

(Translation)

Ocean Glass Public Company Limited
Minutes of the Annual General Meeting of Shareholders No. 34

The Annual General Meeting of Shareholders No. 34 was held on April 30, 2013, at Junior Ballroom 1-3, 3rd Floor, Grand Millennium Sukhumvit Hotel, No. 30 Sukhumvit 21 (Asoke) Road, North Klongtoey Sub-District, Wattana District, Bangkok 10110.

Directors present:

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| 1. | Mr.Kirati Assakul | Chairman of the Board of Directors |
| 2. | Mr.Chakri Chanruangvanich | Vice Chairman of the Board and NRC's member |
| 3. | Mr.Worakan Xuto | Independent Director and Chairman of the Audit Committee |
| 4. | Mr.Chatchawin Charoen-Rajapark | Independent Director, Chairman of the Nomination and Remuneration Committee (NRC) and the Audit Committee's member |
| 5. | Mr.Tatchapol Poshyanonda | Independent Director and Audit Committee 's Member |
| 6. | Mr.Chaipranin Visudhipol | Independent Director and Audit Committee 's Member |
| 7. | Mr.Matthew Kichodhan | Independent Director |
| 8. | Mr.Naputt Assakul | Director and NRC's member |
| 9. | Mrs.Sunsanee Supatravanij | Managing Director |

Director apologies:

- None -

Management present:

- | | | |
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| 1. | Mr.Suphote Sriudomporn | Deputy Managing Director-Manufacturing |
| 2. | Mr.Thanasis Tsephis | Executive Director-Customer and Channel Development Division |
| 3. | Ms.Lalitpat Wanichsermkul | Executive Director-Finance |
| 4. | Mrs.Chantana Srisamarnmaitre | Assistant Managing Director and Company Secretary |

Auditor from M.R. & Associates Company Limited:

1. Mr.Pisit Chiwaruangroch The Company's auditor for the year 2012
2. Mr.Methee Ratanasrimetha The Company's auditor for the year 2011

Atmosphere before the meeting:

The Company arranged a place in the meeting room to display the Company's products and show videos of three different brands: Ocean, Ocean Professional and Lucaris which are targeted to different customers group to shareholders.

The meeting started at 14:00 hour.

Mr.Kirati Assakul, Chairman of the Board of Directors presided as the Chairman of the Meeting. The Chairman welcomed all attending shareholders, and introduced all Directors, the Company's auditors, and the management to the Meeting.

The Chairman informed the Meeting that it was required to have not less than 25 shareholders and proxies, and representing more than one third of total issued and paid up shares, currently, there were 51 shareholders who were presenting person and 76 proxies of shareholder comprising 127 shareholders and proxies, holding altogether 12,120,820 shares, representing 58.40 percent of the total 21,330,715 issued and paid up shares. , attending this meeting. The quorum was thus constituted in accordance with Article 36 of the Company's Articles of Association ("AOA"), Article No.36. The Chairman therefore declared the Annual General Meeting of Shareholders No. 34 open.

After the Meeting was opened and during the consideration of each agenda, there were additional shareholders and proxies attending the meeting. Hence, finally, there were 190 shareholders and proxies, holding 14,591,179 shares or equaled to 68.40 percent of total issued and paid up shares, attending the meeting.

Before the Meeting proceeded with the order of the agenda, the Chairman appointed Mrs. Chantana Srisamarnmaitre to be a Secretary of the Meeting. The Chairman informed the meeting of typing error in page 3 of the notice of the AGM No.34, the unit Baht in Statements of Financial Summary Table should read Thousand Baht and Attachment 3 (Thai Version) Director Training Program: IOP should read IOD.

The Chairman invited one representative of the shareholders to act as the representative of the meeting in witnessing the vote counting. Then the Chairman delegated Secretary of the Meeting to inform the Meeting of the voting procedures as noted below.

