

TPP.AGM 2/2013

April 23, 2013

Subject: Notification of the resolutions of the Annual Ordinary General Meeting of Shareholders

No.1/2013

To: President

The Stock Exchange of Thailand

The Annual Ordinary General Meeting of Shareholders No.1/2013 of the Thai Plaspac Public Company Limited, held on April 23, 2013 at 10.30 a.m., at the Conference Room 25th Floor, Modernform Tower 699 Srinakarin Road, Suanluang, Bangkok. Upon commencement of the Meeting 55 Shareholders attended the meeting with 86,765,800 shares in aggregate which is equal to 86.74 %. The Meeting has resolved to have the following resolutions:

1. Approved the Minute of the Annual General Meeting of Shareholder No.1/2012 held on April 23, 2012 by votes as follows:

**Approved with 55 shareholders 86,765,800 votes or equal to 100 %**

2. Acknowledged Report on the Company's performance for the fiscal year 2012 and the 2012 Annual Report by votes as follows:

**Approved with 56 shareholders 86,765,900 votes or equal to 100 %**

3. Approve the audited Statement of financial position and Statement of comprehensive income for the year ended on December 31, 2012 by votes as follows:

**Approved with 56 shareholders 86,765,900 votes or equal to 100 %**

4. Approve the annual stock dividend and cash dividend payment for the year 2012 to pay stock dividend at ratio of 1 existing shares to 1 stock dividend and pay cash dividend at the rate of 0.11 Baht per share. The Record Date is set on Thursday May 9, 2013 and the Book Closing Date is set on Friday May 10, 2013. Payment of stock dividend and cash dividend will be made on Wednesday May 22, 2012 by votes as follows:

**Approved with 56 shareholders 86,765,900 votes or equal to 100 %**

5. Approve the issuance and offering of warrant to purchase the Company's ordinary shares for allotting to the existing shareholders in proportion to their holding prior to stock dividend allotment in the amount of 50,000,000 units with maturity of 3 years at the offering ratio of 2 existing shares to 1 unit of warrant. The offering price is 0.00 baht. The exercise ratio of 1 unit of warrant to 1 new ordinary share at the exercise price of 5.00 baht per share by votes as follows:

**Approved with 56 shareholders 86,765,900 votes or equal to 100 %**

6. Approve the issuance and offering of warrant to purchase the Company's ordinary shares for allotting to the directors and/or employees of the Company in the amount of 5,000,000 units with maturity of 3 years. The offering price is 0.00 baht. The exercise ratio of 1 unit of warrant to 1 new ordinary share at the exercise price of 4.00 baht per share by votes as follows:

**Approved with 56 shareholders 86,765,900 votes or equal to 100 %**

7. Approve the allotment of warrant to purchase the Company's ordinary shares for allotting to the directors and/or employees of the Company who has the right to be allotted warrant in the amount exceeding 5% of the amount of share issued and offered by person to Mr.Theerawit Busayapoka in the amount of 750,000 unit or 15% of the amount of share issued and offered by votes as follows:

**Approved with 56 shareholders 86,765,900 votes or equal to 100 %**

8. Approve the increase of registered capital in the amount of 155,000,000 Baht with ordinary shares in the amount of 155,000,000 shares at par value of 1 Baht to reserve for stock dividend payment to the Company's shareholders, the exercise of warrant that allotted to the Company's shareholders in proportion to their holding and the exercise of warrant that allotted to directors and/or employees of the Company by votes as follows:

**Approved with 56 shareholders 86,765,900 votes or equal to 100 %**

9. Approved the amendment of the Company's Memorandum of Association No. 4 in accordance with the capital increase by votes as follows:

**Approved with 56 shareholders 86,765,900 votes or equal to 100 %**

10. Approved the allotment of shares in the amount of 155,000,000 shares with par value of 1 Baht for stock dividend payment and to reserve for the exercise of warrant that allotted to the Company's shareholders in proportion to their holding and the exercise of warrant that allotted to directors and/or employees of the Company by votes as follows:

**Approved with 56 shareholders 86,765,900 votes or equal to 100 %**

11. Approved the re-appointment of 2 existing directors who would retire by rotation to resume their directorship for another term.

11.1 The Directors whose terms have expired are as follows:

1. Mr. Thaksa Busayapoka
2. Mr. Niwat Hongpitakpong

11.2 Approved as proposed to re-elect the following Directors for another term:

1. Mr. Thaksa Busayapoka

**Approved with 56 shareholders 86,765,900 votes or equal to 100 %**

2. Mr. Niwat Hongpitakpong

**Approved with 56 shareholders 86,765,900 votes or equal to 100 %**

11.3 The Meeting approved the nominated authorized Director who have the authority to sign and bind the Company as follows:

“ Mr.Thaksa Busayapoka or Mr.Yothin Nerngchamnong or Mr.Jajjai Dhammarungruang and Mr.Theerawit Busayapoka or Mr.Niwat Hongpitakpong two authorized Directors jointly sign their names together with the affixation of the Company’s common seal ” by votes as follows:

**Approved with 56 shareholders 86,765,900 votes or equal to 100 %**

13. Approve the remuneration for Directors for the year 2013 as follows:

- Remuneration and meeting fee for the chairman in the amount of 60,000 Baht per quarter
  - Remuneration and meeting fee for Directors in the amount of 45,000 Baht per quarter
  - Car allowance for each Audit Committee Member in the amount of 30,000 Baht per quarter
- by votes as follows:

**Approved with 56 shareholders 86,765,900 votes or equal to 100 %**

14. Approve the appointment of Ernst & Young Office Limited by Miss Pimjai Manitkhajornkit C.P.A.4521, or Mr.Sophon Permsirivallop CPA.No.3182 or Mr.Chayapol Supasetanond CPA.No.3972 is the auditor of the company for year 2013 with the audit fee in the amount of Baht 650,000 per year by votes as follows:

**Approved with 56 shareholders 86,765,900 votes or equal to 100 %**

Please be informed accordingly,

Sincerely Yours,

(Mr.Pojsiri Hotarapavanon)

Company's Secretary

