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TSE(PCL) 018/04-2015

April 29, 2015

Subject : Resolutions of the Annual General Meeting of Shareholders for 2015

To : The President  
The Stock Exchange of Thailand

Thai Solar Energy Public Company Limited (the "**Company**") would like to inform the resolutions of the Annual General Meeting of Shareholders for 2015, which is held on 29 April 2015, 10.00 AM at Makawan Room, Zone C, Army Club, no. 195 Vipahavadi-rangsit Road, Samsen Nai Sub-district, Phayathai District, Bangkok 10400

At the time of the commencement of the 2015 AGM, there were 122 shareholders attending in person and by proxy, representing a total 1,205,160,100 shares or 66.40 percent of the total issued shares of the Company. Subsequently, there were additional 54 shareholders attending in person and by proxy during the Meeting, representing 4,547,803 shares in total. Consequently, there were a total of 176 shareholders attending in person and by proxy, representing a total 1,209,707,903 shares or 66.65 percent of the total issued shares of the Company. Details of the resolutions are as follows:

1. Adopt the minutes of the Annual General Meeting for the year 2014, held on 30 April 2014.

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

Approved	1,206,670,500	Votes or 99.9996%
Disapproved	---	
Abstained	5,000	Votes or 0.0004%

2. Acknowledge the report on the Company's performance for the year 2014.

The Meeting duly acknowledged the report on the Company's performance for the year 2014 as presented.

3. Approve the Company's financial statements for the year ending 31 December 2014.

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

Approved	1,209,419,403	Votes or 99.9963%
Disapproved	5,000	Votes or 0.0004%
Abstained	40,000	Votes or 0.0033%

4. Approve the non-allocation of profit into the legal reserve and the non-dividend payment for the year 2014 given that the Company only financial statement for the year ending 31 December 2014 stating that the Company had no operating profit and still had an accumulated loss of 538.55 million baht.

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

Approved	1,209,324,203	Votes or 99.9875%
Disapproved	16,200	Votes or 0.0013%
Abstained	135,000	Votes or 0.0112%

5. Approve the compensation of the accumulated loss of 538,543,049 Baht from the share premium of 1,266,097,322 Baht, and upon the compensation, the Company will have no accumulated loss with the remaining share premium to be 727,554,273 Baht.

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

Approved 1,209,464,203 Votes or 99.9991%  
 Disapproved 8,000 Votes or 0.0007%  
 Abstained 3,200 Votes or 0.0003%

6. Approve the reappointment of (1) Mr. Vic Kichodhan (2) Mr. Pala Sookawesh (3) Mrs. Siripen Sitasuwan and (4) Mr. Prasan Chuaphanich to be the directors for another period.

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

Name	Approved	Disapproved	Abstained
Mr. Vic Kichodhan	1,205,998,533 Votes or 99.9958%	5,000 Votes or 0.0004%	45,200 Votes or 0.0037%
Mr. Pala Sookawesh	1,208,820,303 Votes or 99.9457%	611,400 or 0.0506%	45,200 or 0.0037%
Mrs. Siripen Sitasuwan	1,209,426,703 Votes or 99.9958%	5,000 Votes or 0.0004%	45,200 or 0.0037%
Mr. Prasan Chuaphanich	1,209,426,703 Votes or 99.9958%	8,200 or 0.0007%	42,000 or 0.0035%

7. Approve the remuneration of the Board of Directors and other sub-committees for the year 2015 of up to 6,000,000 Baht in form of the monthly fee and meeting allowance as follows:

	Compensation	
	Monthly	Meeting allowance (per time)
<u>The Board of Directors</u>		
- Chairman	35,000	35,000
- Vice Chairman	30,000	25,000
- Director	20,000	20,000
<u>The Audit Committee</u>		
- Chairman	25,000	35,000
- Director	20,000	20,000
<u>The Nomination and Remuneration Committee</u>		
- Chairman	-	30,000
- Director	-	15,000

