

(Translation)

**Minutes of the Extraordinary General Meeting of Shareholders No. 3/2014**

of

**Thai Factory Development Public Company Limited (TFD)**

**Time and Place**

The Meeting was held on November 12, 2014 at 14.00 hours at Sathorn I Room, Mezzanine, Anantara Hotel Bangkok Sathorn, located at No.36 Narathiwat-Rachanakarin Road, Kwaeng Yannawa, Khet Sathorn, Bangkok

**Start of the Meeting**

Dr. Sunthorn Sathirathai, Chairman of the Board, informed the Meeting that 185 shareholders attended the Meeting themselves and by proxy, totaling 628,482,279 shares or 58.0047 percent of 1,083,501,405 shares totaling sold, which duly formed a quorum as stated in the Articles of Association.

The Chairman then declared the Extraordinary General Meeting of Shareholders No. 3/2014 open and assigned Mrs. Siriporn Pinprayong, the Company Secretary, introduced to the meeting ten members of the Board of Directors, and three executive officers as follows;

**Board of Directors** (Ten directors):

- |                 |                |   |
|-----------------|----------------|---|
| 1. Dr. Sunthorn | Sathirathai    | Independent Director<br>and Chairman  |
| 2. Dr. Apichai  | Taechaubol     | Director and Executive Chairman   |
| 3. Mr. Prasong  | Vara-ratanakul | Independent Director, Audit<br>Committee Chairman and<br>Corporate Governance,<br>Nomination and Remuneration<br>Chairman |
| 4. Mr. Nan      | Kitjalaksana   | Independent Director, Audit<br>Committee Member and<br>Corporate Governance,<br>Nomination and Remuneration<br>Committee  |

5. Mr. Sommart	Sangkhasap	Independent Director, Audit Committee Member and Corporate Governance, Nomination and Remuneration Committee
6. Mr. Gumpol	Tiyarat	Director Executive Director And Managing Director
7. Mr. Anukul	Ubonnuch	Director
8. Mr. Bunyong	Visatemongkol	Director
9. Mr. Kritawat	Taechaubol	Director
10. Mr. Pisuth	Viriyamettakul	Director

Executive officers:

1. Mrs. Rachanee	Siwawej	Assistant Managing Director, Finance
2. Mrs. Vilai	S. Ngow	Assistant Managing Director, Industrial Business Development
3. Mrs. Siriporn	Pinprayong	Assistant Managing Director, Administration Information Technology and Company Secretary

The Company Secretary introduced to the meeting the financial advisors from Asia Plus Advisory Company Limited named Mr. Nitikorn Sriksirin, Mrs. Thanavadee Rewatbawornwong and Mr. Keattipol Tangdumrongkul. Moreover, Mr. Chiyaporn Yokawajorn and Mr. Vichit Charoensakkajorn, representatives from DS Prudential Management Company Limited

The Legal advisor from Siam Premier International Law Office Limited named Ms. Pornpilai Kosolprapha.

In addition, the company solicitor Mr. Sorawut Padmintra and Mr. Suraphong Iamaem, representatives from Far East Law Office (Thailand) Company Limited.

The Company Secretary explained voting procedures at this Meeting as follows.

At the EGM, voting ballots were provided for every agenda. One share was equal to one vote. In each agenda, if no shareholder disagreed or abstained from voting, shareholders shall be considered unanimously resolving to adopt the agenda as suggested by the Chairman. However, should a shareholder disagree or would like to abstain from voting, he/she was asked to raise his hand and cast a vote in a distributed ballot when registered. The ballot shall be handed over to staff for counting purpose, the result of which will be later notified to the Meeting. The Company would record votes of approval, disapproval or abstention by shareholders who had appointed a proxy to attend the Meeting on their behalf and who had already voted in a ballot in the registration of meeting resolution based on each meeting agenda.

For question and opinion, the Company provided shareholders an opportunity to ask question and to express opinion in all relevant agendas. Before questioning and expressing view, the Company required shareholders to identify themselves to the Meeting.

During a discussion of agenda, 22 more shareholders totaling 16,826,131 shares attended the Meeting. As a result, a total of 207 shareholders holding 645,308,410 shares to attend the Meeting.

**Agenda 1. : To consider and adopt the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2014 held on 30 September 2014.**

Chairman of the Meeting submitted the Minutes of the Extraordinary General Meeting of Shareholders No.2/2014, held on 30 September 2014 for the Meeting to approve.

