

TPAC/2562/04/04

24 April 2019

Subject: Resolutions of the 2019 Annual General Meeting of Shareholders

Attn: The President

The Stock Exchange of Thailand

Thai Plaspac Public Company Limited (the “Company”) hereby would like to notify the resolutions of the 2019 Annual General Meeting of Shareholders held on Wednesday, 24 April 2019, at 3.00 P.M, at Paploen Room, Hansar Hotel Bangkok, No. 3/250 Soi Mahadlekluang 2, Rajadamri Road, Lumpini, Pathumwan, Bangkok, 10330, Thailand as follows:

AGENDA 1 Matters to be informed to the Shareholders by the Chairman

RESOLUTION

The Meeting acknowledged matters as informed to the Shareholders by the Chairman

AGENDA 2 To approve the Minutes of the 2018 Annual General Meeting of Shareholders held on 24 April 2018

RESOLUTION

The Meeting approved the Minutes of the 2018 Annual General Meeting of Shareholders held on 24 April 2018 with a simple majority vote of the shareholders attending the meeting and casting their votes as follows (Abstention will not be constituted as a vote):

Agreed	189,513,841	votes	Equal to	100.00 %
Disagreed	0	votes	Equal to	0.00 %
Abstained	0	votes	Equal to	Not constituted as a vote
Voided Ballots	0	votes	Equal to	Not constituted as a vote

AGENDA 3 To certify the result of the Company's operation for the year 2018 and to approve the 2018 audited financial statements ended on 31 December 2018

RESOLUTION

The Meeting certified the result of the Company's operation for the year 2018 and approved the 2018 audited financial statements ended on 31 December 2018 with a simple majority vote of the shareholders attending the meeting and casting their votes as follows (Abstention will not be constituted as a vote):

Agreed	218,986,941	votes	Equal to	100.00 %
Disagreed	0	votes	Equal to	0.00 %

Abstained	0	votes	Equal to	Not constituted as a vote
Voided Ballots	0	votes	Equal to	Not constituted as a vote

AGENDA 4 To approve the appropriation of profit from the operation result of 2018 and no dividend payment

RESOLUTION

The Meeting approved the appropriation of profit from the operation result of 2018 by recording the profit from the operation result of 2018 into the Company's retained earning account and no cash dividend payment with a simple majority vote of the shareholders attending the meeting and casting their votes as follows (Abstention will not be constituted as a vote):

Agreed	218,986,857	votes	Equal to	100.00 %
Disagreed	200	votes	Equal to	0.00 %
Abstained	0	votes	Equal to	Not constituted as a vote
Voided Ballots	0	votes	Equal to	Not constituted as a vote

AGENDA 5 To elect the directors in replacement of those who are due to retire by rotation

RESOLUTION

The Meeting elected the directors in replacement of those who are due to retire by rotation with a simple majority vote of the shareholders attending the meeting and casting their votes as follows (Abstention will not be constituted as a vote):

1) Mr. Kevin Kumar Sharma (Director) (Re-elected)

Agreed	218,987,506	votes	Equal to	100.00 %
Disagreed	0	votes	Equal to	0.00 %
Abstained	0	votes	Equal to	Not constituted as a vote
Voided Ballots	0	votes	Equal to	Not constituted as a vote

2) Mr. Theerawit Busayapoka (Director) (Re-elected)

Agreed	218,987,509	votes	Equal to	100.00 %
Disagreed	0	votes	Equal to	0.00 %
Abstained	0	votes	Equal to	Not constituted as a vote
Voided Ballots	0	votes	Equal to	Not constituted as a vote

3) Mrs. Aradhana Lohia Sharma (Director) (Re-elected)

Agreed	218,987,509	votes	Equal to	100.00 %
Disagreed	0	votes	Equal to	0.00 %
Abstained	0	votes	Equal to	Not constituted as a vote
Voided Ballots	0	votes	Equal to	Not constituted as a vote

AGENDA 6 To approve the remuneration of directors for the year 2019

RESOLUTION

The Meeting fixed the remuneration for the Board of Directors for the year 2019 within the amount of not more than Baht 3,389,995, equivalent to the year 2019's remuneration as follows:

(1) The remuneration of the Board of Directors shall be paid on a quarterly basis, as follows:

(a) The Chairman of the Board of Directors shall be quarterly paid in the amount of Baht 80,000; and (b) Any director of the Board of Directors shall be quarterly paid in the amount of Baht 65,000.

