

**Minutes of the Annual General Meeting of Shareholder No. 1/2015
of
Premier Products Public Co., Ltd.**

The Meeting was held on 23 April 2015 at 10.00 hours at the Meeting Room No. 501, 5th Floor, Premier Corporate Park, No.1 Soi Premier 2, Srinakarin Road, Nongbon Sub-district, Prawet District, Bangkok.

Mr. Suradej Boonyawatana, the Chairman of the Board of Directors, acting as Chairman of the Meeting notified all present that the Meeting was attended in person by 27 shareholders holding in aggregate 3,004,771 shares and by proxy by 29 shareholders holding in aggregate 206,344,168 shares, totaling 56 shareholders holding in aggregate 209,348,939 shares equal to 69.7830% of the total number of subscribed shares, thereby constituting a quorum in accordance with the Company's Article of Association. The Chairman then declared the Annual General Meeting of Shareholders for the year 2015 to be duly convened.

During the course of the Meeting, additional shareholders joined the Meeting. As a result by the end of the Meeting, 42 shareholders holding in aggregate 11,580,071 shares attended in person and 34 shareholders holding in aggregate 206,519,668 shares attended by proxy, totaling 76 shareholders holding in aggregate 218,099,739 shares equal to 72.6999% of the total number of subscribed shares.

The Chairman then introduced the following Directors and the Company's auditor who were present at the Meeting:

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| 1. Mr. Suradej | Boonyawatana | Chairman, Chief Executive Officer and Chairman of the Remuneration Committee |
| 2. Miss Chnida | Suwanjutha | Independent Director, Chairman of the Audit Committee and Member of the Remuneration Committee |
| 3. Mr. Chaivavat | Nitayaporn | Independent Director and Member of the Audit Committee |
| 4. Mr. Paritud | Bhandhubanyong | Independent Director and Member of the Audit Committee |
| 5. Mr. Ekkarat | Kladpan | Director |
| 6. Mr. Somchai | Choonharas | Director |
| 7. Mrs. Walairat | Pongjitt | Director |
| 8. Mr. Montol | Hunsakunaron | Director and Managing Director |
| 9. Mrs. Chonlaros | Suntiasvaraporn | Auditor, EY Office Ltd. |

As for the director who did not attend the Meeting, namely, Mrs. Duangthip Eamrungrroj, Director and Member of the Remuneration Committee, it was because she was engaged on a mission overseas.

In addition, executives overseeing the accounting, finance and legal aspects of the Company were also present.

Prior to the consideration of the agenda, the Chairman informed the Meeting on 2 matters as follows:

1. The Chairman explained the procedure for voting on each agenda item, which was divided into 2 cases as follows:
 - 1.1 In the case where the shareholder attends in person or has authorized a proxy to vote on his behalf, the Chairman shall propose for the Meeting to vote on each agenda item by inquiring whether there were any shareholder who wishes to disapprove or to abstain from voting or not. Should there be any shareholder who raises his hand to show his wish to disapprove or to abstain from voting for any agenda item, then the voting for such agenda item shall be by ballot, which each shareholder had received on registration. The shareholders must cast their votes for such agenda item on the ballot and submit it to the Company's officer for counting. Should there be no shareholder who wishes to disapprove or to abstain from voting, then it would be deemed that the Meeting had unanimously agreed to the agenda item under consideration, with 1 share to be counted as 1 vote.

However, only for agenda item 5 on the election of directors to replace those retiring by rotation will all shareholders be requested to vote using the ballot without any inquiry as to whether any shareholder approves or disapproves for this is an important agenda item.

- 1.2 In the case where the shareholder has authorized a proxy to attend the Meeting and has cast his votes in the proxy form, the votes for each agenda item specified in the proxy form shall be the votes used in counting the resolution of the Meeting.
2. The Company has a policy to provide an opportunity for the shareholders to propose matters for consideration for inclusion as agenda items and to nominate candidates for election as the Company's directors in advance. The Company disseminated the criteria and procedures on its website and had advised of such dissemination through channels of the Stock Exchange of Thailand. The proposals and nominations were to be submitted from January 2014 to 31 December 2014. However, none of the shareholders proposed any matter or nominated any candidate for consideration.

The Chairman then proceeded with the Meeting according to the following agendas:

Agenda 1 **To consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2014**

The Chairman proposed for the Meeting to consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2014 held on 24 April 2014. A copy of the Minutes had been sent to all shareholders together with the invitation to the meeting.

The Chairman provided the opportunity for the shareholders to ask questions or to inform of any amendments to the said Minutes. There being no questions or amendments, the Chairman then requested the Meeting to vote.

