

(Translation)

UAC Global Public Company Limited
Minutes of the Annual General Meeting of Shareholders for the year 2015

The Meeting was held on April 9, 2015 at 14.00 p.m. at Meeting Room, Floor 25th, TP&T Tower, No. 1 Soi Vibhavadirangsit 19, Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District, Bangkok, 10900

Ms. Benjamas Muansriplee welcomed the shareholders and introduced the Directors, Auditors and Legal Advisor as follow;

The following directors attended the meeting:

1. Mr. Paiboon Sareewiwatthana Chairman of the Company
2. Mr. Kitti Jivacate Director / Chief Executive Officer
3. Mr. Chatchaphol Prasopchoke Director / President
4. Ms. Nilrat Jarumanopas Director / Executive Vice President-Finance & Accounting
5. Mr. Aekkachai Nittayakasetwat Independent Director / Chairman of the Audit Committee
6. Mr. Paritud Bhandhuyanyong Independent Director / Audit Committee
7. Ms. Jeerapan Jinda Independent Director / Audit Committee

Auditor :

1. Mr. Kittiwat Laowpattarakasem DIA Auditing Company Limited

Legal Advisor:

1. Mr. Somyod Suteerapornchai Wayu and Partners Company Limited

Ms. Benjamas Muansriplee assigned Legal Advisor to inform the meeting of the governing rules of shareholder meetings described in details as follows:

1. One share shall be entitled to one vote.
2. A resolution of the meeting will be decided by the majority votes of the shareholders who present and vote at the meeting except those stipulated in this governing rules or applicable laws.
3. For voting, the Chairman will propose that the meeting to consider and cast the vote on each agenda item and will ask if any shareholders object, disagree or abstain from voting. If there is one, the shareholder is requested to raise a hand up and submit a ballot to the Company's staff in order that the votes to be applied as the resolution of the meeting will be counted Shareholders who have not raise their hands up will be deemed to resolve to approve the matter as proposed to the meeting for consideration. The ballot must have signature of shareholder or proxy holder. All ballots for Agenda of the appointment of Directors for those who due to retired by rotation have to submit to the Company's staff for reference.
4. In case of the shareholder presence by proxy, if the shareholder has voted on each agenda item in the proxy form, the voting in that proxy will be adhered to.
5. Attendant presence by proxy has rights to vote on behalf of such shareholder attend by him/herself.
6. In case where the shareholder or his/her proxies arriving late, such shareholder or his/her proxies entitle to cast the ballot only on remaining agenda(s)
7. In case whether shareholder or his/her proxies want to leave the meeting before the meeting adjourn, such shareholder or his/her proxies may fill-in the voting sheet in advance, submit the ballot to a Company's representative.

8. A resolution of the meeting will be decided by the majority votes of the shareholders who present and vote at the meeting, except for agenda item 2 which involves matter for acknowledgement and require no resolution. Agenda item 4 and item 6 have to approve by voting at least three fourth of all shareholders who present and vote at the meeting and agenda item 9 to approve by voting at least two third of all shareholders who present and vote at the meeting. Agenda item 11 depends on matters to be proposed by the shareholders.

9. In case of the shareholders request to consider other matter which is not included in the Invitation Letter, those shareholders must have amount of shares not less than one third of paid up shares or 184.74 million shares.

After that, Ms. Benjamas Muansriplee informed the meeting that for being good corporate governance, after the meeting closed, all ballots and meeting evaluation forms have to submit to the Company's staff for reference. Then, Ms. Benjamas Muansriplee invited Mr. Paiboon Sareewiwatthana, Chairman of the Meeting ("Chairman"), to declare the meeting opened.

The Chairman welcomed the shareholders and proxies to the 2014 Annual General Meeting of Shareholders and assigned Mr. Somyod Suteerapornchai, Legal Advisor, to proceed the meeting.

Legal Advisor informed that the Company has assigned Quid Lab Co., Ltd to count the votes and asked for one volunteer to involve in counting the votes. There was no volunteer, then Legal Advisor involved in counting votes.

