



บริษัท เอไอ เอนเนอร์จี จำกัด (มหาชน)

AI Energy Public Company Limited.

Ref. AIE 045/2018

February 27, 2018

Subject Resolutions of the Board of Directors Meeting No. 1/2018, omission of dividend payment, amend the Company's Articles of Association and Memorandum of Association clause 3: objective of the Company, and to fix Annual General Meeting of shareholders 2018.

Attention The President of Stock Exchange of Thailand

AI Energy Public Company Limited (AIE) would like to inform that the Board of Directors Meeting No. 1/2018 held on February 27, 2018 at Asian Insulators Public Company Limited No. 254 Seri Thai Road, Kannayao, Bangkok, passed the following resolutions:

1. To approve the Company's Financial Statements, Balance Sheet and Statement of Income for the year 2017 ended December 31<sup>st</sup>, 2017.
2. To approve the omission of legal reserved based on the Company's operations for year 2017 and the omission of dividend payment based on retained earnings (deficits) for year 2017.
3. To appoint new directors to succeed those completing their terms in 2018.
4. To approval of determine the Directors' Remuneration for year 2018 for amount of 3,000,000 Baht and to propose to the annual general meeting of shareholders 2018 to approve.
5. Approved the appointment of Auditors and Remuneration for year 2018. The appointment of
  1. Mr. Vichai Ruchitanont Certified Public Accountant No. 4054, or
  2. Mr. Atipong Atipongsakul Certified Public Accountant No. 3500, or
  3. Mr. Sathien Vongsnan Certified Public Accountant No. 3495, or
  4. Miss Kultida Pasurakul Certified Public Accountant No. 5946, or
  5. Mr. Yuttapong Chuamuangpan Certified Public Accountant No. 9445.

On the behalf of ANS Audit Company Limited to perform their duties in 2018. The above auditors are qualifying the Public Company Limited Act and Securities and Exchange Commission's requirements. To approve remuneration not over 2,950,000 baht for year 2018.

6. The Board's resolution to call the Annual General Meeting of shareholders for year 2018 on April 27, 2018 at 10.00 hours. The Annual General Meeting to be held at Chaophya Park Hotel, Grand Ratchada Room 5th floor, Tarnthip Building, 247 Ratchadabhisek Road, Din Daeng,



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Bangkok. The Company fixes the record date which shareholders have the right to attend the meeting on March 14, 2018. The agendas for the meeting will be;

Agenda No. 1 To certify the minutes of the Extraordinary General Meeting of shareholders No. 1/2017

Opinion of Board of Directors: the minutes of the Extraordinary General Meeting of shareholders No. 1/2017 should be certified.

Agenda No. 2 Acknowledgement of 2017 Annual Performance report

Opinion of Board of Directors: The 2017 Annual Performance Report should be acknowledged.

Agenda No. 3 To approve the Company and Consolidates Financial Statements, Balance Sheet and Statement of Income for the year ended December 31<sup>st</sup>, 2017.

Opinion of Board of Directors: The Company and Consolidates Financial Statement, Balance Sheet and Statement of Income for the year ended December 31<sup>st</sup>, 2017 should be approved, which reviewed by Audit Committee, the Board of Director, and certified by ANS Audit Company Limited

Agenda No. 4 To approve the omission of legal reserved and the omission of Dividend Payment of 2017.

Opinion of Board of Directors: To omission the legal reserved of 2017 and the omission of 2017 Dividend Payment should be approved.

Agenda No. 5 To Approve the Election of Directors in place of those whose terms are to be expired in 2018.

Opinion of Board of Directors: The appointment of Mr.Thanit Thareratanavibool, Dr.Kaweepong Hirankasi, and Mr.Damrong Jungwong to the company's Board of Directors should be approved.



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Agenda No. 6 To approve Directors' Remuneration for year 2018.  
Opinion of Board of Directors: Directors Remuneration 2018 for amount of 3,000,000 Baht should be approved.

Agenda No. 7 To approve the appointment of Auditors and Remuneration for year 2018.

Opinion of Board of Directors: The appointment of

1. Mr. Vichai Ruchitanont Certified Public Accountant No. 4054, or
2. Mr. Atipong Atipongsakul Certified Public Accountant No. 3500, or
3. Mr. Sathien Vongsnan Certified Public Accountant No. 3495, or
4. Miss Kultida Pasurakul Certified Public Accountant No. 5946, or
5. Mr. Yuttapong Chuamuangpan Certified Public Accountant No. 9445.

