

Resolutions of the 2015 Annual General Meeting of Shareholders (No. 32/2015)
KCE Electronics Public Company Limited

April 29, 2015

Subject: Resolutions of the Annual General Meeting of Shareholders No. 32/2015
 To: President
 The Stock Exchange of Thailand

Pursuant to the 2015 Annual General Meeting of Shareholders No. 32/2015 (the “AGM”) held by KCE Electronics Public Company Limited (the “Company”) on April 29, 2015 at 15.00 to 17.05 hours at Srinakarin2, 9th floor, the Grand Fourwings Convention Hotel, 333 Srinakarin Road, Huamark, Bangkapi, Bangkok, the Company would like to inform its resolutions with details as follows:

1. Certified the minutes of the 2014 Annual General Meeting of Shareholders (No. 31/2014) held on April 29, 2014.

In this regard, the AGM approved this resolution with a majority vote of the total number of votes of all the shareholders attending the meeting and casting their votes as follows:

	Approved	Disapproved	Abstained	Total
Votes	434,103,177	-	-	434,103,177
Equivalent to	100	-	-	100

2. The AGM acknowledged the Company’s performance report of 2014 operational performance as detailed in the 2014 Annual Report (page 269-275), on the topic of the “Management Discussion and Analysis”.
3. Approved the Company’s financial statements and comprehensive income statement for the year ended December 31, 2014, which have been reviewed by the Audit Committee and the Board of Directors, and been audited by the auditors of KPMG Poomchai Audit Co., Ltd.

In this regard, the AGM approved this resolution with a majority vote of the total number of votes of all the shareholders attending the meeting and casting their votes as follows:

	Approved	Disapproved	Abstained	Total
Votes	433,026,227	-	1,117,200	434,143,427
Equivalent to	99.7426	-	0.2573	100

4. Approved the allocation of the net profit to serve as a legal reserve and the dividend payment for the year 2014 as follows:
- 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.
 - 2) the Company shall pay dividend in respect of the second half of the year 2014 to its shareholders at the rate of Baht 0.70 (Seventy Satang) per share. In this regard, the names of the shareholders who are entitled to dividend payment was recorded on Tuesday, March 24, 2015 (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 Wednesday, March 25, 2015, and the dividend shall be paid to the shareholders on Friday, May 15, 2015.

In this connection, the Company has paid the interim dividend in respect of the first half of the year 2014 ended June 30, 2014 to its shareholders at the rate of Baht 0.40 (Forty Satang) per share, and such dividend was paid to the shareholders on September 4, 2014.

In this regard, the AGM approved this resolution with a majority vote of the total number of votes of all the shareholders attending the meeting and casting their votes as follows:

	Approved	Disapproved	Abstained	Total
Votes	434,146,227	-	-	434,146,227
Equivalent to	100	-	-	100

5. Approved the election of the Directors to replace those who retired by rotation for the year 2015.

In this regard, the AGM approved this resolution with a majority vote of the total number of votes of all the shareholders attending the meeting and casting their votes. The election shall be voted individually as follows:

5.1 Mr. Bancha Ongkosit (Executive Director)

	Approved	Disapproved	Abstained	Total
Votes	431,487,461	2,658,766	-	434,146,227
Equivalent to	99.3875	0.6124	-	100

5.2 Lt. Gen. Suprija Mokkhavesa, Md (Non-Executive Director)

	Approved	Disapproved	Abstained	Total
Votes	429,418,727	4,697,400	30,100	434,146,227
Equivalent to	98.9110	1.0819	0.0069	100

5.3 Mr. Paitoon Taveebhol (Non-Executive Director)

	Approved	Disapproved	Abstained	Total
Votes	433,769,436	369,541	7,250	434,146,227
Equivalent to	99.9132	0.0851	0.0016	100

6. Approved the determination of the remuneration of the Directors and the remuneration of the Audit Committee for year 2015, with details as follows:

Remuneration and Meeting fee	2015
<u>Remuneration for Directors (Baht/person/year)</u>	
• Chairman	1,600,000
• Director	800,000
<u>Remuneration for Audit Committee (Baht/person/year)</u>	
• Chairman	600,000
• Director	500,000
<u>Meeting Allowance (Baht/person/time)</u>	
• Chairman	35,000
• Director	30,000

In this regard, the AGM approved this resolution with a vote of not less than two-thirds of the total number of votes of all the shareholders attending the meeting and eligible to cast their votes as follows:

	Approved	Disapproved	Abstained	Total
Votes	434,138,977	-	7,250	434,146,227
Equivalent to	99.9983	-	0.0016	100

7. Approved the appointment of the auditor of KPMG Poomchai Audit Co., Ltd. as following:
- 1) Mr. Veerachai Ratanajaratkul CPA (Thailand) No. 4323
 - 2) Ms. Vannaporn Jongperadechanon CPA (Thailand) No. 4098
 - 3) Ms. Vipavan Pattavanvivek CPA (Thailand) No. 4795

as the Company and Subsidiary’s auditor for the year 2015 by stipulating that any one of the aforementioned auditor to perform the audit and give an opinion on the financial statements, and approved the auditor’s remuneration for 2015 in respect of the Company and its subsidiaries in a total amount of Baht 3,284,500 (the remuneration in respect of the Company only equals Baht 1,018,500).

In this regard, the AGM approved this resolution with a majority vote of the total number of votes of all the shareholders attending the meeting and casting their votes as follows:

	Approved	Disapproved	Abstained	Total
Votes	432,507,361	723,641	915,225	434,146,227
Equivalent to	99.6225	0.1666	0.2108	100

Please be informed accordingly.



Yours sincerely,

A handwritten signature in blue ink, appearing to read 'V. Ongkosit'.

(Mrs. Voraluksana Ongkosit)
Executive Vice Chairperson