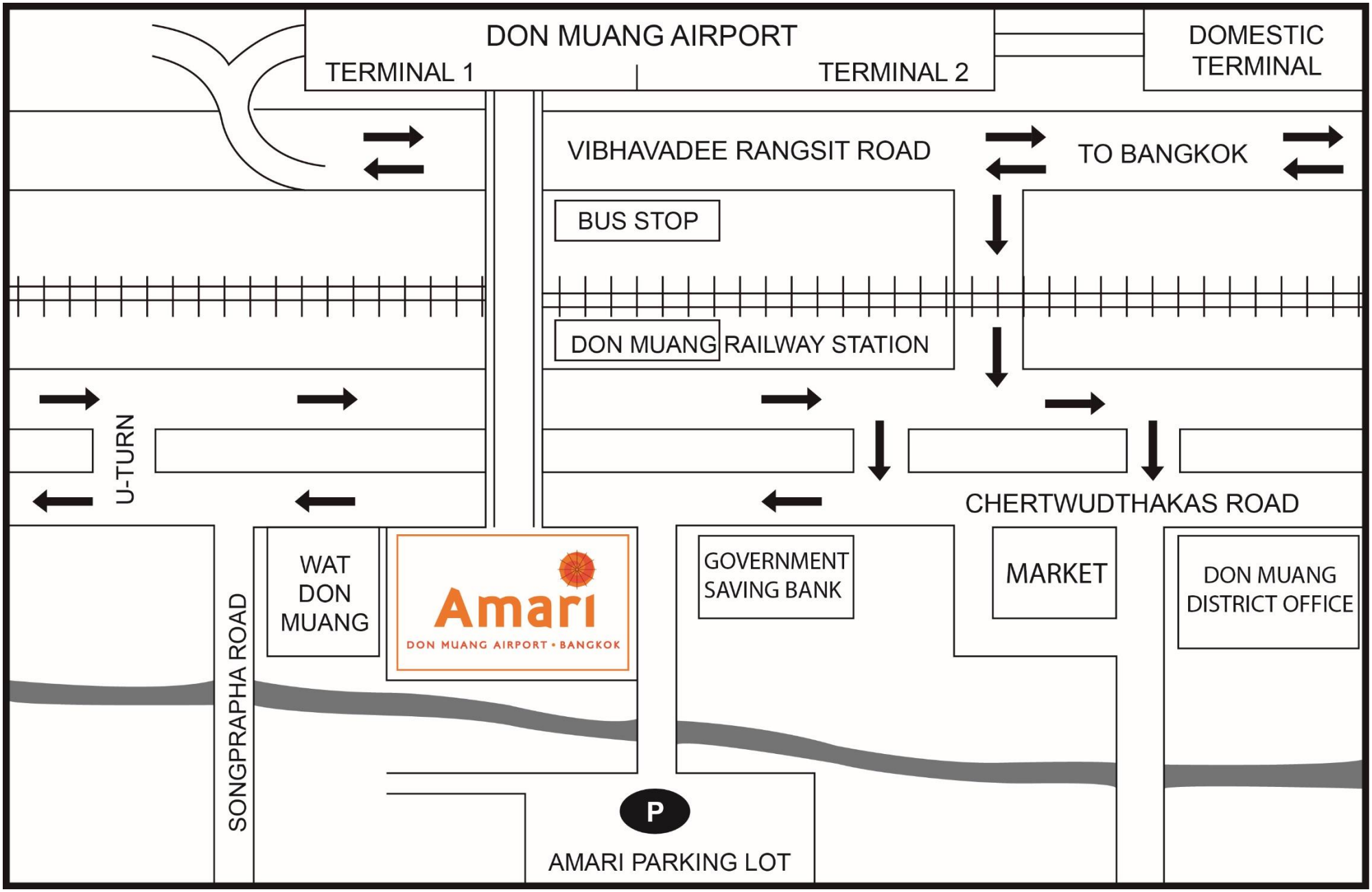
ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ
I/We certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

ลงชื่อ/Signature _____ ผู้มอบฉันทะ/Proxy Grantor
( )

ลงชื่อ/Signature _____ ผู้รับมอบฉันทะ/Proxy Holder
( )

ลงชื่อ/Signature _____ ผู้รับมอบฉันทะ/Proxy Holder
( )

ลงชื่อ/Signature _____ ผู้รับมอบฉันทะ/Proxy Holder
( )



Attachment 10

ASIA AVIATION PUBLIC COMPANY LIMITED

222, Don Mueang International Airport,

3rd Fl., Central Office Bldg., Room no. 3200,

Vibhavadee Rangsit Road, Don Mueang, Bangkok

Tel: 02-562-5700

Fax: 02-562-5705

www.aavplc.com

2018 Annual Report (e-book)