After consideration, the Meeting unanimously resolved to adopt the Minutes of the Annual General Meeting of Shareholders for the year 2014 held on 24 April 2014 as proposed with the following voting results:

Approved	213,549,239 votes	equivalent to 100.00% of the total shares held by the shareholders who attended the Meeting and voted;
Disapproved	0 vote	equivalent to 0.00% of the total shares held by the shareholders who attended the Meeting and voted;
Abstained	0 vote	

Agenda 2 **To acknowledge the report on the Company's operating results for the year 2014**

The Chairman requested Mr. Montol Hunsakunaron, Director and Managing Director, to report on the Company's operating results for the year 2014 to the Meeting.

The Managing Director reported on the Company's operating results for the year 2014 to the Meeting, which could be summarized as follows:

Nature of Business

The structure of the Company as at 31 December 2014 comprised the Company, which operates as a manufacturer and distributor of environmental products and building materials and industrial support products, and 3 subsidiaries. The subsidiaries are (1) Premier Home Appliance Co., Ltd. (PHA), which operates as a distributor of electrical appliances with energy-saving features, in which the Company has a 99.97% stake, (2) Infinite Green Co., Ltd (IGC), which is a producer of electricity from solar power, in which the Company has a 75.60% stake, and (3) PP Wind Energy Co., Ltd. (PPW), which is in process of studying the feasibility of entering into the business of production of electricity from wind power, in which the Company has a 80.00% stake.

The Company's business can be divided into 4 product groups as follows:

1. The environmental products group is operated by the Company and consists of wastewater treatment systems, wastewater treatment equipment, water storage systems and wastewater treatment system monitoring and maintenance services.
2. The building materials and industrial support products group is operated by the Company and consists of metal roofing used by various industrial factories, glass reinforced cement used for decorating buildings and various places, noise barrier systems, products for storage of chemicals used in industrial factories, products made from acrylic like bathtubs, washbasins and bathroom accessories, and solar power system installed on roofs or solar rooftop.
3. The energy-saving electrical appliances group is operated by PHA and consists of beverage coolers, chest freezers, wine coolers and hot & cold water dispensers, which are manufactured under the Mirage brand.
4. The clean energy business is operated by IGC, which is engaged in the business of producing electricity from solar power or solar farm. IGC presently has 3 power plants located in Saraburi Province with a production capacity of 5 megawatts each.

For total sales from 2012-2014, the Company's total sales was Baht 1,302 million for 2012, Baht 1,510 million for 2013 and Baht 1,714 million for 2014. In 2014, total sales increased by 13.51% from 2013 while total sales in 2013 increased from 2012 by 15.97%.

For the proportion of total sales in 2014, the Company's sales from the environmental products group was Baht 864 million or 50% of total sales, from the building materials and industrial support products group was Baht 439 million or 26% of total sales, from the clean energy business of Baht 288 million or 17% of total sales and from the energy-saving electrical appliances group of Baht 123 million or 7% of total sales. The proportion of sales in 2014 and 2013 are similar with sales mainly generated by the environmental products group.

The details of the income statement of the Company and its subsidiaries as at 31 December 2014 were as follows:

unit : million baht

Item	Consolidated Financial Statements			Separate Financial Statements		
	2014	2013	Increase (Decrease) %	2014	2013	Increase (Decrease) %
Total revenues	1,733.61	1,520.33	14.03	1,327.48	1,150.34	15.40
Profit from operating activities	248.16	215.50	15.16	84.93	95.06	(10.66)
Profit for the year	192.62	149.69	28.68	82.39	92.39	(10.82)

The primary cause for the decrease in profit from operating activities in the separate financial statements was the political uncertainty at the beginning of 2014, which caused a slowdown in the industrial and real estate sectors that prevented the environmental products group and the building materials and industrial support products group from achieving their targeted sales. However, in the second half of the year the political situation improved, which helped the industrial and real estate sectors to start to recover and the Company's sales to increase. Due to the limited time coupled with a highly competitive environment, the Company had to employ various marketing strategies and sales promotion activities in order to maintain market share, which caused the Company to have higher cost of sales as well.

The financial position of the Company and its subsidiaries as at 31 December 2014 was as follows:

unit : million baht

Item	Consolidated Financial Statements			Separate Financial Statements		
	2014	2013	Increase (Decrease) %	2014	2013	Increase (Decrease) %
Total assets	2,280.78	2,317.86	(1.60)	1,175.13	1,111.64	5.71
Total liabilities	1,321.96	1,535.46	(13.90)	433.52	437.43	(0.89)
Total shareholders' equity	958.82	782.40	22.55	741.61	674.21	10.00

The reason that total liabilities in the consolidated financial statements decreased was due to the repayment of loans for acquisition of assets of Infinite Green Co., Ltd. (IGC), as well as repayment of loans on the part of Premier Products Public Co., Ltd. (PPP) and IGC. In addition, the reason for total assets in the separate financial statements to increase from 2013 was due to an increase in trade accounts receivable in proportion to the sales increase.

