



บริษัท ไทยซูการ์ เทอร์มิเนล จำกัด (มหาชน)

THAI SUGAR TERMINAL PUBLIC COMPANY LIMITED

OFFICE/WAREHOUSE : 90 MOO 1, POOCHAOSAMINGPHRAI RD., SAMRONGKLANG, PHRAPRADAENG, SAMUTPRAKARN 10130 TEL.0-2183-4567 FAX : 0-2183-4561-2

สำนักงาน/คลังสินค้า : 90 หมู่ 1 อ.ปู่เจ้าสมิงพราย ค.สำโรงกลาง อ.พระประแดง จ.สมุทรปราการ 10130 โทร.0-2183-4567 โทรสาร 0-2183-4561-2

ทะเบียนเลขที่ 0107537001692 E-mail Address: t_s_t_e@yahoo.com Web Site: www.tstegroup.com

No. 038/2016

April 28, 2016

Re. : Resolutions of the Annual General Meeting of Shareholders for the year 2015 No.1/2016

Attn.: The President

The Stock Exchange of Thailand

At the Annual General Meeting of Shareholders for the year 2015 No.1/2016 is scheduled to be held on April 28, 2016 at 1.00 p.m. at Meeting Room floor 3, 90 Moo 1, Soi Siamsilo, Poochaosamingprai Road, Samrongklang, Prapradang, Samutprakarn.

There were 25 shareholders and their proxies attended the meeting with total shares of 243,850,820 shares, representing 83.97% of all of the shares sold, and therefore the meeting had a quorum. The shareholders have considered and passed the following resolutions:

Agenda 1: Acknowledged the Operating Results of the Company for the year 2015

Agenda 2: Approved the audited statement of financial position and profit and loss statements for the year ended December 31, 2015 by the majority votes of the shareholders who attend the meeting and cast their votes, excluding abstaining votes from the calculation base.

Approved by	243,850,820	votes	100%
Disapproved by	-	votes	-%
Abstained by	-	votes	-%

Agenda 3: Approved the reduction of registered capital from allocation in the amount of 76 Shares of par value 0.50 Baht which is from the resolution of the 2012 AGM, No. 1/2013, dated April 25, 2013 from 145,199,967 Baht to 145,199,929 Baht and the Memorandum of Association to be consistent with the reduction of registered

“Item 4.	Registered Capital	145,199,929	Baht
	Number of Shares	290,399,858	Shares
	Par value	0.50	Baht
	Divided into		
	Ordinary Shares	290,399,858	Shares
	Preferred Shares	-	Shares”



by voting not less than three-fourths (3/4) of the votes of the shareholders who attend the meeting and have voting rights.

Approved by	243,850,820	votes	100%
Disapproved by	-	votes	-%
Abstained by	-	votes	-%

Agenda 4: Approved the allocation of profit for dividend payment of 2015 in form of cash and dividend share to shareholders at the value of 0.1611111111 Baht per share, totaling 52.07 percent of the net profit of separated statement (equal to 32.32 of net profit of consolidated financial statement). The dividend shall be paid from net profit in 2015 and accumulated profit of the Company which bears 20 percent tax of net profit which depends on the Company's policy to pay dividend not less than 50 percent of the net profit of separated financial statement less tax and legal reserve. The details of the dividend as follows:

-Cash dividend per share is 0.0611111111 Baht, totaling of the amount not exceeding 17,746,658 Baht.

-Share dividend paid from the total paid-up 58,079,972 shares at the ratio of 5 existing shares to 1 new share of par value 0.50 Baht, totaling of the amount not exceeding 58,079,972 shares at the value of the amount not exceeding 29,039,986 Baht, share dividend per share being 0.10 Baht. In case of a shareholder holding less than 5 existing shares, the Company shall pay dividend in cash of 0.10 Baht per share.

Total dividend payment in form of cash and share is 0.1611111111 Baht per share and it will be deducted for withholding tax as prescribed by law.

The determination of the shareholders entitled to receive the dividend on May 10, 2016 to gather the names under Section 225 of the Securities Exchange Act of 1992 by closing the share register on 11 May 2016 and will be paid. dividend on May 27, 2016.

by the majority votes of the shareholders who attend the meeting and cast their votes, excluding abstaining votes from the calculation base.

Approved by	243,850,820	votes	100%
Disapproved by	-	votes	-%
Abstained by	-	votes	-%

Agenda 5: Approved to increase the authorized capital from the existing registered capital of Baht 145,199,929 to 174,239,915 baht registered capital by issuing new ordinary shares of 58,079,972 shares at par value of 0.50 baht per share, totaling 348,479,830 shares and the amendment of the Memorandum of Association to be consistent with the increase of registered capital.

by voting not less than three-fourths (3/4) of the shareholders who attend the meeting and have voting rights.

Approved by	243,850,820	votes	100%
Disapproved by	-	votes	-%
Abstained by	-	votes	-%



Agenda 6: Approved the allocation of ordinary shares not exceeding 58,079,972 shares, at the registered par value of 0.50 Baht, as share dividend to shareholders by the majority votes of the shareholders who attend the meeting and cast their votes, excluding abstaining votes from the calculation base.

Approved by	243,850,820	votes	100%
Disapproved by	-	votes	-%
Abstained by	-	votes	-%

Agenda 7: Re-elected all of the seven directors whose terms have ended to be directors of the Company by the majority votes of the shareholders who attend the meeting and cast their votes, excluding abstaining votes from the calculation base.