**Resolved :** The meeting, having considered the matter, with unanimously votes to adopt the minutes of the Extraordinary General Meeting of Shareholders No.2/2014, held on 30 September 2014 with the following votes:

Voters: 207

Approved: 645,308,410 votes or 100 percent of the total 645,308,410 shares held by shareholders attending the meeting.

Disapproved: - votes or - percent of the total 645,308,410 shares held by shareholders attending the meeting.

Abstained: - votes or - percent of the total 645,308,410 shares held by shareholders attending the meeting.

During a discussion of agenda, 11 more shareholders totaling 769,080 shares attended the Meeting. As a result, a total of 218 shareholders holding 646,077,490 shares to attend the Meeting.

**Agenda 2 : To consider and approve the abrogation of the resolutions of the Extraordinary General Meeting of Shareholders No. 1/2014, which was held on 30 January 2014, regarding with agenda no. 2, 3 and 6, which was approved by existing shareholders as (i) the offering of new ordinary shares in an amount not exceeding 116,000,000 shares to Public Offering (ii) the offering of the Warrants (“TFD-W3”) in an amount not exceeding 119,950,020 units to general investors, who subscribe new ordinary shares of the Company and existing shareholders of the Company in proportion of shareholdings and (iii) the allotment of new ordinary shares in an amount 235,950,020 shares with par value of Baht 1 per share, which is offered to Public Offering and reserved for the exercise of TFD-W3.**

The Chairman informed the Meeting that the resolutions of the Extraordinary General Meeting of Shareholders No. 1/2014, which was held on 30 January 2014, had approved the offering of new ordinary shares in an amount not exceeding 116,000,000 shares with par value of Baht 1 per share to general investors (“Public Offering”) and the offering of the Warrants (“TFD-W3”) in an amount not exceeding 119,950,020 units to general investors, who subscribe new ordinary shares of the Company and existing shareholders of the Company in proportion of shareholdings, including the allotment of such new ordinary shares. Therefore, the Company has not set the record date and closing date of registration book to determine the list of shareholders who are entitled to receive an allocation of TFD-W3.

Due to the Company has necessity to raise funds for the expansion business and for working capital, but the offering of new ordinary shares to Public Offering must be granted by the Securities and Exchange Commission, which takes a long time. It affects to the Company cannot raise funds to meet the necessity of capital requirements of the Company. Also the Company deemed to raise fund from the offering of new ordinary shares to Private Placement prior the offering of new ordinary shares to Public Offering and offering of TFD-W3 to existing shareholder, respectively.

Thereafter, The Chairman asked the Meeting to consider and approve the abrogation of the resolutions of the Extraordinary General Meeting of Shareholders No. 1/2014, which was held on 30 January 2014, regarding with agenda no. 2, 3 and 6, which was approved by existing shareholders as (i) the offering of new ordinary shares in an amount not exceeding 116,000,000 shares to Public Offering (ii) the offering of the Warrants (“TFD-W3”) in an amount not exceeding 119,950,020 units to general investors, who subscribe new ordinary shares of the Company and existing shareholders of the Company in proportion of shareholdings and (iii) the allotment of new ordinary shares in an amount 235,950,020 shares with par value of Baht 1 per share, which is offered to Public Offering and reserved for the exercise of TFD-W3.

**Resolved :** The meeting, having considered the matter, with majority vote of the total number of votes of the shareholders who attend the meeting and are eligible to vote approve the abrogation of the resolutions of the Extraordinary General Meeting of Shareholders No. 1/2014, which was held on 30 January 2014, regarding with agenda no. 2, 3 and 6, which was approved by existing shareholders as (i) the offering of new ordinary shares in an amount not exceeding 116,000,000 shares to Public Offering (ii) the offering of the Warrants (“TFD-W3”) in an amount not exceeding 119,950,020 units to general investors, who subscribe new ordinary shares of the Company and existing shareholders of the Company in proportion of shareholdings and (iii) the allotment of new ordinary shares in an amount 235,950,020 shares with par value of Baht 1 per share, which is offered to Public Offering and reserved for the exercise of TFD-W3 with the following votes:

Voters: 218

Approved: 646,052,490 votes or 99.9961 percent of the total 646,077,490 shares held by shareholders attending the meeting.

Disapproved: - votes or - percent of the total 646,077,490 shares held by shareholders attending the meeting.

Abstained: 25,000 votes or 0.0038 percent of the total 646,077,490 shares held by shareholders attending the meeting.

