Resolutions of the 2013 Annual General Meeting of Shareholders No. 30

KCE Electronics Public Company Limited

April 29, 2013

Subject: Resolutions of the Annual General Meeting of Shareholders No. 30/2013

To: President
The Stock Exchange of Thailand

Pursuant to the Annual General Meeting of Shareholders No. 30/2013 held by KCE Electronics Public Company Limited (the "**Company**") on April 29, 2013 at 15.00 to 17.30 hours at Ballroom B, 7th Floor, The Westin Grande Sukhumvit Hotel, Sukhumvit Road, Vadhana, Bangkok, the Company would like to inform its resolutions with details as follows:

1. Certified the minutes of the 2012 Annual General Meeting of Shareholders No. 29 held on April 27, 2012

   In this regard, the Annual General Meeting of Shareholders No. 30/2013 approved this resolution with a majority vote of the total number of votes of all shareholders attending the meeting and casting their votes as follows:

   - Approved 304,771,398 votes Equivalent to 100.0000 %
   - Disapproved 0 votes Equivalent to 0.0000 %
   - Abstained 40,000 votes Equivalent to _____ %

2. Acknowledged the Company's performance report summarizing the operational performance and notable changes that occurred during the year 2012, and the 2012 Annual Report.

3. Approved the Company's financial statements and comprehensive income statement for the year ended December 31, 2012, which have been audited by the auditors of KPMG Poomchai Audit Co., Ltd. and approved by the Audit Committee.

   In this regard, the Annual General Meeting of Shareholders No. 30/2013 approved this resolution with a majority vote of the total number of votes of all shareholders attending the meeting and casting their votes as follows:

   - Approved 306,194,163 votes Equivalent to 100.0000 %
   - Disapproved 0 votes Equivalent to 0.0000 %
   - Abstained 20,000 votes Equivalent to _____ %

4. Approved the net profit allocation and the dividend payment for the year 2012 as follows:

4.1 as the Company has fully allocated its profit to its legal reserves in accordance with the requirements under the law; therefore, no additional allocation is required.

4.2 the Company shall pay dividend in respect of the second half of the year 2012 to its shareholders at the rate of Baht 0.35 (thirty-five Satang) per share. In this regard, the names of the shareholders who are entitled to dividend payment was recorded on Wednesday, April 3, 2013 (Record Date) and collected pursuant to Section 225 of the Securities and Exchange Act, B.E. 2535 (as amended) by the closing of the share register book on Thursday, April 4, 2013, and the dividend shall be paid to the shareholders on Wednesday, May 15, 2013.

In this connection, the Company has paid the interim dividend in respect of the first half of the year 2012 ended June 31, 2012 to its shareholders at the rate of Baht 0.20 (twenty Satang) pursuant to the resolutions of the Board of Directors' meeting No. 9/2012 held on August 7, 2012, and such dividend was paid to the shareholders on September 7, 2012.

In this regard, the Annual General Meeting of Shareholders No. 30/2013 approved this resolution with a majority vote of the total number of votes of all shareholders attending the meeting and casting their votes as follows:

- Approved	306,214,163	votes	Equivalent to	100.0000 %
- Disapproved	0	votes	Equivalent to	0.0000 %
- Abstained	0	votes	Equivalent to	%

5. Approved the reduction of the Company's registered capital in the amount of Baht 14,975,731 from the current registered capital of Baht 491,829,500 to Baht 476,853,769 by cancelling 14,975,731 unissued ordinary shares with Baht 1 par value per share and approved the amendment to Article 4 of its Memorandum of Association regarding the registered capital to reflect the reduction of its registered capital.

In this regard, the Annual General Meeting of Shareholders No. 30/2013 approved this resolution with affirmative votes of not less than three-fourths of the total number of votes of all the shareholders attending the meeting and having the right to vote as follows:

- Approved	306,255,263	votes	Equivalent to	100.0000 %
- Disapproved	0	votes	Equivalent to	0.0000 %
- Abstained	0	votes	Equivalent to	0.0000 %

6. Approved the issue and offering of warrants to purchase ordinary shares of the Company No. 2 ("**Warrants No. 2**") in the amount not exceeding 115,248,942 units to its existing shareholders in proportion to their shareholdings (Rights Offering) at the ratio of 4 ordinary shares to 1 unit of warrant (in case of fractions, such fractions shall be rounded down) without any charge and at the exercise price of Baht 5 per share.

In addition, the meeting approved to authorise the Board of Directors and/or the person appointed by the Board of Directors to consider, determine or amend certain terms, conditions and other details which are necessary and relevant to the issue and

offering of Warrants No. 2, as necessary and appropriate pursuant to applicable laws as well as to perform any acts, including having Warrants No. 2 listed on the SET.

In this regard, the Annual General Meeting of Shareholders No. 30/2013 approved this resolution with affirmative votes of not less than three-fourths of the total number of votes of all the shareholders attending the meeting and having the right to vote as follows:

- Approved	306,248,263	votes	Equivalent to	100.0000 %
- Disapproved	0	votes	Equivalent to	0.0000 %
- Abstained	7,000	votes	Equivalent to	0.0023 %

7. Approved the increase of the Company's registered capital in the amount of Baht 115,567,813 from the registered capital of Baht 476,853,769 to Baht 592,421,582 by issuing 115,567,813 new ordinary shares at Baht 1 par value per share and approved the amendment to Article 4 of its Memorandum of Association regarding the registered capital to reflect the increase of its registered capital.

