



## CHU KAI PUBLIC COMPANY LIMITED

42/62 Moo 14 Bangna-Trad Road, Bangkaew, Bangplee, Samutprakarn 10540, Thailand  
Tel. +66 (0) 2715 0000, 2316-2873-7 Fax +66 (0) 2316. 2874, 2715 0055. 2316 6637  
Email: [boardoffice@chukai.co.th](mailto:boardoffice@chukai.co.th)

Ref. bd/set 004/2012

April 26<sup>th</sup>, 2012

Re Report on the Resolution of the Annual General Meeting of Shareholders for the year 2012  
To The President  
The Stock Exchange of Thailand (SET)

With the reference to the Annual General Meeting of Shareholders for the year 2012 of Chu Kai Public Company Limited (“the Company”) held on April 26<sup>th</sup>, 2012 at 14.30 hours at the conference room no. 218-219 of Bangkok International Trade and Exhibition Centre (BITEC) located at 88 Bangna-Trad Road Km. 1, Bangna, Bangkok 10260 (“the Meeting”). There were 27 shareholders attending in persons and 18 shareholders by proxy totally 45 shareholders representing 339,162,604 shares equivalent to 75.37 percent of the total 450,000,000 shares. It was unanimously resolved the following agendas;

1) Certified the minutes of the Annual General Meeting of shareholders for the year 2011 held on April 27<sup>th</sup>, 2011, with the voting results as set forth the table below:

Approval	339,162,604 Votes	100.00 %
Disapproval	Votes	%
Abstention	Votes	%
Total	339,162,604 Votes	100.00 %

There was additional shareholder attending the meeting representing 142,000 shares, so the total number of shares presented in the meeting were 300,857,004 shares.

2) Acknowledged the performance of the Company for the year 2011 and certified Annual Report 2011, with the voting results as set forth the table below:

Approval	339,162,604 Votes	100.00 %
Disapproval	Votes	%
Abstention	Votes	%
Total	339,162,604 Votes	100.00 %

3) Approved the audited statement of financial position and statement of comprehensive income of the Company for the year ended 31 December 2011, with the voting results as set forth the table below:



## CHU KAI PUBLIC COMPANY LIMITED

42/62 Moo 14 Bangna-Trad Road, Bangkaew, Bangplee, Samutprakarn 10540, Thailand  
Tel. +66 (0) 2715 0000, 2316-2873-7 Fax +66 (0) 2316. 2874, 2715 0055. 2316 6637  
Email: [boardoffice@chukai.co.th](mailto:boardoffice@chukai.co.th)

Approval	339,162,604 Votes	100.00 %
Disapproval	Votes	%
Abstention	Votes	%
Total	339,162,604 Votes	100.00 %

4) Acknowledged and approved the legal reserve of Baht 4,379,440.68 from net profit of Baht 87,588,813.51 or 5 percent of the net profit, with the voting results as set forth the table below:

Approval	339,162,604 Votes	100.00 %
Disapproval	Votes	%
Abstention	Votes	%
Total	339,162,604 Votes	100.00 %

5) Approved the annual dividend payment for the operating result of year 2011 and approved the stock dividend and cash dividend payment, with the voting results as set forth the table below:

Approval	339,162,604 Votes	100.00 %
Disapproval	Votes	%
Abstention	Votes	%
Total	339,162,604 Votes	100.00 %

The detail of the dividend payment is as following;

5.1 Payment of stock dividend in the ratio of 8 existing shares per 1 stock dividend share, in the number not exceed 56,250,000 shares (fifty-six million two hundred and fifty thousand shares) or not more than Baht 56,250,000 (fifty-six million two hundred and fifty thousand Baht), equivalent to Baht 0.125 per share. In case where there is fraction of shares less than 8 shares, the company will pay such stock dividend in cash at Baht 0.125 per share instead.

5.2 Payment of cash dividend of Baht 0.01388889 per share calculated from a par value of Baht 1 per share, to cover payment of withholding income tax of stock dividend payment.

The amount of dividend payment to shareholders in form of stock and cash dividend will be Baht 0.13888889 per share amounting to not exceed Baht 62,500,001 (sixty-two million five hundred thousand and one Baht).

The company will deduct the withholding tax at the rate of 10 percent of total dividend from the cash dividend payment, and in accordance with the Company's dividend policy.

The Record Date for the right of shareholders to receive the dividend is scheduled to be on May 8, 2012. The share register book closing date for the collecting shareholders' names under the Section 225 of the Securities and Exchange



## CHU KAI PUBLIC COMPANY LIMITED

42/62 Moo 14 Bangna-Trad Road, Bangkaew, Bangplee, Samutprakarn 10540, Thailand  
Tel. +66 (0) 2715 0000, 2316-2873-7 Fax +66 (0) 2316. 2874, 2715 0055. 2316 6637  
Email: [boardoffice@chukai.co.th](mailto:boardoffice@chukai.co.th)

Act is scheduled to be May 9, 2012 and the dividend payment shall be made within May 25, 2012.

