

**Minutes of Annual General Meeting of Shareholders No. 47  
of  
Univanich Palm Oil Public Company Limited  
Registration No. 0107543000066 (Bor. Mor. Jor. 660)**



**Date of the Meeting** : Wednesday 27<sup>th</sup> April 2016 at 09.00 a.m.  
**Venue of the Meeting** : Pinnacle 1 - 3, 4<sup>th</sup> Floor, Intercontinental Hotel,  
973 Ploenchit Road, Lumpini, Patumwan, Bangkok  
**Chairman** : Mr. Apirag Vanich, Chairman of the Board

The Chairman opened the meeting and thanked shareholders for their attendance. He reported that shareholders and persons authorized by proxies of shareholders attending the meeting totalled 93 persons representing 629,390,768 shares or equal to 66.96 % of total shares, and forming a quorum.

Directors and management of the company, and auditors from PricewaterhouseCoopers ABAS Ltd. attending the meeting were as follows:-

**Board of Directors** :

1. Mr. Apirag Vanich	Chairman
2. Mrs. Phortchana Manoch	Director
3. Mrs. Kanchana Chitrudiamphai	Director
4. Ms. Aungakhana Vanich	Director
5. Ms. Supapang Chanlongbutra	Independent Director / Audit Committee
6. Mr. Chong Toh	Independent Director / Audit Committee
7. Mr. John Harvey Clendon	Managing Director
8. Dr. Palat Tittinutchanon	Plantations Director

Independent Director, Mr. Suchad Chiaranussati and Director, Dr. Prote Sosothikul submitted apologies that they were unable to attend due to prior overseas commitments.

**Senior Management** :

1. Mr. John Harvey Clendon	Managing Director
2. Dr. Palat Tittinutchanon	Plantations Director
3. Mr. Howard Hill	General Manager
4. Mr. Nattapong Dachanabhirom	Chief Financial Officer
5. Mr. Phiphit Khlaisombat	Chief Engineer
6. Mr. Santi Suanyot	Senior Plantations Manager

**Auditors from PricewaterhouseCoopers ABAS Ltd.** :

1. Mr. Chaisiri Ruangritchai	Partner
2. Ms. Piyaporn Sachiravattanakul	Audit Manager

### **Voting Method :**

The Chairman referred the meeting to an enclosure No. 9, which was sent to all shareholders with the prior notice of this AGM and which stated as follows:-

1. Voting will be counted as one vote for each share. Separate voting for approval, disapproval or abstention will be allowed.
2. In the normal case, any resolutions or any business approval shall be passed by a simple majority of votes of shareholders attending the meeting in person or by proxy, and being entitled to vote. If the voting is tied, the Chairman is entitled to vote for final decision.
3. In another case, if the law or the Company's Articles of Association stipulated a different method of voting, the voting shall proceed according to such law or Company's Articles of Association, and this will be notified by the Chairman before voting in each agenda.
4. Any shareholder or the proxy having any special interest in a matter shall not be permitted to vote on such a matter and may be invited by the Chairman to temporarily leave the Meeting, except for voting on the election of Directors.
5. Voting may be made openly by show of hand. A voting by written poll may be made upon the request of at least five shareholders and the Meeting resolves accordingly. The method of vote by written poll shall be specified and informed to the Meeting before voting, by the Chairman, and each shareholder shall be entitled to receive a voting card prescribed by the Company. The voting cards shall be returned to the company immediately the meeting completed.

The above rules governing the method of voting were explained to the meeting by the Chairman.

The meeting was then held according to the following agenda :-

### **Agenda 1:      Ratification of the Minutes of Annual General Meeting of Shareholder No. 46**

The Chairman proposed that the meeting consider and ratify the minutes of Annual General Meeting of Shareholders No. 46, held on 30 April 2015, which were sent to all shareholders with the prior notice of this meeting and also publicized on the Company's website for 1 month prior to the meeting date.