1. Mr. Chalush Chinthammit		director	
Approved by	243,850,820	votes	100%
Disapproved by	-	votes	-%
Abstained by	-	votes	-%
2. Mr. Pong Chinthammit		director	
Approved by	243,850,820	votes	100%
Disapproved by	-	votes	-%
Abstained by	-	votes	-%
3. Mr. Chadej Insawang		Independent director	
Approved by	243,850,578	votes	99.9999%
Disapproved by	242	votes	0.0001%
Abstained by	-	votes	-%
4. Mr. Suwat Summashipvitsavakul		Independent director	
Approved by	243,850,820	votes	100%
Disapproved by	-	votes	-%
Abstained by	-	votes	-%
5. Mrs. Puangthip Silpasart		Independent director	
Approved by	243,850,820	votes	100%
Disapproved by	-	votes	-%
Abstained by	-	votes	-%



The Board of Directors consists of 15 persons.

1. Mr. Pricha	Attavipach	Chairman / Independent Director
2. Mr. Prapas	Chutimavoraphand	Director / Chairman of Executive Director
3. Mr. Pong	Chinthammit	Director / Vice Chairman of Executive Director
4. Mr. Chanachai	Chutimavoraphand	Director / Vice Chairman of Executive Director
5. Mr. Narong	Janlarpwatanakul	Director / Executive Director
6. Mr. Chadej	Insawang	Independent Director /Chairman of Audit Committee
7. Miss Jutapit	Arunanondchai	Independent Director
8. Mr. Chalush	Chinthammit	Director
9. Mr. Win	Chinthammit	Director
10. Mr. Somchai	Chinthammit	Director
11. Mr. Dhanadol	Sujiphinyo	Director
12. Dr. Suphsorn	Chayovan	Director
13. Mrs.Yaovanuth	Dejvitak	Director / Executive Director
14. Mr.Suwat	Summashipvitsavakul	Independent director
15. Mrs.Puangthip	Silpasart	Independent director

Agenda 8: Approved the directors' remuneration, follows as;

- Chairman of Board of Directors' remuneration (per month)	78,000 Baht
- Director's Remuneration (each per month)	18,000 Baht
- Meeting Allowances for the Board of Directors (each per meeting) (no more than 1 meeting a month)	12,000 Baht
- Chairman of Audit Committee's Remuneration (per month)	12,000 Baht
- Member of Audit Committee's Remuneration (each per month)	6,000 Baht
- Meeting compensation for minor Board of Directors is up to (per meeting)	6,000 Baht

Such above mentioned remuneration did not include the year end bonus and it depend on the annual performance and Board of Director's judgement,

by voting not less than two-thirds (2/3) of the votes of the shareholders who attend the meeting

Approved by	243,850,820	votes	100%
Disapproved by	-	votes	-%
Abstained by	-	votes	-%



Agenda 9: Approved an appointment of Sam Nak Ngan A.M.C. Co., Ltd. as the company's auditor is previous auditor as auditors of the Company and its subsidiaries for the year 2016 follows as;

1. Mr. Ampol Jumnongwat CPA Registration No.4663 or
2. Ms. Prapasri Leelasupha CPA Registration No.4664 or
3. Mr .Narit Saovalaksaku CPA Registration No.5369

The auditor is the one to check and sign the audit report.

And approve the compensation for the 2016 annual audit of the Company of 630,000 baht, up from the year 2015 in the amount of 20,000 baht, as it requires monitoring and record sales of the company for which the Audit Committee that is appropriate.

by the majority votes of the shareholders who attend the meeting and cast votes, excluding abstaining votes from the calculation base.

Approved by	243,850,820	votes	100%
Disapproved by	-	votes	-%
Abstained by	-	votes	-%

Agenda 10: Approved Article 4 of the Articles of Association The company has held the Extraordinary General Meeting of Shareholders No. 1/2015 held on September 24, 2015 and approved the change in the number and value of shares at par (Par Value) of the Company from its original value 1.00 Baht par total 145,199,967 shares with a par value of Baht 0.50 per share 290,399,934 shares. It turns out that the content of Clause 4 of the Articles of Association has clearly stated that "The Company's shares are ordinary shares with a par value of **one baht** Company may issue preference shares, bonds, debentures convertible into common shares and other securities under the laws of the Securities and Exchange Commission preferred Shares (if any) to be converted into ordinary shares holders of Preferred Shares to convert the applicant company by the Company with the delivery of the share certificates night". So it has to be proposed to the shareholders to approve the amendment of Clause 4 of the amended text below :

"The Company's shares are ordinary shares with a par value of **fifty cents** Company may issue preference shares, bonds, debentures convertible into common shares and other securities under the laws of the Securities and Exchange Commission preferred Shares (if any) to be converted into ordinary shares holders of Preferred Shares to convert the applicant company by the Company with the delivery of the share certificates night".

by voting not less than three-fourths (3/4) of the votes of the shareholders who attend the meeting and have voting rights.

Approved by	243,850,820	votes	100%
Disapproved by	-	votes	-%
Abstained by	-	votes	-%



Agenda 11:

There is no other agenda proposed for consideration.

Please be informed accordingly.

Yours Sincerely,

(Mr.Prapas Chutimavoraphand)
Chief of Executive Officer and President