There were 69 shareholders attending in person representing 395,471,308 shares and 49 shareholders attending by proxy representing 21,080,383 shares, totally 118 shareholders representing 416,497,694 shares, equivalent to 75.15% of the total 554,222,076 paid up shares. The quorum, in accordance with the law and the Articles of Association of the company, required at least twenty five shareholders or proxies (if any) or at least half of all shareholders, and representing at least one third of paid up shares to form a quorum.

Legal advisor explained that this meeting will conduct the meeting according to the agenda 1 - 11 as specified in the Invitation Letter sent to shareholders in advance and in case of a shareholder has a question, the question asked must relate to a matter of that agenda item. In order not to waste time of other shareholders, other issues should be asked on the agenda item called "other matters". In the event a shareholder asks about details on any matter, the Chairman may assign a Director or Company's officer related to that matter to answer the question. A shareholder who wished to ask a question was requested to raise his/her hand and identify himself/herself to the meeting.

Then, Legal Advisor commenced the Meeting and conducted the following agendas sequentially as specified in the Invitation Letter.

Agenda 1 To consider and approve the minutes of No. 1/2015 Extraordinary General Meeting of Shareholders on March 12, 2015

Legal Advisor informed the meeting that the Company arranged the No. 1/2015 Extraordinary General Meeting of Shareholders on March 12, 2015 ("EGM No. 1/2015"). The minutes of the EGM No. 1/2015 was already submitted to relevant entities within the specific period and has been posted on the Company's website (www.uac.co.th). The Board of Directors considered and approved to propose the shareholder meeting to adopt the minutes of the EGM No. 1/2015.

Legal Advisor invited shareholders to ask questions and voice their additional observations. No questions and observations were raised. Then, Legal Advisor proposed the meeting to adopt the minutes of EGM No. 1/2015 with the majority voting of shareholders who attended and voted.

Resolution: The Meeting adopted the minutes of No. 1/2015 Extraordinary General Meeting of Shareholders with the votes from the shareholders as follows:

Resolution	Total Votes (1 share=1 vote)	% of votes
1. Approved	416,497,911	100.00
2. Disagreed	-	-
3. Abstained	-	-
Total Vote of shareholders (119 persons)*	416,497,911	100.00

Remarks: Attending shareholders increased 1 person from 118 shareholders.

Agenda 2 To acknowledge the Company's operational results for the fiscal year 2014.

The Chairman assigned Mr. Chatchaphol Prasopchoke, President, to report the Company's operational results for the fiscal year 2014 to the Meeting.

Mr. Chatchaphol Prasopchoke summarized the reported the Company's operational results for the fiscal year 2014 as follows:

Financial Statement	2014	2015	Increase (Decrease)	(%) Change
Total Revenue*(MB.)	990.15	1,011.58	Increase	2.16
Gross Margin (MB.)	173.44	116.56	(Decrease)	32.80
EBITDA (MB.)	158.28	128.13	(Decrease)	19.05
Depreciation (MB.)	9.43	46.92	Increase	1,027.88
EBIT (MB.)	71.10	11.69	(Decrease)	83.56
Profit from JV (MB.)	77.75	62.13	(Decrease)	20.09
Net Income (MB.)	130.86	51.04	(Decrease)	60.99

The Financial Ratios of year 2014

Financial Ratios	2013	2014
Gross Profit Margin (%)	17.74%	11.74%
Net Profit Margin (%)	13.22%	5.05%
ROA (%)	9.85%	2.99%
ROE (%)	16.39%	5.27%
D/E	0.69	0.84

In 2014, there were the important events of UAC as follows;

1. The Company has changed the name from Universal Adsorbents & Chemicals Public Company Limited to UAC Global Public Company Limited on April 18, 2014. Then, Mr. Chatchaphol Prasopchoke presented the organization structure of UAC and its subsidiaries as well as business structure to the meeting.
2. PPP in Sukothai has started commercial operation since January 2014. LPG and NGL have been sold in May 2014 and CNG in November 2014.
3. Two Solar PV Rooftop plants have started commercial operation located at Bangkok Dec-Con PLC and the other two are under construction located at Sahathai Steel Pipe PLC and Von Bundit Co., Ltd. which will be completed in June 2015.

