

Minutes of the Annual General Meeting of Shareholders for the year 2015

RPCG Public Company Limited

Monday 20 April 2015

At Sky Park 14 Fl.

1010 Shinawatra Tower 14 Fl. Viphavadi Rangsit Rd. Chattuchak Bangkok

Directors Attended: 5

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|----|-------------|------------------|--|
| 1. | Mr. Satja | Janetumnugul | Chairman of the Board of Directors |
| 2. | Mr. Suwinai | Suwanhirunkul | Director |
| 3. | Mr. Suthud | Khancharoensuk | Director |
| 4. | Mr. Somchai | Sirojvisuth | Independent Director / Member of the Audit Committee |
| 5. | Mr. Prasit | Dheeraratbongkot | Independent Director / Member of the Audit Committee |

Directors Absented: 1

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|----|--------------|------------|----------|
| 1. | Mr. Supapong | Krishnakan | Director |
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Attendants:

1. Representative from Thai Investors Association
2. Accounting and tax advisor from EY Office Limited
3. Financial advisor from CJ Morgan Company Limited
4. Legal advisor from Siam Premier International Law Office Limited

Meeting commenced at 13.30 hr.

Staffs welcomed the shareholders to the Annual General Meeting of the Shareholders for the year 2015 of RPCG Public Company Limited (the "Company" or "RPCG") by reporting that the Company has registered capital of THB 1,304,664,125 and current paid-up capital of THB 1,304,664,125 with total shares eligible to vote of 1,304,664,125 shares in this meeting. There were 241 shareholders attended representing 480,518,373 shares or 36.8308% total paid-up capital of the Company. The number of shareholders and proxies in attendance satisfies the Company's Articles of Association No. 34 stating that "To constitute for a quorum for the shareholders' meeting, the total number of shareholder and proxies in attendance must be more than 25 persons or not less than half of the total number of shareholders and the total shares must be no less than one-third of the total shares issued".

Then concluded that the meeting constituted for a quorum to hold the meeting as stated in the Company's Articles of Association and started the Annual General Meeting of Shareholders for the year 2015.

Together with introducing the board of directors, the management team, and announced that there are representatives from the Thai Investors Association, EY Office Limited (the accounting and tax advisor), CJ Morgan Company Limited (the financial advisor), and Siam Premier International Law Office Limited (the

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legal advisor) and continued the meeting and clarified the voting procedure as stated in the Company's Articles of Association No. 36 that each shareholder has the voting rights equaled to the number of shares held or received as proxy, with one voting right per one share. In each agenda, the shareholder can only choose to vote in one of the three following ways; Approval, Disapproval, and Abstention. If any shareholder is benefited from the agenda in any way, such shareholder will be ineligible to vote on the matter with exception of voting for appointment of director. The Chairman clarified the details of counting of votes for each agendas as follows;

Agenda 1, Agenda 3-5 and Agenda 7

Majority vote from the votes cast by all shareholders attended the meeting will be count as the resolution

Agenda 6

Two-third of the votes cast by all shareholders attended the meeting will be count as the resolution.

Agenda 8

Three-fourth of the votes cast by all shareholders attended the meeting will be count as the resolution.

Agenda 2

For notification purpose only, no need for a vote.

For the vote counting method applied in each agenda, the Company will use the number of shares at the present at the moment of voting as the base for calculation. The Chairman will ask, by a show of hands, shareholders who wish to disapprove or abstain for the voting of each agenda. For shareholder who did not wish to disapprove or abstain, the Company will consider such shareholders to approve the agenda. Shareholder who wish disapprove or abstain the agenda must mark their vote in the ballot and give it to the Company's staff. The Company will deduct the disapproval and abstention vote from the total votes of the shareholders participating in the meeting to summarize the voting result in each agenda.

Moreover, proxies who were granted from Proxy Form B or custodians who received proxies from foreign shareholders as detailed in Proxy Form C, does not have to vote in the agenda that the grantor has specified the vote and the Company will count the vote directly from the proxy form. But for agenda that the grantor did not specify his or her vote, the proxy must vote in each agenda.

For the report of the voting result, the Chairman will notify the meeting of the result in each agenda in which will be collected from the votes from shareholders presented or proxies. If there are many disapproval or abstention votes, the Company may commence the next agenda while counting the vote and will notify the voting result as soon as the counting is done.

The Chairman informed if any shareholder would like to ask question during the meeting, such shareholder must declare his or her name as an information for the minutes of the meeting. Also, if any shareholder wish to ask question unrelated to the agenda, such shareholder can do so during Agenda 9 to consider other matters which allow the shareholder to freely ask questions.

The meeting was informed and without further question the Chairman declared the meeting convened according to the sequence of the agenda as follows;

Agenda 1: To consider and endorse the Minutes of the Annual General Meeting of Shareholder for the year 2014

The Chairman proposed the Meeting the accept the Minutes of the Annual General Meeting of Shareholder for the year 2014, held on April 21, 2014 as submitted to the SET and Department of Business Development, the Ministry of Commerce. The copy of the minutes is also attached in Enclosure 1 and is posted on the Company's website.