In regards to anti-corruption, the Company signed the declaration of intent to join Thailand's Private Sector Collective Action Coalition against Corruption in September 2012. In 2013, the Company has prepared manuals and self-evaluation forms regarding the anti-corruption measures, organized training to provide the employees with knowledge and prepared operational guidelines for employees at all levels. In March 2014, the Company applied to be certified as a member of Thailand's Private Sector Collective Action Coalition against Corruption. On 4 April 2014, the Company was certified a member of the Coalition. In addition, the Company expanded the concept of anti-corruption to its trade partners and customers. In the past month, the Company in collaboration with other companies within the Premier Group organized a seminar and invited its trade partners and customers to attend. One of the main points of the seminar was the discussion on anti-corruption. This is in order to more substantially expand the concept.

For sustainable development, the Company and its subsidiaries operate under a business philosophy that emphasizes on "Harmonious Alignment of Success", which comprise the 3 elements of "The Premier Business, The Premier People, The Premier Society". There must be a balance between these 3 elements and they must support each other. The Company and its subsidiaries have used this as the strategy in driving its businesses, including development of production capability, provision of services that are beneficial to society, continuous and consistent development of the work process, and the infusion of the concept of social responsibility to be part of the corporate culture. The shareholders, employees, trade partners and customers will receive mutual benefit both over the short and long term. For the business, samples of how the business operations help in environmental conservation are the production of electricity from solar power that reduces as much as 13,452 tons of carbon dioxide emissions a year or where the Company's products have helped to return clean water to nature that is equivalent to the water in Banglang Dam in Yala Province, which is the country's ninth largest dam.

For the employees, the Company has employed the ISO 9001, ISO 14001, ISO 50001, ISO 26000 and ISO 31000 systems and the various Thai industrial standards to assist in administration. It also has a Knowledge Management System for imparting various knowledge to the employees and a Happy 8 Work Place System to ensure that they work happily. In addition, the Company has established the learning center project according to the royal sufficiency economy philosophy where it participates in the community and social development in order to encourage communities to self-develop and grow strong. The Company worked with Mooban Khok Khilek located at Tambol Nong Ki, Amphur Kabinburi, Prachinburi Province, which is in close proximity to its factory. The community development framework was laid, which covered 7 areas, namely, 1. sufficiency economy, 2. natural resources and environment, 3. sanitation, 4. religion, culture and tradition, 5. human development, 6. community management services, and 7. security of life and property. In the past year, the Company assisted in the management of various areas, such as setting up a drinking water production plant that significantly helped to reduce expenditure and building solar powered mobile water

pumps. The Company has invited other companies and organizations with expertise in various fields to jointly develop Mooban Khok Khilek as a model community for the development of other communities in the future.

For society, the Company and its subsidiaries support and cooperate with the social sustainability development units of the Premier Group, which are:

1. Yuvabadhana Foundation that focuses on development of education and youths.
2. Khonthai Foundation that focuses on the development of well-being and the participation of all Thais.
3. Enlive Foundation that focuses on protection, rehabilitation and conservation of the environment and nature.

In addition, the Premier Group of Companies collaborates with various partner networks so that the partners can create mechanisms to promote greater participation for the public as a whole. Samples of the partner networks and projects in which the Premier Group is collaborating with are the Anti-Corruption Organization of Thailand, the Committee on Corporate Governance of the Thai Health Promotion Foundation (ThaiHealth), and the establishment of the “Khon Thai Jai Dee” Fund or “BKIND Fund”, which is a mutual fund that raises money from investors to invest in companies that exercise social responsibility. The various operations of the foundations and partners create social sustainability development with a wide social impact covering various aspects of social development, including education, environment, participation for the public as a whole, anti-corruption, etc.

Subsequently, the Chairman presented the opportunity for the shareholders to ask questions as follows:

<u>Shareholder</u>	Enquired as to what percentage of the income from the environmental products group is derived from the provision of services and repeat sales accounts for what percentage.
<u>Managing Director</u>	Explained that 10% of the income from the environmental products group is derived from the provision of services and 70-80% is from repeat purchases by existing customers who are mainly from the private sector.
<u>Shareholder</u>	Enquired that as at present companies have anti-corruption policies, therefore, in the bidding for all public sector contracts is it only the companies who are certified members of Thailand’s Private Sector Collective Action Coalition against Corruption that will be awarded contracts or not.
<u>Chairman</u>	Explained that the Company has tried to push the Government to consider what the shareholder has mentioned but to solve the problem of corruption requires time. The Company, as a private sector operator, has clearly declared its intent and has invited its trade partners to have a better understanding of anti-corruption and to also join such project.
<u>Shareholder</u>	Enquired that as the Company’s water storage tanks and wastewater treatment tanks are rarely seen in general stores, therefore, is it a commercial policy to mainly make direct sales to projects or not as in the modern trade stores there are products from the major competitors on sale. Does the Company have a plan to expand its market into the CLMV countries (Cambodia, Lao PDR, Myanmar and Vietnam) or not as there is high market growth potential and, therefore, see that there is also growth potential for the sale of water storage and wastewater treatment tanks?
<u>Managing Director</u>	Explained that distribution of products through the modern trade stores is in the Company’s plan to sell through these stores in the near future. As for distribution of products to the CLMV countries and also other countries within the ASEAN Economic Community (AEC), the Company

has continuously made sales that at present are made through dealers in nearly all these countries.

