



UAC GLOBAL Public Company Limited

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(-Translation-)

February 25, 2015

Subject: Invitation to the No. 1/2015 Extraordinary General Meeting of Shareholders

To: The Shareholders
UAC Global Public Company Limited

Enclosures: 1. Copy of the Minutes of 2014 Annual General Meeting of Shareholders (Agenda 1)
2. Information Memorandum on Acquisition of Assets (Agenda 2)
3. Report of Independent Financial Advisor regarding the Acquisition of Assets (Agenda 2)
4. Articles of Association of the Company relating to the Shareholders' Meeting
5. How to proxy, registration, evidence for attendance
6. Registration form to attend the No. 1/2015 Extraordinary General Meeting of Shareholders
7. Proxy (Form A and Form B)
8. Map of the meeting location

The Board of Directors resolved to convene the Extraordinary General Meeting of Shareholders No. 1/2015 on Thursday, March 12, 2015 at 14.00 A.M. at Meeting Room, Floor 25th, TP&T Tower, No.1 Soi Vibhavadirangsit 19, Vibhavadirangsit Road, Chatuchak Sub-District, Chatuchak District, Bangkok 10900 to consider business thefollowing agendas:

Agenda 1 To consider and certify the Minutes of 2014 Annual General Meeting of Shareholders on April 4,2014

Background and Rationale

The Company had conducted the 2014 Annual General Meeting of Shareholders on April 4, 2014 which the Minutes of the Meeting was submitted to The Stock Exchange of Thailand within 14 days and the Ministry of Commerce as specified by laws. The Minutes of the Meeting has been posted in the Company's website (www.uac.co.th) (Copy of the Minutes of 2014 Annual General Meeting of Shareholders) as shown in Enclosure No. 1.

Board of Directors' Opinion

The Minutes are accurately taken and should propose the Minutes of 2014 Annual General Meeting of Shareholders held on April 4, 2014 to the shareholder meeting to consider and certify.

Resolution: This agenda will be approved with the majority voting of the shareholders who present and vote at the meeting.

Agenda 2 To consider and approve the Subsidiary acceptance of entire business transfer from Advance Polymers & Chemicals Co., Ltd.

Background and Rationale

The meeting of the Board of Directors of the Company resolved to approve to propose the shareholders' meeting to grant approval for a newly established subsidiary, in which the Company will hold 99.99%, ("UAC-APC" or "the Subsidiary") to accept an entire business transfer from Advance Polymers & Chemicals Co., Ltd. ("APC") at a total sale and purchase price of not more than Baht 730 million, whereby APC will sell and transfer to the Subsidiary the entire business including assets, liabilities, other agreements, employees, licenses and rights relating to business operation of APC, as well as all rights and benefits attached to such assets, and the Subsidiary will pay a consideration at the said sale and purchase price to APC

wholly in cash. Subsequent to a complete EBT process, APC will dissolve and liquidate its business.

The EBT from APC by the Subsidiary is deemed as a purchase or acquisition of business of other companies pursuant to Section 107 of the Public Limited Companies Act B.E. 2535 (and the amendments thereto) and is also considered as an acquisition of assets in accordance with the Notification of the Capital Market Supervisory Board No. TorChor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets and Notification of the Board of Governors of the Stock Exchange of Thailand ("SET") Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition or Disposition of Assets B.E. 2547 and the amendments thereto (collectively called "the Notification on Acquisition or Disposal"). The highest transaction value, on a net profit basis, is equal to 95.17%. Therefore, the Company is obligated to prepare a report on and disclose the agreed entry into the aforementioned transaction to the SET, as the supporting document on the Enclosure no. 2 and also to convene a shareholders' meeting to consider and approve the entry into such transaction, whereby the Company must obtain approval from the shareholders' meeting with a required affirmative vote of not less than three-fourths of total number of votes of the shareholders attending the meeting and having the right to vote.

The Company has appointed JD Partner Co., Ltd. as an independent financial advisor to provide opinion to minority shareholders regarding the EBT transaction between the Subsidiary and APC. The report of the independent financial advisor regarding the acquisition of assets is on the Enclosure no.3.

Board of Directors' Opinion

The Board of Directors is of the opinion that the entire business transfer from APC by the Subsidiary is reasonable and will generate benefits to the Company in terms of business expansion, access to a broader market and customer base, business development from the Company's existing chemicals import business, and growth in its total assets, revenues and profits through consolidation of financial statements of the Subsidiary that will acquire APC's business. Therefore, the transaction is deemed reasonable and beneficial and will help enhance the Company's business potential in the long term. The business sale and purchase price and all terms and conditions for the transaction are also considered reasonable.

Resolution: This agenda will be approved with a vote of not less than three-fourths of total number of votes of the shareholders attending the meeting and having the right to vote.

Agenda 3 To consider any other matter (if any)

The Board of Directors has set record date for shareholders who has right to attend the No. 1/2014 Extraordinary General Meeting of Shareholders on February 2, 2015, share registration book closing date to summarize the shareholders' name list in accordance with section 225 of Securities and Exchange Act to be on February 3, 2015.

The Company has posted the Meeting Invitation Letter with meeting documents on Company's website (www.uac.co.th). Should any shareholders want to ask question or elaborate an issue may send prior question to ir@uac.co.th or by fax at (66 2) 936 1700

All shareholders are invited to attend the meeting designated by the Company. Registration to attend the meeting will start at 13:00 hour. Shareholders can attend the meeting by oneself or appoint the other(s), who become one legal age, or Independent Director whose name appeared in Enclosure No.7 (Proxy Form). To timely registration process, it's recommended to fill up the form provided in Enclosure No. 6 (Registration form to attend the No. 1/2015 Extraordinary General Meeting of Shareholders) and Enclosure No. 7 (Proxy Form) before the meeting day and present to the registrar officers prior to the meeting.

Sincerely yours,

- Signature-

(Mr. Paiboon Sareewiwatthana)

Chairman