The Chairman asked the meeting to consider and certify the minutes of the Annual General Meeting of Shareholder for the year 2014 held on 21 April 2014 as amended. The resolution of this agenda must have majority vote of all shareholders attended the meeting and is eligible to vote, which will count only the disapproval and abstention. The agenda has additional shareholders attended the vote with 5,041,077 shares, which increased the sum of shares to 485,559,450 shares.

Resolution

The Meeting resolved with majority vote to approve and certify the proposed minutes of the Annual General Meeting of Shareholder for the year 2014 held on 21 April 2014 as amended.

The voting results for Agenda 1 are as follows;

Approval	485,539,450	vote	Equivalent to	100
Disapproval	0	vote	Equivalent to	0
Abstention	20,000	vote	Equivalent to	0
Total	485,559,450	vote		

Agenda 2: To consider the Company's operational results for the year 2014

The Chairman summarized the Company's operational results in 2014 to the meeting that the Company had total revenue from sales and services of 3,310 million baht, decreased from the year 2013 about 100 million baht, which was 3,407 million baht. The Company had a gross profit of 251 million baht which increased from the year 2013 about 224 Million baht. However, after the selling and administrative expenses, depreciation costs, impairments of property and equipment together with other expenses at the total as high as of 538 million baht, comparing to the year 2013 of 433 million baht which was accrued from depreciations and impairments as main costs. Total with other expenses, the Company operated loss before paying interests and taxes of 251 million baht. Overall, the Company made net loss of 252 million baht or 0.20 baht loss per share.

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In 2014, the Company received a majority of its revenue from associated company, Pure Thai Energy Co., Ltd., which operates 70 gas stations, 60 of which are managed by the Company, the other 10 gas stations are leased out for management. On top of that, the Company received dividend payment from the investment made in Sammakorn Public Company Limited and additional revenue from Pure Place Community Mall. Although the community mall did not make a profit in 2013. The Company also expects to receive earnings from the investment made 2014 on Thai Public Port Company Limited.

After finished citing the report, the Chairman provided the Shareholders with an opportunity to raise any questions.

Mr.Chootana Tiya-phum, the representative from Thai Investors Association, asked a question concerning the coalition anti-corruption that whether the Company is prone to the policy or not and asked about the Company's Annual Report on big ratio differences between accounts payable, cash flow, and current assets. Plus, how would the Company handle the situation as the Company's payable liabilities are such of a high value.

The Chairman pointed out that the Company has always followed and supported the anti-corruption policy. In July 2014, the Company joined in the unified approach of the private sector in Thailand anti-corruption seminar organized by Thai Institute of Directors ("IOD") as always

Regarding the account payable valued of 1,500 million baht from 1,700 million baht, it is the amount payable to PTT Public Company Limited ("PTT") from supplying raw materials to the Company. However, as the Company has litigated PTT Public Company Limited to recover the damage caused from the inability to perform under the raw material selling contract to the Company, which resulted in the suspension of oil refinery in Rayong plant indefinitely. Currently, the case is under investigating process among the arbitration committee. The Company has claimed for compensations also. Nonetheless, the Company needs to put the account payable of 1,500 million baht on the financial statement to align with auditor's regulations. The Company expects that once the Company won the case, PTT Public Company Limited must pay for damages more than 1,500 million baht. Therefore, the Company does not concern much about cash flow and debts matters.

A Shareholder asked about 251 million baht loss from impairment stated on financial notes article 18 valued of 97 million baht. This loss was the impairment of property and equipment that happens every year. Therefore, the shareholder would like to ask the value of property and equipment still requires amortization and impairment in the following year. Moreover, the Shareholder further questioned that considering the depreciation cost in the year 2014, the value of 97 million baht, the company has incurred a loss of 251 million baht so if considering the turnover that does not related to the impairment and depreciation, the Company still has the net loss or not. Moreover, the shareholder requested the Chairman to clarify that there would be no amortization and impairment in 2015 and there would be no more agenda related to the Rayong refinery anymore.

The Chairman delegated Mr. Chamni Janchai, the Company's financial advisor, to answer the shareholder's questions. Mr. Chamni Janchai explained that the Company's loss of 251 million baht was mainly incurred from the impairment of the refinery plant in Rayong valued of 100 million baht. According to the Company's policies, if there is no clear explanation, Bookkeeping should be transparent and depreciate according to the basis of accounting. To answer about the amortization of the following year, it will related to the agenda number eight in this shareholders' meeting today. And to be clear for those related to Rayong refinery plant, the Board of Directors unanimously voted that the Company ceased operations in Rayong Refinery permanently. Nonetheless, the cost of this depreciation or impairment is a non-cash accounting charges; not the actual cash. And we expects that from 2015, the Company will not deduct the impairment of Rayong refinery anymore. Still, this will depend on the decision of the shareholders according to the agenda number eight. From this, the Company can expect a better performance. The Company would like to give further explanations on the account payable PTT valued around one billion baht, it is the Company's strategy to negotiate with PTT after PTT stopped delivering raw materials to the Company which affected our main business. Therefore, the Company delayed pending payments from raw material delivery around one billion baht. The case is currently under the consideration of the arbitration committee; the last witness is to be questioned around June or July 2015. It is expected that when justice process carries out to the end, both parties would be ready to abide by. However, if both parties did not agree with the arbitration committee's decision, there was still the Civil Court Ministry of Justice that can be claimed for a reconsideration. If we consider financial statement on the Company's assets which valued around 3,000 million baht, the Company has no concern in this regard as the Company still has Biodiesel plant, which is believed that if the Government has a clear policy to support, the Company will be able to resume production again and this will resulted in a better performance of the Company.