The meeting considered and resolved to ratify the minutes of Annual General Meeting of Shareholder No. 46 held on 30 April 2015, by majority voting as follows:-

• Approved	629,390,768	votes, equivalent to	100.00%
• Disapproved	-	votes, equivalent to	0.00%
• Abstained	-	votes, equivalent to	0.00%

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

**Agenda 2: Directors' Annual Report on the Company's Operating Outcome for the year January to December 2015**

The Chairman referred the meeting to the Company's Annual Report for the year 2015, which was sent to all shareholders with the prior notice of this meeting. The Managing Director was then requested to present the report and analysis of the company's operations during the 2015 accounting period.

The Managing Director then presented an analysis of the company's activities including the following commentary:-

**Part I : Operating Outcome for 2015**

**(1) Production**

Production of Fresh Fruit Bunches (FFB) from our own estates was 18.4% lower than the previous year. Although we regained permission to use the former Chean Vanich concession area in June 2014, fruit yield from that area was very low due to delayed maintenance and ongoing problems of organized fruit theft and mob occupation in both Chean Vanich and Topi estates. The replanting of Klongtom estate during the year also contributed to the lower volume of estate FFB.

FFB purchased from outside growers was almost the same as last year. Many fruit bunches were aborted as a result of the dry weather in the first quarter, resulting in lower fruit production during the year. Competition from new factories also increased. However FFB purchases tonnes at the Lamthap factory were 20.2% higher than the previous year due to increased purchases from the Nakorn Sri Thammarat area.

CPO production of 110,706 tonnes was similar to the 111,537 tonnes last year.

PKO production of 15,282 tonnes was 1.7% lower than last year, due to the lower volume of palm kernels crushed.

**(2) Sales**

Total palm oil sales volume was 27.3% lower than in 2014, due to the decrease in purchases third party oil for export. The effect of the Government scheme devised to support the small farmer fruit price made Thailand's palm oil uncompetitive against soya oil in the domestic market and uncompetitive in export markets.

The average 2015 CPO selling price was 11.1% lower than in the previous year, due to lower global commodity prices and high domestic CPO stocks. The average PKO selling price was 24.0% lower, due to the influence of lower petroleum prices in the oleochemical industry

Seed and seedling sales increased 20.3% from previous year due in part to government encouragement of farmers to replant rubber trees with oil palm by paying a subsidy of Baht 26,000 per rai.

Total electricity sales to PEA increased by 11.9%, from the previous year due to a recovery of crop production in Q3, which resulted in higher second-half year biogas production. However, no revenue was received in 2015 from the sale of

Certified Emission Reductions (CERs) due to the long certification process which will be completed in 2016.

Total sales revenue of Baht 3.99 billion was 30.0% lower than in the previous year due to the above effects of lower prices lower export sales and postponement of CER sales, partly countered by the growth in seeds and electricity.

### **(3) Cost of Sales**

Cost of sales of Baht 3.369 billion was 30.4% lower than in the previous year mainly due to the lower fruit price and the much lower volumes of third party oil purchased to make-up export shipments.

Overall, gross margin for the year increased from 15.1% to 15.5% due to the decrease in low-margin oil purchases from third parties for export, and increased higher margin seed and seedling sales.

### **(4) Overseas Operations**

Univanich Carmen Palm Oil Corporation sold 12,816 tonnes of CPO in 2015 and ended the year with an inventory of 653 tonnes CPO stock. The after tax loss of PHP 37.8 million was within expectations during this first full year of operation when capacity utilisation is still low. The loss attributed to UVAN shareholders was THB 14.5 million and this has been consolidated in the UVAN trading result.

### **(5) Trading Result**

For the financial year ending 31<sup>st</sup> December 2015, the consolidated net profit after tax of **Baht 374.32 million (Baht 0.40 per share)** was **41.18%** lower than the result of Baht 636.39 million in the previous year. The main factors affecting this result were the lower average selling price of crude palm oil (CPO), lower production of Fresh Fruit Bunches (FFB) from the company's own plantations and absence of the sale of Certified Emission Reductions (CERs). The impact of these factors was partially offset by increased sales of nursery seedlings which were 34.3% higher than in the previous year.