There was no shareholder who proposed additional agenda for this Annual General Meeting of Shareholders according to the announcement on the Company's website during October 1, 2012 to December 31, 2012. According to the Article No. 39 of the Company's AOA stipulates that: (1) a shareholder who has interest in any matter shall have no voting right in that matter, except in the election of a director (2) unless determined otherwise, every shareholder has voting rights equal to the number of shares held. One share equals one vote; (3) the voting shall be done openly. If there are at least 5 shareholders that request that the voting shall be done in secrecy, and the Meeting has approved such request, then the voting must be done in secrecy. The method of voting secrecy shall be determined by the

Chairman's instruction. The Article No. 40(1) of the Company' AOA states that in normal circumstances, a resolution shall be resolved by a majority of the votes. In case of an equality of votes, the Chairman shall be entitled to an additional vote as a casting vote. Articles No. 40(2) stipulates that the circumstances requiring 3/4th of the votes, of which there was no agenda for this kind of resolution in the minutes.

The Chairman will ask the Meeting during the casting procedure of each agenda whether there will be any disagree or abstention. Shareholders present in the Meeting in person, or by proxies, who would cast all their votes in favor of a motion need not cast their votes on ballot and the motion shall be deemed fully approved with votes counted according to their number of shares. If any shareholders would like to vote disagree or to abstain on any motion, they should cast their votes on the ballot and handed to the Company's' staff for vote counting by the barcode system, except for agenda 5: To consider the election of Directors to replace the Directors who retire by rotation, the votes for, votes disagree and abstentions would all be counted to meet the requirements prescribed by the Office of the Securities and Exchange Commission, Thailand. The disagree and abstention votes will be deducted from the total voting right presented in the Meeting. As for shareholders who had empowered proxies to attend the Meeting and cast their vote in each agenda in the proxy forms, the total number of votes counted would include the votes cast in accordance with their desires.

Thus, for consideration of each agenda, if shareholders would like to inquire any matter which is not related to the considered agenda, please inquire such matter in agenda 8. In this regard, the Chairman informed the shareholders that if the shareholders would like to visit the factory, the shareholders is able to register their name for factory visiting after the meeting was closed. The date of factory visiting will be 28 May 2012 and the only 50 shareholders are able to visit such factory. Thus, the Company's office will contact the shareholders with in 8 May 2013 for confirmation the factory visiting.

The Chairman proposed that the Meeting considered the following agenda items:

Agenda 1 **To consider and ratify the minutes of the Annual General Meeting of Shareholders No.33, held on April 30, 2012**

The Chairman proposed the Meeting to consider ratifying and adopting the minutes of the Annual General Meeting of Shareholders No.33, held on April 30, 2012. Copies of the minutes were submitted to Ministry of Commerce, and the Stock Exchange of Thailand within the time limit stipulated by the laws, and also posted on the Company's website. A copy of the minutes had also been delivered to the shareholders together with the Notice of this Meeting.

No shareholder objected or requested that the minutes be amended otherwise.

The Meeting resolution The Meeting approved to ratify the minutes of Annual General Meeting No.33 held on April 30, 2012 as an accurate minutes by majority vote of the total votes of shareholders attending the meeting and entitled to votes as follows:

-	Approved	12,591,451	votes, equivalent to	99.9992%
-	Disapproved	100	votes, equivalent to	0.0007%

-	Abstained	0	votes, equivalent to	0.0000%
-	Voided Ballot	0	votes, equivalent to	0.0000%

Agenda 2 **To acknowledge the Board of Directors report of annual operating performance for the year 2012**

The Chairman assigned Mr. Chaipranin Visudhiphol, Independent Director, and Mrs. Sunsanee Supatravanij, Managing Director, to report to the Meeting on behalf of the Board of Directors the cumulative operating performance of the year 2012. Details are as shown in the Company’s Annual Report 2012, which had been delivered to the shareholders together with the Notice of this Meeting. The summary of the report were as follows:

Mr. Chaipranin Visudhiphol informed that the Company has determined its vision as “ To a world class market leader through its innovation, organizational excellence and management, including maintaining customer satisfaction and achieving business growth and profitability” and the mission “Providing life’s pleasure with quality glassware,” whereby the Company has set its corporate strategy and goals, both short and long term to meet that vision.

To achieve the said vision, value creation has been managed through the following brands: (1) “Ocean” brand, which is popular amongst retail customers that purchase for household usage. The Company has 30 years of experience in producing and developing soda lime glass products. (2) “Lucaris” brand, for crystal wine glasses that are lead free. The brand has been positioned as a premium brand to increase the aesthetics of drinking for customers to purchase for household use (Retail) via department stores, retail shops and for the food & beverage customers (Food service) i.e. hotels and restaurants. (3) “Ocean Professional” brand, for food service customers such as hotels and restaurants.