4. Biogas Power Plant in Mae Taeng, Chiang Mai, is under commissioning stage. The expected COD period will be in the second quarter of 2015. The other 2 projects at Phu Pha Man, Khon Kaen, is under construction with the expected COD within 2015.
5. The Company has done several CSR Projects continuously such as participating with communities in the activities on Children's Day, Bio-agriculture Project, employee activities, health and safety activities, social and community activities such as repairing road, joining traditional religious activity.
6. The Company has awarded the Best Investor Relations Awards from SET.

The Company has summarized 2014 business operations and important events in 2014 Annual Report which was delivered to shareholders together with the 2015 AGM invitation letter and published on website (www.uac.co.th). No more questions or additional observations from shareholders or proxies, Legal Advisor proposed the meeting to acknowledge the Company's operational results for the fiscal year 2014.

Resolution: The Meeting acknowledged the Company's operational results for the fiscal year 2014.

Agenda 3 To consider and approve the financial statements for year ended December 31, 2014.

Mr. Chatchaphol Prasopchoke informed the meeting that statements of financial position and statements of comprehensive income for the year ended December 31, 2014 duly audited and certified by Miss Somjintana Pholhirunrat, Certified Public Accountant registration number 5599, from D I A International Auditing Co., Ltd., and reviewed by company's Audit Committee. The company's financial statements had been sent to shareholders together with the Invitation Letter. The Chairman summarized the company's financial and operational results for the fiscal year 2014 as follows:

Financial and operation results	2014	2013
Total Assets (Million Baht)	1,780.05	1,634.58
Total Liabilities (Million Baht)	810.30	667.80
Total Shareholders' Equity	969.75	966.78
Total Revenue (Million Baht)	1,011.58	990.15
Net Profit (Million Baht)	51.04	130.86
Earnings per Share (Baht)	554,222,076	554,191,159
Issued and paid-up share capital (Share)	0.10	0.24

The Chairman invited the shareholders to ask questions or voice their additional observations. The shareholders asked some questions which summarized as follows:

Mr. Kiattisak Sawaengkarn (shareholder) asked as follows;

1. The event related to Biogas Power Plant from napier grass in Sri Salai, Sri Sa Ket, might cause the effects from farmers in the area of the Company's plants.
2. What was raw material for Wood Pellets Plant? Why did it locate in Khon Kaen?

The Chairman assigned Mr. Kitti Jivacate, Chief Executive Officer, to clarify to the meeting.

Mr. Kitti Jivacate clarified as follows;

1. The Company had gotten a request from farmers nearby that location to join the project of Ministry of Energy which would get the subsidy for Biogas Power Plant from napier grass in order to increase more plantation and yield. After the political change, new government has cancelled this project; consequently the Company had to stop all related activities. However, Ministry of Energy and the Company already announced and clarified the actual situation to public.

2. Raw Material for Wood Pellets Plant will be residue of napier grass which derived from Biogas Power Plant in Khon Kaen.

No questions and observations were raised. Then, Legal Advisor proposed the meeting to approve the financial statements for year ended December 31, 2014 with the majority voting of shareholders who attended and voted.

Resolution: The meeting resolved to approve the financial statements for year ended December 31, 2014 with the majority voting as follows:

Resolution	Total Votes (1 share=1 vote)	% of votes
1. Approved	416,532,160	100.00
2. Disagreed	-	-
3. Abstained	-	-
Total Vote of shareholders (127 persons)*	416,532,160	100.00

Remarks: Attending shareholders increased 8 persons from 119 shareholders.

Agenda 4 To consider and approve the Company's registered capital decrease and amendment of the Company's Memorandum of Association No. 4 in accordance with the capital decrease.

Legal Advisor explained that the Board of Directors resolved to propose the shareholder meeting to consider and approve the decrease of the Company's registered capital from Baht 331,748,331 to Baht 331,708,701 divided in to ordinary share 663,417,402 shares with the par value of Baht 0.50 by deleting the shares remaining from allotment for UAC-W1 of 79,260 shares and amendment of the Company's memorandum of Association no. 4 in accordance with the capital decrease as follow:

“Clause 4 The Company’s registered capital is Baht 331,708,701 (Three hundred thirty one million seven hundred eight thousand seven hundred and one baht)

Divided into 663,417,402 shares (Six hundred sixty three million four hundred seventeen thousand four hundred and two shares)

Par Value is Baht 0.50 per share

Which is classified into:

Ordinary share 663,417,402 shares (Six hundred sixty three million four hundred seventeen thousand four hundred and two shares)

Preferred share - shares”.

