

Ref No : GENCO 046/2014

February 28, 2014

To: President
The Stock Exchange of Thailand

Subject: Notification of the resolutions of the Board of Directors Meeting No.1/2014

Dear Sir,

The Board of Directors Meeting of the General Environmental Conservation Public Company Limited No.1/2014 held on February 28, 2014 has resolved significant matters as follows:

- 1) Acknowledged resignation of General Trairat Rungaratna from position of Independent Director, Member of the Audit Committee and Member of Nomination/Remuneration Committee of the Company due to his various tasks and assignment. The effective date is March 3, 2014.
- (2) Approved the appointment of Ms.Nawarat Anomasiri to be Independent Director, Member of the Audit Committee and Member of Nomination/Remuneration Committee of to replace General Trairat Rungaratna who was resigned. The effective date is March 14, 2014.
- (3) Approved the appointment of Mr. Itthirit Wipoosiri to be the Director and Managing Director of Asia Patana Land Co.,Ltd., subsidiary company, to replace Dr. Somyot Sangsuwan who was retired and appointed 1 additional director namely Asst.Prof.Ronnachai Tantragoon as a new member of the Board of Directors of Asia Patana Land Co.,Ltd., bringing to the total number of 4 directors. The effective date is February 28, 2014.
- (4) Approved the Balance Sheet and Profit and Loss Account of the Fiscal Year ending December 31, 2013 which have been considered by the Audit Committee and audited by the Certified Public Accountant, and the matter shall be submitted to the Annual General Shareholders Meeting for consideration and approval.
- (5) Approved the appropriation of profit as legal reserve 530,000 Baht and the omission of dividend payment for the business operation 2013 due to the Company has several investment plans in real estate development in 2014. The retention of profit is therefore necessarily required. The matter shall be submitted to the Annual General Shareholders Meeting for consideration and approval.
- (6) Approved the appointment of Directors who retired by rotation; Dr.Witton Simachokedee, Dr.Nattapon Nattasomboon, Air Vice Marshal Kosok Prakongsap and Mr.Asawin Wipoosiri to re-elect in the position for another term, and the matter shall be submitted to the Annual General Shareholders Meeting for consideration and approval.
- (7) Approved the appointment of Mr.Naris Saowalagsakul, the Certified Public Accountant No.5369 of BPR Audit and Advisory Co.,Ltd. and/or Ms. Maliwan Phahuwattanakorn, the Certified Public Accountant No.4701 of NPS Siam Audit Limited to be the auditors of the company and 2 subsidiary companies for 2014, the auditors must be authorized to make an audit and to give the opinion towards the Financial Statement of the company and subsidiary companies, and if the above named auditors cannot perform the duty, BPR Audit and Advisory Co.,Ltd. shall have the power to appoint another licensed auditor to work as replacement by determining the auditing fee for 2014 at the rate of 930,000 Baht. The matter shall be submitted to the Annual General Shareholders Meeting for consideration and approval.

(8) Approved the remuneration of the Directors for the Year 2014 in form of meeting allowance at the same rate of the year 2013 and the matter shall be submitted to the Annual General Shareholders Meeting for consideration and approval as follows:

- The meeting allowance of the Board of Directors shall be paid on a monthly
 - The Chairman of the Board 20,000 Baht per month
 - The Director per person 15,000 Baht per month
- The meeting allowance of the Audit Committee shall be paid per time
 - The Chairman of the Audit Committee 15,000 Baht per time
 - The Audit Director per person 10,000 Baht per time
- The meeting allowance of the Executive Committee shall be paid per time
 - The Chairman of the Executive Committee 15,000 Baht per time
 - The Executive Director per person 10,000 Baht per time
- The meeting allowance of the Advisors to the Board of Directors shall be paid per time
 - The Chairman of the Advisor 20,000 Baht per time
 - The Advisor per person 15,000 Baht per time

The agenda and date of the Annual General Shareholders Meeting for 2014 as well as the record date and the share register book closing date to determine the shareholders entitled to attend the Annual General Shareholders Meeting will be assigned from the Board of Directors Meeting on March 14, 2014.

Please be informed accordingly.

Yours sincerely,

Asst.Prof. Ronnachai Tantragoon
Managing Director