

March 15, 2016

Subject: Resolutions of the Meeting of the Board of Directors No. 3/2016
To: President
The Stock Exchange of Thailand

Pursuant to the meeting of the Board of Directors No. 3/2016 held by KCE Electronics Public Company Limited (the “**Company**”) on 15 March 2016, the Board of Directors has passed its resolutions concerning agenda of the 2016 Annual General Meeting of Shareholders No. 33/2016 (the “AGM”) as follows:

1. Approved to propose to the AGM to consider and acknowledge the results of the Company’s operation for the fiscal year 2015.

2. Approved to propose to the AGM to consider and approve the Company’s financial statements for the fiscal year ended December 31, 2015 which was reviewed by the Audit Committee and the Board of Directors, and of which the independent Auditor has expressed an unqualified opinion.

3. Approved to propose to the 2016 AGM to consider and approve the dividend payment for the operating results of July to December 2015, at the rate of Baht1.00 per share (Baht one per share) to the shareholders. The record date for the right to receive dividend will be on March 29, 2016, and the shareholders’ names would be gathered under the section 225 of the Securities and Exchange Act, B.E. 2535 (amended) by the closing of the Share Register Book on March 30, 2016. The dividend payment will be made on May 16, 2016. However, the right to receive dividend is subject to the approval of Shareholders at the AGM.

4. Approved the election of Directors as follows:

4.1 Approved the election of Directors to replace those who retire by rotation for the year 2016.

The Board, excluding members having a conflict of interest, agreed with the Nomination and Remuneration Committee's proposal that the AGM consider and approve the reelection of the two directors who are retired by rotation in 2016 to resume their positions as Director for another term, as follows:

- 1) Mrs. Voraluksana Ongkosit Executive Director
- 2) Mrs. Siriphan Suntanaphan Non-executive Director

4.2 Approved the election of a new Director

The Board agreed with the Nomination and Remuneration Committee's proposal and approved to propose to the AGM to consider and approve the election of Mr. Kanchit Bunajinda as independent Director and Audit Committee member to replace Mrs. Ubol Chiramongkol, the independent Director and Audit Committee member, who retired by rotation for the 2016 AGM.

5. The Board agreed with the Nomination and Remuneration Committee's proposal and approved to propose to the AGM to consider and approve the determination of the remuneration of the Directors and the remuneration of the Audit Committee for the year 2016 as follows:

Annual fee and Meeting fee	2016	2015	2014
<u>Annual fee for Director (Baht/person/year)</u>			
- The Chairman	1,600,000	1,600,000	1,400,000
- Director	800,000	800,000	700,000
<u>Meeting fee for Director (Baht/person/time)</u>			
- The Chairman	35,000	35,000	35,000
- Director	30,000	30,000	30,000
<u>Annual fee for Audit Committee (Baht/person/year)</u>			
- The Chairman	460,000	600,000	500,000
- Director	380,000	500,000	400,000
<u>Meeting fee for Audit Committee (Baht/Person/Time)</u>			
- Chairman	35,000	-	-
- Director	30,000	-	-

6. The Board agreed with the Audit Committee's proposal and approved to propose to the AGM to consider and approve the appointment of:

- 1) Mr. Veerachai Ratanajaratkul CPA Registration No. 4323 and/or
- 2) Ms. Vipavan Pattavanvivek CPA Registration No. 4795 and/or
- 3) Ms. Marisa Tharathornbunpakul CPA Registration No. 5752

from KPMG Poomchai Audit Limited, any one of the aforementioned auditors, as the external auditor and provide opinion on the Company's and its subsidiaries' financial statements for the year 2016, and approve the 2016 auditor's fee for the Company and subsidiaries amounting to Baht 3,404,000 (Audit fee-The Company only: Baht 1,049,000). The Board also proposed that the AGM delegate authority to the Board for approving the audit fees of subsidiaries, associates, joint ventures, that may be established during 2016.

7. Approved to convene the 2016 Annual General Meeting of Shareholders No. 33/2016, by determine the names of the eligible shareholders for the 2016 AGM and dividend payment on March 29, 2016 (Record date) and the shareholders' names would be gathered in pursuant to Section 225 of the Securities and Exchange Act B.E. 2535 (amended) by the closing of the Share Register Book on March 30, 2016. The 2016 AGM will be held on Thursday April 28, 2016 at 15.00 hrs., at Bolloom, 3rd floor, the Grand FourWings Convention Hotel, 333 Srinakarin Road, Huamark, Bangkok, with the following agenda:

- Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders of the year 2015 held on April 29, 2015
- Agenda 2 To acknowledge the results of the Company's operation for fiscal year 2015
- Agenda 3 To consider and approve the Company's financial statements for the fiscal year ended December 31, 2015
- Agenda 4 To consider and approve the allocation of net profit to serve as a legal reserve and dividend payment for the operating results of 2015.
- Agenda 5 To consider and approve the election of the Directors to replace those who retire by rotation for the year 2016
- Agenda 6 To consider and approve the determination of the remuneration of the Directors and the remuneration of the Audit Committee for the year 2016
- Agenda 7 To consider and approve the appointment of the auditor of the Company and its subsidiaries and approve the auditor's remuneration for the fiscal year 2016
- Agenda 8 To consider other matters (if any)

The Company provided the minor shareholders with an opportunity to propose in advance agenda items for the 2016 annual shareholders' meeting and qualified candidates to be nominated for election to the Board of Directors between September 15, 2015 and December 31, 2015, as announced on the Company's website (www.kcethai.in.th) and on the SET's news and information system. However, no shareholders' proposals submitted in advance for the agenda items and candidates to be nominated for election to the Board of Directors.

The Company will disclose the details of the Annual General Meeting of Shareholders of the year 2016 and its agenda items prior to the meeting on the Company's website (www.kcethai.in.th).

Please be informed accordingly.

Yours sincerely,



(Mrs. Voraluksana Ongkosit)

Executive Vice Chairperson

