



บริษัท เอไอ เอนเนอร์จี จำกัด (มหาชน)

AI Energy Public Company Limited

ทะเบียนเลขที่ 0107556000311

Ref. AIE 148/2020

June 18th, 2020

Subject Resolutions of the 2020 Annual General Meeting of Shareholders

Attention The President of Stock Exchange of Thailand

AI Energy Public Company Limited (AIE) held the 2019 Annual General Meeting of Shareholders at Asian Insulators Public Company Limited 5th floor, 254 Seri Thai Road, Kannayaow, Bangkok on June 18th, 2020 at 10:00 hrs. There were shareholders and proxies attended the meeting of 64 persons with holding shares of 4,014,165,785 shares, have passed the following resolutions:

Agenda No. 1 To certify the Minutes of the 2019 Annual General Meeting of Shareholders held on April, 26 2019.

This agenda was approved by majority votes of shareholders attending the Meeting and casting their votes.

Resolved The Chairman concluded that the majority of the total votes at the meeting approved to certify the minutes of the 2019 Annual General Meeting of Shareholders held on April, 26 2019.

The meeting has approved to certify the 2019 Annual General Meeting of Shareholders as follow;

- Approved 4,013,518,580 votes, equivalent to 100.0000 percent of total number of votes of shareholders attending and casting their votes.
- Disapproved 0 votes, equivalent to 0 percent of total number of votes of shareholders attending and casting their votes.
- Abstained 0 votes, not constituted as voting base.
- Voided Ballot 0 votes, not constituted as voting base.



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Agenda No. 2 To Acknowledge the Company's 2019 annual performance report.

Resolved The Chairman concluded that the majority of the total votes at the meeting acknowledged the Company's 2019 annual performance report.

Agenda No. 3 To approve the Company and Consolidates Financial Statements, Balance Sheet and Statement of Income for the year 2019 ended December 31st, 2019.

The meeting has voted as follow;

This agenda was approved by majority votes of shareholders attending the Meeting and casting their votes.

Resolved The Chairman concluded that the majority of the total votes at the meeting approved the Company and Consolidates Financial Statements, Balance Sheet and Statement of Income for the year 2019 ended December 31st, 2019.

The meeting has approved the Company and Consolidates Financial Statements, Balance Sheet and Statement of Income for the year 2019 ended December 31st, 2019 as follow;

- Approved 4,014,146,985 votes, equivalent to 0 percent of total number of votes of shareholders attending and casting their votes.
- Disapproved 0 votes, equivalent to 0 percent of total number of votes of shareholders attending and casting their votes.
- Abstained 0 votes, not constituted as voting base.
- Voided Ballot 0 votes, not constituted as voting base.

Agenda No. 4 To approve the omitting of Legal Reserve and the omitting of the dividend payment based on the Company's performance for year 2019.

This agenda was approved by majority votes of shareholders attending the Meeting and casting their votes.



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Resolved The Chairman concluded that the majority of the total votes at the meeting approved the omitting of Legal Reserve and the omitting of the dividend payment based on the Company's operations for year 2019.

The meeting has approved the omitting of Legal Reserve and the omitting of the dividend payment based on the Company's performance for year 2019 as follow;

- Approved 4,014,146,985 votes, equivalent to 0 percent of total number of votes of shareholders attending and casting their votes.
- Disapproved 0 votes, equivalent to 0 percent of total number of votes of shareholders attending and casting their votes.
- Abstained 0 votes, not constituted as voting base.
- Voided Ballot 0 votes, not constituted as voting base.

Agenda No. 5 To approve the election of directors in place of those whose terms are to be expired in 2020.

This agenda was approved by majority votes of shareholders attending the Meeting and casting their votes.

Resolved The Chairman concluded that the majority votes at the meeting has approved the appointment of 2 directors to succeed those completing their terms in 2020; Mr.Narong Thareratanavibool and Miss Pimwan Thareratanavibool to serve as directors for another term.