**Agenda 3 : To consider and approve to decrease registered capital of the Company and to amend Clause 4. of the Memorandum of Association of the Company to be accordance with the reduction of the registered share capital.**

The Chairman informed the Meeting that The Company has to completely decrease registered capital of the Company and to amend Clause 4. of the Memorandum of Association of the Company prior to any increase of its capital in compliance with the provisions of the Public Company Act that require the Company to reduce the share capital by cancellation of registered shares that have not been issued prior to increase new share capital.

Thereafter, The Chairman asked the Meeting to consider and approve to decrease registered capital of the Company from Baht 1,499,861,190 to Baht 1,263,911,170 by canceling 235,950,020 ordinary shares at the par value of Baht 1 per share (except the issued of ordinary shares remaining to 180,409,765 shares which have been reserved for exercise of TFD-W2) and to amend Clause 4. of the Memorandum of Association of the Company to be accordance with the reduction of the registered share capital as by cancel the existent contents and use the new contents as mention below:

“Clause 4. Registered Capital	1,263,911,170 Baht	(One Thousand Two Hundred Sixty Three Million Nine Hundred Eleven Thousand and One Hundred Seventy Baht)
Divided into	1,263,911,170 shares	(One Thousand Two Hundred Sixty Three Million Nine Hundred Eleven Thousand and One Hundred Seventy shares)
Par value of	1 Baht	(One Baht)
<i>Divided as follows;</i>		
Ordinary shares	1,263,911,170 Shares	(One Thousand Two Hundred Sixty Three Million Nine Hundred Eleven Thousand and One Hundred Seventy shares)
Preferred shares	- Shares	(-)

**Resolved :** The Meeting, considered the matter, with not less than three-fourths of the total number of votes of the shareholders who attend the meeting and are eligible to vote approve to decrease registered capital of the Company and to amend Clause 4. of the Memorandum of Association of the Company to be accordance with the reduction of the registered share capital with the following votes:

Voters: 218

Approved: 646,052,490 votes or 99.9961 percent of the total 646,077,490 shares held by shareholders attending the meeting.

Disapproved: - votes or - percent of the total 646,077,490 shares held by shareholders attending the meeting.

Abstained: 25,000 votes or 0.0038 percent of the total 646,077,490 shares held by shareholders attending the meeting.

**Agenda 4 :** **To consider and approve to increase registered capital of the Company and to amend Clause 4. of the Memorandum of Association of the Company to be accordance with the increase of the registered share capital.**

The Chairman informed the Meeting that The Company has necessity to raise funds for the expansion business and for working capital. The Company has intended to increase registered capital of the Company and to amend Clause 4. of the Memorandum of Association of the Company to be accordance with the increase of the registered share capital.

Thereafter, The Chairman asked the Meeting to consider and approve to increase registered capital of the Company from Baht 1,263,911,170 to Baht 1,914,911,170 by issuing 651,000,000 new ordinary shares with par value of Baht 1 per share, to offer to private placement, public offering, to reserve for the exercise of TFD-W3 and to reserve for the ratio adjustment of TFD-W2. Details are shown in Attachment 2 and to amend Clause 4. of the Memorandum of Association of the Company to be accordance with the increase of the registered share capital by cancel the existent contents and use the new contents as mention below:

“Clause 4. Registered Capital 1,914,911,170 Baht (One Thousand Nine  
Hundred fourteen Million  
nine Hundred eleven  
Thousand and One  
Hundred Seventy Baht)

Divided into 1,914,911,170 shares (One Thousand Nine  
Hundred fourteen Million  
nine Hundred eleven  
Thousand and One  
Hundred Seventy shares)

Par value of 1 Baht (One Baht)

*Divided as follows;*

Ordinary shares 1,914,911,170 Shares (One Thousand Nine  
Hundred fourteen Million  
nine Hundred eleven  
Thousand and One  
Hundred Seventy shares)

Preferred shares - Shares (-)”

**Resolved :** The Meeting, considered the matter, with not less than three-fourths of the total number of votes of the shareholders who attend the meeting and are eligible to vote approve to increase registered capital of the Company and to amend Clause 4. of the Memorandum of Association of the Company to be accordance with the increase of the registered share capital with the following votes:

Voters: 218

Approved: 645,915,790 votes or 99.9749 percent of the total 646,077,490 shares held by shareholders attending the meeting.

Disapproved: 136,700 votes or 0.0211 percent of the total 646,077,490 shares held by shareholders attending the meeting.