Mrs. Sunsanee Supatravanij informed that in the year 2012, the Company had the following proportion of sales through 3 customer groups: 33% for retail customers, 31% for food service customers, 36% for B2B customers, whereby there is an emphasis on marketing activities in the core markets of ASEAN, China and India.

For the “Ocean” brand in the retail market, the marketing activities were the introduction of new products such as microwavable bowls as an expansion into a new segment. There was advertising on the BTS as well as in-store advertising. There were also the “Happy New Year Experience” gift sets at the end of the year with consumer promotions.

For the “Ocean Professional” brand aimed at customers in the food and beverage business, the marketing activities in the past year focused on products that increased value for the food and beverage business such as the “Free Your Creativity” campaign, creation of food via glasses with activities involving leading Chefs and a Beer Glass Testing Campaign which promote the usage of various glasses for each type of beer.

For the new and premium trademark of “LUCARIS – crystal of Modern Asia,” there were marketing activities to developing brand as follows: The introduction of the new collection “Hong Kong Hip” in order to increase sales opportunities, whereby there was an introduction of the product in the second quarter at the Ritz-Carlton Hotel in Hong Kong. The media gave interest and support to the extent that it has been well accepted by the customers. There were activities attesting to its world class quality in cooperation with Master of Wine – Jeannie Cho Lee. Moreover, Lucaris is an official sponsor in international wine trade show, the Wine

for Asia 2012 in Hong Kong. Furthermore, in order to emphasize the product's world class brand, there has been display renovation in retail outlets in Asia such as leading department stores in Shanghai, Singapore, Hong Kong and Indonesia. For the food service sales channel, 5-stars hotels in Asia have been using Lucaris glasses in their hotels and restaurants. Moreover, the Company has been continuously participating in major international trade shows, in order to introduce Lucaris products and emphasize the Ocean brand in addition to meet new customers, such as the Ambiente International Trade Show in Frankfurt, Germany and HOFEX in Hong Kong.

Regarding the manufacturing, the Company has continued focusing in quality in every process, to ensure that customers always receive the best products and services. In 2012, there were major manufacturing improvements such as the adjustment of crystalline formula, the continuous improvement in Soda-lime glass manufacturing processes and a furnace cold repair.

For the aspect of operational excellence in accordance with the Company's vision, the Company has implemented the Total Quality Management (TQM) throughout the organization.

The Company is still confident that its manufacturing operations will produce as little negative effects on the environment as possible, through control of air pollution and sewage in every manufacturing process, management of various waste, including being attentive to employee security. The Company has therefore received the following quality standard qualifications: ISO 9001:2008, OHSAS18001, TIS. 18001 and TIS. 603.

For the Corporate Governance, the Company is able to continuously maintain nearly equivalent evaluation results to leading companies on the Stock Exchange of Thailand, in 2012 the Company's Corporate Governance evaluation results were at "Very Good", whereby such evaluation was conducted by the Institute of Directors (IOD). Moreover, in the evaluation of the Annual General Meeting of Shareholders 2012 by the Thai Investors Association, the Company received an "Excellence" rating.

For the social support activities, the Company has an activity to give a scholarship to the employees' children of the year 2012.

Mrs. Sunsanee Supatravanij summarized the important events in 2012 as follows:

- (1) Celebration of the 30 year anniversary of Ocean Glass, with establishing the foundation for further growth whereby there is the construction of a multi-uses building "Tanyah Pociwong" (the former first Chairman of the Company) which is an improvement in the welfare, and hygiene of the employees working in the Bangpoo factory and the initiation of a reward for long term employment.
- (2) Change in the Enterprise Resource Planning (ERP) Software.
- (3) To continuously create product value through management of the brands, "Ocean", "Ocean Professional", and "Lucaris" with an emphasis on the core markets which are ASEAN, China, and India.

- (4) In the first quarter of 2012, there was a fluctuation in the quality of silica sand, which caused problems in the manufacturing of soda lime glasses, which necessitated periodic manufacturing shutdown. For production of crystalline, there has been improvement in the formula of molten glasses.
- (5) The Company had cumulative sales of 2,009 million Baht, which is a decrease of 2% from the previous year, whereby the domestic sales increased by 5%, while the foreign sales decreased by 5%. The sales volume decreased by 15% primarily due to sales in the markets of the United States of America and Europe not being as successful as planned because of the lack of an economic recovery in the United States of America and the economic crisis in Europe. As for the primary markets in the Asian region, there was greater competition from competitors with an interest in the Asian market. Regardless, the sales increased by 15% with sales of crystalline glasses increasing by 10%.

