



Ref No : GENCO 046/2010

February 25, 2010

To: President
The Stock Exchange of Thailand

Subject: Notification of the resolutions of the Board of Directors Meeting No.2/2010

Dear Sir,

The Board of Directors Meeting of the General Environmental Conservation Public Company Limited No.2/2010 held on February 25, 2010 has resolved significant matters as follows:

- (1) Approved the appointment of Mr.Suthisak Lohsawat to be the Independent Director to replace Mr.Theerasak Kanjannasakchai who resigned from the Board, as proposed by the Nomination and Remuneration Sub-Committee, effective on February 25, 2010.
- (2) Approved to suspend the dividend payment from the business operation for 2009. The Company has encountered overall economic slow down resulting in loss. In order to be in compliance with the Limited Public Companies Act which determined that the dividend can not be paid from other sum except the profit. 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 2009, 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 2010 on the April 29, 2010 at 14.00 hour at the Venus room 3rd Floor, Miracle Grand Convention Hotel, located at 99 Vibhavadi-Rangsit Road, Laksi, Don Muang, Bangkok 10210. The agenda shall be as follows:

Agenda Item 1 To acknowledge the Minute of the Annual General Meeting of Shareholders for 2009.

Opinion of the Board It is considered appropriate to report the Minute of the Annual General Meeting of Shareholders for 2009 to the Shareholders for their acknowledgement.

Agenda Item 2 To acknowledge the result of the Company's performance for the Year 2009.

Opinion of the Board It is considered appropriate to summarize the results of the Company's performance for the Year 2009 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, 2009.

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, 2009 which were audited by the Auditor Committee and the Certified Public Accountant.

Agenda Item 4 To approve the allocation of profits from business operation for 2009 and dividend payment. The Board of Directors proposes to suspend the allocation of reserve fund and dividend payment.

Opinion of the Board In 2009, the Company has 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.

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. Angkhani Vorasaph, Dr.Samarn Thangtongtawi and Mr.Suthisak Lohsawat 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 2010.
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.Methee Ratanasrimetha, the Certified Public Accountant No.3425, of M.R.& Associates Co.,Ltd. to be the auditor of the company and 3 company subsidiaries for 2010, 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 2010 at the rate of 980,000 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)

(4) The record date for the shareholders who have right to attend the Annual General Meeting of shareholders 2010 will be on March 24, 2010 and the book closing date for collect the name of shareholders according to Securities and Exchange Act section 225 will be on March 25, 2010.

(5) Approved to change the name in the position of the General Manager to the Plant Manager and approved the appointment of Mr.Atthasit Pongsakdi to be the Plant Manager, SMD Office. The effective date is February 25, 2010.

Please be informed accordingly.

Yours sincerely,

Dr. Somyot Sangsuwan
Managing Director