



บริษัท สยามเวลเนสกรุ๊ป จำกัด (มหาชน) ทะเบียนเลขที่ 0107557000144
483 ซอยสุทธิพร ถนนประชาสงเคราะห์ แขวงดินแดง เขตดินแดง กรุงเทพฯ 10400
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Ref. No: SWG 007/2559

March 29, 2016

Subject: Report of Resolutions of the Annual General Meeting of Shareholders for year 2016

To: President,
The Stock Exchange of Thailand

Siam Wellness Group Public Company Limited or "SPA" held the 2016 Annual General Meeting of Shareholders on March 28, 2016 at Mandarin C Room, 1st Floor, Mandarin Hotel Bangkok, No. 662 Rama IV Road, Bangrak district, Bangkok. The meeting was started at 2.00 pm. There were total of 282 shareholders, in person and by proxies, representing a total of 471,338,424 shares were present at the Meeting. The shares presented in aggregate were 82.6910 % of the total paid-up shares. The resolutions which have been passed at the Meeting are as follows:

Agenda 1: To consider and approve the Minutes of the Annual General Meeting of Shareholders for year 2015

Resolution: The Meeting passed the resolution, with a majority of votes of the shareholders attending the meeting and casting their votes, approving the minutes of the Annual General Meeting of Shareholders for year 2015 held on March 30, 2015. The vote results are as followed:

There are total shareholders who attended and cast the vote of 468,160,814 votes

Approve	468,160,808	votes	or	100	* of total votes
Disapprove	6	votes	or	0	* of total votes
Abstain	0	votes	or	0	* of total votes

**Percent of total shares of shareholders who attend the meeting and cast their votes*

Agenda 2: To acknowledge the Board of Directors' report on the Company's performance for year 2015

Resolution: The Meeting acknowledged the report on the operating results of 2015, as proposed.

Agenda 3: To consider and approve the Financial Statement of the Company for year 2015 ended December 31, 2015

Resolution : The Meeting passed the resolution, with a majority of votes of the shareholders attending the meeting and casting their votes, approving the Financial Statement for year 2015 ended December 31, 2015 which were audited by auditor and reviewed by the Audit Committee and agreed by the Board of Directors with summary as follows:

Totals assets	THB	655	million
Total liabilities	THB	100	million
Revenues	THB	543.51	million
Net profit	THB	106.50	million

The vote results are as followed:

There are total shareholders who attended and cast the vote of 471,338,424 votes

Approve	471,216,718	votes	or	100 %*	of total votes
Disapprove	6	votes	or	0 %*	of total votes
Abstain	121,700	votes	or	0 %*	of total votes

**Percent of total shares of shareholders who attend the meeting and cast their votes*

Agenda 4: To acknowledge the interim dividend

Resolution: The Meeting acknowledged the payment of the interim dividend for the net profit of the operating results between 1 January 2015 – 30 September 2015 to all existing ordinary shareholders of 570,000,000 shares (Five hundreds seventy millions shares) at the rate of THB 0.05 (five satang) per share with the total amount of THB 28,500,000 (Twenty-eight millions five hundreds thousands baht).

Agenda 5: To consider and approve the allocation of legal reserve and the appropriation of dividend payment for the Company's performance for year 2015

Resolution: The Meeting has passed the resolution, with a majority of votes of the shareholders attending the meeting and casting their votes, approving the allocation of reserve total amount of THB 4,637,519.25 (Four millions Six hundreds and thirty-seven thousands five hundreds and nineteen baht twenty-five satang) and the appropriation of dividend payment for the net profit of the operating results between 1 October 2015 –

31 December 2015 at the rate of THB 0.05 (five satang) per share with the total amount of THB 28,500,000 (Twenty-eight millions Five hundreds thousands baht) with the record date of April 5, 2016 and dividend payment date of April 25, 2016.

The vote results are as followed:

There are total shareholders who attended and cast the vote of 471,338,424 votes

Approve	471,338,418	votes	or	100 %*	of total votes
Disapprove	6	votes	or	0 %*	of total votes
Abstain	0	votes	or	0 %*	of total votes

**Percent of total shares of shareholders who attend the meeting and cast their votes*

Agenda 6: To consider and approve the appointment of the directors in replace of the retired directors

Resolution : The Meeting has passed the resolution approving the appointment of directors who were elected with the highest rank for 3 persons respectively, i.e., Mr. Wiboon Utsahajit, Mr. Chaiyut Thienvuthichai and Mrs. Supee Pongpanich and be re-elected as the Directors of the Company and/or Independent Directors and/or Audit Committee of the Company. The vote results are as followed:

