

TPAC 001 / 04 / 2017

20 April 2017

Subject: Resolution of the Annual General Meeting of Shareholders No. 1/2017

To: The President

The Stock Exchange of Thailand

Thai Plaspac Public Company Limited (the “Company”) would like to inform resolutions of the Annual General Meeting of Shareholders No. 1/2017 held at 3 pm on Thursday, 20 April 2017 at The Boardroom 3, Queen Sirikit National Convention Center, 60 New Rachadapisek Road, Klongtoey, Bangkok 10110, Thailand. There were 18 shareholders who attended the meeting in person, 98 persons by proxy holding and total to 116 persons or 197,714,947 shares in total, representing around 77.90% of 253,817,676 shares in the total issued shares of the Company as on the record date Tuesday, 15 March 2017 and the share registration book closing date for gathering of shareholders’ name under the Section 225 of the Securities and Exchange Act B.E. 2535 (Amended B.E. 2551) on Wednesday, 16 March 2017. The details of the resolutions are stated below;

Agenda 1 Speech of chairman

There were no any subject to notice in this meeting date.

Agenda 2 To consider and adopt the Minutes of Annual General Meeting No. 1/2016 held on 21 April 2016

The resolution was passed by a majority of votes of shareholders and proxy holders who attended the meeting and cast their votes. The details of shareholders’ vote are as follows;

Approve:	205,055,053	votes or	100%
Disapprove:	0	votes or	0%
Abstain:	0	votes	

Agenda 3 To acknowledge the Company’s operational results and Annual Report for the year 2016

The meeting duly acknowledged as proposed the Company’s operational results for the year 2016 which are stated in the Company’s annual report for year 2016 which is already sent to shareholder with notice to attend the Annual General Meeting of Shareholders No. 1 / 2017 in CD-ROM

Agenda 4 To consider and approve the Company’s Financial Statement and the Comprehensive Income Statement for year 2016 end as 31 December 2016 approved by Company’s auditors and reviewed by The Audit Committee.

The resolution was passed by a majority of votes of shareholders and proxy holders who attended the meeting and cast their votes. The details of shareholders’ vote are as follows;

Approve:	205,086,553	votes or	100%
Disapprove:	0	votes or	0%
Abstain:	0	votes	

Agenda 5 To consider and approve dividend payment from the Company’s operating results for year 2016

Approved the allocation of profit and dividend payment for year 2016 to the shareholders at the rate of Baht 0.21 per share or amount to Bath 53.3 million in total, or 51% of net profit. As the interim dividend has been paid on 8 September 2016 at the rate of Baht 0.10 per share or amount to Baht remaining balance will be Bath 0.11 per share or Bath 27.9 million in total, this will be paid on 19 May 2017 to the shareholders listed on the record date on 8 May 2017 and 9 May 2017 shall be the book closing date on which the shareholder list as specified in section 225 of the Securities and Exchange Act 2535

The resolution was passed by a majority of votes of shareholders and proxy holders who attended the meeting and cast their votes. The details of shareholders’ vote are as follows;

Approve:	205,121,553	votes or	100%
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Disapprove: 0 votes or 0%
 Abstain: 0 votes

Agenda 6 To consider and approve the re-election of director’s who retire by rotation for year 2017

Approved the election of the directors to succeed the directors completing their term for the year 2017, by re-electing the three directors retiring upon their term in 2017;

Name	Position
1. Mrs. Aradhana Lohia Sharma	Director
2. Mr. Gran Chayavichitsilp	Director, Independent Director and Audit Committee
3. Mr. Kittiphat Suthisamphat	Director, Independent Director and Audit Committee

The resolution for each director candidate was passed by a majority of votes of shareholders and proxy holders who attended the meeting and cast their votes. The details of shareholders’ vote are as follows;

1. Mrs. Aradhana Lohia Sharma	Director	Approve: 205,151,653 votes or 100%	Disapprove: 0 votes or 0%	Abstain: 0 votes
2. Mr. Gran Chayavichitsilp	Director, Independent Director and Audit Committee	Approve: 205,151,653 votes or 100%	Disapprove: 0 votes or 0%	Abstain: 0 votes
3. Mr. Kittiphat Suthisamphat	Director, Independent Director and Audit Committee	Approve: 205,151,653 votes or 100%	Disapprove: 0 votes or 0%	Abstain: 0 votes

Agenda 7 To consider and approve the remuneration of Directors for the Year 2017

- To approval remuneration for the year 2017 for committees and audit committee not to exceed 2016 remuneration given as under.
 1. Actual remuneration for year 2016 was 2,180,000 Baht as follow:
 - The remuneration for chairman 70,000 Baht per quarter and for 4 quarters a year was 280,000 Baht)
 - The remuneration for 7 committees, each 55,000 Baht per quarter and for 4 quarters a year was 1,540,000 Baht)
 - The remuneration for 3 audit committees, each 30,000 Baht per quarter and for 4 quarters a year was 360,000 Baht)
 2. The remuneration for year 2017 will be paid in the same rate as year 2016 as the above in item no.1, the total will be 2,180,000 Baht and paid in each quarter for 4 quarter a year.
- To approve the 2017 remuneration for 3 of 6 nomination and remuneration committee, only for three of non-executive committee members. For the other 3 committee members are executive committees. So, the company will not pay any remuneration.
 - 2016 remuneration didn't paid for all nomination and remuneration committee members.
 - Consider to approve the 2017 remuneration for 3 of 6 nomination and remuneration committee members, for chairman and committee members which be the non-executive committee. The total remuneration fees will be 198,000 Baht, each 33,000 /person/time, which is paid on the meeting day for twice times a year.
- To approve the remuneration for committee, audit committee and 6 nomination and remuneration committee for year 2017 and the total will be 2,378,000 Baht

The resolution was passed by a majority of votes of shareholders and proxy holders who attended the meeting and cast their votes. The details of shareholders' vote are as follows;

Approve:	205,151,653	votes or	100%
Disapprove:	0	votes or	0%
Abstain:	0	votes	

Agenda 8 To consider and appoint the auditors and fix the audit fee for the year 2017

Approved the appointment of auditors for the year 2017 and fixing the audit fee as follows;

1. Miss. Pimjai Manitkhajonkit, CPA registration no. 4521
2. Mr. Sophon Permsirivallop, CPA registration no. 3182
3. Mr. Chayapol Supasetanond, CPA registration no. 3972
4. Miss Rungnapa Lertsuwanakul, CPA registration no. 3516,

of EY Office Limited to be appointed as the Company’s auditor for the year 2017 and any one of the approved auditors be authorized to conduct the audit and express their opinion on the financial statements of the Company for the year 2016. In case where the appointed auditor(s) is incapable of performing their duties, EY Office Limited shall procure another Certified Public Accountant from EY Office Limited to perform the duties.

To approved the audit fees to exceed Baht 400,000 from Bath 900,000 for year 2016 to Baht 1,300,000 for year 2017 or 44% increasing.

The resolution was passed by a majority of votes of shareholders and proxy holders who attended the meeting and cast their votes. The details of shareholders’ vote are as follows;

Approve:	205,151,713	votes or	100%
Disapprove:	0	votes or	0%
Abstain:	0	votes	

Please be informed accordingly.



(Mr. Kevin Qumar Sharma)

Chairman of the Board and CEO