Legal Advisor invited shareholders to ask questions and voice their additional observations. No questions and observations were raised. Then, Legal Advisor proposed the meeting to approve the Company's registered capital decrease and amendment of the Company's Memorandum of Association No. 4 in accordance with the capital decrease.

Resolution: The meeting resolved to approve the Company's registered capital decrease from Baht 331,748,331 to Baht 331,708,701 by deleting the shares remaining from the allotment for UAC-W1 of 79,260 shares and the amendment of the Company's Memorandum of Association No. 4 in accordance with the capital decrease with the majority voting as follows:

Resolution	Total Votes (1 share=1 vote)	% of votes
1. Approved	416,533,460	100.00
2. Disagreed	-	-
3. Abstained	-	-
Total Vote of shareholders (132 persons)*	416,533,460	100.00

Remarks: Attending shareholders increased 5 persons from 127 shareholders.

Agenda 5 To consider and approve the appropriation of profit for the year 2014 and annual dividend payment

Legal Advisor explained that The Company's dividend policy has been fixed at the minimum of 40% of net profit of the separate financial statement after deduct corporate income tax and statutory reserves required by law. The Board of Directors resolved to propose the shareholder meeting to consider and approve the annual dividend payment for the year 2014 at the rate of Baht 0.06945 per share, totaling of Baht 38,490,723.18 or 49.75% of net profit after deduct corporate income tax and legal reserves. The dividend payment was classified as follows.

1. Stock dividend payment, in the ratio of 8 existing shares per 1 stock dividend or Baht 0.06250 per share.
2. Cash dividend payment, in the rate of Baht 0.00695 per share.

In case that any shareholder holds the indivisible share remaining after such allocation, the dividend shall be paid in cash in the amount of Baht 0.06250 per share.

Dividend payment schedule:

Record Date	April 3, 2015
Closing Date	April 7, 2015
Dividend Payment Date	April 30, 2015

Besides, the Board of Directors proposed to increase the amount of legal reserve for baht 4,072,243.21, totaling of baht 24,559,371.74 or 7.40% of registered capital before stock dividend. The comparison of dividend payment between 2014 and 2011 are as follows:

The separate financial statement	2014	2013
Total Income from Sales and Service (Baht)	1,091,222,041.80	924,836,867.32
Net Profit (Baht)	81,444,864.27	62,407,949.40
Net Profit after deduct tax and legal reserve (Baht)	77,372,621.06	59,287,551.93
Retained Earnings - Unappropriated	131,994,977.38	143,296,288.48
No. of Paid-up Shares (Shares)	554,222,076	554,204,839
Dividend per share (Baht)	0.06945	0.16
Total Dividend Payment (Baht)	38,490,723.18	88,62,774.24
Portion of Dividend Payment and Net Profit after deduct tax and legal reserve (%)	49.75	149.56

The UAC-W1 holders who exercise on March 31, 2015 will not have right for stock dividend.

Legal Advisor invited shareholders to ask questions and voice their additional observations. No questions and observations were raised. Then, Legal Advisor proposed the meeting to approve the appropriation of profit for the year 2014 and annual dividend payment.

Resolution: The meeting resolved to approve the annual dividend payment at the rate of Baht 0.06945 per share, legal reserves in 2012 of Baht 4,072,243.21 with the majority voting as follows:

Resolution Voting	Total Votes (1 share=1 vote)	% of votes
1. Approved	416,544,576	100.00
2. Disagreed	-	-
3. Abstained	-	-
Total Vote of shareholders (134 Persons)*	416,544,576	100.00

* **Remarks:** Attending shareholders increased 2 persons from 132 shareholders.