6.1 Mr. Wiboon Utsahajit (Director)

There are total shareholders who attended the meeting of 471,338,424 votes

Approve	392,160,806	votes	or	83.2015 %*	of total votes
Disapprove	537,506	votes	or	0.1140 %*	of total votes
Abstain	78,640,000	votes	or	16.6844 %*	of total votes
Void	112	votes	or	0 %*	of total votes

**Percent of total shares of shareholders who attend the meeting*

6.2 Mr. Chaiyut Thienvuthichai (Director, Independent Director and Member of the Audit Committee)

There are total shareholders who attended the meeting of 471,338,424 votes

Approve	470,796,918	votes	or	99.8851 %*	of total votes
Disapprove	537,506	votes	or	0.1140 %*	of total votes
Abstain	4,000	votes	or	0.0008 %*	of total votes

**Percent of total shares of shareholders who attend the meeting*

6.3 Mrs. Supee Pongpanich (Director and Independent Director)

There are total shareholders who attended the meeting of 471,338,424 votes

Approve	470,796,908	votes	or 99.8851 %*	of total votes
Disapprove	537,506	votes	or 0.1140 %*	of total votes
Abstain	4,000	votes	or 0.0008 %*	of total votes
Void	10	votes	or 0 %*	of total votes

**Percent of total shares of shareholders who attend the meeting*

Agenda 7: To consider and approve the directors' remuneration

Resolution : The Meeting has passed the resolution with not less than two-thirds of total votes of the shareholders attending the meeting, approving the remuneration, meeting allowance and annual bonus of the directors for year 2016 as proposed below:

No.	Consideration	Proposed Rate
1.	Director's Remuneration	
1.1	Monthly Allowance	- Chairman THB 20,000
	(per month per person)	- Director THB 10,000
		* If one has been selected to more than one position, one shall receive only the highest rate of the position.
		**Director who is the management of the company will not receive monthly allowance
		(same)
1.2	Meeting Allowance	- Chairman / Director THB 10,000
	(per time per person)	(same)
1.3	Annual Bonus	- Chairman THB 300,000
	(per year per person)	- Director THB 200,000
		(same)
2.	Audit Committee's Remuneration	

No.	Consideration	Proposed Rate
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| 2.1 | Monthly Allowance

(per month per person) | - Chairman THB 20,000

- Audit Committee THB 15,000 |
|-----|---|---|

* If one has been selected to more than one position, one shall receive only the highest rate of the position.

**Director who is member of Audit Committee will not receive the monthly allowance as Director

(same)

- | | | |
|-----|--|---|
| 2.2 | Meeting Allowance

(per time per person) | - Chairman / Audit Committee THB 10,000

(same) |
|-----|--|---|

- | | | |
|-----|---|---|
| 2.3 | Annual Bonus

(per year per person) | - Chairman THB 300,000

- Audit Committee THB 200,000 |
|-----|---|---|

* If one has been selected to more than one position, one shall receive only the highest rate of the position.

**Audit Committee shall receive Annual Bonus as Audit Committee only and will not receive as Director

(same)

There are total shareholders who attended the meeting of 471,338,424 votes

Approve 471,165,418 votes or 99.9633 %* of total votes

Disapprove 173,006 votes or 0.0367 %* of total votes

Abstain 0 votes or 0 %* of total votes

*Percent of total shares of shareholders who attend the meeting

Agenda 8: To consider and approve the appointment of the Company's auditor and the audit fee

Resolution : The Meeting has passed the resolution approving the appointment of

- 1) Ms. Sumana Punpongsanon, certified public accountant no. 5872 and/or

- 2) Mr. Sophon Permsirivallop, certified public accountant no. 3182 and/or
 - 3) Ms. Rungnapa Lertsuwankul, certified public accountant no. 3516 and/or
 - 4) Ms. Pimjai Manitkajohnkit, certified public accountant no. 4521 and/or
 - 5) Mrs. Gingkarn Atsawarangsalit, certified public accountant no. 4496 and/or
 - 6) Mr. Chayapol Suppasedtanon, certified public accountant no. 3972
- of EY Office Limited as the Company's auditor for the year 2016, with the audit fee in total of THB 1,050,000

There are total shareholders who attended and cast the vote of 471,338,424 votes

Approve	471,216,718	votes	or	100	%* of total votes
Disapprove	6	votes	or	0	%* of total votes
Abstain	121,700	votes	or	0	%* of total votes

*Percent of total shares of shareholders who attend the meeting and cast their votes

Please be informed accordingly.



Yours Sincerely,

(Handwritten signature in Thai script)

(Mrs. Thanit Amorntirasan / Mr. Prasert Jiravanstit)

Authorized Directors