The financial performance of the Company for the year ended December 31 2012. The Company and its subsidiaries have cumulative sales of 2,009 million Baht, a decrease of 47 million Baht or decrease of 2.3% from the year before, with domestic sales of 595 million Baht which is an increase of 5.13% while the cumulative foreign sales is 1,414 million Baht, a decrease of 5.16%. The gross margin is 29.67% of the sales, similar to the last year which had a margin of 30.05%. There was selling expenses of 371 million Baht, decreased 10 million Baht because of the variable expenses that decreased in accordance with sales. There were management expenses of 139 million Baht which is an increase of 49 million Baht due to value adjustments in inventory. There were production shutdown expenses of 145 million Baht, which was primarily due to soda-lime Furnace Cold Repair and the temporary production shutdown of crystalline glass to balance its manufacturing and sales. There was a capital cost of 54 million Baht which is an increase of 10 million Baht. The Company's Earnings Before Interest, Taxes Depreciation and Amortization (EBITDA) was 173 million Baht, decreased 164 million Baht from the previous year.

In 2012, the company has suffered net loss of 74 million Baht, which has a net profit of 57 million Baht due to the aforementioned reasons.

The Company's Balance Sheets as of 31 December 2012 showed total assets of 3,144 million Baht, which is a decrease from the prior year of 136 million Baht. Total liabilities amounted to 1,624 million Baht, a decrease of 34 million Baht from the prior year. Total shareholders' equity amounted to 1,520 Baht, decrease from the prior year of 102 million Baht.

The Company's key financial ratio in 2012 showed net loss to total revenue of 3.66%, return on equity of -4.68%, return on assets of -0.60%, and the ratio of debt to shareholders equity or D:E at 1.07, and book value was 71.26 Baht per share.

The Chairman provided opportunities for shareholders to inquire about further details concerning the annual operating performance of the year 2012. There were no further questions and inquiries for details or results of the Company's operations from the shareholders.

The Meeting resolution The Board of Director's report of annual operating performance of the year 2012 was acknowledged.

Agenda 3 To consider and approve the Audited Balance Sheets and Statements of Income (Statements of Financial Position and Statements of Comprehensive Income) for the year ended December 31, 2012.

The Chairman assigned Mrs. Chantana Srisamarnmaitre, Assistant Managing Director and Company Secretary, to report to the Meeting that Balance Sheets and Income Statements of the Company for the year ended December 31, 2012, the detail appears in Balance Sheets and Income Statements which had been audited by the Certified Public Accountant and approved by Audit Committee and the Board of Directors. Such document was delivered to all shareholders together with the Notice of this meeting. The content is summarized as follows:

Statements of Financial Position as at December 31, 2012

Financial Statements of the Company

Total assets	3,146,993,000	Baht
Total liabilities	1,623,538,000	Baht
Total shareholders' equity	1,523,455,000	Baht

Consolidated Financial Statements

Total assets	3,143,495,000	Baht
Total liabilities	1,623,535,000	Baht
Total shareholders' equity	1,519,960,000	Baht

Statements of Comprehensive Income for the year ended December 31, 2012

Financial Statements of the Company

Net Sales	1,998,640,000	Baht
Total revenues	2,038,809,000	Baht
Net loss for the year	72,376,000	Baht
Comprehensive Loss for the year	72,376,000	Baht
Basic Loss/Share	3.39	Baht

Consolidated Financial Statements

Net Sales	2,008,294,000	Baht
Total revenues	2,047,629,000	Baht
Net loss for the year	73,511,000	Baht
Comprehensive loss for the year	73,574,000	Baht

Basic Loss/Share

3.45

Baht

The Chairman provided opportunities for shareholders to inquire about the above Company's Balance Sheets and Statements of Income.