Chairman

Explained additionally that the wastewater treatment systems of the Company are turnkey systems that recycle wastewater for reuse and are large in size making it difficult to display and sell in stores. Therefore, the Company sells its products mainly to projects.

Shareholder

Enquired that for the clean energy business where Infinite Green Co., Ltd. is understood to have acquired 80 rai of land in preparation; does the Company plan to utilize this land for construction of a solar power plant in the future or not? What is the Company's plan for increasing the efficiency of the solar cell panels at times when the intensity of the solar radiation is low in order to produce at full capacity of 5 megawatts of electricity as agreed with the Provincial Electricity Authority (PEA)? What is the progress of the wind power business?

Chairman

Explained that such land had been acquired 3-4 years ago for development of a solar farm as all the provinces have declared large green areas. A solar farm requires a large area of land and must take into consideration the correct use of the land according to the law. Nevertheless, to invest in such land the Company must wait for a clear policy from the government before proceeding with the construction. As for the increase in efficiency of the solar cell panels, the Company has tried many ways but found that the price of the equipment to be installed exceeds the electricity to be gained. The Company is studying ways to maximize the benefit. However, the Company regularly maintains and cleans the solar cell panels that are important in the reception of solar radiation. In addition, for the solar rooftop the Company provides after sales maintenance services. After installation, the system is maintained to ensure that it operates at maximum efficiency. As for the wind power business, one of the main conditions is having an appropriate location of which there are only a few places in Thailand. The Company has already secured the lease of such place. However, the unclear government policy and no ready transmission line system have made it necessary for the Company to delay this project.

Shareholder

Enquired as to how the Company foresees the growth trend of the solar rooftop business.

Chairman

Explained that solar rooftops are the best source of renewable energy to supplement the main power source that is not uniform. Their installation in households helps the homeowners to significantly reduce electricity bills. Currently, the solar panel market is highly competitive and developments of the production methods have led to better quality products at cheaper prices. In some countries, installation is not only to help reduce electricity bills but also to protect against any uncertainty from the transmission line system as well. In addition, for the future business outlook of the automobile industry there will be production of electric motorcycles and if it is possible for the owners to have their own power generating source that will significantly help to reduce costs. In conducting the solar rooftop business, the Company mainly considers the quality and uses products of standard starting from aluminum mounts as they do not rust, are sturdy and have usage lives of over 20 years and converter systems with the highest product standard.

Shareholder

Enquired as to the current sales income from the solar rooftop business and the forecast sales in the next 5 years.

Managing Director

Explained that the Company has just commenced the business in the past year, therefore, it accounted for only 5% of the revenue from the building materials and industrial support products group. Sales is expected to increase steadily.

<u>Chairman</u>	Explained additionally that the problem with the solar rooftop business is not because there is no market but the problem is from the design and installation that could not keep up with the demand as each installation requires that the product be custom designed according to the individual customer's requirement.
<u>Shareholder</u>	Enquired as to what is the Company's marketing plan for promoting its solar rooftop to be well-known worldwide or how to build a brand that will be well recognized and its plan for the expansion of this business unit. In addition, is the Company interested in investing in waste-to-energy plants and what is the possibility of the Company joint venturing with Japanese partners or obtaining technical knowhow from Japan? As for licenses, does the Company have a right to obtain them or not and what type of waste does the Company plan to use.
<u>Chairman</u>	Explained that the Company is interested in all types of clean energy. For the waste-to-energy plant, waste must be procured from entities handling community waste and the power plant should be located within close proximity of a garbage plant. After public hearings, it is often found that most communities do not want a power plant to be located in the same area as the garbage plant. As for technology from Japan, they are of high quality but at the same time this means a higher cost making it not feasible to compete on price. As for the solar rooftop business, this is a new business the Company and at present the Company is in process of building a strong team. However, the Company is not considering only the production of solar rooftops but is also considering all businesses related to energy saving. The Company has strategies in brand building and making them well-recognized in 2 areas, namely in water and in energy. In the future there may be a water shortage crisis, especially in the hotel and shopping complex businesses that consume large amounts of water. If water can be recycled for reuse then this will significantly reduce water consumption. For such recycling of water, the Company has already introduced the services and is in process of designing water recycle systems for several customers. Apart from the solar rooftop business, the Company has entered into the business of the LED lamps with energy savings of over 50% and is in process of studying other businesses related to energy saving.
<u>Shareholder</u>	Enquired as to the feasibility of the wind power business and ways to fix the problem of the transmission line system, as well as whether the Company's energy-saving freezers have the characteristics that meet the requirements of Lotus stores or 7-11 outlets or not and has the Company been able to sell its freezers to this group or not. This Company is requested to take this into consideration.
<u>Chairman</u>	Explained that the freezers used by Lotus and 7-11 are mainly open freezers where procurement is made on a project basis and are not generally sold. For the freezers distributed at present by Premier Home Appliance Co., Ltd. have energy-saving features and can be generally sold. The company's main customers are retail stores in the provinces. As for penetration into the Lotus or 7-11 stores market, the Company will take this into consideration. As for the wind power business, after the feasibility study of its business viability it was found that at present the government has no policy to provide support on transmission line system thereby making the possibility of entering into this business very slim.
<u>Shareholder</u>	Enquired as to whether the Company could sell electricity to various villages without having to use the transmission line system or not or could the government be asked to co-invest with the Company.