The meeting has approved the appointment of 2 directors to succeed those completing their terms in 2020 as follow;

5.1 Mr.Narong Thareratanavibool

- Approved 3,984,359,208 votes, equivalent to 100.0000 percent of total number of votes of shareholders attending and casting their votes.
- Disapproved 0 votes, equivalent to 0 percent of total number of votes of shareholders attending and casting their votes.
- Abstained 0 votes, not constituted as voting base.
- Voided Ballot 0 votes, not constituted as voting base.



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5.2 Miss Pimwan Thareratanavibool

- Approved 4,001,646,985 votes, equivalent to 100.0000 percent of total number of votes of shareholders attending and casting their votes.
- Disapproved 0 votes, equivalent to 0 percent of total number of votes of shareholders attending and casting their votes.
- Abstained 0 votes, not constituted as voting base.
- Voided Ballot 0 votes, not constituted as voting base.

Agenda No. 6 To approve the election of an additional director.

The Company gave the shareholders the opportunity to propose additional meeting agenda and nominate a suitable person to be considered for the election of the Company's directors at the 2020 Annual General Meeting of Shareholders from January 6, 2020 to February 7, 2020. It appears that there is one shareholder nominating himself; Mr. Udomsak Jairavit to be considered for the election of the Company's additional director (1) from 7 directors to 8 directors.

This agenda was approved by majority votes of shareholders attending the Meeting and casting their votes.

Resolved The Chairman concluded that the majority of the total votes at the meeting has disapproved the appointment of Mr. Udomsak Jairavit as director as follow;

- Approved 16,522,306 votes, equivalent to 0.4117 percent of total number of votes of shareholders attending and casting their votes.
- Disapproved 3,996,812,479 votes, equivalent to 99.5883 percent of total number of votes of shareholders attending and casting their votes.
- Abstained 21,000 votes, not constituted as voting base.
- Voided Ballot 0 votes, not constituted as voting base.

Agenda No. 7 To approve directors' remuneration for year 2020.

Chairman proposed to approve directors' remuneration for the year 2020 (Board of Director and Audit Committee) as following;



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- Chairman and Chairman of Audit Committee receive remuneration for 18,000 Baht / person / month and meeting allowance for 18,000 Baht / person / time.
- Director and Audit Committee receive remuneration for 15,000 Baht / person / month and meeting allowance for 15,000 Baht / person / time.

Chairman announced to the meeting that the Executive Committee which consist of 3 directors;

1. Mr.Narong Thareratanavibool
2. Mr.Thanit Thareratanavibool
3. Miss Pimwan Thareratanavibool

will not receive monthly remuneration and meeting allowance for the year 2020, but other director and the Audit Committee still receive monthly remuneration and meeting allowance for the year 2020 for amount of 3,000,000 Baht as following;

1. Mr.Damrong Joongwong Director
2. Mr.Kaweepong Hirankasi Chairman of Audit Committee
3. Mr.Sampan Hunpayon Audit Committee
4. Mr.Choti Sontiwattananont Audit Committee

The other sub-committees such as Executive Committee and Risk Management Committee have no monthly remuneration and meeting allowance.

This agenda was approved by majority votes of shareholders attending the Meeting and casting their votes.

Resolved The Chairman concluded that the majority of the total votes at the meeting approved the Directors' Remuneration for year 2020 for amount of 3,000,000 Baht as mentioned above.

The meeting has approved the Directors' Remuneration for year 2020 as mentioned for amount of 3,000,000 Baht as follow;

- Approved 4,014,151,785 votes, equivalent to 100.0000 percent of total number of votes of shareholders attending and casting their votes.
- Disapproved 0 votes, equivalent to 0 percent of total number of votes of shareholders attending and casting their votes.
- Abstained 0 votes, not constituted as voting base.



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- Voided Ballot 0 votes, not constituted as voting base.