## **Part II : Capital Projects**

Investment in Capital Projects during 2015 was Baht 225 million.

Plantation projects included the routine replanting of another 252.6 ha (1,579 rai) of oil palms. Since the commencement of the replanting programme in 1992, 86.2% of the company's plantations have been replanted with a new generation of palms. This routine annual replacement has achieved a stable, well-balanced age profile.

The company continued to purchase land in Phatthalung Province where we purchased 53.07 rai in 2015. The company proposes to establish a Branch at this new site which is currently being developed for an oil palm nursery and new palm oil crushing mill to be built in 2016-2017.

In 2015, the company started to build storage tanks at Chean Vanich Jetty, Krabi province, to provide an opportunity to expand the oil trading and export business.

In addition, the company purchased an adjacent 7.26 rai of port land. This land will accommodate the pipeline from the tank farm to the port, and space for related facilities such as tanker parking and staff accommodation. The storage tanks were planned to be completed in June 2016.

Other capital projects included the expansion of the Cha-Uat nursery, advance deposit payment to purchase new machines, and site preparation for our fourth palm oil mill to be built in Phatthalung Province in 2016.

During 2015 the company continued investigations in overseas countries seeking suitable investment opportunities related to our palm oil business.

### **Cash Flow and Capital Structure**

Cash or cash equivalents on hand at 31 December 2015 were Baht 523.82 million, compared to Baht 697.16 million at end of 2014.

- Net cash inflow of Baht 482.52 million resulted from the net profit before tax of Baht 425.97 million, depreciation, amortization and other non cash charges of Baht 153.46 million, tax paid of Baht 88.45 million and an increase in working capital of Baht 8.46 million.
- Net cash payments of Baht 193.65 million for investment purposes, included net cash expenditure of Baht 240.48 million, a decreased short term cash investment of Baht 10.00 million, plus interest income of Baht 36.83 million.
- Net cash outflow of Baht 461.44 million for financing activities was mostly due to the dividend payment of Baht 441.80 million, being Baht 0.47 per share paid during 2015, Baht 11.29 million repayment of loan from financial institutions borrowed by our subsidiary in the Philippines, and subsidiary's interest payment of Baht 8.35 million

The company's capital structure at 31 December 2015 was strong and a debt to equity ratio of 0.16 times

### **Part III : Outlook for 2016**

The Managing Director then mentioned the three main factors of weather, production trends and price trends which are influencing the company's outlook for the year ahead.

#### **(1) Weather**

Although 2015 is a severe El Nino drought year throughout the Asia region we have experienced a relatively mild dry season with only 82 mm. of soil water deficit in the first three months.

However, April has been very hot and dry so we will not escape unaffected by this El Nino drought.

**(2) Production Trend**

The Managing Director presented a graph showing the company's monthly CPO production last year compared to the monthly production for the first quarter of this year. It is seen that the production in the first quarter has been lower than last year, but with a strong increase in April and May we expect a return to more normal production by mid-year.

**(3) Price Trend**

The Managing Director presented a graph showing the monthly Bangkok price in 2015 and the monthly price in the first quarter of this year.

The average CPO price in the first quarter of 2016 has been much lower than in the same period of last year. This will effect on our first quarter profit but the graph showed some recovery is possible with higher prices in the second quarter.

The Managing Director then raised four issues for further clarification. The first is to bring shareholders up-to-date with our current growth projects.

**(I) Expansion Projects**

Univanich has three existing factories known as Topi, Siam and Lamthap. We also have three other sites at Cha Uat, Phatthalung and Laemphong. These are the sites where we are currently investing for the future growth of our business in Thailand.

At the Cha Uat site we have been purchasing abandoned rice fields or cattle grazing areas during the past 8 years. Our land area now total 1,983 rai. A large oil palm nursery has been established to support local farmers.

We have begun to replant the land as a demonstration of sustainable best practice in oil palm cultivation. We have also prepared a site for a new palm oil crushing mill at Cha Uat but there have been long delays in obtaining the necessary permits for this investment so we have moved our attention to our fifth site at Phatthalung.