<u>Chairman</u>	Explained that the law states that the only entities that can sell electricity are the Electricity Generating Authority of Thailand, the Provincial Electricity Authority and Metropolitan Electricity Authority. Therefore, the Company cannot sell electricity without connecting to the transmission line system. As regards a joint venture with the public sector, the laws must first be examined to see if this is allowed or not.
<u>Shareholder</u>	Enquired whether the news that the Company is taking over stdf power plant true or not.
<u>Chairman</u>	Explained that the Company does not have such a project.
<u>Shareholder</u>	Enquired that as the Company holds 80% of the shares in the wind power business and there are other investors holding 20%, who are those investors?
<u>Chairman</u>	Explained that the investment partner is KK Energy Resources Co., Ltd., which is the existing investment partner in the Company's solar power business, Infinite Green Co., Ltd.
<u>Shareholder</u>	Enquired that, as for the water recycling business, if the customer is a hotel or shopping complex operator what would be the difference in costs if it were to use the Company's water recycle system compared to purchasing tap water or truckloads of water.
<u>Managing Director</u>	Explained that cost comparison is based on the quantity of water consumed and the price of water for each business as the price of water in Thailand is not the same in every area. If the business is located in an area with high water prices and consumes a large quantity of water, the payback period from the installation of a water recycling system will be even quicker. Usually, the recycled water will be used in the bathrooms, for watering plants or cleaning the car park, etc.
<u>Chairman</u>	Explained additionally that there are different grades of recycled water, including drinkable water and water for other uses.
<u>Shareholder</u>	Enquired that as to the annual income from the water recycle business and growth forecast for the next 5 years, the majority of the customers are located in what provinces and what are the obstacles to the growth of this business.
<u>Managing Director</u>	Explained that currently the understanding of the market in the use of recycled water is new. Initially, the Company focused on the industrial and hotel groups, which have different job details. Although the products are high quality, planning and installation must be carefully considered in order to be most suitable for each job. In the future, there is potential water shortage crisis and the Company is of the opinion that this business is likely to grow steadily.
<u>Shareholder</u>	Enquired as to what is the Company's share of the environmental products market? What is the annual growth rate of the market?
<u>Managing Director</u>	Explained that the Company has a market share of about 30-40%. However, there never has been a real survey of the market. The rate of growth of the environment products market is dependent on the real estate and construction businesses. Additionally, the Company currently has various products that help to increase market value, such as the water recycle system.
<u>Shareholder</u>	Enquired whether the growth trend in 2015 will be similar to 2014 or not and what is the Company's target revenue growth rate.

<u>Managing Director</u>	Explained that the Company is trying its best to maintain the growth at not less than the same level. However, this is dependent on several surrounding factors, including the political situation, the confidence of investors in the business, etc.
<u>Shareholder</u>	Enquired whether based on the operating results for the first 4 months of this year, will the Company's operating results be close to the target or not?
<u>Managing Director</u>	Explained that the Company expects to have an operating result that is close to target.
<u>Shareholder</u>	Enquired that for those considering investing in the installation of the solar rooftop how high should their electricity charge per month be for it to be worth the investment.
<u>Chairman</u>	Explained that in order for it to be worth the investment the electricity charge should be 6,000 Baht or higher per month.
<u>Shareholder</u>	Enquired regarding the water recycling business, whether at present the various industrial estates and hotels are using such systems or not and how much opportunity does the Company have in penetrating the market for these groups. Moreover, factories located near rivers are required by law to have good wastewater treatment systems. What opportunity does the Company see in these factories? Also, in the eastern part of the country there are some areas that are experiencing water shortages. Do the factories in these areas have good water recycling systems or not and will there be a chance for the Company to enter into the market for this group or not?
<u>Chairman</u>	Explained that at present factories located along the river are by law strictly prohibited from discharging waste water into the river. Therefore, these factories already have water recycling systems, as well as the factories on the Eastern Seaboard. However, there are some factories that still require such systems. In addition, an important customer group is the hotels located near the sea with water shortage problems. But the hotel business requires a long time in making decisions as they have to wait for the low season, so there are delays. Currently, there are several hotels that use the Company's water recycle system and are in process of planning the various system processes.

