



บริษัท เอไอ เอนเนอร์จี จำกัด (มหาชน)

AI Energy Public Company Limited.

Ref. AIE 027/2019

February 26, 2019

Subject Resolution of the Board of Directors Meeting No. 1/2019, omission of dividend payment, decrease registered capital, and amend Memorandum of Association clause 3: objective of the Company and clause 4; registered capital, and to fix Annual General Meeting of shareholders 2019.

Attention The President of Stock Exchange of Thailand

AI Energy Public Company Limited (AIE) would like to inform that the Board of Directors Meeting No. 1/2019 held on February 26, 2019 at Asian Insulators Public Company Limited No. 254 Seri Thai Road, Kannayao, Bangkok, passed the following resolutions:

1. To approve the Company's Financial Statements, Balance Sheet and Statement of Income for the year 2018 ended December 31st, 2018.
2. To approve the omission of legal reserved based on the Company's operations for year 2018 since there was a net loss for the year 2018 and the omission of dividend payment based on retained earnings (deficits) for year 2018.
3. To appoint new directors to succeed those completing their terms in 2019.
4. To approval of determine the Directors' Remuneration for year 2019 for amount of 3,000,000 Baht and to propose to the annual general meeting of shareholders 2019 to approve.
5. Approved the appointment of Auditors and Remuneration for year 2019. The appointment of
 1. Mr. Vichai Ruchitanont Certified Public Accountant No. 4054, or
 2. Mr. Atipong Atipongsakul Certified Public Accountant No. 3500, or
 3. Mr. Sathien Vongsnan Certified Public Accountant No. 3495, or
 4. Miss Kultida Pasurakul Certified Public Accountant No. 5946, or
 5. Mr. Yuttapong Chuamuangpan Certified Public Accountant No. 9445.

On the behalf of ANS Audit Company Limited to perform their duties in 2019. The above auditors are qualifying the Public Company Limited Act and Securities and Exchange Commission's requirements. To approve remuneration of Audit Fee not over 3,140,000 baht and



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Non-Audit Fee not over 250,000 Baht for year 2019. To propose to the annual general meeting of shareholders 2019 to approve.

6. The Board's resolution to call the Annual General Meeting of shareholders for year 2019 on April 26, 2019 at 10.00 hours. The Annual General Meeting to be held at Grand Mercure Bangkok Fortune Hotel, Grand Ballroom 3th floor, 1 Ratchadapisek Road, Dindaeng, Bangkok 10400. The Company fixes the record date which shareholders have the right to attend the meeting on March 14, 2019. The agendas for the meeting will be;

Agenda No. 1 To certify the minutes of the Extraordinary General Meeting of shareholders No. 1/2018

Opinion of Board of Directors: the minutes of the Extraordinary General Meeting of shareholders No. 1/2018 should be certified.

Agenda No. 2 Acknowledgement of 2018 Annual Performance report

Opinion of Board of Directors: The 2018 Annual Performance Report should be acknowledged.

Agenda No. 3 To approve the Company and Consolidates Financial Statements, Balance Sheet and Statement of Income for the year ended December 31st, 2018.

Opinion of Board of Directors: The Company and Consolidates Financial Statement, Balance Sheet and Statement of Income for the year ended December 31st, 2018 should be approved, which reviewed by Audit Committee, the Board of Director, and certified by ANS Audit Company Limited

Agenda No. 4 To approve the omission of legal reserved based on the Company's operations for year 2018 and the omission of Dividend Payment of 2018.

Opinion of Board of Directors: To omission the legal reserved of 2018 and the omission of 2018 Dividend Payment since there was a net loss and retained earnings (deficits) for the year 2018 should be approved.

Agenda No. 5 To Approve the Election of Directors in place of those whose terms are to be expired in 2019.



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Opinion of Board of Directors: The appointment of Mr.Sampan Hunpayon and Mr.Choti Sontiwattananont to the Company's Board of Directors should be approved.

Agenda No. 6 To approve Directors' Remuneration for year 2019.

Opinion of Board of Directors: Directors Remuneration 2019 for amount of 3,000,000 Baht should be approved with the following conditions;

- Directors that also hold position as Executive Directors Committee which consist of 3 directors;

1. Mr.Narong Thareratanavibool
2. Mr.Thanit Thareratanavibool
3. Miss Pimwan Thareratanavibool

will not receive monthly remuneration and meeting allowance for the year 2019, but other director and independent directors still receive monthly remuneration and meeting allowance for the year 2019 as following;

- | | |
|------------------------------|--|
| 1. Mr.Damrong Joongwong | Director |
| 2. Mr.Kaweepong Hirankasi | Independent Director / Chairman of Audit Committee |
| 3. Mr.Sampan Hunpayon | Independent Director / Audit Committee |
| 4. Mr.Choti Sontiwattananont | Independent Director / Audit Committee |

Agenda No. 7 To approve the appointment of Auditors and Remuneration for year 2019.

Opinion of Board of Directors: The appointment of

1. Mr. Vichai Ruchitanont Certified Public Accountant No. 4054, or
2. Mr. Atipong Atipongsakul Certified Public Accountant No. 3500, or
3. Mr. Sathien Vongsnan Certified Public Accountant No. 3495, or
4. Miss Kultida Pasurakul Certified Public Accountant No. 5946, or
5. Mr. Yuttapong Chuamuangpan Certified Public Accountant No. 9445.

On the behalf of ANS Audit Company Limited to perform their duties in 2019. The above auditors are qualifying the Public Company Limited Act and Securities and Exchange Commission's requirements. To approve



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remuneration of Audit Fee not over 3,140,000 baht and Non-Audit Fee not over 250,000 Baht for year 2019, and subject to the approval of shareholders at the Annual General Meeting of shareholders' year 2019 should be approved.

Agenda No. 8 To approve the amendment of the Company's Memorandum of Association clause 3: objective of the Company.

Opinion of Board of Directors: The Board appropriate to propose the shareholders to approve the amendment of the Company's Memorandum of Association clause 3: objective of the Company 1 clauses from 28 objectives to 29 objectives; To engage in the business trading of Biodiesel in order to comply with the announcement of Ministry of Energy, Department of Energy Business, Bureau of Fuel Quality, and the Public Guide.

Agenda No. 9 To approve to decrease registered capital of the unexercised AIE-W1.

Opinion of Board of Directors: The Board appropriate to propose the shareholders to approve to decrease the Company's registered capital by 47,927,018 Baht that were unexercised AIE-W1, which decreased the Company's ordinary shares by 191,708,072 shares at par value of 0.25 Baht.

Agenda No. 10 To approve the amendment of the Company's Memorandum of Association clause 4: Registered Capital.

Opinion of Board of Directors: The Board deemed appropriate to propose the shareholders to approve the amendment of the Company's Memorandum of Association clause 4: Registered Capital in order to consistent with the decreased in the Company's registered capital as followed.

4.	Registered Capital	:	1,308,072,982	Baht
	Consist of	:	5,232,291,928	Shares
	Par Value	:	0.25	Baht
				Divided into



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Ordinary Shares	:	5,232,291,928	Shares
Preferred Shares	:	-	Shares

Agenda No. 11 To consider other matters (if any).

Please be informed accordingly.

Yours faithfully,
AI Energy Public Company Limited.

Miss Pimwan Tharertanavibool
Managing Director

Corporate Secretary Tel. 0-3487-7486-8 Ext. 500

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