



**Minutes of the 2017 Annual General Meeting of Shareholders
Of
Solartron Public Company Limited**

Date, time and place

The Meeting was held on April 26, 2017 at 14.00 hrs. at Kradang-nga Room, 3rd Fl. Golden Tulip Sovereign Hotel Bangkok, 92 Soi Seangcham, Rama 9 Road, Huay Kwang, Bangkok 10320 Thailand

Directors attending the meeting

- | | | | |
|----|---------------|----------------|---|
| 1. | Mr.Cherdpong | Siriwit | Chairman of the Board of Director |
| 2. | Ms.Patama | Wongtoythong | Chief Executive Officer, Deputy Chairman of the Board and the company secretary |
| 3. | Mr.Akaradej | Rojmeta | Director |
| 4. | Mr.Suchat | Trisirivattwat | Independent Director, Audit Committee |
| 5. | Ms.Rawittha | Pongnuchit | Independent Director, Chairman of Audit Committee |
| 6. | Mr.Akekachat | Leelapanyalert | Director |
| 7. | Prof.Dr.Dusit | Kruangam | Director |

Auditor and Lawyer

- | | | | |
|----|-------------|------------------|---|
| 1. | Ms. Chawana | Wiwatpanachat | Auditor, Office of Pitisevi Company Limited |
| 2. | Ms.Wannisa | Santilaweewan | |
| 3. | Mr.Somkiat | Ruengsurakiat | Lawyer, Bangkok Law Office & Associates Co.,Ltd |
| 4. | Mr.Banhan | Wattanachertsiri | |

Mr. Cherdpong Siriwit, The Chairman of the Meeting, informed the meeting of the voting method. To vote in approval of the issues on the agenda, the shareholders/proxies were not requiring indicating their approval in the ballots. Only the dissenting shareholders/proxies or those who wished to abstain from voting were required to indicate so in the ballots, which would accordingly be collected by officials. In the vote counting, the number of the shares of the dissenting and abstention votes, together with the invalid ballots,



would be counted and deducted from the total shares of the shareholders/proxies present at the meeting and having voting rights. For any issues that needed the meeting's resolutions by the votes specifically required under the laws or rules of relevant authorities, the Company Secretary would give details to the meeting case by case. In this regard, The Company invited Auditor (Office of Pitisevi Company Limited), Lawyer (Bangkok Law Office & Associates Company Limited) to witness the vote counting procedure of all the issues on the agenda. The Company Secretary was assigned to notify the results of the vote counting.

The Meeting Commenced at 14.00 Hours

Mr. Cherdpong Siriwit, The Chairman of the Meeting welcomed attendants of the meeting, that there were total of 83 shareholders attending this meeting in person and by proxies, representing a 242,466,626 shares or 44.56% of the Company's total shares (the company has 544,124,723 paid-up capital shares in total).

The Chairman then declared the 2017 Annual General Meeting of Shareholders open with the meeting in accordance with the following agenda and assigned Ms.Patama Wongtoythong, Company Secretary to organize the meeting.

Agenda 1 To Certify the Minutes of the 2016 Annual General Shareholders Meeting held on April 29, 2016

The Company Secretary, proposed the Meeting to consider and certify the minutes of the 2016 Annual General Meeting of Shareholders dated April 29, 2016 the copy of the minutes was circulated to the each shareholder prior to this Meeting as Enclosure No.1 attached to the invitation letter.

The Company Secretary asked the meeting whether or not there was any comment/question concerning the minutes of the 2016 Annual General Meeting of Shareholders.

There was no further question from the meeting. The Company Secretary reported the result of vote counting that the total count of the shareholders and proxies' votes was 242,466,626 approval votes or equivalent to 100% of the total votes of shareholders attending the meeting and casting their votes.

The Company Secretary then concluded as follows:

Resolution: The Meeting, by a unanimous vote of shareholders who attended the meeting and voted, approved the minutes of the 2016 Annual General Meeting of Shareholders in accordance with the details as proposed.