At Phatthalung we have been buying land since 2011 and currently own approximately 405 rai with road frontage to the Asia highway. The local communities have welcomed our proposal to build a palm oil crushing mill on that site where we propose to establish a new Branch office. All local permits have been issued and the site preparation is almost completed for construction of the factory to commence in 2016.

Our third current development is at the Laemphong Port in Krabi. During 2015 all land purchases were completed and construction permits acquired for the development of a palm oil bulk storage facility, also known as a Tank Farm. Construction is now well underway with two bulk palm oil tanks connected by pipeline to the nearby Chean Vanich deep water jetty. This port installation will enable us to expand our export and trading business.

## **(II) Renewal of Concession**

The second important issue for further clarification concerns the Clean Vanich concession which officially expired on 21<sup>st</sup> April 2013.

Disclosure of this situation and the legal process of renewal has been made to the Stock Exchange and our Chairman has reported in some detail in our annual report to shareholders.

During the past five years our Plantations Director, Dr. Palat Tittinutchanon and his team have been working tirelessly on this project. If any shareholders have further questions of clarification Dr. Palat will be pleased to answer and he is available today to describe the current situation.

## **(III) Univanich Code of Business Principles**

The Managing Director then updated the meeting on the Univanich Code of Business Principles, and in particular to the policy set by our Board of Directors which features on 4 & 5 of the 2015 Annual Report. This Code has been circulated to all employees and to all shareholders. Our Code contains 12 key Principles ranging from Standards of Conduct, and obeying the Law to Reliable Financial Reporting, Anti Bribery standards and Compliance. Most details of these Principles may be found on pages 4 to 7 of our Annual Report.

## **(IV) Share Price**

The Managing Director then updated the movement of UVAN share price since 2005, relative to the SET and the other listed palm oil producers.

Despite the challenging market conditions, and the difficulties over the concession land, UVAN is still holding its position as Thailand's leading palm oil plantation company. For the third year running, in 2015 Univanich received the Frost & Sullivan Thailand Excellence Award as Thailand's Plantation Company of the year.

After the above report, the Managing Director introduced the four members of the Univanich Senior Management Committee who were present at the meeting to assist with answers to any shareholder questions.

As there were no questions concerning the report, the Chairman requested the meeting to acknowledge the Annual Report on the company's activities and operating outcome for the year January to December 2015.

The meeting acknowledged and accepted the Annual Report on the company's activities and operating outcome for the year January to December 2015.

## **Agenda 3: To consider and approve the Balance Sheet and Statements of Profit and Loss for the year ending 31 December 2015**

The Chairman asked the meeting to consider and approve the consolidated Financial Statements and the Company's Balance Sheet and Statements of Profit and Loss for the accounting year ended 31 December 2015 which were audited by



Mr. Chaisiri Ruangritchai, Certified Public Accountant (Thailand) No. 4526 of PricewaterhouseCoopers ABAS Limited. These Financial Statements had been approved by the Audit Committee and are included in the Company's Annual Report booklet sent to all shareholders with the prior notice of this meeting. The key figures are as follows:-

	<u>Baht million</u>
Sales proceeds	3,988.45
Net profit after tax	374.32
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Total assets	3,810.48
Total liabilities	525.28
Total shareholders' equity	3,285.20
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As there were no further questions concerning the financial statements and auditor's report, the Chairman requested the meeting to adopt the audited Balance Sheet and Statements of Profit and Loss for the year ending 31 December 2015.

This proposal was passed by the majority voting as follows:-

• Approved	741,207,354	votes, equivalent to	100.00%
• Disapproved	-	votes, equivalent to	0.00%
• Abstained	-	votes, equivalent to	0.00%

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

**Agenda 4: To consider Profit Allocation and Payment of Dividends**

The Chairman declared that in 2015 the company achieved a net profit after tax of Baht 394,469,913 from which an interim dividend of Baht 0.17 per share has been paid in September 2015, totalling Baht 159,800,000. The Board of directors has proposed to pay a final dividend of Baht 0.23 per share, totalling Baht 216,200,000.

