

April 25, 2014

Subject: Resolutions of the Annual General Meeting of Shareholders No. 45 held on 25th April 2014

**To: The President
The Stock Exchange of Thailand**

Univanich Palm Oil Public Co., Ltd. held Annual General Meeting of Shareholders No. 45 on 25th April 2014 at 9.00 hours, at Pinnacle 1 - 3, 4th Floor, Intercontinental Hotel, 973 Ploenchit Road, Patumwan, Bangkok.

Upon commencement of the meeting 105 shareholders attended the meeting with 646,493,454 shares in aggregate which is equal to 68.78% of total shares.

The meeting resolved as follows:-

1. To approve the minutes of the Annual General Meeting of Shareholders No. 44 held on 30th April 2013, by majority votes as follows:

• Approved	646,493,454	votes	or equal to 100.00%
• Disapproved	0	votes	or equal to 0.00%
• Abstained	0	votes	or equal to 0.00%

2. To approve the Annual Report of the Board of Directors for the financial year 2013, by majority votes as follows:

• Approved	667,353,719	votes	or equal to 100.00%
• Disapproved	0	votes	or equal to 0.00%
• Abstained	0	votes	or equal to 0.00%

Remark : In this agenda, there were additional 33 shareholders attended the meeting with 20,860,265 shares.

3. To approve the audited Balance Sheet and the Statements of Profit and Loss for the year ending 31st December 2013, by majority votes as follows:

• Approved	667,353,719	votes	or equal to 100.00%
• Disapproved	0	votes	or equal to 0.00%
• Abstained	0	votes	or equal to 0.00%

4. To pay a final dividend of Baht 0.35 per share to 940,000,000 ordinary shares held at the record date on 17th March 2014 and closing date of the share register on 18th March 2014. Payment is proposed to be made by 23rd May 2014. Combined with the interim dividend of Baht 0.20 per share paid in September 2013, the total dividend payments of 2013 will be Baht 0.55 per share, totalling Baht 517,000,000.00.

The above dividend comprises tax exempt income from BOI promoted activities plus non-tax exempt income, as follows :

- Income derived from tax exempt BOI promoted activities Bt 47,000,000.00 (Bt 0.05/share)
- Income from non-tax exempt activities Bt 282,000,000.00 (Bt 0.30 /share)

This second non tax-exempt portion of the dividend is paid from retained earnings liable to 30% corporate income tax whereby individual shareholders shall be entitled to a dividend tax credit 30/70.

The meeting has passed the above resolution by majority votes as follows:

- Approved 667,353,719 votes or equal to 100.00%
- Disapproved 0 votes or equal to 0.00%
- Abstained 0 votes or equal to 0.00%

5. To approve the re-election of Mr. Apirag Vanich, Mr. John Harvey Clendon, Dr. Prote Sosothikul and M.R. Chatu Mongol Sonakul as directors of the company, by majority votes as follows:

(1) Mr. Apirag Vanich

- Approved 491,443,299 votes or equal to 73.64%
- Disapproved 0 votes or equal to 0.00%
- Abstained 175,910,420 votes or equal to 26.36%

(2) Mr. John Harvey Clendon

- Approved 657,406,719 votes or equal to 98.51%
- Disapproved 0 votes or equal to 0.00%
- Abstained 9,947,000 votes or equal to 1.49%

(3) Dr. Prote Sosothikul

- Approved 645,928,719 votes or equal to 96.79%
- Disapproved 4,305,000 votes or equal to 0.64%
- Abstained 17,120,000 votes or equal to 2.57%

(4) M.R. Chatu Mongol Sonakul

- Approved 645,928,719 votes or equal to 96.79%
- Disapproved 21,425,000 votes or equal to 3.21%
- Abstained 0 votes or equal to 0.00%

6. To approve the remuneration of the Board of Directors will remain unchanged from the previous year as follows:-

- Directors' Fee Baht 406,000.00 p.a.
- Chairman's Fee Baht 609,000.00 p.a.
- Chairman's Expenses Baht 2,196,150.00 p.a.

Audit Committee Meeting Allowance:

- Chairman of Audit Committee Baht 37,500.00 per meeting
- Audit Committee members Baht 30,000.00 per meeting

The meeting has passed the above resolution by majority votes as follows:

- Approved 667,353,719 votes or equal to 100.00%
- Disapproved 0 votes or equal to 0.00%
- Abstained 0 votes or equal to 0.00%

7. To appoint Mr. Chaisiri Ruangritchai, Certified Public Accountant (Thailand) No. 4526 or Mr. Vichien Khingmontri, Certified Public Accountant (Thailand) No. 3977 or Mr. Prasit Yuengsrikul, Certified Public Accountant (Thailand) No. 4174 of PricewaterhouseCoopers ABAS Limited as the Company's auditors for 2014 financial year, being authorized to conduct the audit and express an opinion on the annual financial statements of the company. In the absence of the above-named auditors, PricewaterhouseCoopers ABAS Limited is required to identify one other Certified Public Accountant with Pricewaterhouse Coopers ABAS Limited to carry out the work. The Auditors remuneration of Baht 1,308,000.00 and audit for profit per BOI Certificate Baht 42,000 were approved.

The meeting has passed the above resolution by majority votes as follows:

- Approved 667,353,719 votes or equal to 100.00%
- Disapproved 0 votes or equal to 0.00%
- Abstained 0 votes or equal to 0.00%

Please be informed accordingly.

Yours faithfully,

(John Clendon)
Managing Director