Agenda 2:

To acknowledge the Company's annual operating results for the year 2016

The Company Secretary summarized the Company and Board of Director's operating results and Company Annual Report for 2016 as follows;

	Separate		Consolidated	
		Million Baht		Million Baht
Total Revenue	2,063.92	Million Baht	1,374.92	Million Baht
Total Cost	1,862.73	Million Baht	1,268.59	Million Baht
Gross profit(loss)	190.65	Million Baht	99.97	Million Baht
Net profit (loss)	44.57	Million Baht	(50.47)	Million Baht
Total Asset	4,217.94	Million Baht	4,012.45	Million Baht
Total Liabilities	2,156.31	Million Baht	2,047.38	Million Baht
Shareholders' equity	2,061.63	Million Baht	1,965.07	Million Baht

The Company Secretary asked the meeting whether or not there was any comment/question concerning the change of the report of Board of Directors' operating result for 2016.

Questions from shareholders

1. Is business model as in Thammasat University project the same as "Solar Leasing"?

Answer Thammasat University is not a "Solar Leasing" project. It is an investment project between Solartron Public Company Limited and Thammasat University in which the Solar rooftop system belong to Solartron Public Company Limited and will generated steady income for 21 years.

2. What is the reason of the deficit?

Answer Separate financial statement of Solartron Public Company Limited is not in deficit while our consolidated financial statement is deficit because our subsidiary companies invested in Thammasat University project and solar farms in 2559 in which income will be realized in 2560.

There was no further question from meeting. The Company Secretary then concluded as follows;

Resolution: The Meeting acknowledged the report of the Company's operating results for 2016.



To consider and approve the audited Statements of Financial Position and Statement of Comprehensive income for the Year ended 31 December 2016 and the auditor's report

According to the Public Limited Companies Act, B.E 2535, the Company must prepare a statement of financial position (balance sheet) and statements of income at the end of each fiscal year, which have been audited by an external auditor, and submit these to the shareholders' meeting for approval.

The Statements of Financial Position and the Statements of Comprehensive Income for the Year ended 31 December 2016, which has been audited by the Auditor, is summarized as follows:

	Separate		Consolidated	
Total Assets	4,217.94	Million Baht	4,012.45	Million Baht
Total Liabilities	2,156.31	Million Baht	2,047.38	Million Baht
Total Revenues	2,063.92	Million Baht	1,374.92	Million Baht
Net Profit (Loss)	44.57	Million Baht	(50.47)	Million Baht
Earnings per share	0.08	Baht	(0.09)	Baht

The details are as appeared in the copy of "Financial Statements", which is sent to the Shareholders with this Invitation (Enclosure No. 2).

The Board of Directors concurs with the Audit Committee's recommendation and is of the opinion that the Statements of Financial Position and the Statements of Comprehensive Income, which is the report on the financial activities occurred in the Fiscal Year ended 31st December 2016, and has been audited by the Auditor, should be proposed to the Shareholders Meeting for approval.

The Company Secretary asked the meeting whether or not there was any comment/question.

Questions from shareholders

1. As in 2556, Solartron had a profit of 100,000,000 THB but in 2559, Solartron only had a profit of 44,000,000 THB. What is the reason of this variation?

Answer In 2556, Solartron did not have any subsidiary company and our business focus only in 2 businesses: production and EPC. In 2556, solar farm is very popular and received attention from private sector. Bangchak Corporation Public Company Limited hired Solartron as an EPC for their Solar farm which had more market share than in 2559.



In 2559, Solartron had a profit of 44,000,000 THB. While our cost per unit is decrease, the price competition is more severe from the fact that more foreign competitors established their factory in Thailand which result in decrease in our profit.

2. Can you explain the variance in auditor report in page 76-77 of “annual report”?

Answer It is the new version of auditor report which contain more detail.

3. In the report, there is a comment from auditor about non-disclosure of information to public in page 77, what is the meaning of this comment?

Answer Auditor’s ethic impose that they must keep in confident all information of their customer except importance information that required by law to be made public for all financial statement user. Solartron always disclose our information to The Securities and Exchange Commission of Thailand (SEC) and our shareholders which is verifiable.

4. Can you explain our project’s investment return rate (IRR) and payback period? Is Solartron confident in our capacity under the constant change in technology which lead to decrease in price per unit?

