

Thai Solar Energy Public Company Limited บริษัท ไทย โชล่าร์ เอ็นเนอร์ยี่ จำกัด (มหาชน)

3199 Maleenont Tower 16th Floor, Rama IV Road, Klongtan, Klongtoey, Bangkok 10110, Thailand 3199 อาคารมาลีนนท์ทาวเวอร์ ชั้น 16 ถนนพระราม 4 แขวงคลองตัน เขตคลองเตย กรุงเทพมหานคร 10110 Tel.: (66-2) 661-2701 Fax.: (66-2) 661-2705

TSE (PCL) 001/06-2017

June 14, 2017

Subject : Resolutions of the Extraordinary General Meeting of Shareholders No.1/2017

To : The President

The Stock Exchange of Thailand

Thai Solar Energy Public Company Limited (the "**Company**") would like to inform the resolutions of the Extraordinary General Meeting of Shareholders No.1/2017, which is held on 14 June 2017, 14.00 PM at Meeting Room 8th floor, Maleenont Tower (Tower MII), 3199 Maleenont Tower, Rama IV Road, Klongtan, Klongtoey, Bangkok 10110.

At the time of the commencement of the meeting, there were 207 shareholders attending in person and by proxy, representing a total 1,316,706,053 shares or 72.5457 percent of the total issued shares of the Company. Subsequently, there were additional 27 shareholders attending in person and by proxy during the meeting, representing 1,244,632 shares in total. Consequently, there were a total of 234 shareholders attending in person and by proxy, representing a total 1,317,950,685 shares or 72.6144 percent of the total issued shares of the Company, therefore, the quorum was constituted. Details of the resolutions are as follows:

1. To certify the minutes of the Annual General Meeting for the year 2017, held on 19 April 2017.

The resolution was passed by a majority vote of the shareholders and proxy holders who attended the meeting and cast their votes as follows:

 Approved
 1,317,415,355
 Votes or
 100%

 Disapproved
 0 Votes or
 0.0000%

 Abstained
 0 Votes or
 0.0000%

 Voided Ballot
 0 Votes or
 0.0000%

2. To consider and approve the capital increase of up to Baht 544,500,000, from the existing registered capital of Baht 1,815,000,000 to the new registered capital of Baht 2,359,500,000, by issuing 544,500,000 newly issued ordinary shares with a par value of Baht 1 per share to reserve for the general mandate and to authorize the board of directors to determine details and conditions of the issue and offer of newly issued ordinary shares, including authority to sign any related documents and agreements, perform any action necessary and appropriate for the issue and offer of newly issued ordinary shares, and register the newly-issued ordinary shares as listed securities with the Stock Exchange of Thailand.

The resolution was passed by an affirmative vote of not less than three-fourths of the shareholders and proxy holders who attended the meeting and cast their votes as follows:

 Approved
 1,314,442,485
 Votes or
 99.7363%

 Disapproved
 3,475,200
 Votes or
 0.2637%

 Abstained
 0 Votes or
 0.0000%

 Voided Ballot
 0 Votes or
 0.0000%



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3. To consider and approve the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the capital increase under the general mandate and the details of new registered capital are as follows:

"Clause 4. Registered Capital of Baht 2,359,500,000

(Two Thousand Three Hundred Fifty-Nine Million and

Five Hundred Thousand Baht)

Par value of Baht 1 (One Baht)

Divided into:

Ordinary shares of 2,359,500,000 shares (Two

Thousand Three Hundred Fifty-Nine Million and Five

Hundred Thousand Shares) Preferred shares "-None-"

The resolution was passed by an affirmative vote of not less than three-fourths of the shareholders and proxy holders who attended the meeting and cast their votes as follows:

 Approved
 1,317,917,585
 Votes or
 100%

 Disapproved
 100
 Votes or
 0.0000%

 Abstained
 0
 Votes or
 0.0000%

 Voided Ballot
 0
 Votes or
 0.0000%

4. To consider and approve the allocation of newly issued shares up to 544,500,000 shares with a par value of Baht 1 per share under the general mandate dividing into (1) Allotment of newly issued ordinary shares in the number of not exceeding 363,000,000 shares (20% of the Company's paid-up capital on the date that the Board of Directors resolves to increase capital under a general mandate) to the existing shareholders and (2) Allotment of newly issued ordinary shares in the number of not exceeding 181,500,000 shares (10% of the Company's paid-up capital on the date that the Board of Directors resolves to increase capital under a general mandate) to specific persons.

However, the price that offered to specific persons is not a lower price as specified in the Notification of Capital Market Supervisory Board No. TorJor. 72/2558 re: Approval for listed companies to offer new shares to specific investors (the "Notification of Capital Market Supervisory Board No. TorJor. 72/2558"). The Company calculation of the price for offering of newly-issued shares is the weighted average of the Company's share price trading on the Stock Exchange of Thailand for not less than 7 consecutive business days but not exceeding 15 consecutive business days before the first day of offering for sale to investors, whereby the weighted average price shall be the average trading share price of each day and the price determination date shall not occur before three business days before the first day of offering the shares by the Company to investors. The offer and allotment of newly issued shares shall be in accordance with regulations of the Securities and Exchange Commission.

The Board of Directors is authorized to consider and determine whether share allocation shall be made once or several times and whether shares shall be offered to any group before others or offered to all groups together at the same time, and to determine offer price, offer period, and other details and conditions relating to the allotment of newly issued shares.

The Company shall completely allocate the newly issued shares either by the date of the next annual general meeting or by the date required by law to hold the next annual general meeting, whichever occurs earlier.



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The resolution was passed by a majority vote of the shareholders and proxy holders who attended the meeting and cast their votes as follows:

Approved 1,317,950,585 Votes or 100% Disapproved 100 Votes or 0.0000% **Abstained** 0 Votes or 0.0000% Voided Ballot 0 Votes or 0.0000%

Please be informed accordingly,

Yours faithfully,

- signed -

(Mr.Somphop Prompanapitak) **Chief Operating Officer**