

December 26, 2011

Subject: Resolutions of the Annual General Meeting of Shareholders No.19/2011

To: President  
The Stock Exchange of Thailand

Thai Rayon Public Company Limited would like to inform the Stock Exchange of Thailand of the following resolutions passed by the Annual General Meeting of Shareholders No.19/2011, which was held on 26<sup>th</sup> December 2011 at 15.00 hrs. at Star 29 Room, 29<sup>th</sup> Floor, Plaza Athenee Bangkok, A Royal Meridien Hotel, 61 Wireless Road, Lumpini, Pathumwan, Bangkok 10330.

1. The Meeting approved the Minutes of Annual General Meeting No.18/2010 held on 28<sup>th</sup> January 2011.

The Meeting approved and adopted this agenda by majority of votes as follow:

Approved	155,721,441	votes, equivalent to	99.99994%
Disapproved	100	votes, equivalent to	0.00006%
Abstain	-	votes, equivalent to	-

of the total votes of shareholders attending the meeting and entitled to vote.

2. The Meeting acknowledged the performance of the Company for the year ended 30<sup>th</sup> September 2011.

The Meeting approved and adopted this agenda by majority of votes as follow:

Approved	155,721,855	votes, equivalent to	99.99994%
Disapproved	100	votes, equivalent to	0.00006%
Abstain	-	votes, equivalent to	-

of the total votes of shareholders attending the meeting and entitled to vote.

3. The Meeting approved the audited balance sheet as on 30<sup>th</sup> September 2011 and the statements of income for the year ended 30<sup>th</sup> September 2011.

The Meeting approved and adopted this agenda by majority of votes as follow:

Approved	155,721,855	votes, equivalent to	99.99994%
Disapproved	100	votes, equivalent to	0.00006%
Abstain	-	votes, equivalent to	-

of the total votes of shareholders attending the meeting and entitled to vote.

4. The Meeting approved the dividend payment at Baht 2.50 per share for the year 2011, amounting to Baht 504.00 Million. This dividend payment is fully exempted from corporate

income tax under BOI's promotion certificate no.1845(2)/2551 dated 27<sup>th</sup> August 2008. The dividend payment date will be on January 10, 2012.

The Meeting approved and adopted this agenda by majority of votes as follow:

Approved	155,727,005	votes, equivalent to	99.99994%
Disapproved	100	votes, equivalent to	0.00006%
Abstain	-	votes, equivalent to	-

of the total votes of shareholders attending the meeting and entitled to vote.

5. The Meeting approved the appointment of directors in place of those who retire by rotation. The Meeting re-elected the 3 retiring directors to be director for another term of 3 years and approved the meeting allowance of directors at Baht 25,000.- per attended meeting namely;

5.1 Mr. Shyam Sundar Mahansaria Independent Director

The Meeting approved and adopted this agenda by majority of votes as follow:

Approved	152,508,605	votes, equivalent to	97.93%
Disapproved	3,218,500	votes, equivalent to	2.07%
Abstain	-	votes, equivalent to	-

of the total votes of shareholders attending the meeting and entitled to vote.

5.2 Mr. Vinai Sachdev Independent Director

The Meeting approved and adopted this agenda by majority of votes as follow:

Approved	152,508,605	votes, equivalent to	97.93%
Disapproved	3,218,500	votes, equivalent to	2.07%
Abstain	-	votes, equivalent to	-

of the total votes of shareholders attending the meeting and entitled to vote.

5.3 Mr. Hari Krishna Agarwal Director

The Meeting approved and adopted this agenda by majority of votes as follow:

Approved	152,508,605	votes, equivalent to	97.93%
Disapproved	3,218,500	votes, equivalent to	2.07%
Abstain	-	votes, equivalent to	-

of the total votes of shareholders attending the meeting and entitled to vote.

6. The Meeting approved the appointment of the Audit Committee for another term of 3 years and approved the meeting allowance of audit committee at Baht 10,000.- per attended meeting.

The Meeting approved and adopted this agenda by majority of votes as follow:

Approved	152,727,005	votes, equivalent to	99.99994%
Disapproved	100	votes, equivalent to	0.00006%
Abstain	-	votes, equivalent to	-

of the total votes of shareholders attending the meeting and entitled to vote.

7. The Meeting approved the appointment of the auditors from Ernst & Young Office Limited namely; (1) Mr. Termphong Opanaphan, CPA No. 4501 and/or (2) Ms. Thipawan Nananuwat, CPA No. 3459 and/or (3) Ms. Siraporn Ouannunkun, CPA No. 3844 to be the auditors of the Company and fixed their remuneration at Baht 850,000.- for the accounting period from 1<sup>st</sup> October 2011 to 31<sup>st</sup> March 2012 and Baht 1,100,000.- for the remuneration in case of normal accounting year 2012 of twelve months excluding out of pocket expenses.

The Meeting approved and adopted this agenda by majority of votes as follow:

Approved	152,727,005	votes,	equivalent to	99.99994%
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Disapproved	100	votes,	equivalent to	0.00006%
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Abstain	-	votes,	equivalent to	-
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of the total votes of shareholders attending the meeting and entitled to vote.

8. The Meeting approved the change of the Company's accounting year from 1<sup>st</sup> October to 30<sup>th</sup> September to 1<sup>st</sup> April to 31<sup>st</sup> March of every year.

The Meeting approved and adopted this agenda by majority of votes as follow:

Approved	152,727,005	votes,	equivalent to	99.99994%
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Disapproved	100	votes,	equivalent to	0.00006%
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Abstain	-	votes,	equivalent to	-
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of the total votes of shareholders attending the meeting and entitled to vote.

9. The Meeting approved the amendment of the Articles of Association no.38 to implement change in accounting year of the Company to twelve months from 1<sup>st</sup> April to 31<sup>st</sup> March.

Please be informed accordingly.

Yours faithfully,

Mr. Prasan Kumar Sipani  
Joint President (Works)

**CC: Listed Company Department**  
**The Securities and Exchange Commission**