Answer Normally we decided to invest only on the government buildings because the installed solar rooftop system will belong to us and government buildings offer more security to us and less risk than private building as buildings of private sector normally will be mortgaged or used as collateral with bank.

We have our own factory and technology which received international standard. For example, in 2556, we could produce 275W solar module while presently we can produce 325W solar module. The increase in Watts will lead to more income and energy output per module.

5. Could foreign company who establish their factory in Thailand received Thai industrial standard?

Answer As our domestic market has low demand for solar module, foreign company mostly aim to export their product which does not required Thai industrial standard.

6. What is Solartron’s projection?



Presently, Solartron was hire by both private sectors, such as Tesco Lotus and Boonthavorn, and public sector successively. In 2560, our income will derive from EPC business no less than 50%, investment business around 25% and production around 25% while exportation will be reduced.

There was no further comment from the meeting. The Company Secretary reported the result of vote counting that the total count of the shareholders and proxies' votes was 243,084,040 approval votes or equivalent to 100% of the total votes of shareholders attending the meeting and casting their votes.

The Company Secretary then concluded as follows;

Resolution: The Meeting, by a unanimous vote of shareholders who attended the meeting and voted, approved the audited Statements of Financial Position and Statements of Comprehensive income for the years ended 31 December 2016 and Report of the independent Certified Public Accountants.

Agenda 4 To consider and approve refraining from the payment of dividends.

The Company Secretary informed the meeting that the dividends are usually paid at the maximum rate of 40% of the net profit after tax and legal reserves. The year 2016, the consolidated of company has negative performance and already reserved full legal reserve. Therefore the company refrains from the payment of divides

The Company secretary asked the meeting whether or not there was any comment/question.

There was no further question from the meeting. The Company Secretary reported the result of vote counting that the total count of the shareholders and proxies' votes was 243,219,040 approval votes or equivalent to 100% of the total votes of shareholders attending the meeting and casting their votes. The Company Secretary then concluded as follows;

Resolution: The Meeting, by a unanimous vote of shareholders who attended the meeting and voted, approved annual dividends payment from the 2016 business operation result in accordance with the details as proposed

Agenda 5 To consider and approve the appointment of directors replacing those retired by rotation from the company and add the new directors.

The Company Secretary informed the meeting that According to Article of Association of the Company No.18, at every annual general meeting of shareholders, one-third of the directors shall vacate in



proportion. If the number of directors is not a multiple of three, the number of directors closest to one-third shall vacate. The directors vacating from the company in the first and second years after the registration of the company shall be selected by drawing lots. In subsequent years, the director who has held office longest shall vacate. The directors who would retire by rotation from the company may be re-elected. This year 3 directors retired by rotation from the company are;

1. Approved 3 directors who will be retired by rotation from the Company.

- 1) Mr. Cherdpong Sirivich
- 2) Mrs.Ravittha Pongnuchit
- 3) Mr.akekachat Leelapanyalert

2. Approved the re-election of 3 directors who will be retired by rotation to be the directors of the Company for another term.

- 1) Mr. Cherdpong Sirivich
- 2) Mrs.Ravittha Pongnuchit
- 3) Mr.akekachat Leelapanyalert

3. Approved the new 1 director who is

- 1) Mr. Kitti Pintavirooj

In compliance with the Good Corporate Governance Principles, the Company provides opportunities for the minority shareholders to propose director nominees in advance of the Meeting, through an announcement on the Company's website since 28th November 2016 regarding the criteria of proposing nominees so that the Nomination and Remuneration Committee could consider the matter.

The Nomination and Remuneration Committee has agreed that 3 directors should be appointed as Director who have qualification with experience, knowledge and good understanding in Company's business as well as should contribute many valuable things to the Company. The Board of Directors agreed that the shareholders should approve the appointment of 1) Mr. Cherdpong Sirivich, 2) Mrs.Ravittha Pongnuchit, 3) Mr.akekachat Leelapanyalert and 4) Mr. Kitti Pintavirooj to be the directors. To facilitate the decision making of the Shareholders, summarized qualifications of each director are provided to the Shareholders with this Invitation.



