

Ref: GL29/2013

8 November, 2013

Subject : Resolution of EGM No. 1/2013

To: The President
The Stock Exchange of Thailand

With reference to the Extraordinary General Meeting of Shareholders No. 1/2013 of Group Lease Public Company Limited which was held on 8 November, 2013 during 10.20-12.45 hrs. at the Magic 2 Room, 2nd 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 The Company Secretary informed that the invitation notice of this meeting was sent to the shareholders in compliance with Thai law and regulations.

Agenda 2 The Company Secretary announced the quorum that there were 72 shareholders attended in person with the amount of 143,373,597 shares or equals to 13.99% of total issued shares and 81 attended by proxies with the amount of 532,602,530 shares or equals to 51.98% of total issued shares or a total of 153 persons totaling 675,976,127 shares, equal to 65.97% which exceeded one-third of the Company's total paid up capital of 1,024,706,958 shares and the quorum was constituted according to the Company's Articles of Association No. 33.

Agenda 3 Approved to certify the Minutes of the Annual General Meeting of shareholders FY 2013 held on 26 April, 2013 with the following votes :

Approved	679,061,103 votes	equivalent to 100.00%
Disapproved	0 votes	equivalent to 0.00%
Abstained	1,024 votes	equivalent to 0.00%

Remark : In this agenda, there were 3 shareholders with 3,086,000 more shares coming in so that the total attended shares were 679,062,127 shares.

Agenda 4 Acknowledged the Interim Dividend Payment from 1 January – 30 June, 2013 operating result to the Company's shareholders at 0.11 Baht per share or the total amount of 112,402,983.22 Baht or 67.73% of the net profit. The record date to determine shareholders name for the right to receive dividend payment is on 16 September, 2013 and according to Clause 225 of The Security and Exchange Act, the list of shareholders is to be gathered by closing the shareholders' registration book on 17 September, 2013. Dividend was paid to the shareholders on 25 September, 2013.

Agenda 5 Approved the issuance of debentures at the combined total amount not exceeding Baht 2 Billion and also approved to empower the authorized directors acting on behalf of the Company and/or the person(s) authorized by authorized director(s) to consider and determine the various details relating to the issuance and offering of debentures, including the

applications for the approval from the agencies concerned, appointment of advisor or the person concerning the issuance and offering of the debentures, negotiation, agreement and entering into the documents and agreement concerned as well as doing any acts as necessary in relation to the issuance and offering of the Company's Debentures with the following votes :

Approved	679,061,103 votes	equivalent to 100.00%
Disapproved	0 votes	equivalent to 0.00%
Abstained	1,024 votes	equivalent to 0.00%

Agenda 6 Approved the issuance of warrant to purchase ordinary share of the Company No. 7(GL-W3) allocated to the existing shareholders on the following details:

Type	: warrant entitled to purchase ordinary share of Group Lease Public Company Limited
Offing / Allocation	: allocated to the existing shareholders of the Company at the ratio of 3 existing ordinary shares to 1 warrant
Amount	: 341,568,986 units
Offering price	: -0- Baht
Terms of warrant	: not exceeding 2 years from the issuing date
Exercise ratio	: 1 unit of warrant per 1 new ordinary share
Exercise price	: 10.00 Baht
Exercise period	: the last business day of every month 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 for the Right Offering Warrants is on 20 November, 2013 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 November, 2013 with the following votes :

Approved	679,037,350 votes	equivalent to 100.00%
Disapproved	1,024 votes	equivalent to 0.00%
Abstained	23,753 votes	equivalent to 0.00%

Agenda 7 Approved the cancellation of the increasing of capital for the purpose of General Mandate and the allocation of the increased ordinary shares in an amount of 104,298,310 Baht (20,859,662 ordinary shares) which the shareholders at AGM 2013 held on 26 April, 2013 had approved, as it is expected that there might not be any increasing of capital by General Mandate method until the Annual General Meeting of Shareholders of the year 2014 which is the expiry date of such capital increasing with the following votes :

Approved	679,061,103 votes	equivalent to 100.00%
Disapproved	1,024 votes	equivalent to 0.00%
Abstained	0 votes	equivalent to 0.00%

Agenda 8 Approved the decreasing of Company's registered capital by 124,858,357 Baht (249,716,714 shares) to be equal to the paid-up capital after

reserving 37,788,164 Baht for the future exercising of the existing Warrants which are not expired with the following votes :

Approved	679,062,127 votes	equivalent to 100.00%
Disapproved	0 votes	equivalent to 0.00%
Abstained	0 votes	equivalent to 0.00%

Agenda 9 Approved the amendment of the Company's Memorandum of Association No. 4 reflect the decreasing of registered capital as follows:

"No. 4 Registered capital :	550,141,643	Baht
Divided into :	1,100,283,286	Shares
Par value of :	0.50	Baht

Divided into :

Ordinary shares :	1,100,283,286	Shares
Preferred shares :	-0-	Share"

with the following votes :

Approved	679,062,127 votes	equivalent to 100.00%
Disapproved	0 votes	equivalent to 0.00%
Abstained	0 votes	equivalent to 0.00%

Agenda 10 Approved the increasing of the Company's registered capital for 170,784,493 Baht (341,568,986 ordinary shares) at 0.50 Baht par value as shares reserved for the exercising of Warrant No. 7 (GL-W3) with the following votes :

Approved	679,062,127 votes	equivalent to 100.00%
Disapproved	0 votes	equivalent to 0.00%
Abstained	0 votes	equivalent to 0.00%

Agenda 11 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 :	720,926,136	Baht
Divided into :	1,441,852,272	Shares
Par value of :	0.50	Baht

Divided into :

Ordinary shares :	1,441,852,272	Shares
Preferred shares :	-0-	Share"

with the following votes :

Approved	679,062,127 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