Including the interim dividend of Baht 0.17 per share already paid, this final dividend will make the total dividend paid from year 2015 profit to be Baht 0.40 per share, totalling Baht 376,000,000, which is 95.3 % of the net profit. The Chairman requested the meeting to consider and approve this profit allocation as proposed by the Board of Directors.

The meeting considered and agreed to pay a final dividend of Baht 0.23 per share to the 940,000,000 ordinary shares. Included in this payment per share, the amount of Baht 0.20 is derived from non-tax exempted activity which was subject to corporate income tax of 25% and Baht 0.03 is derived from tax exempted BOI promoted activities. The record date for the eligible shareholders who are entitled to receive the dividend will be 15<sup>th</sup> March 2016 and the closing date of share register in order to gather the list of shareholders will be 16<sup>th</sup> March 2016. Payment to be completed by 26<sup>th</sup> May 2016, as proposed by the Board of Directors.

This proposal on Profit allocation and payment of dividends was passed by the majority voting as follows:-



• Approved	741,207,354	votes, equivalent to	100.00%
• Disapproved	-	votes, equivalent to	0.00%
• Abstained	-	votes, equivalent to	0.00%

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

**Agenda 5: To elect directors to replace those who retire by rotation**

The Chairman declared that to comply with clause 17 of the Company's Articles of Association and section 71 of the Public Limited Companies Act, at least one-third of the directors must retire at every Annual General Meeting. At this year's meeting directors proposed to retire are as follows:-

1. Ms. Aungkhana Vanich
2. Mr. Suchad Chiaranussati

The Board of Directors at their meeting on 26<sup>th</sup> February 2016 recorded an opinion that Ms. Aungkhana Vanich and Mr. Suchad Chiaranussati be considered for re-election to fill the vacancies created by retiring Directors.

The Chairman then invited Director have been nominated to go out from the meeting until the voting on this agenda has been finished.

The Chairman referred to the biographic details of Ms. Aungkhana Vanich and Mr. Suchad Chiaranussati circulated to shareholders with prior notice of this meetings. He requested the meeting to consider the re-election of these directors.

The Chairman also noted that Ms. Aungkhana Vanich and Mr. Suchad Chiaranussati were both very well qualified to be a Director and Independent Director of the Company.

The meeting considered and resolved to approve the re-election of Ms. Aungkhana Vanich and Mr. Suchad Chiaranussati to be the Company's directors, to fill the vacancies created by retiring directors.

These appointments were confirmed by the majority voting as follows:-

1. Ms. Aungkhana Vanich

• Approved	705,016,988	votes, equivalent to	95.12%
• Disapproved	12,555,376	votes, equivalent to	1.69%
• Abstained	23,634,990	votes, equivalent to	3.19%

2. Mr. Suchad Chiaranussati

• Approved	741,206,354	votes, equivalent to	99.9999%
• Disapproved	1,000	votes, equivalent to	0.0001%
• Abstained	0	votes, equivalent to	0.00%

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

**Agenda 6: To consider the Remuneration of Directors**

The Chairman referred to the details of Directors remuneration circulated with prior notice of this meeting. He proposed to the meeting that the remuneration of Chairman and Directors should remain unchanged from the previous year, as follows:-

Directors' Fees	Baht	406,000.00	p.a.
Chairman's Fees	Baht	609,000.00	p.a.
Chairman's Expenses	Baht	2,196,150.00	p.a.

**Audit Committee Meeting Allowance:**

Chairman of Audit Committee	Baht	37,500.00	per meeting
Audit Committee members	Baht	30,000.00	per meeting

The meeting considered the Chairman's proposal and resolved to leave unchanged the Directors remuneration as proposed by the Chairman.