In this regard, the Annual General Meeting of Shareholders No. 30/2013 approved this resolution with affirmative votes of not less than three-fourths of the total number of votes of all the shareholders attending the meeting and having the right to vote as follows:

- Approved	306,253,263	votes	Equivalent to	99.9993 %
- Disapproved	0	votes	Equivalent to	0.0000 %
- Abstained	2,000	votes	Equivalent to	0.0007 %

8. Approved the allocation of not exceeding 115,567,813 new ordinary shares at Baht 1 par value per share as follows:

8.1 not exceeding 115,248,942 shares to accommodate the exercise of Warrants No. 2 to be allocated to its existing shareholders in proportion to their shareholdings (Rights Offering);

8.2 not exceeding 81,520 shares to accommodate the adjustment of rights of Warrants to Purchase Ordinary Shares of the Company (ESOP-W3) allocated to directors and employees of the Company and/or its subsidiaries ("**ESOP Warrants-W3**").

8.3 not exceeding 237,351 shares to accommodate the adjustment of rights of Warrants to Purchase Ordinary Shares of the Company (ESOP-W4) allocated to directors and employees of the Company and/or its subsidiaries ("**ESOP Warrants-W4**").

However, as of 29 April 2013, the Company has remaining treasury stocks in the total amount of 14,000,000 shares, representing 2.95 per cent of the total issued shares of the Company which equals to 474,995,769 shares. In this connection, the Company will complete the sale of the remaining treasury stocks or the write off of the unsold or remaining treasury stocks by virtue of Section 3 regarding the Sale and Write Off of the Treasury Stocks of the Ministerial Regulations entitled Rules and Procedures regarding

Treasury Stocks, the Sale of Treasury Stocks and the Write Off of Treasury Stocks of a Company B.E. 2554 prior to the first exercise period of Warrants No. 2.

In addition, the meeting approved to authorise the Board of Directors and/or the person appointed by the Board of Directors to consider, determine or amend certain terms, conditions and other details which are necessary and relevant to the issue and allocation of ordinary shares to accommodate the exercise of Warrants No. 2 and the adjustment of rights of ESOP Warrants-W3 and ESOP Warrants-W4, as necessary and appropriate pursuant to applicable laws as well as perform any acts, including having the said shares listed on the SET.

In this regard, the Annual General Meeting of Shareholders No. 30/2013 approved this resolution with a majority vote of the total number of votes of all shareholders attending the meeting and casting their votes as follows:

- Approved	306,253,263	votes	Equivalent to	100.0000 %
- Disapproved	0	votes	Equivalent to	0.0000 %
- Abstained	2,000	votes	Equivalent to	%

9. Approved the appointment of directors who retired by rotation to resume their positions as the directors of the Company for another term.

In this regard, the Annual General Meeting of Shareholders No. 30/2013 approved this resolution with a majority vote of the total number of votes of all shareholders attending the meeting and casting their votes as follows:

1) Mr. Bancha Ongkosit as Chairman of the Board/Managing Director

- Approved	306,142,563	votes	Equivalent to	99.9639 %
- Disapproved	110,700	votes	Equivalent to	0.0361 %
- Abstained	2,000	votes	Equivalent to	%

2) Mrs. Ubol Chiramongkol as Independent Director/Audit Committee

- Approved	306,253,263	votes	Equivalent to	100.0000 %
- Disapproved	0	votes	Equivalent to	0.0000 %
- Abstained	2,000	votes	Equivalent to	%

3) Mrs. Siriphan Suntanaphan as a director

- Approved	306,248,263	votes	Equivalent to	100.0000 %
- Disapproved	0	votes	Equivalent to	0.0000 %
- Abstained	7,000	votes	Equivalent to	%

10. Approved the Board of Directors' remuneration, director's meeting allowance and Audit Committee's remuneration for the year 2013 as proposed by the Remuneration Committee, with details as follows:

Remuneration and Meeting fee	2013
1. Remuneration for Directors (Baht/person/year)	
• Chairman	1,400,000.00
• Director	700,000.00
Meeting Allowance (Baht/person/time)	
• Chairman	35,000.00
• Director	30,000.00
2. Remuneration for Audit Committee (Baht/person/year)	
• Chairman	500,000.00
• Director	400,000.00

In this regard, the Annual General Meeting of Shareholders No. 30/2013 approved this resolution with affirmative votes of not less than two-thirds of the total number of votes of all the shareholders attending the meeting as follows:

- Approved 306,201,263 votes Equivalent to 99.9824 %
- Disapproved 23,000 votes Equivalent to 0.0075 %
- Abstained 31,000 votes Equivalent to 0.0101 %

11. Approved the appointment of the Company's auditors and their remuneration for the year 2013 by appointing the following three auditors of KPMG Poomchai Audit Co., Ltd. to audit and give their opinion on the financial statements of the Company's and its subsidiaries, with their remuneration in respect of the Company and its subsidiaries in a total amount of Baht 3,464,000 per annum (the auditor remuneration only in respect of the Company equals Baht 930,000)

    1) Mr. Veerachai Ratanajaratkul CPA (Thailand) No. 4323; and/or

    2) Mr. Vichien Thamtrakul CPA (Thailand) No. 3183; and/or

    3) Miss Bongkot Amsageam CPA (Thailand) No. 3684.

In this regard, the Annual General Meeting of Shareholders No. 30/2013 approved this resolution with a majority vote of the total number of votes of all shareholders attending the meeting and casting their votes as follows:

- Approved 306,204,263 votes Equivalent to 99.9999 %
- Disapproved 200 votes Equivalent to 0.0001 %
- Abstained 50,800 votes Equivalent to _____ %

Please be informed accordingly.

Yours sincerely,

(Mrs. Voraluksana Ongkosit)
Executive Director