Agenda 6 To consider and approve the Company's registered capital increase by specifying the propose of utilization for stock dividend and right adjustment of UAC-W1 and amendment of the Company's Memorandum of Association No. 4 in accordance with the capital increase

Legal Advisor explained that the shareholder meeting approved the annual dividend payment in agenda 5, the Company has to increase newly issued shares, to support the stock dividend and right adjustment of UAC-W1 to obtain the benefit and return of holders of UAC-W1 that shall not be less than previous benefits, from Baht 331,708,701 to Baht 373,173,701, divided into the ordinary shares for 746,347,402 shares at the par value of Baht 0.50 by issuing the new ordinary share not exceed 82,930,000 shares at the par value of Baht 0.50. Details are as follow;

- Capital increase by issuing new ordinary share for stock dividend of 69,280,000 shares.
- Capital increase by issuing new ordinary share for right adjustment of UAC-W1 of 13,650,000 shares

and amend the Company's Memorandum of Association no. 4 in accordance with the capital increase as follows:

"Clause 4 The Company's registered capital is Baht 373,173,701 (Three hundred seventy three million one hundred seventy three thousand seven hundred and one baht)

Divided into 746,347,402 shares (Seven hundred forty six million three hundred forty seven thousand four hundred and two shares)

Par Value is Baht 0.50 per share

Which is classified into:

Ordinary share 746,347,402 shares (Seven hundred forty six million three hundred forty seven thousand four hundred and two shares)

Preferred share - shares".

Legal Advisor invited shareholders to ask questions and voice their additional observations. No questions and observations were raised. Then, Legal Advisor proposed the meeting to approve the Company's registered capital increase by specifying the propose of utilization for stock dividend and right adjustment of UAC-W1 and amendment of the Company's Memorandum of Association No. 4 in accordance with the capital increase.

Resolution: The meeting resolved to approve the registered capital increase to support the stock dividend and right adjustment of UAC-W1 from Baht 331,708,701 to Baht 373,173,701 by issuing the new ordinary share not exceed 82,930,000 shares with the majority voting as follows:

Resolution Voting	Total Votes (1 share=1 vote)	% of votes
1. Approved	416,719,169	100.00
2. Disagreed	-	-
3. Abstained	-	-
Total Vote of shareholders (137 Persons)*	416,719,169	100.00

* **Remarks:** Attending shareholders increased 3 persons from 134 shareholders.

Agenda 7 To consider and approve the allotment of the Company's registered capital increase by specifying the propose of utilization for stock dividend and right adjustment of UAC-W1

Legal Advisor explained that the Board of Directors resolved to propose the shareholder meeting to consider and approve the capital increase through allotment of 82,930,000 share at the par value of Baht 0.50 per details are as follow;

7.1 Allotment of 69,280,000 shares at the par value of Baht 0.50 to existing shareholders for stock dividend.

7.2 Allotment of 13,650,000 shares at the par value of Baht 0.50 for right adjustment of UAC-W1

Legal Advisor invited shareholders to ask questions and voice their additional observations. No questions and observations were raised. Then, Legal Advisor proposed the meeting to approve the allotment of the Company's registered capital increase by specifying the propose of utilization for stock dividend and right adjustment of UAC-W1.

Resolution: The meeting resolved to approve the allotment of the Company's registered capital increase by specifying the propose of utilization for stock dividend and right adjustment of UAC-W1 with the majority voting as follows:

Resolution Voting	Total Votes (1 share=1 vote)	% of votes
1. Approved	416,719,433	100.00
2. Disagreed	-	-
3. Abstained	-	-
Total Vote of shareholders (188 Persons)	416,719,433	100.00

Agenda 8 To consider and approve the election of directors to replace who those retiring by rotation.

Legal Advisor informed the meeting that the Public Limited Company Acts and Company's Articles of Association stipulated that in the Annual General Meeting of Shareholders, a minimum of one-third (1/3) of the Directors must retire from directorship. If the number of director is not three part, the nearest to one-third must be retired. One-third of Directors due for retirement for this year is as follows:

- | | |
|---|----------------------|
| 1. Mr. Kitti Jivacate | Director |
| 2. Mr. Chatchaphol Prasopchoke | Director |
| 3. Assoc.Prof.Dr. Aekkachai Nittayakasetwat | Independent Director |

Member of the Board, excluding those who due for retirement, consider and propose to the Meeting to re-elect those three, Mr. Kitti Jivacate, Mr. Chatchaphol Prasopchoke and Assoc.Prof.Dr. Aekkachai Nittayakasetwat to serve another term because those person are knowledgeable with high experience that will be benefit the Company and shareholders. The profiles of those three persons had been sent to the shareholders together with the Invitation Letter.