The Company Secretary, asked the meeting whether or not there was any comment/question concerning the Re-appointment of 3 director who retied by rotation as directors of the Company and additional appointment of 1 directors.

There was no further question from the meeting. The Company Secretary reported the result as follows;

- (1) Mr. Cherdpong Sirivich, with 243,219,040 approval votes or equivalent to 100% of the total votes of shareholders attending the meeting and casting their votes,
- (2) Mrs.Ravittha Pongnuchit, with 243,214,840 approval votes or equivalent to 99.9983% of the total votes of shareholders attending the meeting and casting their votes, meanwhile there were 4,200 dissenting votes or equivalent to 0.0017% of the total votes of shareholders attending the meeting and casting their vote,
- (3) Mr.akekachat Leelapanyalert , with 243,214,840 approval votes or equivalent to 99.9983% of the total votes of shareholders attending the meeting and casting their votes, meanwhile there were 4,200 dissenting votes or equivalent to 0.0017% of the total votes of shareholders attending the meeting and casting their vote,
- (4) Mr. Kitti Pintavirooj, with 243,219,040 approval votes or equivalent to 100% of the total votes of shareholders attending the meeting and casting their votes

The Company Secretary then concluded as follows;

Resolution: The Meeting, by a majority vote of shareholders who attended the meeting and voted, approved the appointment of 1) Mr. Cherdpong Sirivich, 2) Mrs.Ravittha Pongnuchit, 3) Mr.akekachat Leelapanyalert and 4) Mr. Kitti Pintavirooj as directors of the company and directors (2) and (3) are independent directors.

Agenda 6 To consider and approve the directors' remuneration for year 2017

The Company Secretary informed the meeting that the Policy of Directors' Remuneration has been clearly and transparently set to be comparable to the general practice and be appealing enough to attract and retain qualified directors. The Nomination and Remuneration Committee has considered the remuneration of the Board of Directors and committee for year 2017 as follows:



Committee Type	Monthly Remuneration (Baht/Person)			Meeting Allowance (Baht/Person/Time)		
	Revised	Previous		Revised	Previous	
	2017	2016	2015	2017	2016	2015
1. The Board of Directors	12,000.-	12,000.-	12,000.-	25,000.-	25,000.-	25,000.-
1. The Audit Committee	4,000.-	4,000.-	4,000.-	20,000.-	20,000.-	20,000.-
3. The Nomination and Remuneration Committee	- none -	- none -	- none -	20,000.-	20,000.-	20,000.-

Furthermore, the monthly remuneration and meeting allowance of the Chairman of the Board of Directors, the Chairman of the Audit Committee, the Chairman of the Nomination and Remuneration Committee higher than of director members by 20% and other remuneration total amount not to exceed 4,000,000 baht.

The Company Secretary asked the meeting whether or not there was any comments/question concerning the remuneration of the Directors for the year 2017.

There was no further question from the meeting. The Company Secretary reported the result of vote counting that the total count of the shareholders and proxies' votes was 243,219,730 approval votes or equivalent to 100% of the total votes of shareholders attending the meeting and casting their votes,

The Company Secretary then concluded as follows;

Resolution: The Meeting, by a unanimous vote of shareholders who attended the meeting and voted, approved the remuneration of the Directors for the year 2017.

Agenda 7 To consider and approve the appointment of auditors for year 2017 and their remuneration

According to Public Limited Company Act B.E. 2535 (as amended in B.E. 2544), the Annual General Shareholders Meeting shall appoint the auditor and determine the auditing fee of the Company every year. But every five year, Listed Company shall set the auditor rotation. Therefor the year 2017 Audit Committee recommended Miss Chawana Wiwatpanachat, CPA no.4712 or Miss Wanpen Aonruan CPA no.7750 or Miss Pornthip Amornchailertpattana CPA no.9589 from Office of Office of Pitisevi Company



Limited as the Auditor. The auditors do not have any related activities with major shareholder, Company, management or shareholder.