Without further question, the Chairman notify the meeting to be informed of the operational results and does not have to vote in this agenda.

Agenda 3: To consider and approve the balance sheet and income statement of the Company for the year ended 31 December 2014

The Chairman proposed the meeting to consider and approve the balance sheet and income statement of the Company for the year ended 31 December 2014 which the Audit Committee has audited and approved without condition as detailed in the annual report (56-2) page 37-105 and the Company has reported the financial statement to the SET on 28 February 2015.

The Chairman invited the shareholders to propose questions on the agenda.

A Shareholder raised a question regarding the Company business model change to a Holding Company, so for the year 2014, how did the Company recognize the financial statement from the subsidiary.

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Mr. Chamni Janchai, the Company's financial advisor, explained that the majority of the Company's revenues come from Pure Thai Energy Company Limited (PTEC) which is the Company's subsidiary, the Company holds 99.99 percent shares. Pure Thai Energy Company Limited has 50-60 gas stations and has revenues of approximately 3 billion baht as stated in the financial statement. Regarding Thai Public Port Company Limited ("TPP") or Sammakorn Public Company Limited ("SAMCO"), associated company, the Company has not been involved in yet. The main business of the Company is still energy business which is gas stations. Nevertheless, from these past 3-4 years, the Company had been allocated many expenses to be consistent and relevant. It is best to consider the financial statement consolidated for the Company's performance. Currently, there are no dividends from these subsidiaries. However, we projected that in 2015 or 2016, the Company should learn more about the dividends, especially Sammakorn Public Company Limited (SAMCO) which performs very well. Regarding Thai Public Port Company Limited (TPP), we might need to consider according to the economic situation.

A Shareholder further raised a question about the business tendencies of Thai Public Port Company Limited (TPP) which the Company reported its loss in 2014 that will be better or not. And how could the Company be certain as the Company made another investment on Sammakorn Public Company Limited (SAMCO).

The Chairman explained that the Company has just got the opportunity to join Thai Public Port Company Limited (TPP) so the Company will need more time to evaluate the business more. Furthermore, regarding the investment made in Sammakorn Public Company Limited, the Company foresees the advancement of this business. In addition, the Company also got a chance to use our core competency to improve what is already good for business to a better one as the Company is confident in Sammakorn Public Company Limited (SAMCO)'s great performance.

Mr. Chamni Janchai, the Company's financial advisor, further explained regarding Thai Public Port Company Limited the shareholders interested in that the Company owns 30 percent share of TPP valued approximately 900 million baht. The investment was to further the Company's business as Thai Public Port Company Limited is located on Koh Sichang. It has its own liquid sea port and oil depot. The Company foresees that nowadays there are many procedures and stages of approval for this kind of business, including procedures for building warehouses. In addition, we have been following the news from the Department of Energy. The Department initiates an idea to increase energy reserves from 5 percent to 10 percent according to the law. As a result, we believe that Thai Public Port Company Limited should receive additional revenues from oil depot rental. Today, the Company's Board of Directors have been involving in Thai Public Port Company Limited's management including managing rental rates for those who are interested in renting. Moreover, the Company has 3 options; Option 1 : the Company is thinking of officially joining the management more while the investment share is still the same at 30 percent and will find an opportunity to listed the company in the future, Option 2 : if by holding 30 percent shares makes the management struggle, the

Company may need to negotiate in buying more stocks, and Option 3 : the Company could make a profit from reselling Thai Public Port Company Limited's stocks as there were some interested in buying. Nevertheless, the Company foresees the beneficial to the business so the Company decided to continue investing in the business.

The Chairman addressed about the investment made in Sammakorn Public Company Limited (SAMCO) that SAMCO is a good business and after the Company had a chance to fulfill SAMCO with engineering ideas and fast construction for a better performance. The Company considers this as a great opportunity for the Company to do joint venture. And it is expected SAMCO to generate an increased profit growth next year.

The Chairman further informed that Pure Thai Energy Company Limited (PTEC) is gas station business that has always been accumulating operating loss. At the end of 2014, PTEC had cleaned up losses and it is expected that PTEC should start making an operating profit next year and that the Company should receive dividend accordingly.

Mr. Pakorn Yeunyongrattanakorn, the Shareholder, suggested that as the Company has 50-60 gas stations and every station has its own manager, it is advised that the Company should set a clear target for these stations regarding profits should be achieved in a year. The Shareholder suggested the Company to set 1 million baht target per year for each station. If any station that could not perform according to the set target, the Company should resell or alienate the station to get cash flow for the Company. This way is much better than letting it operates loss or does not make a profit because it takes about ten million baht to build a station.

