



[Translation]

April 24, 2019

Subject : Notification on the Resolutions of the 26<sup>th</sup> Annual General Meeting of the Shareholders

To : The Director and Manager

The Stock Exchange of Thailand

The resolutions of the 26<sup>th</sup> Annual General Meeting of the Shareholders of Union Plastic Public Company Limited (UP) held on April 24, 2019 at 13.30 p.m., at the Meeting room, 9<sup>th</sup> Floor of Saha-Union Building, No. 1828 Sukhumvit Road, Phrakhanong Tai, Phrakhanong, Bangkok, were as follows :-

1. The Meeting certified the 25<sup>th</sup> Annual General Meeting of the Shareholders.

The votes were 14,982,010 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot : 0 vote.

Remark : In this session, there were 2 additional attendants with 2,093,260 shares.

2. The Meeting acknowledged the Board of Directors' Report on the Past Year Performance.

3. The Meeting endorsed the Balance Sheet and Statements of Profit and Loss or Financial Statements for the year ending December 31, 2018.

The votes were 14,982,010 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot : 0 vote.

4. The Meeting approved the withholding of dividend payment for the 2018 operation to the Shareholders in consequence of the net loss in the Company's Separate Financial Statements.

The votes were 14,982,010 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot : 0 vote.

5. The Meeting resolved to nominate the entire Board of Directors.

The votes were 14,981,910 votes, Against : 100 votes, Abstain : 0 vote, Voided Ballot : 0 vote.

6. The Meeting approved to nominate the 3 Directors who were due to retire for another term.

1. Mrs. Supung Tangsujaritpunt      2. Mrs. Chantorntree Darakananda

3. Mr. Nanthiya Darakananda

The votes were 14,982,010 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot : 0 vote.

7. The Meeting approved to define the following authorities of the Directors:- "Two Directors co-sign and affix the Company's seal, excluding Mrs. Supung Tangsujaritpunt, Mr. Buncherd Tanglertpaibul and Ms. Jutatip Arunanondchai, the Audit Committee and/or the Independent Directors."

The votes were 14,982,010 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot : 0 vote.

8. The Meeting approved to fix the 2019 Directors' remuneration at an amount not exceeding Bath 1,500,000 per year (identical to the year 2018). The Board of Directors were assigned to handle its proper allocations.

The votes were 14,982,010 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot : 0 vote.

9. The Meeting appointed of Ms. Vilailak Laohasrisakul Certified Public Accountant No.6140 (2<sup>nd</sup> year Certified Public Accountant) or Mrs. Ponnard Paocharoen Certified Public Accountant No.5238 or Mr. Termphong Opanaphan Certified Public Accountant No.4501 or Ms. Vissuta Jariyathanakorn Certified Public Accountant No.3853 of EY Office Limited as the Company 2019 Auditor. The remuneration for auditing the Company's accounts including the reviewing of the 3 quarterly Financial Statements would be Baht 1,200,000, which is Baht 80,000 higher than the amount paid in 2018. There were no other service charges.

The votes were 14,982,010 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot : 0 vote.

10. The Meeting approved the amendments to Article 33 of the Company's Articles of Association by replacing the existing text with the one as proposed.

| Existing Article   | Amended Article being proposed   |
|--|--|
| <p><b>Article 33</b> <i>The shareholders holding not less than one fifth of the aggregate number of shares sold, or not less than 25 shareholders holding not less than one tenth of the aggregate number of the shares sold, may at any time request in writing that the Board of Directors summons an extraordinary meeting, provided that the reasons for summoning such meeting be clearly stated in such request. In this regard, the Board of Directors shall summon a shareholders' meeting to be held <u>within 1 month from the date of the receipt of the request from the shareholders.</u></i></p> | <p><b>Article 33</b> <i>One or more shareholders holding not less than ten percent of the aggregate number of shares sold may, by subscribing their names, may at any time request in writing that the Board of Directors summons an extraordinary meeting, provided that the reasons for summoning such meeting are clearly stated in such request. In this regard, the Board of Directors shall summon a shareholders' meeting to be held <u>within forty-five days from the date of the receipt of the request from the shareholders.</u></i></p> <p><i><u>In case the Board of Directors fails to arrange for the meeting within the specified period under paragraph one, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves summon the meeting within forty-five days from the date of expiration of the period under paragraph one. In such case, the meeting is deemed to be a shareholders' meeting called by the Board of Directors and the Company shall be responsible for relevant expenses incurred in the course of convening such meeting and also provide appropriate facilitation.</u></i></p> <p><i><u>In case the number of shareholders present at any meeting summoned by the shareholders under paragraph two does not constitute a quorum as prescribed in the Article 35, the shareholders under paragraph two shall jointly compensate the Company for the expenses incurred in holding such meeting.</u></i></p> |

The votes were 14,982,010 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot : 0 vote.

The Minutes of the 26<sup>th</sup> Annual General Meeting of the Shareholders would be finished and delivered to The Stock Exchange of Thailand (SET) within 14 days following the Meeting date (according to the regulations of SET), and disclosed on the Company's website ([www.unionplastic.co.th](http://www.unionplastic.co.th)) from 7 May, 2019.

Please be informed accordingly.

Yours sincerely,

- Signature -

(Mr. Thitivat Suebsaeng)

Acting Managing Director