Audit Committee and The Board of Directors propose the meeting that the auditor's remuneration for 2017 is 3,685,000 baht (for the company = 1,550,000 Baht, for the subsidiaries = 2,135,000 Baht and auditor's financial report for BOI = 40,000 baht/report)

Item	Company	Auditor's Remuneration Year 2016	Auditor's Remuneration Year 2017								
			Auditor's Remuneration for Quarters				Auditor's Remuneration for Year End				Total
			Consolidated	Separate	@ Quarter	Total 3 Quarters	Consolidated	Separate	PACKAGE	Total	
1	Solartron Public Company Limited	1,430,000.00	80,000.00	200,000.00	280,000.00	840,000.00	160,000.00	550,000.00	-	710,000.00	1,550,000.00
2	Solartron Energy 1 Co.,Ltd.	350,000.00	-	50,000.00	50,000.00	150,000.00	-	170,000.00	-	170,000.00	320,000.00
3	Solartron Energy 2 Co.,Ltd.	350,000.00	-	55,000.00	55,000.00	165,000.00	-	210,000.00	-	210,000.00	375,000.00
4	Solartron Energy 3 Co.,Ltd.	350,000.00	-	58,000.00	58,000.00	174,000.00	-	216,000.00	-	216,000.00	390,000.00
5	Solartron Energy 4 Co.,Ltd.	350,000.00	-	50,000.00	50,000.00	150,000.00	-	170,000.00	-	170,000.00	320,000.00
6	Solartron Energy 5 Co.,Ltd.	350,000.00	-	55,000.00	55,000.00	165,000.00	-	215,000.00	-	215,000.00	380,000.00
7	SLTT Joint Venture	210,000.00	-	40,000.00	40,000.00	120,000.00	-	120,000.00	110,000.00	230,000.00	350,000.00
	Total	3,390,000.00	80,000.00	508,000.00	588,000.00	1,764,000.00	160,000.00	1,651,000.00	110,000.00	1,921,000.00	3,685,000.00

Miss Chawana Wiwatpanachat, CPA no.4712 was the company's auditor in 2013, 2014, 2015 and 2016, total duration 4 years

There was no further question from the meeting. The Company Secretary reported the result of vote counting that the total count of the shareholders and proxies' votes was 241,009,750 approval votes or equivalent to 99.09% of the total votes of shareholders attending the meeting and casting their votes, meanwhile there were 2,210,000 dissenting votes or equivalent to 0.91% of the total votes of shareholders attending the meeting and casting their vote.

The Company Secretary then concluded as follows;

Resolution: The Meeting, by a majority vote of shareholders who attended the meeting and voted, approved the appointment of Miss Chawana Wiwatpanachat, CPA no.4712 or Miss Wanpen Aoonruan CPA no.7750 or Pornthip Amornchailertpattana CPA no.9589 from Office of Pitisevi Company Limited as the Auditor of the Company for the year 2017 with the remuneration of 3,685,000 baht (for the company = 1,550,000 Baht, for the subsidiaries = 2,135,000 Baht and auditor's financial report for BOI = 40,000 baht/report)



Item	Company	Auditor's Remuneration Year 2016	Auditor's Remuneration Year 2017								
			Auditor's Remuneration for Quarters				Auditor's Remuneration for Year End				Total
			Consolidated	Separate	@ Quarter	Total 3 Quarters	Consolidated	Separate	PACKAGE	Total	
1	Solartron Public Company Limited	1,430,000.00	80,000.00	200,000.00	280,000.00	840,000.00	160,000.00	550,000.00	-	710,000.00	1,550,000.00
2	Solartron Energy 1 Co.,Ltd.	350,000.00	-	50,000.00	50,000.00	150,000.00	-	170,000.00	-	170,000.00	320,000.00
3	Solartron Energy 2 Co.,Ltd.	350,000.00	-	55,000.00	55,000.00	165,000.00	-	210,000.00	-	210,000.00	375,000.00
4	Solartron Energy 3 Co.,Ltd.	350,000.00	-	58,000.00	58,000.00	174,000.00	-	216,000.00	-	216,000.00	390,000.00
5	Solartron Energy 4 Co.,Ltd.	350,000.00	-	50,000.00	50,000.00	150,000.00	-	170,000.00	-	170,000.00	320,000.00
6	Solartron Energy 5 Co.,Ltd.	350,000.00	-	55,000.00	55,000.00	165,000.00	-	215,000.00	-	215,000.00	380,000.00
7	SLTT Joint Venture	210,000.00	-	40,000.00	40,000.00	120,000.00	-	120,000.00	110,000.00	230,000.00	350,000.00
	Total	3,390,000.00	80,000.00	508,000.00	588,000.00	1,764,000.00	160,000.00	1,651,000.00	110,000.00	1,921,000.00	3,885,000.00

