

Ref: GL11/2019

23 April, 2019

Subject : Resolution of AGM 2019
To: The President
The Stock Exchange of Thailand

With reference to the Annual General Meeting of Shareholders 2019 of Group Lease Public Company Limited which was held on 23 April, 2019 during 10.00- 12.15 hrs. at The Miracle Grand Convention Hotel, Magic 2 Rm., 2nd fl., No. 99, Kamphang Phet 6 Rd., Lak si, Don Muang, 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 To certify the Minutes of the Annual General Meeting of shareholders FY2018

Resolution The shareholders certified the minutes of the Annual General Meeting of shareholders FY 2018 held on 26 April, 2018.

The resolution was approved with the following votes:

Resolution	No. of Votes Casted (1 share = 1 vote)	Percentage of All Votes from Shareholders Attending the Meeting and Casting Their Votes
Approved	785,066,091	100.0000
Disapproved	0	0
Abstain	0	0
Voided ballots	0	0

Remark : In this agenda, there were 4 more shareholders coming with total 155,300 more shares so that the total attended shares were 785,066,091 shares.

Agenda 2 To acknowledge the Directors' Annual Report and approve the Company's Financial Statements for the year ended 31st December, 2018

Resolution The shareholders acknowledged the Directors' annual report and the Company's operating result and approved the Company's Financial Statements for the year ended 31st December, 2018

The resolution was approved with the following votes:

Resolution	No. of Votes Casted (1 share = 1 vote)	Percentage of All Votes from Shareholders Attending the Meeting and Casting Their Votes
Approved	773,165,952	98.4477
Disapproved	12,191,139	1.5523
Abstain	0	0
Voided ballots	0	0

Remark : In this agenda, there were 5 more shareholders coming with total 291,000 more shares so that the total attended shares were 785,357,091 shares.

Agenda 3 To consider and approve non-payment of dividend for FY2018

Resolution The shareholders approved no dividend payment for the Company's operating result for the year 2018.

The resolution was approved with the following votes:

Resolution	No. of Votes Casted (1 share = 1 vote)	Percentage of All Votes from Shareholders Attending the Meeting and Casting Their Votes
Approved	785,357,091	100.0000
Disapproved	0	0
Abstain	0	0
Voided ballots	0	0

Agenda 4 To consider and approve the re-election of directors who retired by rotation

Resolution The shareholders approved to re-elect all 5 Directors who retired by rotation back in the same position for another term.

The resolution was approved with the following votes:

No.	Directors' Name	Votes					Void ballot
		Approved	%	Disapproved	%	Abstained	
1.	Dr. Pholdej Therdphithakvanij	773,165,952	98.4477	12,191,139	1.5523	0	0
2.	Mr. Riki Ishigami	773,224,717	98.4552	12,132,374	1.5448	0	0
3.	Mr. Yusuke Kozuma	772,413,235	98.3519	12,943,856	1.6481	0	0

4.	Mr. Viboon Engkagul	773,167,135	98.4478	12,189,956	1.5522	0	0
5.	Mr. Muneo Tashiro	772,413,235	98.3519	12,943,856	1.6481	0	0

Agenda 5 To consider and approve the appointment of external auditor and to determine their remunerations for FY2019

Resolution The shareholders approved the appointment of KPMG Phoomchai Audit Ltd. to be the Company's external auditor for FY2019 to replace EY Office Ltd. The proposed CPAs consist of:

- 1). Mr. Chokechai Ngamwutikul CPA Registration No. 9728 or
- 2). Ms. Orawan Chotiwiriyakul CPA Registration No. 10566 or
- 3). Ms. Thitima Pongchaiyong CPA Registration No. 10728

One of the members is empowered to audit, provide their opinion and sign in verification of the Company's financial statements. The audit fee for FY2019 was approved at 9,400,000 Baht per annum (exclusive of other expenses).

The resolution was approved with the following votes:

Resolution	No. of Votes Casted (1 share = 1 vote)	Percentage of All Votes from Shareholders Attending the Meeting and Casting Their Votes
Approved	785,357,091	100.0000
Disapproved	0	0
Abstain	0	0
Voided ballots	0	0

Agenda 6 To consider and approve the remunerations of the Board of Directors and other Sub-committees for FY2019

Resolution The shareholders approved the remunerations of the Board of Directors and the Subcommittees for FY2019 at the same rate as FY2018, details as follows:

1. Monthly remuneration only for Independent Directors 70,000 Baht per person per month
2. Meeting allowance for Board of Directors: payable pursuant to the actual number of meeting attendance as follows:
 - Chairman of the Board: 30,000 Baht per attendance
 - Board member: 20,000 Baht per member per attendance
3. Meeting Allowance for Subcommittees:
 - Meeting allowance for Audit Committee: payable pursuant to the actual number of meeting attendance as follows:
 - Chairman : 20,000 Baht per attendance
 - Member : 10,000 Baht per member per attendance

-Meeting allowance for Corporate Governance Committee: payable pursuant to the actual number of meeting attendance as follows:

- Chairman : 20,000 Baht per attendance
- Member : 10,000 Baht per member per attendance

-Meeting allowance for Risk Management Committee: payable pursuant to the actual number of meeting attendance as follows:

- Chairman : 20,000 Baht per attendance
- Member : 10,000 Baht per member per attendance

-Other remuneration: -none-

Employee or management of the Company who is the member of subcommittee shall not receive any remuneration of the subcommittee.

The resolution was approved with the following votes:

Resolution	No. of Votes Casted (1 share = 1 vote)	Percentage of All Votes from Shareholders Attending the Meeting
Approved	784,412,122	99.8797
Disapproved	0	0
Abstain	0	0
Not eligible to vote	944,969	0.1203
Voided ballots	0	0

Please be informed accordingly.

Yours sincerely,

Mr. Tatsuya Konoshita
Chief Executive Officer