The Chairman explained that the Company once opened 80 gas stations which used approximately 140 million baht of investment: it requires an investment not more than two million baht to open one gas station. This means the Company do not have much capital cost by opening many gas stations. The Company has leased existing gas stations, changed the logo, and made long-term contract. This makes the investment made on each station does not as high as the shareholders understand. On top of that, in terms of the gas station management, the Company sets target profits for each gas station. If any gas stations do not perform according to the target, the Company will close down the station. Currently, the Company has 60 gas stations left, plus 10 more gas stations which we help managing and generates appropriate revenue to the Company. Moreover, the Chairman further informed that gas station business is highly competitive. Competitors open malls which require more space. The Company cannot compete with the strategy as we have limited investment budget: it requires tens of millions of baht of investment per station which will result in longer time of payback period. Therefore, the Company needs to carefully manage the limited resources of the Company.

Without further questions, the Chairman asked the Meeting to consider to approve the balance sheet and income statement of the Company for the year ended 31 December 2014. The resolution of this

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agenda must have majority vote from all shareholders attended the meeting and is eligible to vote. The agenda has additional shareholder attended the vote with 690,994 shares, which increased the sum of shares to 486,250,444 shares.

Resolution

The meeting resolved with majority to approve the balance sheet and income statement of the Company for the year ended 31 December 2014.

The voting results for Agenda 3 are as follows;

Approval	484,629,944	vote	Equivalent to	100
Disapproval	0	vote	Equivalent to	0
Abstention	1,620,500	vote	Equivalent to	0
Total	486,250,444	vote		

Agenda 4: To consider and approve the allocation of profit from operation in 2014 and dividend payment

The Chairman addressed on behalf of the Board of Directors that in 2014, the Company operation resulted in net loss of THB 251 million, which the Company has the retained loss as at 31 December 2014 of THB 581 million. According to the Public Companies Limited Act B.E. 2535 Section 115, no dividend shall be paid in case the company still accumulated loss; therefore, the Board of Directors resolved the dividend omission for 2014.

The Chairman asked for further questions, there were no questions, the Chairman ask the Meeting to consider the approval of the dividend omission for 2014. The resolution of this agenda must have majority vote of all shareholders attended the meeting and is eligible to vote. The agenda has additional shareholder attended the vote with 61 shares which increased the sum of shares to 486,250,505 shares.

Resolution

The Meeting resolved with majority vote to approve the dividend omission for 2014.

The voting results for Agenda 4 are as follows;

Approval	486,157,505	vote	Equivalent to	100
Disapproval	0	vote	Equivalent to	0
Abstention	93,000	vote	Equivalent to	0
Total	486,250,505	vote		

Agenda 5: To consider the appointment of directors replacing those who retire by rotation on the expiration of their terms

The Chairman informed the meeting that according to the Company's Article of Association No. 18, one-third of the Board of Directors must retired at every annual general meeting and if the number cannot be divided by three, the amount must be closest to the number divided by three.

As the Chairman is one of the directors which needs to be re-elect or retire according to the agenda, the Chairman needs to leave the meeting room. And according to the Company's Article of Association No. 35, if the Chairman was not presence or could not perform, Vice Chairman must act as the Chairman in the meeting. If the Vice Chairman was not presence or could not perform, the meeting must select a Shareholder who is presence to be the Chairman of the meeting.

Mrs.Supanee Tanchaisrinakorn, the shareholders' representative, proposed Mr.Chamni Janchai, the Company's financial advisor and the Company's proxy, to report the issue to the meeting.

Mr.Chamni Janchai, financial advisor, stated that in selected and nominating the candidates, the Nominating and Compensation considered the candidates qualified with the experience and must be a person with business background to the Company's operation benefit. The selection of a person to be appointed as directors must be from the group of person with no disqualification according to the law on the Public Companies Limited Act. And the Securities and Exchange Commission announcement. Four directors are retiring according to the rotation this year as follows:

1. Mr. Satja Janetumnugul Chairman of the Board
2. Mr. Supapong Krishnakan Director
3. Mr. Suthud Khancharoensuk Director
4. Mr. Prasit Dheeraratbongkot Independent Director / Member of the Audit Committee

To conform to good corporate governance, these four retiring directors according to rotation which are considered as conflicted parties will leave the meeting room until the meeting has resolved and considered this agenda and has passed the meeting to the Chairman to convene.

Mr.Chamni Janchai, financial advisor, further informed the shareholders that if the agenda is resolved to approve the proposal, the Company's Board of Directors will consist of 6 directors and the name and number of authorized directors are as follows:

1. Mr. Satja Janetumnugul Chairman of the Board
2. Mr. Supapong Krishnakan Director
3. Mr. Suthud Khancharoensuk Director
4. Mr. Prasit Dheeraratbongkot Independent Director / Member of the Audit Committee

Mr.Chamni Janchai, the Company's advisor, further informed to the shareholders if the agenda is approved, the Board of Directors will consist of 6 directors and the name and number of authorized directors are as follows;

1. Any two of Mr.Satja Janetumnugul, Mr.Supapong Krishnakan or Mr.Suwina Suwanhirunkul signing jointly with the Company's seal affixed, or
2. Any one of Mr.Satja Janetumnugul, Mr.Supapong Krishnakan or Mr.Suwina Suwanhirunkul signing jointly with any one of Mr.Suthud Khancharoensuk with the Company's seal affixed.

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Mr.Chamni Janchai, financial advisor, invited shareholders to raise any questions.

