

Ref. APMC 122-1 /2015

October 9, 2015

Subject: Notice of the 1/2015 Extraordinary General Meeting of Shareholders

Attention: Shareholders of ASEAN Potash Mining Public Company Limited

Enclosures:

1. A copy of the Minutes of the 2015 Annual General Meeting of Shareholders
2. Biography of 2 candidates proposed to be new directors (Mr. Anant Sirisaengtaksin and Assoc. Prof. Kamjorn Tatiyakavee, MD.)
3. The capital raising plan for project development
4. Proxy Form B
5. Guideline & practice for attending the 1/2015 EGM and granting of proxy
6. Registration form to attend the meeting
7. Confirmation form for attendance the meeting
8. Map of the meeting's venue
9. The Articles of Association regarding the Meeting of Shareholders

This Notice is hereby given by the Board of Directors of the ASEAN Potash Mining Public Company Limited ("APMC") for the 1/2015 Extraordinary General Meeting of Shareholders (the 1/2015 EGM). The 1/2015 EGM would be held on **Monday October 26, 2015 at 11.00 a.m.** at Multifunction Room, No.8, TRC Building, 2nd Floor, Soi Sukhaphiban 5 Soi 32, Tha Raeng, Bang Khen District, Bangkok 10220, THAILAND to consider the following agenda:

Agenda 1 Issues to be informed by the Chairman

Agenda 2 To adopt the Minutes of the 2015 Annual General Meeting of Shareholders

Background and Rationale

The 2015 Annual General Meeting of Shareholders ("the 2015 AGM") held on April 28, 2015. A copy of the Minutes of the 2015 AGM has been recorded with accuracy to provide to the shareholders with this Notice. *(A copy of the Minutes of the 2015 AGM shown as Enclosure 1)*

Board's Opinion

The Board of Directors has considered the matter and is of the opinion that the Extraordinary General Meeting of Shareholders should adopt such Minutes.

Vote Required

This agenda will be approved with the majority voting of the shareholders who present and vote at the meeting.



Agenda 3 To approve the appointment of 2 new directors as a result of the increase of number of the directors from 15 to 17 persons

Background and Rationale

According to the Public Limited Company Act B.E. 2535, Chapter 6: the Board of Directors, Section 70 “.....directors may be elected at a meeting of shareholders....” and in accordance with the Notification of the Capital Market Supervisory Board No. Tor Chor.28/2551 (“the Notification”), Re: Application for and Approval of Offer for Sale of Newly Issued Shares, Clause 16(1) “At least one-thirds of the board size shall be independent directors, and in any cases, the number shall not be fewer than three”, therefore the appointment of 2 new directors is deemed necessary.

Currently, there are 15 directors consisting of 4 independent directors and the remaining 11 directors are the directors nominated from shareholders and executive directors. The Company has planned to apply for listing in the Stock Exchange of Thailand in the future. Therefore, the structure of the directors of the Company should be adjusted to comply with such notification. If the existing 11 directors (directors nominated from shareholders and executives directors) to be maintained, additional of 2 directors should be appointed resulting the total number of directors to increase to 17 persons consisting of 6 independent directors, more than one-thirds.

The 2/2015 Nominating and Remuneration Meeting held on July 13, 2015, passed its resolutions to propose 2 new following candidates to be considered and endorsed by the Board of Directors before proposing to the meeting of shareholders for appointment as new directors (independent directors).

1. Mr. Anant Sirisaengtaksin
2. Assoc. Prof. Kamjorn Tatiyakavee, MD.

Two candidates have suitable qualifications and work experiences which should be benefit to the Company and do not have any prohibited qualification.

Board’s Opinion

The Board of Directors Meeting agreed with the 2/2015 Nomination and Remuneration Meeting to propose the 1/2015 EGM to appoint Mr. Anant Sirisaengtaksin and Assoc. Prof. Kamjorn Tatiyakavee, MD. who have suitable qualification and capability to serve as the directors (independent directors) of the Company. *(Their biography shown in Enclosure 2)*

Vote Required

This agenda will be approved with the majority voting of the shareholders who present and vote at the meeting.

Agenda 4 To approve the change of the Company’s name and the amendment to the Memorandum of Association, the Articles of Association and the Company’s seal

Background and Rationale

To comply with the existing and future businesses of the Company, the Board of Directors approved to propose the change of the Company’s name and relating matters as below:



A) The Company's Name

Existing Name:

“ASEAN POTASH MINING PUBLIC COMPANY LIMITED”

Amendment:

“ASEAN POTASH CHAIYAPHUM PUBLIC COMPANY LIMITED”

B) The Memorandum of Association, Clause 1

Existing MOA:

MEMORANDUM OF ASSOCIATION OF ASEAN POTASH MINING PUBLIC COMPANY LIMITED

Clause 1. The name of the Company is “บริษัท เหมืองแร่โปแตชอาเซียน จำกัด (มหาชน)”

The name of the Company in English is “ASEAN POTASH MINING PUBLIC COMPANY LIMITED”

Amendment:

MEMORANDUM OF ASSOCIATION OF ASEAN POTASH CHAIYAPHUM PUBLIC COMPANY LIMITED

Clause 1. The name of the Company is “บริษัท อาเซียนโปแตชชัยภูมิ จำกัด (มหาชน)”

The name of the Company in English is “ASEAN POTASH CHAIYAPHUM PUBLIC COMPANY LIMITED”

C) The Articles of Association and the Company's Seal

Existing AOA:

Article 1. The following shall be called the Articles of Association of ASEAN POTASH MINING PUBLIC COMPANY LIMITED.

