

Ref No : GENCO 043/2011

February 25, 2011

To: President
The Stock Exchange of Thailand

Subject: Notification of the resolutions of the Board of Directors Meeting No.2/2011

Dear Sir,

The Board of Directors Meeting of the General Environmental Conservation Public Company Limited No.2/2011 held on February 25, 2011 has resolved significant matters as follows:

(1) Approved the Balance Sheet and Profit and Loss Account of the Fiscal Year ending December 31, 2010 which have been considered by the Audit Committee and audited by the Certified Public Accountant.

(2) Approved to suspend the dividend payment from the business operation for 2010 because in 2010 the Company has accumulated loss. In order to be in compliance with the Limited Public Companies Act which determined that dividends shall not be paid other than out of profits. In the case where the Company still has an accumulated loss, no dividends shall be paid. The Board of Directors therefore approved to suspend the allocation of reserved fund according to the law and suspend the dividend payment from the business operation for 2010, and the matter shall be submitted to the Annual General Meeting of shareholders for consideration and approval.

(3) Approved the convening of the Annual General Meeting of shareholders 2011 on the April 29, 2011 at 14.00 hours at the Venus room 3rd Floor, Miracle Grand Convention Hotel, located at 99 Vibhavadi-Rangsit Road, Laksi, Don Muang, Bangkok 10210, by setting the record date on March 23, 2011 to determine the shareholders who have right to attend the Annual General Meeting of shareholders 2011 and setting the shareholder register book closing date on March 24, 2011 to compile shareholder list pursuant to Section 225 of Securities and Exchange Act. The agenda shall be as follows:

Agenda Item 1 To acknowledge the Minute of the Annual General Meeting of Shareholders for 2010.

Opinion of the Board It is considered appropriate to report the Minute of the Annual General Meeting of Shareholders for 2010 to the Shareholders for their acknowledgement.

Agenda Item 2 To acknowledge the result of the Company's performance for the Year 2010.

Opinion of the Board It is considered appropriate to summarize the results of the Company's performance for the Year 2010 to the Shareholders for their acknowledgement.

Agenda Item 3 To approve the Balance Sheet and Profit and Loss Account of the Fiscal Year ending December 31, 2010.

Opinion of the Board It is considered appropriate for the Meeting of Shareholders to approve the Balance Sheet and Profit and Loss Account of the Fiscal Year ending December 31, 2010 which were audited by the Auditor Committee and the Certified Public Accountant.

Agenda Item 4 To approve suspension the allocation of reserved fund and suspension divided payment from business operation for 2010.

Opinion of the Board In 2010, the Company still has an accumulated loss. It is considered appropriate for the Meeting of Shareholders to approve the proposal to suspend the allocation of reserved fund according to the law and suspend the dividend payment from business operation for 2010.

Agenda Item 5 To approve the election of directors to replace the directors who must leave the office according to the office term.

Opinion of the Board The Board of Directors, exclusive of the Directors whose names are proposed, approved the proposal of the Remuneration Selection and Determination Sub-Committee to re-elect Mr. Witoon Simachokedee, Mr. Prapat Vanapitaksa, Air Vice Marshal Kosok Prakongsap and Mr. Asawin Wipoosiri who must leave the office according to the office term, hold the position of directorship of the company again for another term.

Agenda Item 6 To approve the appointment of Auditors and fix the Auditor fee for 2011.

Opinion of the Board The Board of Directors has given its approval of the proposal of the Audit Committee in making a proposal to the Shareholder's Meeting for an approval in the appointment of Mr. Boonlert Kaewphanpurk, the Certified Public Accountant No. 4165 of BPR Audit and Advisory Co., Ltd. or Mr. Methree Ratanasrimetha, the Certified Public Accountant No. 3425, of M.R. & Associates Co., Ltd. to be the auditor of the company and 2 company subsidiaries for 2011, either one of the auditors must be authorized to make an audit and to give the opinion towards the Financial Statement and if the above named auditors cannot perform the duty, BPR Audit and Advisory Co., Ltd. shall have the power to appoint another licensed auditor to work as replacement by determining the auditing fee for 2011 at the rate of 885,000 Baht.

Agenda Item 7 To approve the remuneration for Directors.

Opinion of the Board It is considered appropriate for the Meeting of Shareholders to approve remuneration for Directors as follows :

- 1) The remuneration in form of meeting allowance as follows:
 1. The meeting allowance of the Board of Directors shall be paid on a monthly
 - The Chairman of the Board 20,000 Baht per month
 - The Director per person 15,000 Baht per month
 2. The meeting allowance of the Audit Committee shall be paid per time
 - The Chairman of the Audit Committee 15,000 Baht per time
 - The Audit Director per person 10,000 Baht per time
 3. The meeting allowance of the Executive Committee shall be paid per time
 - The Chairman of the Executive Committee 15,000 Baht per time
 - The Executive Director per person 10,000 Baht per time
 4. The meeting allowance of the Advisors to the Board of Directors shall be paid per time
 - The Chairman of the Advisor (if any) 20,000 Baht per time
 - The Advisor per person 15,000 Baht per time
- 2) Approval of suspension the bonus to the Directors

Agenda Item 8 To consider other matters. (if any)

Please be informed accordingly.

Yours sincerely,

Dr. Somyot Sangsuwan
Managing Director