Without further questions, Mr.Chamni Janchai, the Company's advisor, asked the meeting to consider the approval of the re-election of the four directors. For this agenda, shareholders who vote for disapproval or abstention must cast their vote for each director individually. The resolution of this agenda must have majority vote of all shareholders attended the meeting and is eligible to vote. The agenda has additional shareholder attended the vote with 55,006 shares, which increased the sum of shares to 486,305,511 shares.

Resolution

The meeting considered this agenda and resolved with the majority vote to appoint Mr. Satja Janetumnugul, Mr.Supapong Krishnakan Mr.Suthud Khancharoensuk and Mr. Prasit Dheeraratbongkot to be re-elected as director.

The voting results for Agenda 5 are as follows;

Mr.Satja Janetumnugul

Approval	486,212,511	vote	Equivalent to	100
Disapproval	0	vote	Equivalent to	0
Abstention	93,000	vote	Equivalent to	0
Total	486,305,511	vote		

Mr.Supapong Krishnakan

Approval	486,212,511	vote	Equivalent to	100
Disapproval	0	vote	Equivalent to	0
Abstention	93,000	vote	Equivalent to	0
Total	486,305,511	vote		

Mr.Suthud Khancharoensuk

Approval	486,212,511	vote	Equivalent to	100
Disapproval	0	vote	Equivalent to	0
Abstention	93,000	vote	Equivalent to	0
Total	486,305,511	vote		

Mr.Prasit Dheeraratbongkot

Approval	486,212,511	vote	Equivalent to	100
Disapproval	0	vote	Equivalent to	0
Abstention	93,000	vote	Equivalent to	0
Total	486,305,511	vote		

The resolution resulted in a total of 6 directors as follows:

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|--------------------------------|--|
| 1. Mr. Satja Janetumnugul | Chairman of the Board of Directors |
| 2. Mr. Suwinai Suwanhirunkul | Director |
| 3. Mr. Supapong Krishnakan | Director |
| 4. Mr. Suthud Khancharoensuk | Director |
| 5. Mr. Somchai Sirojvisuth | Independent Director / Member of the Audit Committee |
| 6. Mr. Prasit Dheeraratbongkot | Independent Director / Member of the Audit Committee |

The Company is in the process of selecting a qualified person as an Independent Director replacement.

The name and number of authorized directors as follows:

- Any two of Mr.Satja Janetumnugul, Mr.Supapong Krishnakan or Mr.Suwinai Suwanhirunkul signing jointly with the Company's seal affixed, or
- Any one of Mr.Satja Janetumnugul, Mr.Supapong Krishnakan or Mr.Suwinai Suwanhirunkul signing jointly with any one of Mr.Suthud Khancharoensuk with the Company's seal affixed.

Agenda 6: To consider fixing the directors' remuneration

The Chairman reported the details to the meeting.

The Chairman stated to the meeting that according to the Company's business plan adjustment to fit with the current business environment as Holding Company by joint venture and co-management in potential businesses, and to comply with the Company's current situation, the Nominating and Compensation Committee proposed the meeting to consider reducing the director's remuneration rate from 2014 for 2015. The details are as follows:

	<u>Monthly Remuneration</u>		<u>Meeting Attendance Fee</u>	
	<u>Baht / Month</u>		<u>Baht / Time</u>	
	<u>2014</u>	<u>2015</u>	<u>2014</u>	<u>2015</u>
Chairman of the Board	45,000	-None-	6,250	12,500
Director and Independent Director	30,000	-None-	5,000	10,000
Chairman of the Audit Committee	-	-	25,000	12,500
Member of the Audit Committee	-	-	20,000	10,000
Chairman of the Nominating and Compensation Committee	-	-	25,000	12,500
Member of the Nominating and Compensation Committee	-	-	20,000	10,000

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Directors' bonus

The Board of Directors' bonus is varied by the Company performance and since the Company has an operational loss of 252 million baht and retained loss as at 31 December 2014 of 581 million baht; therefore, there will be no directors' bonus for 2014.

When the Chairman finished the report, the Chairman invited the shareholders to raise any questions.

Mr Chamni Janchai, financial advisor, asked the Chairman permission to inform the Shareholders that in the consideration of the directors' remuneration for 2015 in 2014, the Company has requested budget approval of the Board as individual position; without setting an overall budget. However, the Company did not mention it in 2015 because the Company does not how many meetings to be organized. Thus, the Company would like to ask the Shareholders to consider the overall budget for the Board of Directors' remuneration for 2015. For example, should the overall the Board of Directors' remuneration budget for 2015 be one million baht or two million baht, etc. The resource management is asked to provide information on the estimation of the attendance fees for the Shareholder to make a vote. However, according to the reduction of the Board of Directors' remuneration, it shall be considered as a good devotion and aligned with the Securities Market and the Office of the Securities and Exchange Commission announcement. This agenda must be approved by a two-thirds of the votes of the shareholders present at the meeting.

Furthermore, from the estimation of the Board of Directors' attendance fees from the average Board of Directors' meetings 8 times per year, Board of Directors' auditing meetings 4 times per year, and Board of Directors' nomination and compensation meetings 2 times per year, the Company would like to ask for approval of Board of Directors' remuneration in 2015 to be no more than 1 million baht.