Abstained: 25,000 votes or 0.0038 percent of the total 646,077,490 shares held by shareholders attending the meeting.



During a discussion of agenda, 5 more shareholders totaling 58,540 shares attended the Meeting. As a result, a total of 223 shareholders holding 646,136,030 shares to attend the Meeting.

**Agenda 5 : To consider and approve the issuance and offering of new ordinary shares with par value of Baht 1 per share in an amount not exceeding 120,000,000 shares to general investors (“Public Offering”).**

The Chairman informed the Meeting that, in order to raise funds for the business expansion and for working capital of the Company. The Company has a policy to increase its registered capital by the issuance and offering of new ordinary shares with par value of Baht 1 per share in an amount not exceeding 120,000,000 shares to general investors (“Public Offering”).

Thereafter, The Chairman asked the Meeting to consider and approve the issuance and offering of new ordinary shares with par value of Baht 1 per share in an amount not exceeding 120,000,000 shares to general investors (“Public Offering”) pursuant to the Notification of the Capital Market Supervisory Board Tor Jor 28/2551 re: the Application and Permission for Offering Newly Issued Shares, at the offering price is not less than 90% of the weighted average price of shares traded in the Stock Exchange of Thailand respectively between 7 - 15 consecutive trading days prior to the Public Offering’s price determination date.

Therefore, the Board of Directors and/or the Executive Committee and/or Executive Chairman and/or Managing Director and/or the person(s) who is authorized by the Board of Directors and/or the Executive Committee and/or Executive Chairman and/or Managing Director shall be authorized to consider, determine and/or modify the conditions and/or details with regards to the allotment and offering of such new issued ordinary shares by way of the Public Offering set out above, e.g. the final offer price, the subscription period, the payment process, etc., which shall be determined after the approval to allot and offer the new ordinary shares from the Securities and Exchange Commission. An authorized person shall also be empowered to sign any relevant documents and to do any other action which is necessary or appropriate for, or in connection with, the issuance, offering

and the allotment of new ordinary shares including to the appointment of underwriter(s), providing information, preparation, signing and submission of the application, prospectus, contract and/or other documents to the Securities and Exchange Commission, the Stock Exchange of Thailand, Thailand Securities Depository Company Limited, Ministry of Commerce and any other relevant authorities as well as listing such new ordinary shares to the Stock Exchange of Thailand.

**Resolved :** The meeting, having considered the matter, with majority vote of the total number of votes of the shareholders who attend the meeting and are eligible to vote approve the issuance and offering of new ordinary shares with par value of Baht 1 per share in an amount not exceeding 120,000,000 shares to general investors (“Public Offering”) and authorization as proposed by the Chairman with the following votes:

Voters: 223

Approved: 645,615,785 votes or 99.9194 percent of the total 646,136,030 shares held by shareholders attending the meeting.

Disapproved: 495,245 votes or 0.0766 percent of the total 646,136,030 shares held by shareholders attending the meeting.

Abstained: 25,000 votes or 0.0038 percent of the total 646,136,030 shares held by shareholders attending the meeting.

During a discussion of agenda, 1 more shareholders totaling 2 shares attended the Meeting. As a result, a total of 224 shareholders holding 646,136,032 shares to attend the Meeting.

**Agenda 6 : To consider and approve the issuance and offering of the 3rd series of warrants (“TFD-W3”) to the existing shareholders in proportion of shareholdings.**

The Chairman informed the Meeting that, in order to raise funds for the business expansion and for working capital of the Company. The Company has a policy to increase its registered capital by the issuance and offering of the 3rd series of

warrants (“TFD-W3”) in an amount not exceeding 318,000,000 units to the existing shareholders in proportion of shareholdings (Right Offering).

Thereafter, The Chairman asked the Meeting to consider and approve the issuance and offering of the 3rd series of warrants (“TFD-W3”) in an amount not exceeding 318,000,000 units to the existing shareholders in proportion of shareholdings (Right Offering) without charge, at the ratio of 5 existing shares to 1 unit of warrant (fractions will be discarded). The exercise price is Baht 5.00 per share. Details of summary of preliminary details of TFD-W3 are shown in Attachment 3.

