

**-Translation-**

Ref: No BJC/SET 2559/009

April 25, 2016

Subject : Notification of the Resolutions of the 2016 Annual General Meeting of Shareholders

To : President  
The Stock Exchange of Thailand

BJC Heavy Industries Public Company Limited (the "Company") would like to report the resolutions of the 2016 Annual General Meeting of Shareholders held on Monday, April 25, 2016 at 14.00 p.m. at Banyan I Room, 10<sup>th</sup> Floor, Banyan Tree Bangkok Hotel, No. 21/100 South Sathon Road, Sathon, Bangkok. The Meeting passed the resolutions as follows:

1. Certified the Minutes of Annual General Meeting of Shareholders for year 2015 which was held on April 27, 2015.

The resolution was approved with a majority of the total number of votes of shareholders and proxy holders, who attended and voted in the meeting, as follows;

	<b>Approved</b>	<b>Disapproved</b>	<b>Abstained</b>
No. of votes	1,294,381,661	0	1,500
%	100.00	0.00	-

- Note: - A majority of the total number of votes of shareholders and proxy holders attending in the meeting and casting their vote is required.
- The abstained votes were excluded from the calculation base, and there were additional of 2,140,182 voting rights in this agenda.

2. Acknowledged the operating results for year 2015 and the annual report for year 2015.

Note: This agenda is for acknowledgement only. Thus, there is no voting in this agenda.

3. Approved the financial statements for the year ended December 31, 2015.

The resolution was approved with a majority of the total number of votes of shareholders and proxy holders, who attended and voted in the meeting, as follows;

	<b>Approved</b>	<b>Disapproved</b>	<b>Abstained</b>
No. of votes	1,295,018,527	567,100	1,500
%	99.96	0.04	-

- Note: - A majority of the total number of votes of shareholders and proxy holders attending in the meeting and casting their vote is required.
- The abstained votes were excluded from the calculation base, and there were additional of 1,203,966 voting rights in this agenda.

4. Approved to re-appoint the directors who were retired by rotation. The Meeting resolved as follows;

4.1 Ms. Pakavalee Jearsawatvattana (Independent Director)

The resolution was approved with a majority of the total number of votes of shareholders and proxy holders, who attended and voted in the meeting, as follows;

	<b>Approved</b>	<b>Disapproved</b>	<b>Abstained</b>
No. of votes	1,295,153,327	172,800	261,000
%	99.99	0.01	-

- Note:** - A majority of the total number of votes of shareholders and proxy holders attending in the meeting and casting their vote is required.
- The abstained votes were excluded from the calculation base.

#### 4.2 Mr. Noppadol Dheerabutrpongkul (Independent Director)

The resolution was approved with a majority of the total number of votes of shareholders and proxy holders, who attended and voted in the meeting, as follows;

	<b>Approved</b>	<b>Disapproved</b>	<b>Abstained</b>
No. of votes	1,295,326,127	0	261,000
%	100.00	0.00	-

- Note:** - A majority of the total number of votes of shareholders and proxy holders attending in the meeting and casting their vote is required.
- The abstained votes were excluded from the calculation base.

#### 4.3 Mr. Seung Woo Lee (Director)

The resolution was approved with a majority of the total number of votes of shareholders and proxy holders, who attended and voted in the meeting, as follows;

	<b>Approved</b>	<b>Disapproved</b>	<b>Abstained</b>
No. of votes	1,291,396,946	3,927,181	263,000
%	99.70	0.03	-

- Note:** - A majority of the total number of votes of shareholders and proxy holders attending in the meeting and casting their vote is required.
- The abstained votes were excluded from the calculation base.

#### 5. Approved the directors' remuneration for year 2016 with details as follows;

- 1) Approved the annual compensation for year 2016 which is as same as compensation rate for year 2015.

	<b>Chairman of the Board</b>	<b>Directors</b>	<b>Chairman of Audit Committee</b>	<b>Audit Committee</b>
Attendance Fee (Baht/person/time)	40,000	15,000	15,000	15,000
Monthly Fee (Baht/person/month)	40,000	15,000	15,000	15,000
Transportation (Baht/person/travel)	7,500	7,500	7,500	7,500
Accommodation (if necessary)	Actual	Actual	Actual	Actual

Note: 1) The meeting allowance will be paid to only attendance.

2) The Executive Directors have considered not receiving the compensations listed out in the above table.

- 2) Approved the annual bonus for directors for year 2015 based on operating performance and will be paid on pro-rata basis. In addition, the Board of Directors has been authorized to be responsible for the bonus allocation to each director as appropriate.

Therefore, the total directors' remuneration for year 2016 shall not exceeding Baht 9.50 million.

The resolution was approved with no less than two-third (2/3) of the total number of votes of shareholders and proxy holders, who attended the meeting, as follows;

	<b>Approved</b>	<b>Disapproved</b>	<b>Abstained</b>
No. of votes	1,286,891,627	8,187,600	515,700
%	99.33	0.63	0.04

- Note:** - Not less than two-third (2/3) of the total number of votes of shareholders and proxy holders attending the meeting is required.  
 - There were additional of 7,800 voting rights in this agenda.

6. Approved the appointment of the following auditors of A.M.T. & Associates to be the Company's auditor for year 2016.

- (1) Mrs. Kesree Narongdej Certified Public Accountant (Thailand) No.0076 or  
 (2) Mrs. Natsarak Sarochanunjeen Certified Public Accountant (Thailand) No.4563 or  
 (3) Mr. Chaiyuth Angsuwithaya Certified Public Accountant (Thailand) No.3885

Also, approved the audit fee for year 2016 in total amount of Baht 1.41 million.

The resolution was approved with a majority of the total number of votes of shareholders and proxy holders, who attended and voted in the meeting, as follows;

	<b>Approved</b>	<b>Disapproved</b>	<b>Abstained</b>
No. of votes	1,294,198,927	1,013,000	383,000
%	99.92	0.08	-

- Note:** - A majority of the total number of votes of shareholders and proxy holders attending in the meeting and casting their vote is required.  
 - The abstained votes were excluded from the calculation base

7. Approved the dividend payment for the operating result of year 2015 in the form of cash as follows:

- Approved the payment of cash dividend of Baht 0.50 per 1 existing share, totals to not exceeding Baht 800 million

This dividend will be paid from the BOI profit; thus, the dividends are exempted from withholding tax.

The record date for the right of shareholders to receive the dividend is scheduled to be on Wednesday, May 4<sup>th</sup>, 2016 (Record Date). The share register book closing date for collecting shareholders' name under the Section 225 of the Securities and Exchange Act (included additional adjustment) is scheduled to be on Monday, May 9<sup>th</sup>, 2016 and the dividend payment shall be made within Thursday, May 19<sup>th</sup>, 2016.

The resolution was approved with a majority of the total number of votes of shareholders and proxy holders, who attended and voted in the meeting, as follows:

	<b>Approved</b>	<b>Disapproved</b>	<b>Abstained</b>
No. of votes	1,295,586,927	0	8,000
%	100.00	0.00	-

- Note:** - A majority of the total number of votes of shareholders and proxy holders attending in the meeting and casting their vote is required.  
 - The abstained votes were excluded from the calculation base.

8. Other matters  
- None -

Please be informed accordingly.

Best Regards,  
BJC Heavy Industries Public Company Limited

-Signed-  
(Mr. Seung Woo Lee)  
Chief Operating Officer