There being no further questions, the Chairman then asked the Meeting to acknowledge the report on the Company's operating results for the year 2014.

The Meeting acknowledged the report on the Company's operating results for the year 2014.

Agenda 3 To consider and approve the Company's financial statements for the year ended 31 December 2014

The Chairman proposed for the Meeting to consider and approve the Company's financial statements for the year ended 31 December 2014, which have been audited by the auditor. The information are as detailed in the annual report, which had been sent to the shareholders together with the invitation to the Meeting.

Subsequently, the Chairman presented the opportunity for the shareholders to ask questions.

<u>Shareholder</u>	Enquired that on consideration of the financial statements with regards to the dividend payment policy and that last year the Company had explained that it still had accumulated losses and could not pay the full amount of dividend, for this year if Infinite Green Co., Ltd. could pay dividend to the Company at a higher rate the Company could subsequently pay dividend at a relatively high rate. Please advise why
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the Company kept the cash at Infinite Green Co., Ltd. and whether it plans to make a major investment in the future or not.

Chairman

Explained that Infinite Green Co., Ltd. plans to expand production capacity in the future. Therefore, it is necessary to maintain a working capital reserve for such capacity expansion. Also, the dividend payment policy has been presented to the Board of Directors' Meeting for review and the Board has determined that dividend shall be paid based on the separate financial statements. This has been stated in the annual report.

After consideration, the Meeting resolved to approve of the Company's financial statements for the year ended 31 December 2014 as proposed with the following voting results:

Approved	218,097,739 votes	equivalent to 100.00% of the total shares held by the shareholders who attended the Meeting and voted;
Disapproved	0 vote	equivalent to 0.00% of the total shares held by the shareholders who attended the Meeting and voted;
Abstained	0 vote	

Agenda 4 **To consider and approve the appropriation of profit and the dividend payment for the year 2014**

The Chairman informed the Meeting that from its results of operation for the year 2014 as shown in the separate financial statements, the Company had net profit of Baht 82,391,034 and after deduction of statutory reserve of Baht 4,119,552, had retained earnings after deduction of statutory reserve of Baht 78,271,482. Therefore, the Board of Directors deemed it appropriate to propose to the shareholders' meeting to consider the approval of the payment of dividend to the shareholders from the results of operations for the year 2014 at the rate of Baht 0.16 per share, totaling Baht 48,000,000 or 61.33% of net profit after deduction of statutory reserve, which is in line with the Company's dividend payment policy. The record date for shareholders who are eligible to receive dividend shall be Thursday 7 May 2015 and the collection date of shareholders' names according to Section 225 of the Securities and Exchange Act B.E. 2535 by closing the register book shall be Friday 8 May 2015, with the dividend payment to be made on Thursday 21 May 2015.

Subsequently, the Chairman presented the opportunity for the shareholders to ask questions.

Shareholder

Enquired that whether the XD sign posted on 30 April 2015 represents the date of the closing of the register of shareholders or not.

Company Secretary

Explained that the trading system will display symbols associated with various benefits to allow the investors to be notified 3 working days in advance prior to the closing of the register of any rights. The sign XD (excludes dividend) indicates that the buyer of a stock carrying such sign will not be entitled to receive dividend.

There being no further questions, the Chairman then asked the Meeting to vote.

After consideration, the Meeting resolved to approve the appropriation of the profit and the dividend payment for the year 2014 as proposed with the following voting results:

Approved	218,099,739 votes	equivalent to 100.00% of the total shares held by the shareholders who attended the Meeting and voted;
Disapproved	0 vote	equivalent to 0.00% of the total shares held by the shareholders who attended the Meeting and voted;
Abstained	0 vote	

Agenda 5 To consider the election of directors to replace those retiring by rotation

The Chairman informed the Meeting that according to the Public Limited Companies Act B.E. 2535 together with Article 13 and Article 15 of the Articles of Association of the Company, the Company's Board of Directors must comprise at least 5 directors who are appointed by the shareholders' meeting. It is also stipulated that at every annual general meeting of shareholders one-third of the directors or the number of directors closest to one-third shall retire. The directors to vacate office within the first and second year following the Company's registration shall draw lots. In subsequent years, the directors serving the longest shall resign. The directors retiring by rotation are eligible for re-election.