Agenda 8 To consider and approve the increase of the Company's registered capital under a General Mandate by issuing 326,473,000 newly issued ordinary shares at a par value of Baht 1 per share.

The Board of Directors also approved to propose to the shareholders' meeting to authorize the Board of Directors to be empowered to consider and determine the objective of capital increase, any condition, and other details necessary for the pertinent to the issue of newly issued ordinary shares as well as sign any related agreement or documents including to perform any other acts necessary and related to the newly issued ordinary shares and listing newly issued ordinary shares on the Stock Exchange of Thailand.

The Board of Directors also approved to propose to the shareholders' meeting to allocate newly issued ordinary shares at the amount of 326,473,000 shares, with a par value of Baht 1 per share under a General Mandate. The details of allotment are as follow:

- (1) Allotment to existing shareholders, in proportion to the number of shares already held by each shareholder of not exceeding 163,237,000 shares.
- (2) Allotment to the general public of not exceeding 108,824,000 shares.
- (3) Allotment to specific persons of not exceeding 54,412,000 shares.

Also authorized the Board of Directors and/or delegates of the Board of Directors to consider and determine whether share allocation shall be made once or several time later, offering price, subscription period. Additionally, the Board of Directors and/or delegates of the Board of Directors are authorized to determine offering price, offering period, and other details and conditions relating to the allotment of newly issued shares. The company shall completely allocate the newly-issued shares either by the date of the next



annual general or by the date required by law to fix the date of the next annual general meeting, whichever comes first.

However, for the allotment of newly-issued shares under (1) (2) and (3), the total increase in paid-up capital must not be more than 30% of paid-up capital as of the date that the company's Board of directors approved the capital increase or not exceeding 163,237,000 shares. Nevertheless, allocating the newly issued shares to public (2) or specific persons (3), the total increase in paid-up capital must not be more than 20% of paid-up capital as of the date that the Company's Board of Directors approved the capital increase or not exceeding 108,824,000 shares

Question from shareholders

1. What is the objectives of this increase in Solartron's capital?

Answer The increase of company's capital is a method and tool in capital market. If Solartron require more working capital, Solartron is entitled to use this method. The increase of company's capital can be done in 3 different methods; Right offering, Public offering and Private placement.

2. What is Solartron's investment plan for 2560?

Answer This is the year of investment in renewable energy, as promoted by government's policy, in which solar energy received such promotion in a rather large proportion. Thus Solartron will require more working capital in order to benefit from such policy.

3. Is there any plan for the increase in company's capital to be used for operation in foreign country?

Answer We are interest in both domestic and international investment project especially those in our neighboring countries which has a high rate of economic growth.

There was no further question from the meeting. The Company Secretary reported the result of vote counting that the total count of the shareholders and proxies' votes was 75,537,170 approval votes or equivalent to 31.05% of the total votes of shareholders attending the meeting and casting their votes, meanwhile there were 167,682,690 dissenting votes or equivalent to 68.94% of the total votes of shareholders attending the meeting and casting their vote

The Company Secretary then concluded as follows;

Resolution: The Meeting disapproved the Company increase of the Company's registered capital under a General Mandate by issuing 326,473,000 newly issued ordinary shares at a par value of Baht 1 per share as the approval votes did not over than 3/4 of the total votes of shareholders who attended the meeting and having the right to vote.



To consider and approve the increase of the Company's registered capital from Baht 544,124,723 to Baht 870,597,723 by issuing new ordinary share in total 326,473,000 shares at a par value of Baht 1 per share the increase of registered capital under a General Mandate and to consider and approve an amendment to Clause 4 of the Company's Memorandum of Association to be in line with the increase of the Company's registered capital.