The Chairman asked for further questions, without further questions, the Chairman asked the Meeting to consider the directors' remuneration of the year 2015 and refrain from directors' bonus. This agenda must be approved with no less than two-third of the total vote by shareholders presented and eligible to vote. The agenda has additional shareholder attended the vote with 20,250 shares, which increased the sum of shares to 486,325,761 shares.

Resolution

The Meeting resolved with no less than two-third of the vote from shareholders presented and eligible to vote to approve the directors' remuneration reduction in 2015 from 2014 with overall budget no more than 1 million baht per year, as proposed.

The voting results for Agenda 6 are as follows;

Approval	486,232,761	vote	Equivalent to	99.9808
Disapproval	0	vote	Equivalent to	0
Abstention	93,000	vote	Equivalent to	0.0191
Total	486,325,761	vote		

Agenda 7: To appoint the Auditor and fix the remuneration for the year 2015

The Chairman to report the details to the meeting.

The Chairman, stated that the Audit Committee considered and recommended the auditors from the EY Office Limited who are the current auditors to be the Company's auditor for the year 2015 as follows:

1. Mrs. Poonnard Paocharoen C.P.A. Registration No. 5238, or;
2. Miss Visuta Jariyathanakorn C.P.A. Registration No. 3853 or;
3. Mr. Termpong Oponpun C.P.A. Registration No. 4501

Any of the auditors named above can audit and express their opinions of Financial Statements of the Company, and in case the named auditors cannot perform their duties, EY Office Limited will find replacement auditors. The fees are set as follows:

For auditing the Company's financial statement	THB	700,000
For auditing the subsidiaries financial statements	THB	730,000
Total audit fees for 2015	THB	1,430,000

The audit fee in 2015 is THB 180,000 more than the fee in 2014.

After the Chairman finished the report, the Chairman invited the shareholders to propose questions on the agenda. However, with no further questions, the Chairman asked the meeting to consider and approve the appointment of the Auditor and fix the remuneration for the year 2015. This agenda must be approved with majority vote of all shareholders attended the meeting and is eligible to vote. The agenda has additional shareholder attended the vote with 510,016 shares, which increased the sum of shares to 486,835,777 shares.

Resolution

The Meeting resolved with majority vote to approve the appointment for the Auditor and fix the remuneration for the year 2015.

The voting results for Agenda 7 are as follows;

Approval	486,742,777	vote	Equivalent to	100
Disapproval	0	vote	Equivalent to	0
Abstention	93,000	vote	Equivalent to	0
Total	486,835,777	vote		

Agenda 8: To consider approved to discontinued oil refinery in Rayong Province permanently:

The Chairman informed the meeting that as the operation of Rayong refinery plant, which was the company main business, stopped operating indefinitely since 2012 as PTT Public Company Limited, the Company's purchasing raw material selling contract for Condensate Residue, stopped delivering us the materials since 1 February 2012 which considered as breaking the contract. This incident resulted in dispute between PTT and the Company since 2012 until the presence. In addition, to comply with the business

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policy adjustment to fit with the current business environment as Holding Company for joint venture and co-management in potential businesses which is our business strategy to perform a good long-term operating performance to the Company, it is agreed to cease the operation of Rayong refinery plant permanently.

When the Chairman finished the report, the Chairman provided the Shareholders with an opportunity to raise any questions.

Mr Chuthana Tiyaphum, Thai Investors Association's representative, asked what the Company's plan to do with 30 rai of land which is the location for Rayong refinery plant is and what the plan for the future usage is.

The Chairman stated that the Company plans to use the land for the most beneficial efficiency. The Company might use the land for property development.

The Chairman further invited the Shareholders to raise any questions. Without further questions, the Chairman asked the meeting to consider and approve to cease the operation of Rayong refinery plant permanently. This agenda must be approved with no less than three-fourth of the total vote by shareholders presented and eligible to vote. The agenda has additional shareholder attended the vote with 417,987 shares, which increased the sum of shares to 487,253,764 shares.

Resolution

The Meeting resolved with no less than three-fourth of the vote from the shareholders presented and eligible to vote to approve the stop of Rayong refinery plant permanently, as proposed.

The voting results for Agenda 8 are as follows;

Approval	487,160,764	vote	Equivalent to	99.9809
Disapproval	0	vote	Equivalent to	0
Abstention	93,000	vote	Equivalent to	0
Total	487,253,764	vote		

Agenda 9 Other (if any)

The Chairman asked the shareholders to raise any questions in this agenda.

Mr.Veerawat SaeNgow, the representative, asked the Chairman and Mr.Chamni Janchai 2-3 points as follows;

1. As RPCG has changed the business model to Holding Company, We would like to know the Board of Directors' opinions that in 3-5 years from now, which directions the Company business will be, as currently, there are energy business and property business. And how will the Company manage the investment in the future. Will there be any change in the investment plan or will there be other businesses involved in the future?