The resolution was passed by not less than two-thirds of the shareholders and proxy holders who attended the meeting and cast their votes. The details are as follows:

Approved 1,200,548,413 Votes or 99.9937%  
 Disapproved 8,200 Votes or 0.0007%  
 Abstained 67,100 Votes or 0.0056%

8. Approve the appointment of PricewaterhouseCoopers ABAS Ltd. as the auditor for the accounting period of year 2015.

	<u>Name of Auditor</u>	<u>CPA Registration No.</u>
1.	Mr.Kajornkiet Aroonpirodkul	3445
2.	Mrs.Nattaporn Phan-Udom	3430
3.	Mr.Pisit Thangtanagul	4095

any one of them being authorized to conduct the audit and express an opinion on the financial statements of the Company. In the absence of the above named auditors, PricewaterhouseCoopers ABAS Ltd. is authorized to identify one other Certified Public Accountant within PricewaterhouseCoopers ABAS Ltd. to carry out the work. This appointment is the 1<sup>st</sup> accounting year for this auditor. The auditor also has no conflict of interest with the Company or the management or the major shareholders and does not hold any shares in the Company.

The auditor's remuneration for the year 2015 is 820,000 Baht for TSE and a total of 2,900,000 Baht for TSE and 14 of its subsidiaries.

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

Approved	1,209,702,703	Votes or 99.9996%
Disapproved	---	
Abstained	5,200	Votes or 0.0004%

9. Approve the issuance of debenture in the amount of up to 3,000 million Baht for operation funding, business expansion and refinancing by authorizing the Board of Directors and/or any authorized person designated by the Board of Directors to determine or revise terms and conditions in connection with the issuance and offering of debenture in all kinds/types including to have the power to act as necessary relating to such issuance and offering of debenture in order to complete the transactions and comply with applicable laws.

#### Details of debenture

Type	:	All types and all kinds of debentures which can be subordinated or unsubordinated, characterized as an amortization or bullet payment, secured or unsecured debentures, with or without debenture holders' representative, subject to the prevailing market conditions at the time of issuance and offering of the debentures.
Total value	:	Not exceeding Baht 3 billion or in an equivalent amount in another currency.
Offering	:	To offer for one time or several times, though a public offering and/or private placement and/or offer to the local institutional investors and/or major investors either in whole or in part at the same time or at a different time
Interest Rate	:	Depending on the market condition at the time of the issuance and offering of the debenture.
Maturity	:	For short term debentures : not exceeding 270 days. For long term debentures : not exceeding 10 years.
Issuance Period	:	Within 1 year from the approval date
Call Redemption	:	Depend on the terms and conditions of each issuance of debentures.
Final conditions and Other details	:	Final restrictions and conditions of each issuance and other details of the Debentures such as the type of Debentures to be issued each time, par value, offered price per unit, interest rate, appointment of debenture holders' representative, allocation method, details of the offering, early redemption, registration on the secondary markets (if any), shall be determined and fixed by authorizing the Board of Directors and/or any authorized person designated by the Board of Directors to determine or amend the terms and conditions relating to the issuance and offering of the Debentures including to have the power to do any acts and things necessary for and in relation to carrying out the issuance and offering of the Debentures in compliance with the applicable law, as well as to have the power to appoint the underwriter,

to enter into and execute the Underwriting Agreement, or Placement Agreement and/or other relevant agreements, to prepare and submit the application and other documents to the Office of the Securities and Exchange Commission, other relevant government authorities, and/or other relevant person(s) etc.

The resolution was passed by not less than third-fourth of the shareholders and proxy holders who attended the meeting and cast their votes. The details are as follows:

Approved	1,199,672,803	Votes or	99.1705%
Disapproved	10,005,000	Votes or	0.8271%
Abstained	30,100	Votes or	0.0025%

Please be informed accordingly,

Yours faithfully,

- *signed* -

(Mr.Tee Seeumpornroj)

Chief Financial Officer