The Company presently has 9 directors and 3 directors must retire at the Annual General Meeting of Shareholders for the year 2015, namely,

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| 1. Mr. Ekkarat Kladpan | Director |
| 2. Mrs. Walairat Pongjitt | Director |
| 3. Mr. Paritud Bhandhubanyong | Independent Director and Member of the Audit Committee |

At present, the Company has not appointed a Nomination Committee. However, the entire Board of Directors, except for directors with conflicts of interest, acted as the Nomination Committee in considering the criteria and process for nomination of persons with appropriate qualifications to serve as directors, as well as in selecting persons according to the determined nomination process. Based on their performance as directors of the Company in the past, the Board considered the directors who are due to retire by rotation to have suitable qualifications and deemed it appropriate to propose to the shareholders' meeting to re-elect these 3 directors as directors of the Company for another term. The profiles of the 3 retiring directors have been sent to all shareholders together with the invitation to the meeting.

The Company had provided the opportunity for shareholders to nominate qualified candidates for consideration for election as directors according to the criteria detailed on the Company's website but no nomination was made.

Subsequently, the Chairman presented the opportunity for the shareholders to ask questions. There being no questions, the Chairman then asked the Meeting to vote by using the ballot.

After consideration, the Meeting resolved to re-elect the 3 retiring directors as directors for another term with the following voting results:

1. Mr. Ekkarat Kladpan

Approved	217,389,039 votes	equivalent to 100.00% of the total shares held by the shareholders who attended the Meeting and voted;
Disapproved	0 vote	equivalent to 0.00% of the total shares held by the shareholders who attended the Meeting and voted;
Abstained	710,700 votes	

2. Mrs. Walairat Pongjitt

Approved	216,889,039 votes	equivalent to 100.00% of the total shares held by the shareholders who attended the Meeting and voted;
Disapproved	0 vote	equivalent to 0.00% of the total shares held by the shareholders who attended the Meeting and voted;
Abstained	710,700 votes	

3. Mr. Paritud Bhandhubanyong

Approved	217,389,039 votes	equivalent to 100.00% of the total shares held by the shareholders who attended the Meeting and voted;
Disapproved	0 votes	equivalent to 0.00% of the total shares held by the shareholders who attended the Meeting and voted;
Abstained	710,700 votes	

Agenda 6 To consider and approve the director's remuneration for the year 2015

The Chairman informed the Meeting that the Remuneration Committee has proposed to the Board of Directors to consider the remuneration of the directors by comparison with listed companies in the same business group with the same revenue level and market capitalization over the same period, as well as take into consideration the Company's operating results and the duties and responsibilities of the directors. The Board deemed it appropriate to set the remuneration of the directors for the year 2015 at the following rates:

Meeting Allowance of Board of Directors

- Chairman	21,000 Baht/time
- Directors	16,000 Baht/person/time

Meeting Allowance of Audit Committee

- Chairman of Audit Committee	21,000 Baht/time
- Audit Committee Members	16,000 Baht/person/time

Meeting Allowance of Remuneration Committee

- Chairman of Remuneration Committee	12,000 Baht/time
- Remuneration Committee Members	10,000 Baht/person/time

Annual Remuneration

- Chairman	260,000 Baht/year
- Chairman of Audit Committee	325,000 Baht/year
- Member of Audit Committee	290,000 Baht/person/year
- Other Directors	230,000 Baht/person/year

Other Benefits

- None -

Meeting allowances are paid only to directors who attend each respective meeting.

Subsequently, the Chairman presented the opportunity for the shareholders to ask questions. There being no questions, the Chairman then asked the Meeting to vote.

After consideration, the Meeting resolved to approve the director's remuneration for the year 2015 as proposed with the following voting results:

Approved	215,025,139 votes	equivalent to 99.9207% of the total shares held by the shareholders who attended the Meeting and have the right to vote;
Disapproved	0 vote	equivalent to 0.00% of the total shares held by the shareholders who attended the Meeting and have the right to vote;
Abstained	170,700 votes	equivalent to 0.0793% of the total shares held by the shareholders who attended the Meeting and have the right to vote.

Agenda 7 **To consider and approve the appointment of the auditor and the audit fee for the year 2015**

The Chairman informed the Meeting that in order to comply with the Public Listed Companies Act B.E. 2535, which stipulates that the General Meeting of Shareholders shall appoint the auditor and approve the audit fee of the Company every year, and based on the recommendations of the Audit Committee, which has considered the professional standard, work efficiency, expertise in auditing and the audit fee by comparison with the amount of work and audit fees of other listed companies on the same level, the Board of Directors deemed it appropriate to propose to the Meeting to appoint:

- Mrs. Chonlaros Suntiasvaraporn C.P.A. Registration No. 4523 or
- Mr. Narong Puntawong C.P.A. Registration No. 3315 or
- Miss Supanee Triyanantakul C.P.A. Registration No. 4498

of EY Office Ltd. as the Company's auditor for the year 2015 and to approve the audit fee of Baht 1,410,000, which is the same as for the year 2014, with no other service fees.