This proposal was passed by the majority voting as follows:-

• Approved	671,207,354	votes, equivalent to	100.00%
• Disapproved	-	votes, equivalent to	0.00%
• Abstained	-	votes, equivalent to	0.00%

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

**Agenda 7: To appoint the auditor and fix the auditor's remuneration for the fiscal year 2016**

The Chairman referred the meeting to the proposal of Board of Directors to consider the appointment of Mr. Chaisiri Ruangritchai, Certified Public Accountant (Thailand) No. 4526 of Pricewaterhouse Coopers ABAS Limited to be the Company's auditor for the fiscal year 2016.

The Board of Directors has also considered the proposed annual remuneration in 2016 be increased by 7.6 % from the previous two years to reflect the introduction of new agricultural accounting standards. Baht 42,000 per BOI Certificate is to remain unchanged.

As there were no questions, the Chairman requested the meeting to appoint the auditor and fix the auditor's remuneration for the fiscal year 2016 as proposed by Board of Directors.

The meeting considered and resolved that Mr. Chaisiri Ruangritchai, Certified Public Accountant (Thailand) No. 4526 or Mr. Prasit Yuengsrikul, certified Public Accountant (Thailand) No. 4174 or Ms. Varaporn Vorathitiku, Certified Public Accountant (Thailand) No. 4474 or Ms. Amornrat Permpoonvattanasuk, Certified Public Accountant (Thailand) No. 4599 of PricewaterhouseCoopers ABAS Limited be appointed as the Company's Auditor for 2016 financial year, anyone of the above named being authorized to conduct the audit and express an opinion on the annual financial statements of the Company. In the absence of the above-named auditors, PricewaterhouseCoopers ABAS Limited is required to identify one other Certified Public Accountant with PricewaterhouseCoopers ABAS Limited to carry out the work with the approval of the Audit Committee.

The annual remuneration in 2016 Baht 1,408,000 and the fee for audit of BOI Certificates at Baht 42,000 per Certificate.

This proposal was passed by the majority voting as follows:-

• Approved	741,207,354	votes, equivalent to	100.00%
• Disapproved	-	votes, equivalent to	0.00%
• Abstained	-	votes, equivalent to	0.00%

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

**Agenda 8: Other Matters**

**8.1 Renewal of Land Concession and Occupation Rights**

Dr. Palat Tittinutchanon, Plantations Director presented a detailed timeline of events since the company first applied for renewal of 10,849 rai on 1st July 2010, up to the present day. He also referred to the Chairman's Report to Shareholders contained in the 2015 Annual Report. The company had applied for 10,849 rai of the original 20,000 rai concession because that area contains many research trails and long-term oil palm breeding trials.

The Chairman added that this matter is now under the Administrative Court consideration. It has been the Board's policy to comply strictly with the law by petitioning the Administrative Court for legal judgement and to depend on government authorities to uphold that law. The Board is confident that the Company has a strong case in law but the legal process is taking time.

The Chairman asked the shareholders to raise the questions if they have any questions to ask the Board of Directors and the company's management.

The following inquiry was raised by shareholder:

1. Mr. Rithichai Yipcharoenporn asked as follow :

*Question* : For investment in Philippines, how does the profit rate different between Thailand and Philippines ?

*Answer* : The Managing Director replied that southern Philippines is similar to Krabi Province at 40 years ago, an unstable and poor area. Currently Philippines have populations more than 100 million and import 600,000 tonnes of palm oil each year. Our business model is to encourage small farmers to plant the oil palm while we invest in the fruit processing and oil marketing. We have confidence that we can achieve the same success in the southern Philippines as we have achieved in Thailand.

*Question* : Does the company have a policy to develop the biodiesel market in Thailand ?

*Answer* : The Managing Director replied currently about 800,000 – 900,000 of crude palm oil is converted annually to biodiesel in Thailand. It is about 1/3 of the total palm oil market. The mandate of biodiesel is 7 % blends and in future the government will increase to 10 %, it may take biodiesel consumption up to 1

million tonnes of crude palm oil annually. We believe that our business will be an exporter of palm oil despite what happens with biodiesel. We must be ready to export surplus crude palm oil in Thailand as we expect Thailand's CPO production will increase from 2 million tonnes to be 3 million tonnes within the next 10 years.