Therefore, the Board of Directors shall be authorized to set the closing date of registration book to determine the list of shareholders who are entitled to receive an allocation of TFD-W3 after an approval from the shareholders’ meeting in issuance and offering of TFD-W3 and the allocation of full or in a part of new ordinary shares to Private Placement and/or the allocation of new ordinary shares Public Offering is already finished and the Board of Directors and/or the Executive Committee and/or Executive Chairman and/or Managing Director and/or the person(s) who is authorized by the Board of Directors and/or the Executive Committee and/or Executive Chairman and/or Managing Director shall be authorized to determine or change terms, conditions and other details Including but not only limited to exercise price, exercise ratio, allotment and issue date including the authority to consider the necessity of the issuance of new ordinary share to accommodate an adjustment or changes in the exercise price and/or exercise ratio related to TFD-W3, and shall also be empowered to take any actions necessary as appropriate regarding the issuance and offering of TFD-W3 and listing TFD-W3 on the Stock Exchange of Thailand as well as to proceed for necessary approval from relevant authorities.

**Resolved :** The meeting, having considered the matter, with majority vote of the total number of votes of the shareholders who attend the meeting and are eligible to vote approve the issuance and offering of the 3rd series of warrants (“TFD-W3”) to the existing shareholders in proportion of shareholdings and authorization as proposed by the Chairman with the following votes:

Voters: 224

Approved: 645,974,332 votes or 99.9749 percent of the total 646,136,032 shares held by shareholders attending the meeting.

Disapproved: 136,700 votes or 0.0211 percent of the total 646,136,032 shares held by shareholders attending the meeting.

Abstained: 25,000 votes or 0.0038 percent of the total 646,136,032 shares held by shareholders attending the meeting.

**Agenda 7 : To consider and approve the allocation of the new ordinary shares.**

The Chairman informed the Meeting that as aforementioned in Agenda 4 with respect to the plan of funding the business expansion, the Company is required to increase its registered capital. In addition, in compliance with the law, the Meeting is required to consider and approve the allocation of 651,000,000 new ordinary shares with par value of Baht 1 per share.

Thereafter, The Chairman asked the Meeting to consider and approve the allocation of 651,000,000 new ordinary shares with par value of Baht 1 per share, with details are as follows:

- 1) Amount not exceeding 200,000,000 new ordinary shares to be allotted to private placement and/or institutional investors and/or specific investors categorized pursuant to the Notification of the Capital Market Supervisory Board No. Tor Jor 28/2551 re: the Application and Permission for Offering Newly Issued Shares, provided that such persons are not connected persons of the Company pursuant to the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transaction B.E. 2546 and/or the Notification of Capital Market Supervisory Board No. Tor Jor 21/2551 Re: Rules of Entering into Connected Transactions. It will be offered once or several times and the offering price of new ordinary shares must be not less than 90% of the weighted average price of shares traded in the Stock Exchange of Thailand respectively between 7 - 15 consecutive trading days prior each first private placement's offering date.

Therefore, the Board of Directors and/or the Executive Committee and/or Executive Chairman and/or Managing Director and/or the person(s) who is authorized by the Board of Directors and/or the Executive Committee and/or Executive Chairman and/or Managing Director shall be authorized to allot and offer in same time or to separate into partial for offering in lots from time to time and have right to take any actions necessary as appropriate regarding to the offering of such increased ordinary shares, e.g. the final offer price, the subscription period, the payment process, etc., including change of the subscription period and payment and determining other conditions and details in issuing and offering of such increased shares as deemed appropriate, including the authority to correct wording or contents for minutes of Shareholders' meeting or Memorandum of Association and/or others application and/or the various actions necessary in compliance with the order of Registrar in relation to the registration of registered capital increase with Department of Business Development, Ministry of Commerce from time to time in accordance with the payments of the subscriber(s) in each time, including listing the increased shares in the Stock Exchange of Thailand and submission of information and documents to the Securities and Exchange Commission, the Stock Exchange of Thailand, Ministry of Commerce or other relevant authorities.

- 2) Amount not exceeding 120,000,000 new ordinary shares to be allotted to general investors ("Public Offering") pursuant to the Notification of the Capital Market Supervisory Board Tor Jor 28/2551 re: the Application and Permission for Offering Newly Issued Shares, at the offering price is not less than 90% of the weighted average price of shares traded in the Stock Exchange of Thailand respectively between 7 - 15 consecutive trading days prior to the Public Offering's price determination date.