Agenda No. 8 To approved the appointment of Auditors and Remuneration for year 2020

Approved 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 as external auditor for the year 2020, the above auditors are qualifying the Public Company Limited Act and Securities and Exchange Commission's requirements with the remuneration of Audit Fee 3,390,000 Baht.

This agenda was approved by majority votes of shareholders attending the Meeting and casting their votes.

Resolved The Chairman concluded that the majority of the total votes at the meeting has approved the appointment of Auditors and Remuneration for year 2020 of Audit Fee 3,390,000 Baht by majority votes as follow;

- | | | | | |
|-----------------|---------------|--|----------|---|
| - Approved | 4,014,074,986 | votes, equivalent to | 100.0000 | percent of total number of votes of shareholders attending and casting their votes. |
| - Disapproved | 0 | votes, equivalent to | 0 | percent of total number of votes of shareholders attending and casting their votes. |
| - Abstained | 76,799 | votes, not constituted as voting base. | | |
| - Voided Ballot | 0 | votes, not constituted as voting base. | | |

Agenda No. 9 To approve the transfer of appropriated legal reserve and share premium in compensation for retained deficit of the Company.



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To transfer of the appropriated legal reserve of 8,226,574 Baht and the share premium reserve of 315,318,801 Baht, the total value is 323,545,375 Baht to compensate for the retained deficit as mentioned. The Company will have zero retained deficit and having a share premium reserve of 289,794,916 Baht.

This agenda was approved by the vote of not less than half (1/2) of the total number of votes of the shareholders attending the Meeting and having the right to vote.

Resolved The Chairman concluded that not less than half (1/2) of the total number of the votes at the meeting has approved to transfer of appropriated legal reserve and share premium in compensation for retained deficit of the Company as follow;

- Approved 4,014,151,785 votes, equivalent to 100.0000percent of total number of votes of shareholders attending and casting their votes.
- Disapproved 0 votes, equivalent to 0 percent of total number of votes of shareholders attending and casting their votes.
- Abstained 0 votes, equivalent to 0 percent of total number of votes of shareholders attending and casting their votes.
- Voided Ballot 0 votes, equivalent to 0 percent of total number of votes of shareholders attending and casting their votes.

Agenda No. 10 To approve the amendment of the Company's Memorandum of Association clause 3: objective of the Company

To amend the Company's Memorandum of Association clause 3: objective of the Company to add 1 objective from 29 objectives to 30 objectives should be proposed to amend;

“Manufacturer and distributor of Biodiesel Methyl Esters from fatty acids. Oleochemical products such as Methyl Esters, Fatty Alcohols, Fatty Acid, Ethyl Ester, and other by-products such as Glycerine; including other products related to Glycerine, such as Glycerine Residual and Sweetwater, and so on. Chemicals used as raw materials for the production of oleochemical products such as oil, Methanol or vegetable fats derived from the extraction and distillation of various plants, and oils or fats from animals”.



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This agenda was approved by the vote of not less than three-fourths (3/4) of the total number of votes of the shareholders attending the Meeting and having the right to vote.

Resolved The Chairman concluded that not less than three-fourths (3/4) of the total number of the votes at the meeting has approved the amendment of the Company's Memorandum of Association clause 3: objective of the Company as follow;

- Approved 4,014,088,986 votes, equivalent to 99.9981 percent of total number of votes of shareholders attending and casting their votes.
- Disapproved 0 votes, equivalent to 0 percent of total number of votes of shareholders attending and casting their votes.
- Abstained 76,799 votes, equivalent to 0.0019 percent of total number of votes of shareholders attending and casting their votes.
- Voided Ballot 0 votes, equivalent to 0 percent of total number of votes of shareholders attending and casting their votes.

Agenda No. 11 To consider other matters (if any). – the 2020 Annual General Meeting ended at 12.29 hrs.

Please be informed accordingly.

Yours faithfully,

Miss Pimwan Tharertanavibool

Managing Director

Corporate Secretary Tel. 034-877-486-8 Ext. 500

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