A shareholder inquired as to why the management expenses in 2012 increased considerably from the previous year. The Chairman delegated Mrs. Chantana Srisamarnmaitre who informed that the increase in management expenses in 2012 were primarily expenses in the adjustments in the value of goods, and there was writing off the Cullet with the old formula, which cannot be reused and calculated as an expense of approximately 40 million Baht.

A shareholder inquired as to the details of the expenses incurred from the production shutdown in 2012. The Chairman delegated Mrs. Chantana Srisamarnmaitre who informed that the expenses of approximately 60 million Baht incurred from planned temporary production shutdown in order to balance of the Crystalline production and its sales. There was the Furnace Cold Repair in accordance with its useful life which resulted in expenses of approximately 40 million Baht. Moreover, there was periodical Soda-lime production shutdown due to the inconsistent in silica-sand quality with the expenses at approximately 40 million Baht. A shareholder inquired as to why the write-off of the cullet with the old formula is not considered as cost of sales. Mrs. Chantana Srisamarnmaitre informed that according to accounting principles, the write-off of the Cullet will be calculated as a management expense, which has been affirmed by Mr. Pisit Chiwaruanroch, the auditor.

There were no further questions and inquiries from the shareholders.

The Chairman proposed the Meeting to consider and approve the Audited Balance Sheets, and Statements of Income (Statements of Financial Position and Statements of Comprehensive Income) for the year ended December 31, 2012.

The Meeting resolution The Meeting considered and approved the Audited Balance Sheets and Statements of Income (Statements of Financial Position and Statements of Comprehensive Income) for the year ended December 31, 2012 by a majority vote of the total votes of shareholders attending the meeting and entitled to vote as follows:

-	Approved	12,971,181	votes, equivalent to	99.9992%
-	Disapproved	100	votes, equivalent to	0.0007%
-	Abstained	0	votes, equivalent to	0.0000%
-	Voided Ballot	0	votes, equivalent to	0.0000%

Agenda 4 **To consider and approve the dividend payment and allocation of profits to the reserve fund from business operation results for the year 2012 as required by law**

The Chairman informed the Meeting that the Company's operating results for 2012 has suffered loss in amount of 73,511,437.13 Baht or -3.45 Baht per share. As a result, the Company cannot declare dividends payment from the business operation results for the year 2012 to shareholders. Therefore, the Board of Directors resolved that it was considered appropriate for the Meeting to approve the omission of dividend payment for holder of ordinary shares for the business operation results for the year 2012. The Company's retained

earnings appropriated for legal reserves totaling 50,000,000 Baht which is not less than ten percent of the registered capital in accordance with Article 116 of the Public Limited Company Act B.E. 2535 (1992) and Article No. 46 of the Company's AOA. Therefore, the Company does not have to consider the allocation of yearly net profits to the reserve fund as required by law.

The Chairman provided opportunities for shareholders to inquire about the aforementioned dividend payment and allocation of profits to the reserve fund from business operation results for the year 2012.

A shareholder inquired whether the loss per share has an effect on the retained earnings. The Chairman informed that the loss per share has an effect on the retained earnings that has not been allocated.

There were no further questions or inquiries.

The Chairman proposed the Meeting to consider and approve the omission of the dividend payment for holder of ordinary shares as proposed by the Board of Directors.

The Meeting resolution The Meeting considered and approved the omission of the dividend payments for holder of ordinary shares as proposed by the Board of Directors by a majority vote of the total votes of shareholders attending the meeting and having the right to vote as follows:

-	Approved	12,971,981	votes, equivalent to	99.9976%
-	Disapproved	100	votes, equivalent to	0.0007%
-	Abstained	200	votes, equivalent to	0.0015%
-	Voided Ballot	0	votes, equivalent to	0.0000%

Agenda 5 **To consider the election of directors to replace the directors who retire by rotation**

The Chairman delegated Mr.Chatchawin Charoen-Rajapark, Chairman of the Nomination and Remuneration Committee (NRC) to present to the Meeting on behalf the Board of Directors that according to Article No. 23 of the Company's Articles of Association (AOA), one-thirds of the directors must retire from directorship at the Annual General Meeting of Shareholders. The retiring directors shall be re-elected to be directors. On this occasion, the directors who were retiring from their directorship at this Meeting were:

- 1) Mr.Tatchapol Poshyanonda Independent Director and Audit Committee Member
- 2) Mr.Matthew Kichodhan Independent Director
- 3) Mr.Chakri Chanruangvanich Deputy Chairman of the Board of Director and the NRC Member

Mr.Chatchawin Charoen-Rajapark informed the Meeting that the Company provided opportunities for the shareholders to propose director nominees in advance of the Meeting,

through an announcement on the Company's website and news announcement on the Stock Exchange of Thailand (SET) 's website since 1 October 2012 to 31 December 2012 in compliance with the Good Corporate Governance Principles, and after such period, there are no shareholders of the Company proposing the nominees' name to be the director of the Company to the Meeting.