The remuneration of the Board of Directors is determined for 6 meetings per year. In the case that the Company may hold the additional meeting of the Board of Directors, the Company will pay the meeting allowance to the independent directors in the amount of Baht 43,333 per person per attendance for not exceeding 5 additional meetings per year.

(2) The remuneration of the Audit Committee shall be paid on a quarterly basis in the amount of Baht 30,000. The Audit Committee consists of 3 persons.

(3) The remuneration of the Nomination and Remuneration Committee shall be paid in the amount of Baht 40,000 per person per attendance. The Nomination and Remuneration Committee consists of 5 persons, and 3 of 5 are Independent Directors.

(4) The Corporate Governance Committee and the Risk Management Committee shall not be entitled to receive any remuneration. In this regard, the Company will pay for the remuneration of the directors for year 2019 in the total amount of not exceeding Baht 3,389,995.

(5) The Board of Directors are not entitled to any other remuneration other than those mentioned above.

The Meeting fixed the remuneration of directors for the year 2019 with a vote of not less than two-thirds of the shareholders attending the meeting and casting their votes as follows:

Agreed	219,002,999	votes	Equal to	100.00 %
Disagreed	0	votes	Equal to	0.00 %
Abstained	0	votes	Equal to	0.00 %
Voided Ballots	0	votes	Equal to	0.00 %

AGENDA 7 To appoint the Auditor and consider the Auditor's fees for year 2019

RESOLUTION

The Meeting appointed the auditor(s) from EY Company Limited for the year 2019 as follows:

- 1) Miss Rungnapa Lertsuwankul, CPA License No. 3516, or
- 2) Miss. Pimjai Manitkajohnkit, CPA License No. 4521, or
- 3) Mr. Chayapol Suppasetanon, CPA License No.3972, or
- 4) Miss. Orawan Techawatanasirikul, CPA License No.4807

The Meeting approved the auditing fees for the fiscal year 2019 is a total amount not exceeding Baht 2,790,000.

The Meeting appointed the Auditor and fixed the Auditor's fees for year 2019 with a simple majority vote of the shareholders attending the meeting and casting their votes as follows (Abstention will not be constituted as a vote):

Agreed	215,334,599	votes	Equal to	98.32 %
Disagreed	3,668,600	votes	Equal to	1.68 %
Abstained	0	votes	Equal to	Not constituted as a vote
Voided Ballots	0	votes	Equal to	Not constituted as a vote

AGENDA 8 To consider and approve the amendment to the Company's Objectives

The Meeting resolved to approve the amendment to the Company's Objectives to cover operation of International Headquarters as approved by the Revenue Department, resulting in the total number of objectives being increased from 30 objectives to 31 objectives, as follows:

"(31) To operate the International Headquarters business by overseeing and/or providing supporting services to branches or affiliated companies in Thailand and other countries and conduct business under the following scope:

A. Providing administrative management services, technical services or general management supporting services; business planning and business coordination; procuring raw materials and parts; research and development of products; providing technical support; sales and marketing promotion; personnel management and training; financial advice; economic and investment analysis and research; and credit control and management; and

B. Providing international trade services, including buying and selling goods, raw materials and parts, or providing services relating to international trade to juristic persons established under foreign laws, including procuring goods, storing goods under delivery, packing and packaging, transporting goods, providing insurance for goods, and providing technical advice, services, and training relating to goods."

To reflex the above-mentioned amendment the Meeting resolved to approve the amendment to Clause 3 (Objectives) of the Company's Memorandum of Association, i.e. from the present:

"Clause 3. The total objectives of the Company are 30 in number, as appear in the attached Form BMJ002"

Changed to:

“Clause 3. The total objectives of the Company are 31 in number, as appear in the attached Form BMJ002”.

In this regard, it was delegated the power to the person(s) authorized by the Board of Directors to register the amendment to the Company’s Objectives by amending Clause 3 (Objectives) of the Company’s Memorandum of Association with the Department of Business Development, the Ministry of Commerce, and the Revenue Department.

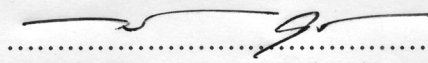
The resolution was passed to approve the amendment to the Company’s Objectives with a vote of not less than three-fourth the total vote of shareholders attending the meeting and entitling to vote, detailed as follows:

Agreed	218,690,300	votes	Equal to	100.00 %
Disagreed	0	votes	Equal to	0.00 %
Abstained	344,400	votes	Equal to	0.00 %
Voided Ballots	0	votes	Equal to	0.00 %

AGENDA 9 Other matters (if any)

None

Sincerely yours,


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(Mr. Worapong Wootipruk)
Company Secretary

The Office of Company Secretary

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