Legal Advisor also informed the Meeting that the resolution will be done for each Director individually and the ballots will be kept from all shareholders in order to be transparent and good corporate governance. Then, Legal Advisor invited the shareholders to ask questions or voice their additional observations. No questions and observations were raised. The Meeting was, therefore, proposed to consider and approve the nomination of each Director as follows:

1. Mr. Kitt Jivacate

Resolution: The Meeting approved to re-elected Mr. Kitt Jivacate to be the director for another term with the majority voting as follows:

Resolution	Total Votes (1 share=1 vote)	% of vote
1. Approved	416,719,559	100.00
2. Disagreed	-	-
3. Abstained	-	-
Total Votes of shareholder (142 persons)	416,719,559	100.00

Remarks: Attending shareholders increased 4 persons from 138 shareholders.

2. Mr. Chatchaphol Prasopchoke

Resolution: The Meeting approved to re-elected Mr. Chatchaphol Prasopchoke to be the director for another term with the majority voting as follows:

Resolution	Total Votes (1 share=1 vote)	% of vote
1. Approved	416,719,859	100.00
2. Disagreed	-	-
3. Abstained	-	-
Total Votes of shareholder (143 persons)	416,719,859	100.00

Remarks: Attending shareholders increased 1 person from 142 shareholders.

3. Assoc.Prof.Dr. Aekkachai Nittayakasetwat

Resolution: The Meeting approved to re-elected Assoc.Prof.Dr. Aekkachai Nittayakasetwat to be the director for another term with the majority voting as follows:

Resolution	Total Votes (1 share=1 vote)	% of vote
1. Approved	416,719,940	100.00
2. Disagreed	-	-
3. Abstained	-	-
Total Votes of shareholder (144 persons)*	416,719,940	100.00

Remarks: Attending shareholders increased 1 person from 143 shareholders.

Agenda 9 To consider and approve the remuneration of directors for the year 2015

Legal Advisor explained that The Public Company Limited Acts and the Company's Articles of Association stipulated that Director's remuneration to be approved by the Annual General Meeting of Shareholders taken into consideration of similar business group, economic growth, the Company's profit, and Board of Directors' responsibility. The details of 2015 Directors' remuneration are as follows:

(1) Monthly remuneration:

Remuneration	2015	2014	
Chairman	25,000	25,000	Baht/person/month
Director	10,000	10,000	Baht/person/month
Chairman of the Audit Committee	15,000	15,000	Baht/person/month
Audit Committee	10,000	10,000	Baht/person/month
Executive Committee	5,000	5,000	Baht/person/month
Total Remuneration	Not exceed Baht 2.0 Million	Not exceed Baht 1.8 Million	Per year

- (2) Bonus for Non-executive Directors: Refer to the resolution of the 2014 Annual General Meeting of Shareholders, Bonus for Non-Executive Directors will not be exceeding 1.5% of the Company's Net Profit which will be effective after the approval from the 2014 Annual General Meeting of Shareholder or until the Shareholder meeting has decided to change the resolution.
- (3) Others: Health, Life and Accident Insurance with the premium not exceed 20,000 baht/person/year.

The Chairman clarified the increase of remuneration from 1.8 million baht to 2.0 million baht was considered about an increase of new directors from M&A transaction in the future. The proposed rate of Bonus for Non-Executive Directors was also considered about new directors and easily calculated based on previous Bonus paid to Non-Executive Directors.

Legal Advisor invited shareholders to ask questions and voice their additional observations. No questions and observations were raised. Then, Legal Advisor proposed the meeting to approve the remuneration of directors for the year 2015.

Resolution: The Meeting approved the Directors' monthly remuneration for the year 2015 for the amount not exceed of Baht 2,000,000, Bonus for Non-Executive Directors will not be exceeding 1.5% of the Company's Net Profit and Insurance premium not exceed 20,000 baht/person/year with the voting not less than two-third of shareholders who attended as follows:

Resolution	Total Votes (1 share=1 vote)	% of vote
1. Approved	416,725,477	100.00
2. Disagreed	-	-
3. Abstained	-	-
Total Votes of shareholder (154 persons)	416,725,477	100.00

Remarks: Attending shareholders increased 10 persons from 144 shareholders.

