

(Translation)

CS 12/2016

April 26, 2016

Subject: Resolutions of the Annual General Meeting of Shareholders No.37

Attention: President

The Stock Exchanges of Thailand

Ocean Glass Public Company Limited held the Annual General Meeting of Shareholders No.37 on April 26, 2016 at 2.00 p.m., Junior Ballroom no.1- 2, on the 3rd Floor, Pullman Bangkok Grand Sukhumvit, 30 Sukhumvit 21 (Asoke) Road, Klongtoey Nue, Wattana, Bangkok 10110. The meeting has passed resolutions as follows.

Agenda 1 Certified the Minutes of the Annual General Meeting of Shareholders No.36 convened on April 28, 2015, with majority votes of shareholders who attend the meeting and cast their votes as follows.

	<u>Votes</u>	<u>%</u>
Approved	14,521,198	99.9456 %
Disapproved	7,900	0.0544 %
Abstained	0	0.0000 %
Void	0	0.0000 %

Agenda 2 Acknowledged the Company's operating performance for the year 2015

Agenda 3 Approved the Financial Statements for the year ended December 31, 2015 and the auditor's report, with majority votes of shareholders who attend the meeting and cast their votes as follows.

	<u>Votes</u>	<u>%</u>
Approved	14,528,035	99.9457 %
Disapproved	7,900	0.0543 %
Abstained	0	0.0000 %
Void	0	0.0000 %

Agenda 4 Approved the allocation of net profit and dividend payment from operating results for the year 2015 with majority votes of shareholders who attend the meeting and cast their votes as follows.

- Dividend payment to shareholders at the amount of Baht 3.13 per share for 21,330,715 common shares, totalling Baht 66,765,137.95.
- Record date for the shareholders who entitled to receive dividend was on March 7, 2016.
Shares registration book closing date under Section 225 of the Securities and Exchange Act B.E. 2535 (further amendment B.E. 2551) was on March 8, 2016.
- Dividend payment will be paid on May 19, 2016.
- Un-appropriated retained earnings will be carried forward.

	<u>Votes</u>	<u>%</u>
Approved	14,528,136	99.9457
Disapproved	7,900	0.0543
Abstained	0	0.0000
Void	0	0.0000

Agenda 5 Approved the re-election of retiring directors for another term of directorships, with majority votes of shareholders who attend the meeting and cast their votes as follows.

5.1) Mr. Chakri Chanruangvanich, Chairman of the Board, Member of Nomination and Remuneration Committee

	<u>Votes</u>	<u>%</u>
Approved	14,528,136	99.9450
Disapproved	7,900	0.0543
Abstained	100	0.0007
Void	0	0.0000

5.2) Mr. Kirati Assakul, Managing Director

	<u>Votes</u>	<u>%</u>
Approved	14,528,336	99.9450
Disapproved	7,900	0.0543
Abstained	100	0.0007
Void	0	0.0000

5.3) Mr. Matthew Kichodhan, Independent Director

	<u>Votes</u>	<u>%</u>
Approved	14,528,236	99.9443 %
Disapproved	8,000	0.0550 %
Abstained	100	0.0007 %
Void	0	0.0000 %

Agenda 6 Approved the remuneration of Directors, Audit Committee members, and Nomination and Remuneration Committee members for the year 2016 with not less than two-thirds of the total number of votes of shareholders who attend at the meeting as follows.

<u>Monthly Remuneration</u>	<u>2016 (Same Rate)</u> <u>Baht/Person/Month</u>
<u>Board of Directors</u>	
Chairman of the Board	72,000
Director	40,000
<u>Audit Committee</u>	
Chairman of Audit Committee	22,400
Audit Committee	16,000
<u>Nomination and Remuneration Committee</u>	
Chairman of Nomination and Remuneration Committee	14,000
Nomination and Remuneration Committee	10,000

The rates will be effective from May 2016 onwards until further notice.

Bonus Remuneration is at the rate of 1.3% of total dividend payments made in respect of the operation from preceding accounting year, rounded up/down to the nearest 10,000 Baht, which is equivalent to Baht 870,000. The Board of Directors will allocate this Bonus to each director as appropriate.

	<u>Votes</u>	<u>%</u>
Approved	12,438,727	99.9333
Disapproved	8,300	0.0667
Abstained	0	0.0000
Void	0	0.0000

Agenda 7 Approved the appointment of auditors for the year 2016 and fix the auditing fee with majority votes of shareholders who attend the meeting and cast their votes as follows..

- Appointed Mr. Prasit Yuengsrikul Certified Public Accountant No. 4174 or Ms. Varaporn Vorathitikul Certified Public Accountant No. 4474 or Mr. Vichien Khingmontri Certified Public Accountant No. 3977 from Pricewaterhouse Coopers ABAS Company Limited to be the Company's auditors, any one of them being authorized to conduct the auditing and express an opinion on the financial statements of the Company for year 2016. In the absence of the above-named auditors, PricewaterhouseCoopers ABAS Ltd. is authorized to identify one other Certified Public Accountant within PricewaterhouseCoopers ABAS Ltd. to carry out the work.

- Total auditing fee was Baht 1,500,000. The amount excluded other expenses such as travelling expenses, etc.

	<u>Votes</u>	<u>%</u>
Approved	14,529,436	99.9457 %
Disapproved	7,900	0.0543 %
Abstained	0	0.0000 %
Void	0	0.0000 %

Agenda 8 Approved the amendment of the Company's objective No.8 and No. 15 with not less than three-fourth of the total number of votes of the Shareholders who attend the meeting and have the right to vote.

No. 8 To purchase, sell, exchange, every kind of foreign currencies with the permission from the related regulator

No. 15 Engage in the business of schooling and any kind of academic institutions with the permission from the related regulator

	<u>Votes</u>	<u>%</u>
Approved	14,529,436	99.9457 %
Disapproved	7,900	0.0543 %
Abstained	0	0.0000 %
Void	0	0.0000 %

Please be informed accordingly.

Best regards,

Mr. Kirati Assakul

Managing Director