2. Besides property business, are there any tendency for the Company to do other businesses?

The Chairman answered the first question that the Company has been in an energy business for a long time and has its main revenue from gas stations. The Company will continue managing and operating

energy business. However, if the Company foresees the opportunity to invest for profits, according to the market environment, like gas stations and petrol cargo on Koh Srichang. The Company will continue operating in energy business which is our main business together with property management. As the Company has invested in Sammakorn Public Company Limited, we see a clear and better operating performance. The Company has been involving in managing for a better and additional revenue in each part of the business. In addition, the Company has stated with Sammakorn Public Company Limited on a press conference day that we would try to increase our revenues and it is the Company's intention to fully manage the company. The Company predicts that in the future the Company's main source of revenue will come from property business. Regarding the energy business, it is informed earlier that the Company would not put investments much in gas stations as the Company must have full confidence whenever to invest in a gas station.

The Chairman continued answering the second question that currently, there are many alternative energy business came to discuss about doing joint venture with the Company. The Company opens up for many businesses to come in and discuss if the Company thinks it has the potential of possibilities and experienced capabilities. The Company had invited many companies for joining solar energy business but the Company had not seen any clear picture of the business in terms of revenues. Also, the permit for operation the business has limitations. The Company, therefore, needs to take high precaution and to have confident before investing in new businesses.

3. It is in question that the Company's format of investment would still have the capability to generate profit or not if the government does not have any measures to increase oil reservation to 10 percent as Mr.Chamni Janchai referred to Thai Public Port Limited Company.

Mr.Chamni Janchai, the Company's financial advisor, further explained and answered that joint venture has both pros and cons. As the Chairman had informed earlier that the alternative energy business is another business the Company is interested in. However, the main business of the Company still focuses on the energy which is the Company's expertise area. The other businesses like property or Thai Public Port Company Limited are the Company's alternative businesses which are to diversify the risks like the reduction of oil price at the presence. Currently, the Company has seek for advice about investing in Thai Public Port Company Limited in an area of building a refinery. If the Company is going to invest, there might be a problem as the oil price is now merely 40-50 USD. However, the Company believes that the oil price should not stay in this price level. We still need to keep an eye on the oil situation in the future. Regarding Thai Public Port Company Limited, if there is a policy to increase reserved oil from the government, the Company will need to make sure that Thai Public Port Company Limited can fully lease out the space and in a long-term contract, which has the least risk. This is because, currently, Thai Public Port Company Limited has not been fully and efficiently operated. There are rooms to reserve oil as it has not been fully leased out. If we fully leased out the space, the product value would be extremely high but the profit would be incredibly low as well. Right now,

Attachment 1

the Company does not have any issue with the refinery. The Company is considering the 3 options as informed earlier. Whichever option the Company chosen, the Company must make the best benefits as we will evaluate many aspects. Sammakorn Public Company Limited has played a huge role in making the Company's business plan clearer. Gas station business was once popular among old generation of businessmen who had an idea that this business could make a huge fortune. Nowadays, opening gas stations are merely to create a network for oil refinery plant which the business still needs to seek other additional businesses. For example, PTT Public Company Limited has resting area and community mall. However, the Company does not have the same vision. The Company focuses on retaining shareholders' profits. The Company intends to stay as listed company which means the Company will still focus on gas station business. The Chairman further stated that the Company is not the only main investor in every operating gas station. To decrease the Company's burden in investments, there are companies co-investing or have the owner invested and have the Company manage instead. When there was an energy issue, the Company would not be freeze but the Company must be able to move to other businesses. Thus, the Company is working very hard in every possible way not to stick to only the energy business. But if asked which business the Company is good at, it would be energy.

Mr. Kriengkamon Teerasaksophon, the Shareholder, questioned that does the Company have any plan to open LPG gas station or not if the Company closed some gas stations which used to have 80 stations, the Chairman had informed earlier that the Company would increase the gas stations considering from the potential to make profit from its location.

The Chairman explained that the Company had closed down some gas stations they were only those operated with low sales target. Currently, there are 60 gas stations which has satisfied sales volume. Last year, in 2014, gas station businesses had made enough profits to erase accumulated losses for many years. Regarding opening new gas stations, the Company's expert team are monitoring and considering locations which have less competitors. The overall 60 remaining gas stations have good sales. For LPG gas stations, there were times when LPG gas price could make a lot of profit. However, LPG gas price has changed and made less profits so The Company had shut down some LPG gas stations and right now there are 3 LPG gas stations remaining. Even the Company has to be extra caution all the time, it is not as far as making losses merely less profit. Moreover, opening CNG gas stations has some difficulties. It has to be close to gas pipe and most of the Company's CNG gas stations are in the North and North East part of the country which gas pipe has not yet reach. The Company, therefore, does not have CNG gas station only 3 LPG gas stations.

Mr. Kriengkamon Teerasaksophon, the Shareholder, continued asking that as the Chairman informed to the meeting that the Company is interested in opening more gas stations. However, gas stations generate less profit. Has the Board of Directors studied and compared between investing money on opening more gas stations or other business or not. If the Company invests in buying stocks from property businesses

or other businesses, the Company might get dividends or better profits. The shareholder questioned that has the Company studied or not which businesses should the Company be invested in. Most of the gas stations are in secondary route has less people passing by. Therefore, the shareholder would like to ask the Chairman to consider if the Company should continue investing in gas station business or invest in other businesses instead.

