

Ref: GL 25/2012

12 September, 2012

Subject : Resolution of EGM No. 1/2012

To: The President
The Stock Exchange of Thailand

With reference to the Extraordinary General Meeting of Shareholders No. 1/2012 of Group Lease Public Company Limited which was held on 12 September, 2012 during 9.30-10.30 hrs. at the Boardroom, 4th fl., The Miracle Grand Convention Hotel, No. 99, Vibhavadi-Rungsit Rd., Laksi, Donmuang, Bangkok 10210, the Company would like to report on the shareholders' resolution specifying the amount of votes together with its percentage of the total votes of the shareholders who attended the meeting and exercised their votes as follows:

Agenda 1 Approved to certify the Minutes of the Annual General Meeting of shareholders FY 2012 held on 27 April, 2012 with the following votes :

Approved	43,892,262 votes	equivalent to 99.98%
Disapproved	0 votes	equivalent to 0.00%
Abstained	8,400 votes	equivalent to 0.02%

Remark : In this agenda, there were 2 shareholders with 16,500 more shares coming in so that the total attended shares were 43,900,662 shares.

Agenda 2 Approved the issuance of warrant to purchase ordinary share of the Company No. 6 (GL-W2) to the existing shareholders according to the share holding ratio total 22,990,927 units details as follows:

Type	:	warrant entitled to purchase ordinary share of Group Lease Public Company Limited
Offing / Allocation	:	offered to the existing shareholders of the Company at the ratio of 3 existing ordinary shares to 1 warrant
Amount	:	22,990,927 units
Offering price	:	0.10 Baht
Terms of warrant	:	2 years from the issuing date
Exercise ratio	:	1 unit of warrant per 1 new ordinary share
Exercise price	:	35.00 Baht
Exercise period	:	the last business day of every quarter until expiry date of the warrant
Offering period	:	within 1 year after the approval from the shareholders
Listing	:	The warrants will be listed in the Stock Exchange of Thailand

The record date to determine the shareholders' right to subscribe the Right Offering Warrants is on 20 September, 2012 and the list of shareholders is to be gathered according to Section 225 of the Securities & Exchange Act by closing the shareholders' registration book on 21 September, 2012.

This agenda was approved with the following votes :

Approved	43,859,962 votes	equivalent to 99.91%
Disapproved	0 votes	equivalent to 0.00%
Abstained	40,700 votes	equivalent to 0.09%

Agenda 3 Approved the decreasing of the Company's registered capital by 1,462,000 Baht (292,400 shares) to be in relation to the paid-up capital after reserving for the exercising of the warrants which have not yet expired and for the capital increasing by General Mandate so that the new registered capital will be decreased from 456,900,000 Baht (91,380,000 shares) to 455,438,000 Baht (91,087,600 shares).

This agenda was approved with the following votes :

Approved	43,902,662 votes	equivalent to 100.00%
Disapproved	0 votes	equivalent to 0.00%
Abstained	0 votes	equivalent to 0.00%

Remark : In this agenda, there were 2 shareholders with 2,000 more shares coming in so that the total attended shares were 43,902,662 shares.

Agenda 4 Approved the amendment of the Company's Memorandum of Association No. 4 to be in relation to the decreasing of registered capital as follows:

"No. 4 Registered capital : 455,438,000 Baht (Four hundred fifty-five million four hundred thirty-eight thousand Baht only)
Divided into : 91,087,600 Shares (Ninety-one million eighty-seven thousand six hundred shares)
Par value of : 5 Baht (Five Baht only)

Divided into :

Ordinary shares : 91,087,600 Shares (Ninety-one million eighty-seven thousand six hundred shares)
Preferred shares : -0- Share (none)"

This agenda was approved with the following votes :

Approved	43,902,662 votes	equivalent to 100.00%
Disapproved	0 votes	equivalent to 0.00%
Abstained	0 votes	equivalent to 0.00%

Agenda 5 Approved the increasing of the Company's registered capital for 22,990,927 shares by issuing new ordinary shares of 22,990,927 shares at 5 Baht par value or the total increase of 114,954,635 Baht in order to reserve for the exercising of warrants No. 6 (GL-W2). Therefore, the Company's registered capital will be increased from 455,438,000 Baht (91,087,600 Shares) to the new registered capital of 570,392,635 Baht (114,078,527 Shares).

This agenda was approved with the following votes :

Approved	43,899,362 votes	equivalent to 99.99%
Disapproved	0 votes	equivalent to 0.00%
Abstained	3,300 votes	equivalent to 0.08%

Agenda 6 Approved the amendment of the Company's Memorandum of Association No. 4 to be in relation to the increasing of registered capital as follows:

"No. 4 Registered capital : 570,392,635 Baht (Five hundred seventy million three hundred ninety-two thousand six hundred thirty-five Baht only)
Divided into : 114,078,527 Shares (One hundred fourteen million seventy-eight thousand five hundred twenty-seven shares)
Par value of : 5 Baht (Five Baht only)

Divided into :

Ordinary shares : 114,078,527 Shares (One hundred fourteen million seventy-eight thousand five hundred twenty-seven shares)

Preferred shares : -0- Share (none)"

This agenda was approved with the following votes :

Approved	43,902,662 votes	equivalent to 100.00%
Disapproved	0 votes	equivalent to 0.00%
Abstained	0 votes	equivalent to 0.00%

Please be informed accordingly.

Yours sincerely,

(Mr. Deepong Sahachartsiri)
Director