6) Approved the increase of the Company's registered capital from Baht 450,000,000 to Baht 506,250,000 by issuing new ordinary shares of 56,250,000 shares at the par value of Baht 1 to be reserved for stock dividend payment, with the voting results as set forth the table below:

Approval	339,162,604 Votes	100.00 %
Disapproval	Votes	%
Abstention	Votes	%
Total	339,162,604 Votes	100.00 %

7) Approved an amendments to clause 4 of the Company's Memorandum of Association to be in accordance with the increase of registered capital of the Company, with the voting results as set forth the table below:

Approval	339,162,604 Votes	100.00 %
Disapproval	Votes	%
Abstention	Votes	%
Total	339,162,604 Votes	100.00 %

The amended Clause 4 of the Company's Memorandum of Association is as follow;

Clause 4	Registered Capital	Baht 506,250,000 (five hundred six million two hundred and fifty thousand Baht)
	Divided into	506,250,000 shares (five hundred six million two hundred and fifty thousand shares)
	Par Value per Share	Baht 1 (one Baht)
	Divided into Common Shares	506,250,000 shares (five hundred six million two hundred and fifty thousand shares)
	Preferred Shares	- shares

Provided that the person designated by the Board of Directors to proceed the registration of the amendment to the Memorandum of the Association with the Ministry of Commerce shall be authorized to amend and revise wording or taking action as may be necessary in order to be complied with the instruction of the registrar.

8) Approved the allotment of 56,250,000 newly issued shares from the capital increase, at par value Baht 1, to be reserved for the stock dividend payment, with the voting results as set forth the table below:



## CHU KAI PUBLIC COMPANY LIMITED

42/62 Moo 14 Bangna-Trad Road, Bangkaew, Bangplee, Samutprakarn 10540, Thailand  
Tel. +66 (0) 2715 0000, 2316-2873-7 Fax +66 (0) 2316. 2874, 2715 0055. 2316 6637  
Email: [boardoffice@chukai.co.th](mailto:boardoffice@chukai.co.th)

Approval	339,162,604 Votes	100.00 %
Disapproval	Votes	%
Abstention	Votes	%
Total	339,162,604 Votes	100.00 %

9) Approved the re-election of four directors whose terms were expired by rotation to be the directors of the company for another year, with the voting results as set forth the table below:

### 9.1 Mr. Surin Premamornkit, Audit Committee and Independent Director

Approval	339,032,604 Votes	99.9617 %
Disapproval	Votes	%
Abstention	130,000 Votes	0.0383 %
Total	339,162,604 Votes	100.00 %

### 9.2 Mr. Jessada Promjart, Audit Committee and Independent Director

Approval	339,032,604 Votes	99.9617 %
Disapproval	Votes	%
Abstention	130,000 Votes	0.0383 %
Total	339,162,604 Votes	100.00 %

### 9.3 Ms. Nateeporn Doungsawasdi, Director

Approval	339,032,604 Votes	99.9617 %
Disapproval	Votes	%
Abstention	130,000 Votes	0.0383 %
Total	339,162,604 Votes	100.00 %

### 9.4 Ms. Wanida Darachai, Director

Approval	339,032,604 Votes	99.9617 %
Disapproval	Votes	%
Abstention	130,000 Votes	0.0383 %
Total	339,162,604 Votes	100.00 %

10) Approved the payment of the Directors' remuneration for the year 2012 with the following details;

#### 10.1 Monthly Remuneration

- Chairman of the Board of Directors at Baht 40,000.00



## CHU KAI PUBLIC COMPANY LIMITED

42/62 Moo 14 Bangna-Trad Road, Bangkaew, Bangplee, Samutprakarn 10540, Thailand  
Tel. +66 (0) 2715 0000, 2316-2873-7 Fax +66 (0) 2316. 2874, 2715 0055. 2316 6637  
Email: [boardoffice@chukai.co.th](mailto:boardoffice@chukai.co.th)

- Vice Chairman and the Chairman of the Audit Committee at Baht 30,000.00 each.
  - Audit Committee and other Directors at Baht 20,000.00 each.
- 10.2 Meeting Allowance per attendance
- Chairman of the Board of Directors at Baht 12,000.00.
  - Vice Chairman, Chairman of the Audit Committee, Audit Committee and other Directors at Baht 10,000.00 each.
- 10.3 Directors' Bonus
- Upon dividend payment is made to the shareholders, bonus will be paid to all directors at 1 time of meeting allowance paid to each director in each year.

At total remuneration of not over Baht 5,000,000 per year. The meeting unanimously approved with the voting results as set forth table below:

Approval	123,982,604 Votes	99.8953 %
Disapproval	Votes	%
Abstention	130,000 Votes	0.1047 %
Total	124,112,604 Votes	100.00 %

11) Approved the appointment of Mr. Prawit Viwanthananut, Certified Public Accountant No. 4917 and/or Mr. Bunjong Pichayaprasat, Certified Public Accountant No. 7147 and/or Mr. Terdphong Thepmangkorn, Certified Public Accountant No. 3787 and/or Mr. Udom Thanuratpong, Certified Public Accountant No. 8501 of ANS Audit Co., Ltd. to be the auditors of the Company and its subsidiaries for the year 2012, and approved the auditors' remuneration for the year 2012 at not over Baht 2,000,000 per year for the Company and its subsidiaries, with the voting results as set forth the table below:

Approval	339,032,604 Votes	99.9617 %
Disapproval	Votes	%
Abstention	130,000 Votes	0.0383 %
Total	339,162,604 Votes	100.00 %

There was additional shareholder attending the meeting, after the above agenda, representing 40,000 shares, so the total number of shares presented in the meeting were 339,202,604 shares.

Please be informed accordingly

Yours faithfully,  
**CHU KAI PUBLIC COMPANY LIMITED**

(Ms. Wanida Darachai)  
Director