Because Agenda 8 did not receive more than 3/4 approval votes of the total votes of shareholders who attended the meeting and having the right to vote, the meeting deem it is not imperative to consider and vote for Agenda 9.

Agenda 10 To consider and approve the amendment to the Company's objectives by adding 8 new objectives

In order to extend more business development both domestic market and international market the Company's objectives by adding 6 new objectives as follow:

“Item 69 To produce, distribute, install, test, commissioning, research, operate and maintenance all type of electrical equipment include transformer, battery, switchgear, charging controller, battery charging station, inverter, electrical motor, electrical mono rail, EV car, generator and other electrical accessories / spare parts in the country and abroad

Item 70 To design, install and construct turnkey smart energy development, smart city, smart grid, micro grid in the country and abroad

Item 71 To develop and construct logistics industrial zone with hi-speed telecommunication system connect logistics industrial zone with domestic and international telecommunication center

Item 72 To bid, auction, lease and use royal land and others lands under the control of the treasury department, governmental agencies and state enterprises including special economic zones for long lease

Item 73 To operate distribution center, both domestic and overseas, with modern and hi-technology



Item 74 To provide test and research laboratory service for material and equipment in agriculture, industry, telecommunication and communication sectors including invent and processing new innovation in order to apply for patent or other intellectual property

Item 75 To join with foreign private company or governmental agency in order to acquire concession for all types of infrastructure

Item 76 To open bank account with every Thai and foreign banks both within and outside the Kingdom of Thailand”

There was no further question from the meeting. The Company Secretary reported the result of vote counting that the total count of the shareholders and proxies' votes was 243,219,860 approval votes or equivalent to 100% of the total votes of shareholders attending the meeting and casting their votes,

The Company Secretary then concluded as follows;

Resolution: The Meeting, by a unanimous vote (over than 3/4 of the total votes) of shareholders who attended the meeting and having the right to vote, approve the amendment of the Company's objectives.

Agenda 11 **To consider and approve the amendment to the Memorandum of articles, Articles 3, the Company's objectives from 68 items to 76 items in accordance with the amendment to the Company's Objectives**

According to the resolution Agenda 10 Board of the amendment to the Memorandum of articles, Articles 3, the Company's objectives from 68 item to 76 items in accordance with amendment to the Company's objectives.

There was no further question from the meeting. The Company Secretary reported the result of vote counting that the total count of the shareholders and proxies' votes was 243,219,860 approval votes or equivalent to 100% of the total votes of shareholders attending the meeting and casting their votes,

The Company Secretary then concluded as follows;



Resolution: The Meeting, by a majority vote (over than 3/4 of the total votes) of shareholders who attended the meeting and having the right to vote, approve the amendment to the Memorandum of articles, Articles 3, the Company's objectives from 68 items to 76 items in accordance with amendment to the Company's objectives, the Company's registered capital.

Agenda 12 To consider and approve the issuance and offering of debenture in an amount of not exceeding Baht 5,000 million

Due to the lower of current interest rate while the power plant projects of group of Company are on process and under construction. Under such circumstances, it is good opportunity to issue and offer the debenture in order to raising funds to support the group the group Company's projects and to reduce the expenditure of the group of Company. The summarized terms & conditions of the issuance and offering debenture in the amount of not exceeding of Baht 5,000 million with the preliminary details as follows:

Objective	: To refinance the Company's debt and to use for business operation or to use as capital of the Company and its affiliates.
Type	: All types and all kinds of bonds (with or without collateral), depending on the appropriateness of the market conditions at the time that each bond is issued and offered.
Currency	: Baht and/or foreign currency by using the exchange rate at each time the bond is issued and offered.
Total value	: Not exceeding Baht 5,000 million or in an equivalent amount in another currency In this regard, the Company is able to issue and offer additional bonds and/or issue and offer bonds in place of the existing bonds which have been redeemed within such credit line. Any bond issued by the Company at any time shall have a value not exceeding such credit line.
Term of the Bond	: Not exceeding 10 years since the date of each issuance.
Offering	: To offer for one time or several times and/or as a project and/or on a revolving basis,