The Board of Directors considered and was of the opinion that, the three directors mentioned are fully qualified, have experience and expertise for their positions, having had contributed greatly to the Company, and do not possess any prohibited characteristic disqualifying them from their positions by law presently governing the Company's business. The Board of Directors had thus agreed to propose their re-nomination to the General Meeting of Shareholders No. 34, the re-election of all retired directors, as directors of the Company for one more term. The biographies and achievements of the three directors were attached to the Notice of this Meeting.

For transparency, the retired directors left the meeting in order for the shareholders to freely discuss the matters of concern. Then, all retired directors had left the meeting room.

The Chairman provided opportunities for shareholders to inquire about the election of directors to replace the directors who retire by rotation, there were no questions raised from the shareholders.

The Secretary of the Meeting informed that for election of directors, it shall be passed by the affirmative resolution of a majority vote and consider position by position. The shareholders shall vote equal to the total numbers of shares held and splitting of the votes is not allowed. A candidate who obtains the highest votes in each position shall be elected as a director of that position.

The Chairman proposed the Meeting to consider and elect directors as proposed by the Board of Directors 1) Mr.Thatchapol Poshyanonda 2) Mr.Matthew Kichodhan 3) Mr.Chakri Chanruangvanich to be directors for another term

The Meeting resolution The Meeting re-elected three directors for another term by passing the above resolution by a majority vote of the total votes of shareholders attending the meeting and entitled to vote as follows:

- 1) Mr.Thatchapol Poshyanonda, to be Director in the position of Independent Director
 - Approved 12,971,391 votes, equivalent to 99.9992%
 - Disapproved 100 votes, equivalent to 0.0007%
 - Abstained 0 votes, equivalent to 0.0000%
 - Voided Ballot 0 votes, equivalent to 0.0000%

- 2) Mr.Matthew Kichodhan, to be Director in the position of Independent Director
 - Approved 12,971,391 votes, equivalent to 99.9992%
 - Disapproved 100 votes, equivalent to 0.0007%

- Abstained 0 votes, equivalent to 0.0000%

- Voided Ballot 0 votes, equivalent to 0.0000%

3) Mr.Chakri Chanruangvanich, to be a Director

- Approved 12,971,391 votes, equivalent to 99.9992%

- Disapproved 100 votes, equivalent to 0.0007%

- Abstained 0 votes, equivalent to 0.0000%

- Voided Ballot 0 votes, equivalent to 0.0000%

The Chairman invited all re-elected directors to re-attend the Meeting. The Meeting welcomed all re-elected directors to be elected as directors for another term.

Agenda 6 To consider and approve the remuneration of Directors, the Audit Committee members, and the Nomination and Remuneration Committee members

The Chairman delegated Mr.Chatchawin Charoen-Rajapark, Chairman of the Nomination and Remuneration Committee (NRC) to present to the Meeting that the remuneration of the directors should be commensurate with their duties and responsibilities as Directors, relative to directors' remuneration at other listed companies of similar size, and be reviewed annually. For the year 2013, the NRC was of opinion that it is appropriated that the remuneration of the Board of Directors shall remain the same as in the previous year which compose of two parts of remunerations as follows:

1) Remuneration as Salary of Directors part: propose to be the same according to director category as follows:

Board of Directors	Year 2013 (Year of Proposal) Baht/person/month	Year 2012 (Previous Year) Baht/person/month
Chairman of the Board of Director	60,000	60,000
Executive Director	32,900	32,900
Non-executive Director	35,400	35,400
Audit Committee		
Chairman of Audit Committee	18,300	18,300
Audit Committee member	12,300	12,300
NRC		
Chairman of NRC	6,300	6,300
NRC member – Executive	3,200	3,200

NRC member – Non-executive	5,000	5,000
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In this regards, it will be effective from May 2013 onwards until there is a change.

