



No.067/2016

บริษัท วิจิตรภณท์ ปาล์มออยล์ จำกัด (มหาชน)
VICHITBHAN PALMOIL PUBLIC COMPANY LIMITED

2044 ถนนเพชรบุรีตัดใหม่ กรุงเทพฯ 10310 โทร. (66) 0-2314-4101-5
2044 Phetburi Extension Road, Bangkok 10310. Tel (66) 0-2314-4101-5

26 April 2016

- Translation -

Subject: To report the resolution of the 2016 Annual General Meeting of Shareholders
Attention: The President
The Stock Exchange of Thailand

Vichitbhan Palmoil Public Company Limited would like to inform the resolutions of the 2016 Annual General Meeting of Shareholders which was held on April 25, 2016, at 13.00 hours, at Ballroom 2, 3rd Floor, The Emerald Hotel Bangkok as follows:

Agenda 1 To consider and approve the Minutes of the 2015 Annual General Meeting of Shareholders which was held on April 20, 2015

Resolution: The meeting unanimously adopted the resolution to approve the Minutes of the 2015 Annual General Meeting of Shareholders which was held on April 20, 2015. The votes comprise as follows: (there were 708,861,800 total votes of shareholders attending the meeting)

Resolution	Number of votes(s)	Percentage of total votes of shareholders attending the meeting and exercising their votes
Approved	708,861,800	100
Disapproved	0	0
Abstained	0	-
Total	<u>708,861,800</u>	<u>100</u>

Agenda 2 To consider and acknowledge the Annual Report of the Board of Directors of the Company in relation to the Company's operating result for the year 2015

Resolution: The meeting acknowledged the Annual Report of the Board of Directors of the Company in relation to the Company's operating result for the year 2015 as presented (this matter was only for acknowledgement and no vote was required).

Agenda 3 To consider and approve the Statements of Financial Position and Statements of Comprehensive Income for the fiscal year ended December 31, 2015 and acknowledge the auditor's report.

Resolution: The meeting unanimously adopted the resolution to approve the Statements of Financial Position and Statements of Comprehensive Income for the fiscal year ended December 31, 2015 and acknowledged the auditor's report in all respects. The votes comprise as follows: (there were 708,921,201 total votes of shareholders attending the meeting)



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Resolution	Number of votes(s)	Percentage of total votes of shareholders attending the meeting and exercising their votes
Approved	708,921,201	100
Disapproved	0	0
Abstained	0	=
Total	<u>708,921,201</u>	<u>100</u>

Agenda 4 To consider and approve the non-distribution of dividend payment and non-appropriation of net profit as legal reserve from the operating results of the year 2015

Resolution: The meeting unanimously adopted the resolution to approve the non-distribution of dividend payment and non-appropriation of net profit as legal reserve from the operating results of the year 2015 in all respects as mentioned above. The votes comprise as follows: (there were 708,921,201 total votes of shareholders attending the meeting)

Resolution	Number of votes(s)	Percentage of total votes of shareholders attending the meeting and exercising their votes
Approved	708,921,201	100
Disapproved	0	0
Abstained	0	=
Total	<u>708,921,201</u>	<u>100</u>

Agenda 5 To consider and approve the election of directors to replace those who must retire by rotation.

Resolution: The meeting resolved to re-elect three directors, namely 1. Mr. Krisada Chavananand; 2. Mrs. Supaluck Tiasevanakul; and 3. Mr. Chakkrit Parapuntakul, whose terms expired by rotation to be the directors of the Company for another term. (there were 708,921,205 total votes of shareholders attending the meeting)

1) Mr. Krisada Chavananand acting as Director and Managing Director. The votes comprise as follows:

Resolution	Number of votes(s)	Percentage of total votes of shareholders attending the meeting and exercising their votes
Approved	270,421,205	100
Disapproved	0	0
Abstained	438,500,000	=
Total	<u>708,921,205</u>	<u>100</u>

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2) Mrs. Supaluck Tiasevanakul acting as Director. The votes comprise as follows:

Resolution	Number of votes(s)	Percentage of total votes of shareholders attending the meeting and exercising their votes
Approved	270,421,206	100
Disapproved	0	0
Abstained	438,500,000	=
Total	<u>708,921,206</u>	<u>100</u>

3) Mr. Chakkrit Parapuntakul acting as Independent Director. The votes comprise as follows:

Resolution	Number of votes(s)	Percentage of total votes of shareholders attending the meeting and exercising their votes
Approved	270,401,206	99.9926
Disapproved	20,000	0.0074
Abstained	438,500,000	=
Total	<u>708,921,206</u>	<u>100</u>

Agenda 6 To consider and approve the directors' remuneration for the year 2016

The directors' remuneration for the year 2016 is as follows:

Board of directors' remuneration (Baht per quarter)		
Position	Year 2016 (For consideration)	Year 2015 (Previous year)
President	52,500	52,500
Audit Committee Chairman	52,500	52,500
Independent Director	42,500	42,500
Non-Executive Director	42,500	42,500
Attendance fee (Baht per meeting)		
Position	Year 2016 (For consideration)	Year 2015 (Previous year)
President	25,000	25,000
Audit Committee Chairman	25,000	25,000
Independent Director and Audit Committee	20,000	20,000
Non-Executive Director	20,000	20,000



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Resolution: The meeting with majority votes of more than two-third of the total votes of shareholders attending the meeting adopted the resolution to approve the directors' remuneration for the year 2016 at the amount not exceeding Baht 2,500,000 excluding the remuneration of directors who are management according to details as mentioned in the above table. The votes comprise as follows: (there were 708,921,206 total votes of shareholders attending the meeting)

Resolution	Number of votes(s)	Percentage of total votes of shareholders attending the meeting and having the right to vote
Approved	702,921,206	99.1536
Disapproved	0	0
Abstained	<u>6,000,000</u>	<u>0.8464</u>
Total	<u>708,921,206</u>	<u>100</u>

Agenda 7 To consider and appoint auditors and determine auditors' remuneration for the year 2016

The auditors of PricewaterhouseCoopers ABAS Ltd. are as follows:

- 1) Mr. Pisit Thangtanagul, CPA No. 4095 and/or
- 2) Mr. Kajornkiet Aroonpirodkul, CPA No. 3445 and/or
- 3) Mrs. Nattaporn Phan-Udom, CPA No. 3430

Whereby, any one of the auditors shall have the authority to conduct the audit and express an opinion in the financial statements of the Company (including the consolidated financial statements). In the case that the auditors whose names appeared above are not available to carry out their duty, PricewaterhouseCoopers ABAS Ltd. is authorized to appoint another licensed auditor of PricewaterhouseCoopers ABAS Ltd. to perform the work instead. The auditing fee for the year 2016 will amount to Baht 1,750,000 (without any other fee). Should there be any other work apart from the normal annual auditing work, the Board of Directors shall have the authority to approve extra remuneration on a case-by-case basis.

Resolution: The meeting unanimously adopted the resolution to appoint those auditors and determine the auditors' remuneration for the year 2016 in all respects as mentioned above. The votes comprise as follows: (there were 708,941,206 total votes of shareholders attending the meeting)

Resolution	Number of votes(s)	Percentage of total votes of shareholders attending the meeting and exercising their votes
Approved	708,941,206	100
Disapproved	0	0
Abstained	<u>0</u>	=
Total	<u>708,941,206</u>	<u>100</u>



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Agenda 8 To consider other matters (if any)

- None -

Please be informed accordingly.

Your Faithfully,

(Mr. Vithaya Chavanand)

Vice President