Agenda 10 To consider and appoint the Company's auditor and fixing the remuneration of auditing fee for the year 2015

Legal Advisor explained that The Audit Committee and Board of Directors approved to appoint the auditors of D I A International Auditing Co., Ltd. to be the auditor of the Company and subsidiary for fiscal year 2015. D I A International Auditing Co., Ltd. has no relationship and conflict of interest with the Company and subsidiary. The proposed auditors' name list is as follow:

1. Ms. Somjintana Pholhiranratr, Certified Public Accountant no. 5599 (Certified for 1 fiscal year) or
2. Mrs. Villairat Rojnakarin, Certified Public Accountant no. 3104 (Never certified) or
3. Ms. Supaporn Mungjit, Certified Public Accountant no. 8125 (Never certified)

The remuneration of Company's Auditor for fiscal year 2015 compared with year 2014 are shown below:

Details of Audit Remuneration	2015	2014
Audit fee for Company	1,320,000	920,000
Audit fee for Subsidiary	1,080,000	185,000
Total Remuneration	2,400,000	1,170,000

Remarks: Excluding other services such as BOI inspection, translation, transportation, printing, communication and others.

The Board of Directors considered to propose the shareholder meeting to approve the appointment of the Company's auditor and remuneration of auditing fee for the year 2015 not exceed baht 2,400,000 as mentioned above.

Legal Advisor invited the shareholders to ask questions or voice their additional observations. The shareholders asked some questions which summarized as follows:

Mr. Boonsun Sinpornchai (shareholder and proxy) asked as follows;

1. Why did audit fee increase more than 100% comparing with previous year?
2. How much was the actual amount of other services in 2014?

The Chairman assigned Mr. Aekkachai Nittayakasetwat, Chairman of Audit Committee, to clarify to the meeting.

Mr. Aekkachai Nittayakasetwat clarified that UAC and Subsidiary Companies will have more projects to invest so there will be more transactions to be audited and consume more time. Moreover, some projects were on operation such as CBG and PPP which required investment evaluation. However, the Audit Committee already negotiated for the lowest fee.

Miss Nilrat Jarumanopas, Executive Vice President – Accounting and Finance, notified the meeting that the actual amount of 2014 other services was 200,000 Baht.

No questions and observations were raised. Then, Legal Advisor proposed the meeting to approve the Company's auditor and fixing the remuneration of auditing fee for the year 2015 with the majority voting of shareholders who attended and voted.

Resolution: The Meeting approved the appointment and remuneration of Company's Auditor for fiscal year 2015 for not exceed Baht 2,400,000 with the majority voting as follows:

Resolution	Total Votes (1 share=1 vote)	% of vote
1. Approved	416,699,025	99.9937
2. Disagreed	26,452	0.0063
3. Abstained	-	-
Total Votes of shareholder (154 persons)	416,725,477	100.00

Agenda 11 Other matters (if any)

Legal Advisor informed the Meeting that shareholders can request the Meeting to consider other matters than those specified in the Invitation Letter in this meeting, the total share representing not less than one third of the Company's paid up shares or 184.74 million shares.

No agenda items were proposed, then, the Chairman invited the shareholders to ask any questions or voice their additional observations. Shareholder raised issues which summarized as follows:

Miss Piyarat Khunjit (proxy from Thai Investors Association) asked for the progress of Anti-corruption Policy within the Company and with other parties.

The Chairman clarified the Anti-Corruption Policy was formally announced and strictly followed by directors, management and employees.

The Chairman invited shareholders to ask questions and voice their additional observations. No shareholder raised any question. Thus, the Chairman declared to the Meeting adjourned.

The Meeting was adjourned at 15.15 hours.

Signed..... - Signature -Chairman of the Meeting
(Mr. Paiboon Sareewiwatthana)

Signed..... - Signature -Minutes Recorder
(Miss Sajjaporn Rammayaprayoon)