- 2) Remuneration as Bonus of the Board of Directors (BOD): There is a suspension of bonus payment to the Board of Directors because the Company has a net loss in Year 2012

The Board of Directors concurs with the proposal of the NRC to propose the Annual General Meeting of Shareholders No.34 for the approval of the said directors' remuneration.

The Chairman provided opportunities for shareholders to inquire about the Directors' remuneration for the Year 2013. There were no questions raised from shareholders.

The Chairman proposed the Meeting to consider and approve directors' remuneration, as reported by Mr. Chatchawin Charorn - Rajapark, and casted votes.

To comply with the Article 39 of AOA (1), Mr.Kirati Assakul, Chairman of the Board of Directors, as shareholder holding 1,477,458 shares and Mr.Naputt Assakul, Director and the NRC member as shareholder holding 92,239 shares who might have a vest interest with the considering agenda are not entitled to vote in this motion. Consequently, the remaining 187 shareholders and proxies holding 13,032,460 shares are eligible to vote in this agenda.

The Meeting resolution The Meeting approved the proposed remuneration of Directors, the Audit Committee members, and the Nomination and Remuneration Committee members for the year 2013 by majority votes of the total votes of shareholders attending the meeting and entitled to vote as follows:

-	Approved	13,032,360	votes, equivalent to	99.9992%
-	Disapproved	100	votes, equivalent to	0.0007%
-	Abstained	0	votes, equivalent to	0.0000%
-	Voided Ballot	0	votes, equivalent to	0.0000%

Agenda 7 **To consider and appoint the auditors and fix their remuneration for the year 2013**

The Chairman delegated Mr.Woragan Xuto, Chairman of the Audit Committee to report to the Meeting on behalf of the Board of Director that the Audit Committee has considered and deemed it appropriate, with consent from the Board of Directors, appoint the auditors of the Company for the year 2013 and to propose to the shareholders' meeting to appoint the following certified public auditors:

1. Mr.Pisit Chiwaruangroch CPA. Registration No. 2803; or
2. Mr.Methee Rattanasrimetha CPA. Registration No. 3425

of M.R. & Associates Company Limited, as the Company's auditors for the year 2013 and authorized any of them to inspect, proceed and execute in the audited report.

According to the regulations of the Securities and Exchange Commission (SEC), the auditor is eligible to perform audit not more than five consecutive years. Therefore Mr. Methee Ratanasrimetha who already performed audit for 5 years, will perform and sign on the financial statements only when the first auditor, Mr. Pisit Chiwaruangroch is unable to perform his duties.

The Audit Committee has considered and is of opinion that the said auditors are under the regulations of the Office of Securities and Exchange Commission and possess creditability, experience, and do not have any relationship or conflict of interest with the Company or its subsidiary, management, major shareholders or connected to these persons of which will have influence on independent decision. Moreover, the auditors of the Company and its subsidiary are not from the same audit firm. This is because Ocean Glass Trading (Shanghai) Co., Ltd, its subsidiary is a company registered in the People's Republic of China.

The Audit Committee concurs to fix the remuneration for the Auditors of the Company for the year 2013 shall be totaling 1,350,000 Baht which is 250,000 Baht increase from previous year due to additional new information technology (SAP) audit fee, and exclusive of other necessary expenses such as travelling expenses.

The Board of Directors concurs with the proposal of the Audit Committee to propose the Annual General Meeting of Shareholders No. 34 for consider the appointment of the said auditors and fix their remuneration for the year 2013.

The Chairman provided opportunities for shareholders to inquire about the above appointment of the auditors and fixing their remuneration for the year 2013. There were no questions raised from shareholders.

The Chairman proposed the Meeting to consider and appoint the auditors for the year 2013 and fix their remuneration, as reported, and casted votes.