Question : Expanding the area of palm oil plantation to increase yielding, how much to increase the profitability ?

Answer : The Chairman replied that there is limited land available for expansion of our oil palm plantation by only 100 or 200 rai or max 1,000 rai. Our company is holding its position as Thailand's leading palm oil plantation company. We can also sell oil palm seeds to domestic growers or they are exported to more than 10 countries.

Question : What are stolen oil palm bunches used for? Are they for planting or selling ?

Answer : The Chairman replied that the stolen oil palm bunches are for sale not for planting.

Question : Does palm oil have GMO or not ?

Answer : The Chairman replied that palm oil doesn't have GMO.

Questions : How can land titles (Chanotes or Nor Sor 3 Kor) of the company land to be issued on Forest area?

Answers : Dr. Palat Tittinutchanon, Plantation Director replied that the company has a strong evidence that the company on its predecessors continually and legally occupied about 15,510 rai in the old Chean Vanich concession area prior to 2497.

These areas were inspected and surveyed for the issue of chanote titles by Land Department Officers since 2520, well before the declaration of Forest Land in that area(in 2526). But the process of issuing chanotes remained uncompleted and this matter is currently under consideration by Nakhon Si Thammarat Admin Court.

2. Question : Mr. Damrongrith Samretvith, the representative from Syn Mun Kong PCL asked as follow :

- Do we know the prediction of El Nino and La Nina, and will they affect southern Philippines or not?
- How does difference between soy bean oil and crude palm oil ?
- What is the name of big company in oil palm industry ?

Answer : The Managing Director replied as follows:-

We do not know the latest prediction of El Nino and La Nina, but expect La Nina may happen soon. The Philippines may have the severe El Nino effect which would be similar to the Eastern of Thailand.

The soy bean oil is more expensive than crude palm oil. It is a by product from crushing soybeans for animal feeds.

The big companies in the global oil palm industry are IOI Corporation Berhad, Sime Darby Plantation Sendirian Berhad, Golden Agri Resources Ltd.

3. Question : Mr. Chanon Charoenrat asked as follow :

-Does the company have plans for dealing with the villager in case of thieves oil palm?

-Do we have any opinion about the lower ROE and ROA ?

Answer : The Chairman have replied that since there were invading mobs of about 1,000 people, the company depends on the government law-enforcement authorities to handle.

According to ROE and ROA, this is not only an issue to economics in Thailand but in many neighboring countries as well. Univanich has recently invested in a several new projects such as a oil palm crushing mill, palm oil port bulking project and in the Philippines where we have built a new crushing mill. These are big investments for future growth.

4. Questions : Mr. Komkrit Surinsrirat, shareholder asked if investment in the factory's construction will make the company in more debt or not?

Answer : The Chairman replied these projects will be within the budget to be covered by the Company's existing reserves and it will not be necessary to borrow to finance these projects.

5. The shareholder submitted the questions to Chairman as follow:

Questions : The company's performance is depended on CPO in Bangkok or in the world market.

Answer : The Company sells to both domestic and export markets, depending on the current price. The effect of the government's recent scheme designed to support the small farmer fruit price have made Thailand's palm oil uncompetitive in world markets but we think this will not always be the case.

Questions : How much will be the income from Carbon Credits in year 2016, and how much capacity in Phatthalung factory?

Answer : Re for the Carbon Credits, the Managing Director replied we can sell for less than a half the price achieved in 2014 because world Carbon markets are currently very weak.

The capacity at our factory in Phattalung will be 30 tonnes/FFB/hour.

Questions : When do expect the positive EBITDA in Philippines ?

Answer : Currently our factory in Philippines running at only 30 % capacity and it incurs very high of depreciation. We expect will achieve breakeven at least 50 % capacity within the next year.

There were no other matters or further questions raised to the meeting.

The chairman thanked the shareholders for attending the meeting.

The meeting adjourned at 11.10 hrs.

(Signature) ..... Chairman  
( Mr. Apirag Vanich )

(Signature) ..... Secretary to the meeting  
( Ms. Supaporn Na Songkla )