On the behalf of ANS Audit Company Limited to perform their duties in 2018. The above auditors are qualifying the Public Company Limited Act and Securities and Exchange Commission's requirements. To approve remuneration not over 2,950,000 baht for year 2018, and subject to the approval of shareholders at the Annual General Meeting of shareholders' year 2018 should be approved.

Agenda No. 8 To approve the amendment of the Company's Articles of Association.

Opinion of Board of Directors: The Board deemed appropriate to propose the shareholders to approve the amendment of the Company's Articles of Association Section 6 Shareholders Meeting, Clause 35

Current Articles of Association	Proposed of the amendment of Articles of Association
<p>Clause 35 The board of directors shall hold the annual ordinary meeting of shareholders within four (4) months from the end date of the account period of the company.</p> <p>Other meeting of shareholders in addition</p>	<p>Clause 35 The board of directors shall hold the annual ordinary meeting of shareholders within four (4) months from the end date of the account period of the company</p> <p>Other meeting of shareholders in addition</p>



<b>Current Articles of Association</b>	<b>Proposed of the amendment of Articles of Association</b>
<p>to the meeting under the first paragraph shall be called extra-ordinary meetings. The board of directors may convene an extra-ordinary meeting of shareholders any time expedient.</p> <p>Shareholders holding shares amounting to not less than one-fifth (1/5) of the total number of shares sold or number of shareholders not less than twenty-five (25) holding shares amounting to not less than one-tenth (1/10) of the total number of shares sold may subscribe their names to send notice requesting the board of directors to convene an extra-ordinary meeting of shareholders at any time with specific reasons for such request in the notice. In such case, the board of directors must arrange a meeting of shareholders within one (1) month from the date of receipt of the notice.</p>	<p>to the meeting under the first paragraph shall be called extra-ordinary meetings. The board of directors may convene an extra-ordinary meeting of shareholders any time expedient.</p> <p>One shareholder or shareholders who have the shares not less than ten (10) percent of the total number of shares sold may subscribe their names to send notice requesting the board of directors to convene an extra-ordinary meeting of shareholders at any time with specific agenda and reasons for such request in the notice. In such case, the board of directors must arrange a meeting of shareholders within forty-five (45) days from the date of receipt of the notice.</p> <p>In event that that the board of directors does not hold the meeting within the said period under the third paragraph, the shareholders who subscribe their names or other shareholders, holding shares equivalent to the prescribed amount, may convene such meeting within forty-five (45) days from the completion of such period under the third paragraph. In such case, it shall be deemed that the board of</p>



Current Articles of Association	Proposed of the amendment of Articles of Association
	<p>directors arranges the shareholders meeting and the company is responsible for expenses arising from such meeting as appropriate.</p> <p>At any meeting of shareholders which was convened by such shareholders under the fourth paragraph, if the number of the shareholders present is insufficient to form a quorum as stipulated in Clause 37, the shareholders under the fourth paragraph shall be responsible for expenses incurred for holding the meeting.</p>

Agenda No. 9 To approve the amendment of the Company’s Memorandum of Association clause 3: objective of the Company.

Opinion of Board of Directors: The Board deemed appropriate to propose the shareholders to approve the amendment of the Company’s Memorandum of Association clause 3 : objective of the Company 2 clauses in order to comply with the Company and not to support illegal business or sin products. The details of the amendment are as follows;

Current objective of the Company	Proposed of the amendment of the objective of the Company
<p>No. 9 To engage in the business trading vegetables, fruits, bamboo shoot, pepper, garden plants, cigarettes, pipe tobacco, beverage, mineral water, fruits, liquor, beer, fresh food, dried food, instant food, canned food, canned seafood, seasoning, source, sugar, vegetable oil, feed and other</p>	<p>No. 9 To engage in the business trading vegetables, fruits, bamboo shoot, pepper, garden plants, , beverage, mineral water, fruits, fresh food, dried food, instant food, canned food, canned seafood, seasoning, source, sugar, vegetable oil, feed and other consumer products.</p>



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Current objective of the Company	Proposed of the amendment of the objective of the Company
consumer products.	
No.15 To engage in the business trading of drug, medicine, pharmaceutical, chemical, medical devices tools, scientific instruments, fertilizers, pesticides all kinds of plants and animals.	No.15 To engage in the business trading of medicine, pharmaceutical, chemical, medical devices tools, scientific instruments, fertilizers, pesticides all kinds of plants and animals.

Agenda No. 10 To consider other matters (if any).

Please be informed accordingly.

Yours faithfully,

AI Energy Public Company Limited.

Miss Pimwan Tharertanavibool

Managing Director

Corporate Secretary Tel. 0-3487-7486-8 Ext. 500