	<p>though a public offering and/or private placement offering and/or Institutional Investor and/or High Net Worth, at the same time or at a different time, pursuant to the Notification of the Securities and Exchange Commission and/or the Office of the Securities and Exchange Commission and/or other related regulations which are in force at the time such debenture is issued and offered.</p>
<p>Interest Rate</p>	<p>: Depending on the market condition at the time of the issuance and offering of the bond, or the terms and conditions of the bond issued at such time, provided that pursuant to the Notification of the Securities and Exchange Commission and/or the Office of the Securities and Exchange Commission and/or other related regulations which are in force at the time such debenture is issued and offered.</p>
<p>Call Redemption</p>	<p>: The debenture-holder and the Company may or may not have the right to redeem their bonds before their maturity date, depending on the terms and conditions of each issuance of bonds.</p>
<p>Secondary Market</p>	<p>: The Company may register the bonds with The Thai Bond Market Association or any other secondary market as is deems appropriate.</p>
<p>Other details</p>	<p>: Board of Directors or person whose Board of Directors give a power of attorney to shall have the following powers:</p> <ol style="list-style-type: none"> 1. To determine details relevant to the debentures, including type, name, interest rate, redemption period, appointment of the debenture-holder's representative, as well as the details relating to the offering, including but not limited to, price, procedure and offering and allotment period. 2. To appoint the financial advisor and/or the underwriter and/or credit rating institution of the issuer and/or the securities and/or any other person where the appointment is regulated as required by the relevant rules or in any other cases which the Company deems appropriate. 3. To register the bonds with The Thai Bond Market Association or any other secondary market as appropriate and also as well as seek an approval, provide



	<p>information and, submit documentation to relevant agencies.</p> <p>4. To deal with, negotiate, execute and/or amend the agreements and/or documentation, as well as provide information, submit documentation to the Office of the Securities and Exchange Commission and/or other agencies relating to the issuance and offering of such bonds, including the undertaking of any actions relevant to or necessary for such transaction as it deems appropriate.</p>
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Questions from shareholders

1. Presently, do we have any outstanding debentures?

Answer Solartron has never issue debenture.

There was no further question from the meeting. The Company Secretary reported the result of vote counting that the total count of the shareholders and proxies' votes was 242,892,470 approval votes or equivalent to 99.87% of the total votes of shareholders attending the meeting and casting their votes, meanwhile there were 327,390 dissenting votes or equivalent to 0.13% of the total votes of shareholders attending the meeting and casting their vote.

The Company Secretary then concluded as follows;

Resolution: The Meeting, by a majority vote (over than 3/4 of the total votes) of shareholders who attended the meeting and having the right to vote, approve the issuance and offering of debenture in an amount of not exceeding Baht 5,000 million.

Agenda 13 Other matters (if any)

According to the Public Limited Company Act B.E.2535 (as amended in B.E.2544), Clause 2 of Section 105, which provides that the shareholders with an aggregate number shares of not less than 1/3 of all issued shares may request the meeting to consider matters other than those set out in the invitation letter to the meeting. As such, the Company's Board of Directors deems it appropriate to include this agenda to allow the shareholders who wish to propose matters other than those determined by the Board of Directors to this meeting.



The Company Secretary asked the meeting whether or not there was any comment /question.

There is no any shareholders propose additional agenda; therefore,

The Chairman declared that the meeting already considered all the matters under the agenda of this meeting and after inquiring the meeting, no shareholders proposed other matters, or made any inquiry, or gave more recommendation. The Chairman paid gratitude to all shareholders and declared the meeting adjourned.

The Chairman thanked the shareholders and proxies for their meeting attendance and for all the beneficial comments and suggestions given at the meeting, which the Board of Director would accordingly bring into consideration.

The Meeting Commenced at 17.00 Hours

Signed Cherdpong Sirivich

(Mr.Cherdpong Sirivich)

Chairman of the Board

And Chairman of the Meeting



Signed Patama Wongtoythong

(Ms.Patama Wongtoythong)

Deputy Chairman of the Board

And Company Secretary