Therefore, the Board of Directors and/or the Executive Committee and/or Executive Chairman and/or Managing Director and/or the person(s) who is authorized by the Board of Directors and/or the Executive Committee and/or Executive Chairman and/or Managing Director shall be authorized to consider, determine and/or modify the conditions and/or details with regards to the

allotment and offering of such new issued ordinary shares by way of the Public Offering set out above, e.g. the final offer price, the subscription period, the payment process, etc., which shall be determined after the approval to allot and offer the new ordinary shares from the Securities and Exchange Commission. An authorized person shall also be empowered to sign any relevant documents and to do any other action which is necessary or appropriate for, or in connection with, the issuance, offering and the allotment of new ordinary shares including to the appointment of underwriter(s), providing information, preparation, signing and submission of the application, prospectus, contract and/or other documents to the Securities and Exchange Commission, the Stock Exchange of Thailand, Thailand Securities Depository Company Limited, Ministry of Commerce and any other relevant authorities as well as listing such new ordinary shares to the Stock Exchange of Thailand.

- 3) Amount not exceeding 318,000,000 new ordinary shares to be reserved for the exercise of TFD-W3, which offers to the existing shareholders in proportion of shareholdings without charge, at the ratio of 5 existing shares to 1 unit of warrant (fractions will be discarded). The exercise price is Baht 5.00 per share. Details of summary of preliminary details of TFD-W3 are shown in Attachment 3.

Therefore, the Board of Directors shall be authorized to set the closing date of registration book determining the list of shareholders who are entitled to receive an allocation of TFD-W3 which will be proceeded after an approval of the shareholders' meeting to issue and offer of TFD-W3 and the allocation of full or in a part of new ordinary shares to Private Placement and/or the allocation of new ordinary shares Public Offering is already finished and authorized to the Board of Directors and/or the Executive Committee and/or Executive Chairman and/or Managing Director and/or the person(s) who is authorized by the Board of Directors and/or the Executive Committee and/or Executive Chairman and/or Managing Director shall be authorized to determine or change terms, conditions and other details Including but not only limited to exercise price, exercise ratio, allotment and issue date including the authority to consider the necessity of the issuance of new ordinary share to accommodate an adjustment or changes in the exercise price and/or exercise ratio related to TFD-W3, and shall also be empowered to take any actions necessary as

appropriate regarding the issuance and offering of TFD-W3 and listing TFD-W3 on the Stock Exchange of Thailand as well as to proceed for necessary approval from relevant authorities.

- 4) Amount not exceeding 13,000,000 new ordinary shares to be reserved for the ratio adjustment of the Warrants to purchase ordinary shares of the Company, Series 2 (“TFD-W2”). The Company will adjust the right of TFD-W2, when TFD-W3 have be allocated to existing shareholders already, to comply with the condition specified in the Terms and Conditions of TFD-W2 Clause 1.4 (d).

In addition, the Company shall issue and allot of full or in a part of new ordinary shares to Private Placement after that the Company will consider the order of issuance and allotment of new ordinary shares to Public Offering and the offering of TFD-W3, as appropriate again. Thereafter the Board of Directors and/or the Executive Committee and/or Executive Chairman and/or Managing Director and/or the person(s) who is authorized by the Board of Directors and/or the Executive Committee and/or Executive Chairman and/or Managing Director shall be authorized to consider the offering of new ordinary shares to Public Offering which shall be occurred before or after the offering of TFD-W3, as deemed appropriate.

**Resolved :** The meeting, having considered the matter, with majority vote of the total number of votes of the shareholders who attend the meeting and are eligible to vote approve the allocation of the new ordinary shares and authorization as proposed by the Chairman with the following votes:

Voters: 224

Approved: 643,609,932 votes or 99.6090 percent of the total 646,136,032 shares held by shareholders attending the meeting.

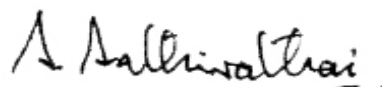
Disapproved: 2,501,100 votes or 0.3870 percent of the total 646,136,032 shares held by shareholders attending the meeting.

Abstained: 25,000 votes or 0.0038 percent of the total 646,136,032 shares held by shareholders attending the meeting.

**Agenda 8 : Other matter**

The Chairman asked if any shareholders would like to submit other matters to the Meeting or if anyone had any question. As there was no further matter to discuss or question from shareholders, the Chairman expressed his appreciation to the shareholders for attending the Meeting and announced the Meeting adjourned.

The Meeting was adjourned at 15.35 hours.

A handwritten signature in black ink, reading "Dr. Sunthorn Sathirathai", written over a horizontal line.

Chairman of the Meeting

Dr. Sunthorn Sathirathai