The Chairman thanked the Shareholder for the questions and explained that the Company has operated as shareholders suggested. The Company has started planning asset allocation and as appeared on the news that the Company had bought Sammakorn Public Company Limited's stocks and increased from 25% shares to 48% shares. As for gas station business, it has a good performance from last year as the government has started to support E85 two years ago. The Company had changed fuel nozzle especially for E85 in almost every gas station. The Company agrees with the government about supporting E85 as E85 is an indirect support to tapioca farmers. However, since last year, the crude oil situation has changed. The oil price has fallen from 100 USD to 40-50 USD as Mr. Chamni informed. This has affected Thailand as well. The Company must inform to the meeting that the Company has postponed investing in gas stations as the oil price has dramatically changed. E85 was a best-selling for the Company and we expect everyone in the country to support E85 as well, as 85% of E85 comes from underneath Thai soil and the other 15% comes from overseas. However, the Company understands the government's policy to reduce the support. It is believed to be temporary. In the future, the Company thinks the government should continue supporting E85. In the meantime while the crude oil price incredibly varied, the Company will require capital support for this. In 2014, the Company made profit mainly from E85 and generated higher profits than in the past. As a result, upon best situation, the Company is thinking of fully re-invest when the government has a clear policy.

Ms.Anunya Asavapreecha, the Shareholder, questioned that will the Company's stock price return to its usual price as the current stock price is very low and how long it will take. The Shareholder continued asking whether the current stock price is reasonable or not. The Board of Directors' opinion is required.

The Chairman stated that he does not have any knowledge in stocks market but in his opinion, investing in stock markets would be merely for profits. Regarding the stock price which goes up and down, the Chairman stated according to the Stock Exchange of Thailand rules and regulations, we could not predict the tendency for you. This is because it breaks the rules of the Stock Exchange of Thailand and is illegal. It would be best for the shareholders to keep updating the Company's news.

Mr.Tanaphum Phumbancherd, the Shareholder, stated that he heard that the Company is going to buy Sammakorn's project. He further informed that Sammakorn Nakorn-In project still has problems dealing with many complaints to Department of Lands. He informed the meeting that he owns a house in this project and the project manager allowed the project's villagers to destroy the project fences which are central property. Also, the project manager allowed them to open up the garage fences which is inappropriate. Therefore, it is advised for the Company to investigate.

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In order to investigate this matter, the Chairman asked whether the Shareholder had ever sent complaint report to Sammakorn or not. This is because this meeting is on behalf of RPCG.

Mr.Kriengkamon Teerasophon, the Shareholder, further questioned that even he does not have any knowledge in oil price, he wished to know whether the oil price bought from crude oil suppliers increased or not, as the Company had decreased and closed down some gas stations. He also asked if the Company had negotiated or compared with other business partners in order to make the oil cost lower or not.

The Chairman stated that the Company always compared the oil price; there were 2-3 oil refinery in discussion. Regarding the oil price, the Company got a reasonable price with decent quality oil. By closing down the gas stations, it does not affect the higher price of crude oil. Even the Company had closed down some gas stations, it is still considered very low amount, comparing the existing 60 operating gas stations. Overall, the Company has always been monitoring prices.

Mr. Kriengkamon Teerasaksophon, the Shareholder, further asked the crude oil contract is a short-term contract. How will it be affected by the varied price of crude oil and cost?

The Chairman answered that the Company always re-evaluate the sale contract on a yearly basis. The oil price is being compared with other oil refinery every year. If other oil refinery has a better deals and conditions, the Company might consider changing the oil refinery to the new plant.

Mr.Kriengkamon Teerasaksophon, the Shareholder, stated most of the Company's gas stations are located outside the cities. In Bangkok, there is no Company's gas stations located on the main route. The gas stations are situated in a less competitive area. As many people know, our gas stations are profitable from the lease of the shops. Therefore, he wished to know the Board of Directors' idea on how to exploit the available spaces for most beneficial advantages. And as our gas stations are in old conditions, what will be the Company's notion on increasing clients' motivations to use our services.

The Chairman explained that the Company has been renovating gas stations such as a gas station in Amata Nakorn. The area has enough people to renovate and currently there are many tenants like restaurants. Many fast food restaurants are interested in opening and some are already been operating. This motivation depends on the location as well. Currently, the Company has been selecting potential gas stations to renovate. And as the Company had co-invested with Sammakorn Public Company Limited, there are exchanges in property management knowledge from Sammakorn Public Company Limited to help effectively plan these gas stations' renovation. Some of the gas stations are already in renovating processes.

After the ceased of operation in Rayong oil refinery, the Company has a clearer property development vision of this 30 rai of land. The Company has an idea to develop this land as Rayong Convention Center for renting. This is currently under consideration among the Board of Directors. Once the decision is clear, the Chairman will report to the Shareholders respectively.

Attachment 1

Mr. Kriengkamon Teerasaksophon, the Shareholder, questioned would the Company's name be changed to relate to the current holding businesses as the refinery plant in Rayong had stopped operating already.

The Chairman answered that the Company's name had already been renamed to RPCG.

The Chairman asked the shareholders for further question. However, there were no additional questions. The Chairman appreciated the shareholders for their participation and opinions that benefit the Company and declared the meeting adjourned.

Meeting closed at 15.30 hr.



.....
(Mrs.Supanee Tanchaisrinakorn)

Company Secretary

Person who recorded the minutes



.....
(Mr. Satja Janetumnugul)

The Chairman of the Board of Directors