The Meeting resolution The Meeting approved the appointment of the Company's auditors for the year 2013 as proposed by the Board of Directors by majority votes of the total votes of shareholders attending the meeting and entitled to vote as follows:

-	Approved	14,591,079	votes, equivalent to	99.9993%
-	Disapproved	100	votes, equivalent to	0.0006%
-	Abstained	0	votes, equivalent to	0.0000%
-	Voided Ballot	0	votes, equivalent to	0.0000%

Agenda 8 Other business (if any)

The Chairman invited the shareholders to propose any other matter including share their views and ask questions. The shareholders asked the following questions with summary of the details as follows:

A shareholder inquired as to the news about the business being purchased, which caused the share price to increase considerably. From the list of the major shareholders shown in the Annual Report, it is believed that the business will not be taken over. The Chairman informed that in February 2013, there was a rumor of a takeover plan for Ocean Glass by a packaging company that appeared in a newspaper, whereby the Company clarified to the Stock Exchange of Thailand by denying such news. Afterwards, there were still rumors which caused the substantial changes in the price and volume of the Company shares. The Company sent clarification as to the queries from the Stock Exchange of Thailand that the Company was not aware of the cause that may affect the trading, and also clarified that Ocean Glass produces only glass tableware and is not capable of manufacturing glass bottles. As for the share price on the Stock Exchange of Thailand, which is due to the market mechanisms, the Company's Board of Directors and management are not involved.

There is a shareholder who praised the Board of Directors who proposed an omission of bonus payment to the Board of Directors due to the Company's operations having losses, giving opinions concerning the increase in financial costs, a considerably high debt/equity ratio, which will affect the liquidity of the Company. Moreover, the shareholder asked the reason why the inventory increased significantly and what are the inventory items?

The Chairman informed that the inventory items are comprised of raw materials, parts and finished products. The Company has finished products available for approximately 3-5 months. However, the growth rate in selling of crystalline products is not balanced with the production efficiency.

A shareholder asked about the approximate target sales of crystalline glasses in 2013 and the reason why the core market does not include Japan. The Chairman assigned Mr. Thanasis Tsepiasis, Director of Customer Development and Distribution Channels, to explain that the approximate sales of crystalline glass in 2013 targeted by almost double from the previous year.

Mrs. Sunsanee Supatravanij additionally informed that Lucaris' core markets are ASEAN, China and India, whereby Japan is not included as there is the License and Technical Assistance Agreement with Toyo-Sasaki Glass Co., Ltd concerning the distribution of crystalline products in Japan, therefore the Company cannot develop Lucaris branding in Japan.

A shareholder asked about the impact from the strengthening of the Baht and minimum wage. The Chairman informed that the strengthening of the Baht affects the earnings and profits as the Company's costs are in Baht while the Company's revenues are primarily in foreign currencies such as dollars, euros, and RMB. Regardless, the Company has made forward exchange contracts to manage exposure of fluctuations in foreign currencies. Mrs. Sunsanee Supatravanij informed that the minimum wage of 300 Baht per day has not greatly affected the Company. Moreover, the Company has introduced an automation system in the factory.

The shareholder asked as shown in the Notes to Financial Statements as of 31 December 2011, the previously classified as long-term loans were reclassified as current liabilities, then in 2012 the mentioned current liabilities were changed to long term loan due to what reasons? The Chairman delegated Mrs.Chantana Srisamarnmaitre who informed that as the Company did not meet the requirements under the loan agreements with the two banks, therefore the Company refinances and has undrawn long-term loan from another local bank.

A shareholder asked whether there are any problems with the raw materials in the production of glass. The Chairman assigned Mr. Suphote Sriudomporn, Deputy Managing Director-manufacturing, who informed that there are no problems with the quality of synthetic raw materials. As for the natural raw materials, there are problems with the silica sand due to shortage in good quality of silica sand in Rayong Province. Recently, there are new sources of good quality of silica sand in Chumporn Province, and there are proceeding among many parties combining consumptions to meet economy of scale. At present, the Company has been using good quality silica sand imported from Vietnam

There were no further questions, opinions or comments from shareholders, The Chairman expressed his appreciation to all shareholders for attending the Meeting and sharing their valuable views with the Company. In order to improve the next Annual General Meeting of Shareholders, the Chairman also requested the shareholders to fill the questionnaire. He then declared the Meeting adjourned.

The Meeting closed at 16.30 hour.

Signed.....*Kirati Assakul*..... Chairman of the Meeting
(Mr. Kirati Assakul)

Signed....*Chantana Srisamarnmaitre*..Secretary of the Meeting
(Mrs. Chantana Srisamarnmaitre)

Signed.....*Pojanart Pechvijitra*.....The Minutes Taker
(Ms. Pojanart Pechvijitra)