Article 2. Unless otherwise prescribed, the term “Company” herein shall mean “บริษัท เหมืองแร่โปแตชอาเซียน จำกัด (มหาชน)” and named in English “ASEAN POTASH MINING PUBLIC COMPANY LIMITED”.

Article 61. Affixed hereunder is the Company's Seal:



Amendment:

Article 1. The following shall be called the Articles of Association of ASEAN POTASH CHAIYAPHUM PUBLIC COMPANY LIMITED.

Article 2. Unless otherwise prescribed, the term “Company” herein shall mean “บริษัท อาเซียนโปแตชชัยภูมิ จำกัด (มหาชน)” and named in English “ASEAN POTASH CHAIYAPHUM PUBLIC COMPANY LIMITED”.



Article 61. Affixed hereunder is the Company's Seal:



The Board's Opinion

The Board of Directors considered and was of the opinion to propose the 1/2015 EGM to approve the change of the Company's name and the amendment to the Memorandum of Association, the Articles of Association and the Company's seal and others relating to the change of the name.

Vote Required

This agenda will be approved with the votes of not less than three-fourths of all votes of the shareholders attending the meeting and having the rights to vote.

Agenda 5 To acknowledge the capital raising plan for project development

Background and Rationale

Project development plan after obtaining the mining license on February 6, 2015 consists of:

- Refurbishment of the existing decline to support the development of Underground Mining Infrastructure;
- Construction of the 2 vertical shafts;
- Development of the Underground Mining Infrastructure;
- Construction of the Processing Plant, Utilities, and Buildings on ground.

The updated ECFS (Extended Comprehensive Feasibility Study Report) from ERCOSPLAN concludes that the Project could shorten the ramp-up phase quite significantly by utilizing the existing decline as the initial mine access to start the underground preparation works simultaneously with sinking 2 new vertical shafts and construction the surface Processing Plant. The total cast is estimated at USD 1,562 million to reach the full capacity of 1.1 million ton of MOP per year within 2020

The Company has retained Brookers Group as our Financial Advisor (FA) to assist in the capital raising plan.

The Board's Opinion

The Board of Directors considered and was of the opinion to propose the 1/2015 EGM to acknowledge the Capital Raising Plan for project development and recommend to post official letter to all shareholders for acknowledgement the plan in advance. (Capital Raising Plan for Project Development shown as *Enclosure 3*)

Vote Required

This agenda is for acknowledgement, also no vote required.



Agenda 6 Other matters (if any)

The Board of Directors determined the closing registrar book for the rights of shareholders entitled to attend the 1/2015 EGM to be on Tuesday October 6, 2015 at 12.00 p.m. until the meeting is adjourned.

The Company would like to invite the shareholders to attend the meeting. The registration to attend the meeting shall commence at 9.00 a.m. on Monday October 26, 2015 until the meeting time.

In case the shareholders cannot attend the meeting, they may appoint other persons or the Company's proposed directors to attend the meeting and vote on their behalf (names of proposed directors as shown in the Proxy). In order to appoint a proxy, please complete and sign proxy form (*the Enclosure 4*) and prior to attending the meeting, shareholders or representatives as the proxies have to present the relevant documents representing their rights to attend the meeting (*Details shown as Enclosure 5*).

In case proxies assigned the director to attend the meeting on behalf of the principle shareholders, the signed original proxy form with relevant documents are required to be submitted by mail to the Company's address within Tuesday October 20, 2015 with attention to:

Ms. Anchalee Petch-adirek

ASEAN Potash Mining Public Company Limited

No.8, TRC Building, 5th Floor,

Soi Sukhaphiban 5 Soi 32,

Tha-Raeng, Bang Khen District,

Bangkok 10220, THAILAND

For more convenience and readiness of the meeting registration, it is recommended the shareholders to complete and sign the registration form to attend the 1/2015 EGM (*the Enclosure 6*) and proxy form in order to present the registrar officers prior to the meeting.

If you have any questions about the meeting, please kindly contact Ms. Anchalee Petch-adirek via Telephone number (66) 2001 - 7733 Ext. 8522 or Email Address: anchalee_p@apmcnet.com.

Sincerely yours,

A handwritten signature in blue ink, appearing to read 'Chakkrit Parapuntakul'.

(Mr. Chakkrit Parapuntakul)

The Chairman of the Board of Directors

ASEAN Potash Mining Public Company Limited