The proposed auditors are auditors approved by the Securities and Exchange Commission. These auditors have no relation or interest with the Company/subsidiaries/ management/major shareholders or connected persons and, therefore, can independently perform the audit and provide their opinions on the Company's financial statements.

The existing auditor of the Company is Mrs. Chonlaros Suntiasvaraporn, who has been appointed as the Company's auditor since 2011 and has performed her duties as an auditor well throughout. The Company's auditor and those of its subsidiaries belong to the same audit firm.

The Audit Committee has considered and was of the opinion that the appointment of the auditors should be proposed and that such audit fee was appropriate.

Subsequently, the Chairman presented the opportunity for the shareholders to ask questions. There being no questions, the Chairman then asked the Meeting to vote.

After consideration, the Meeting resolved to approve the appointment of the auditor and the audit fee for the year 2015 as proposed with the following voting results:

Approved	217,929,039 votes	equivalent to 100.00% of the total shares held by the shareholders who attended the Meeting and voted;
Disapproved	0 vote	equivalent to 0.00% of the total shares held by the shareholders who attended the Meeting and voted;
Abstained	170,700 votes	

Agenda 8 **Other businesses (if any)**

The Chairman informed the Meeting that the Company had provided an opportunity for the shareholders to submit questions for clarification by the Company or the Board of Directors on any issue related to the agenda of this Annual General Meeting of Shareholders from the date of issuance of the invitation to the Meeting by the Company of 20 March 2015 until 10 April 2015 but it appears that none of the shareholders submitted questions.

Thereafter, the Chairman provided the opportunity for the shareholders present at the Meeting to ask questions or make recommendations. The shareholders raised questions/made recommendations as follows:

<u>Shareholder</u>	Mr. Teerapun Sangpaiboon, a shareholder, introduced himself as a dentist and proposed to the Meeting to consider appointing him as a director of the Company at the next shareholders' meeting.
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<u>Shareholder</u>	Enquired as to that it can be seen that operators are marketing solar rooftop through advertisements on the social media or Facebook so does the Company plan to advertise through these online media or not. In addition, from observation it can be seen that the fancy carp breeder group are concerned that the unstable electricity supply may cause their fishes to receive insufficient oxygen and die. If it can penetrate this market then the Company will have increased revenue. Apart from this, in some areas in the North scraps of weeds and various raw materials are burnt. Is it likely possible for the Company to operate a biomass power plant in this region or not?
<u>Chairman</u>	Explained that advertisements through websites and various online media have been included in the Company's plan and the Company's first customer was a fancy carp breeder. As for the biomass power plant, the Company is interested in this business but must first find a way to secure a supply of fuel.
<u>Shareholder</u>	Enquired as to what is the industry trend for metal sheet roofing? What is the marketing strategy? At present, is the Company only a vendor selling metal to the steel mills or does it own a steel mill? Does the Company have any new innovations related to the metal sheet roofing or not, such as sound or heat proof metal sheet roofs.
<u>Chairman</u>	Explained that the metal sheet industry in the past year grew significantly, partly due to the expansion of the auto parts industry and also from the moving of factories to new locations to avoid floods that resulted in more than usual amount of construction. In the current situation, there is very little increase in the number of auto parts factories. It is expected that there will be a slowdown this year. In addition, the Company is a manufacturer of metal roofing, as well as provides installation services. As for new innovations, the Company has an overseas partner, namely SANKO of Japan, who can provide support on various specialty materials. As regards the other products upon which the Company can capitalize, it is expected that they will be related to the solar rooftop business.
<u>Shareholder</u>	Enquired whether the Company is building noise barriers for the motorway and sky train construction projects or not.
<u>Chairman</u>	Explained that the Company has built the noise barriers on some motorways and sky train routes in Bangkok.
<u>Shareholder</u>	Enquired whether the land prepared for the construction of the solar and wind power plants are empty plots or are they being utilized?
<u>Chairman</u>	Explained that for the land in Chachoengsao Province the Company has rented it for a warehouse. As for the land prepared for the wind power plant project, the Company did not purchase the rights to the land but leased the property.
<u>Shareholder</u>	Enquired that as the prices of the polyester with fiberglass mixture used as raw material have fallen relatively low, the operating results for the first quarter of this year should show relatively higher revenue due to the difference in prices. What will be the future trend based on the relatively large reduction in costs?
<u>Chairman</u>	Explained that the prices of raw materials have reduced in line with the reduction in oil prices. However, with the current high market competition this has helped the Company in terms of selling.

There being no further questions/recommendations, the Chairman then thanked the shareholders for sparing time to attend the Meeting and for their continuous support of the Company. The Chairman then declared the Meeting closed at 12.14 hours.

Signed Mr. Suradej Boonyawatana Chairman of the Meeting
(Mr. Suradej Boonyawatana)