

Ref No. : E 201103/03
Date : 30 March 2011
Subject : Resolutions of the 2011 Annual General Meeting of Shareholders
To : The President of the Stock Exchange of Thailand

Evolution Capital Public Company Limited (**Company**) hereby informs the Stock Exchange of Thailand the resolutions of the 2011 Annual General Meeting of Shareholders held on 30 March 2011, at 10:00 a.m. at Lotus Suite 5-6, Centara Grand & Bangkok Convention Centre at CentralWorld, No. 999/9, Rama 1 Road, Kwaeng Pathumwan, Khet Pathumwan, Bangkok as follows:

1. That the report on the Company's operating results in respect of the past year as at 31 December 2010, be acknowledged and the Annual Report of the Board of Directors for 2010 be approved. The resolution passed with 239,301,929 votes for certification/approval with no objections or abstentions.
2. That the audited balance sheet and profit and loss statements in respect of the past year as at 31 December 2010 be approved. The resolution passed with 239,301,929 votes for approval with no objections or abstentions.
3. That the non-appropriation of the Company's profit as legal reserve due to the fact that the Company has accumulated losses of Baht 162,397,693 and the non-payment of dividend in respect of the operating results for the past year as at 31 December 2010 be approved. The resolution passed with 239,301,929 votes for approval with no objections or abstentions.
4. That the re-appointment of the following directors, retiring by rotation, as the Company's directors for another term be approved:
 - a. Mr. Vichet Bunthuwong was re-appointed with 239,301,929 votes for approval with no objections or abstentions.
 - b. Mr. Arthur Hugh Napolitano was re-appointed with 239,301,929 votes for approval with no objections or abstentions.
 - c. Mr. Chaipatr Srivisarvacha was re-appointed with 239,301,929 votes for approval with no objections or abstentions.

That the Directors' remuneration for 2011 of Baht 2,550,000 be approved with the following details:

- (1) The Chairman of the Board of Directors will receive monthly remuneration of Baht 50,000 and a meeting fee of Baht 12,500 per meeting;
- (2) Each of the independent Directors will receive monthly remuneration of Baht 25,000 and a meeting fee of Baht 12,500 per meeting;

- (3) The Chairman of the Audit Committee will receive monthly remuneration of Baht 37,500 and a meeting fee of Baht 12,500 per meeting; and
- (4) Each member of the Audit Committee will receive monthly remuneration of Baht 25,000 and a meeting fee of Baht 12,500 per meeting.

Remarks

1. An independent Director acting as a member of the Audit Committee is not entitled to receive monthly remuneration as a member of the Audit Committee.
2. The Directors who are also Company employees are not entitled to receive Directors' remuneration set forth above.

The resolution passed with 239,301,929 votes for approval with no objections or abstentions.

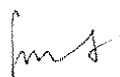
5. That the appointment of Mrs. Anothai Leekitwattana, Certified Public Accountant (Thailand) No. 3442 and/or Mr. Boonlert Kamolchanokkul, Certified Public Accountant (Thailand) No. 5339 and/or Mr. Sudwin Panyawongkhanti, Certified Public Accountant (Thailand) No. 3534 of PricewaterhouseCoopers ABAS Limited as the auditors of the Company for 2011 with their remuneration of Baht 2,055,000 per annum be approved and that any one of them be authorised to conduct the audit and render an opinion on the financial statement of the Company. In the absence of the above-named auditors, PricewaterhouseCoopers ABAS Limited is authorised to identify one other Certified Public Accountant within PricewaterhouseCoopers ABAS Limited to carry out the work. The resolution passed with 239,301,929 votes for approval with no objections or abstentions.
6. That an addition to the objectives of the Company be approved with the following details:
"Clause 38: To engage in the business of providing guarantees of debts, liabilities, and performance under agreements with natural persons or juristic persons",
and the amendment to Clause 3 of the Memorandum of Association so as to reflect the addition of the Company's objective above including the authorisation to Mr. Simon Morris Gerovich, the Company's Director and President, to amend the wordings and statements of such objective as necessary and in accordance with the public companies registrar's recommendation in order to complete the registration of the addition of the Company's new objective be approved. The resolution passed with 239,301,929 votes for approval with no objections or abstentions.

Please acknowledge accordingly.

Yours faithfully,

For and on behalf of

Evolution Capital Public Company Limited



(Mr. Simon Morris Gerovich)

Director