

Ref. No. FIRE 002/2558

27 February 2015

Subject: Notification of resolutions of the Board of Directors' meeting no. 1/2015

To: The President  
The Stock Exchange of Thailand

The Board of Directors' meeting of Fire Victor Public Company Limited ("the Company") no. 1/2015 held on Friday, 27 February 2015 at 15.30 hrs., at Meeting Room 1/2 of the Company, No. 19/18-19 Soi Soon Vijai, Rama 9 Road, Bang Kapi Subdistrict, Huai Khwang District, Bangkok, passed resolutions on the following matters:

1. Determination of the names of the shareholders who have the right to attend the 2015 Annual General Meeting of Shareholders on Monday, 16 March 2015 and collecting the names of the shareholders in accordance with Section 225 of the Securities and Exchange Act by closing the share register on Tuesday, 17 March 2015.

2. Determination of the names of the shareholders who have the right to receive dividend payment on Thursday, 7 May 2015 and collecting the names of the shareholders in accordance with Section 225 of the Securities and Exchange Act by closing the share register on Friday, 8 May 2015.

3. Setting the schedule for convening the 2015 Annual General Meeting of Shareholders on Friday, 24 April 2015 at 14.00 hrs., at Tharathep Hall, Tharathep Hall Building, 1<sup>st</sup> Floor, Chaophya Park Hotel, Bangkok, No. 247 Ratchadapisek Road, Dindaeng Subdistrict, Dindaeng District, Bangkok, with the following agenda items:

Agenda no. 1 To consider and adopt minutes of the Extraordinary General Meeting of Shareholders No. 1/2014

Board of Directors' opinion

The minutes of the Extraordinary General Meeting of Shareholders No. 1/2014 held on 19 September 2014 are correct and complete. It is thus deemed appropriate for the shareholders to adopt such minutes.

Agenda no. 2 To acknowledge the Company's operating results for the year 2014

Board of Directors' opinion

It is deemed appropriate for the shareholders to acknowledge report of the Company's operating results for the year 2014.

- Agenda no. 3 To consider and approve the statement of financial position and the statement of income for the year ended 31 December 2014

Board of Directors' opinion

It is deemed appropriate for the shareholders to approve the Company's statement of financial position and statement of income for the year ended 31 December 2014, which have been audited and certified by the auditor of the Company, i.e. PV Audit Co., Ltd. and endorsed by the Audit Committee and the Board of Directors.

- Agenda no. 4 To consider and **approve the appropriation of profit and payment of dividend for operating results of 2014**

Board of Directors' opinion

It is deemed appropriate for the shareholders to approve the Company's appropriation of profit and payment of dividend for the year 2014. In 2014, the Company recorded a net profit of Baht 60,605,193.59 (sixty million six hundred and five thousand one hundred ninety-three baht and fifty-nine satang), equivalent to Baht 0.25 per share. The Company has a policy to allocate dividend to shareholders at a rate of at least 40% of its net profit after income tax and all legally required reserves. Considering the Company's separate financial statements, it is deemed appropriate to pay an annual dividend at Baht 0.15 per share, making the total dividend payment of Baht 52,500,000 (fifty-two million and five hundred thousand baht). The dividend payment is scheduled to be made on Friday, 22 May 2015 and closing of share register to determine the right of shareholders to dividend payment on 8 May 2015.

With the Company's unappropriated retained earnings brought forward of Baht 116,138.26 (one hundred sixteen thousand one hundred thirty-eight baht and twenty-six satang), the Company has appropriated 5% of its annual net profit to the statutory reserve, amounting to Baht 3,030,259.68 (three million thirty thousand two hundred fifty-nine baht and sixty-eight satang) after dividend payment of Baht 52,500,000 ((fifty-two million and five hundred thousand baht), the unappropriated retained earnings carried forward will amount to Baht 5,191,072.17 (five million one hundred ninety-one thousand seventy-two baht and seventeen satang).

- Agenda no. 5 To consider and approve election of directors to replace those due to retire by rotation

Board of Directors' opinion

The Board has considered it appropriate to propose for the shareholders to re-elect the directors due to retire by rotation at this meeting as directors for another term, as follows:

1. Mr. Parkphum Wongpaitoon
2. Mrs. Sirima Iamsakulrat
3. Mr. Sothitorn Mallikamas

The above persons are fully qualified for directorship pursuant to the Company's Articles of Association, the Public Limited Companies Act, the Securities and Exchange Act, and the criteria set forth by the Company.

Mr. Sothitorn Mallikamas who is an Audit Committee member/independent director proposed to be re-elected for another term is a person having no beneficial interest with the Company or any juristic entity that may have conflict of interest, and being qualified as an Audit Committee member/independent director according to the independent director definition and the criteria of the SEC and the SET.

**Agenda no. 6 To consider and approve remuneration for Board and Committee members for 2015**

Board of Directors' opinion

It is deemed appropriate for the shareholders to approve remuneration for the directors and Committee members for 2015, in comparison with that in 2014, as below :

Remuneration	2015	2014
1. Bonus for the Board	15% of incremental net profit above the past highest net profit	Baht 1,515,129
2. Meeting allowance for directors / members of Audit Committee		
- Chairman of the Board	Baht 15,000/meeting	Baht 15,000/meeting
- Chairman of Audit Committee	Baht 15,000/meeting	Baht 15,000/meeting
- Directors/Committee members	Baht 10,000/meeting	Baht 10,000/meeting

**Agenda no. 7 To consider and approve appointment of the Company's auditor and determination of the audit fee for 2015**

Board of Directors' opinion

The Board has consented to the proposal of the Audit Committee for the shareholders to appoint PV Audit Co., Ltd. by the following CPA holders:

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|-------------------|------------------|----------------------|
| 1. Mr. Prawit     | Viwanthananut    | CPA license no. 4917 |
| 2. Mr. Bunjong    | Pichayaprasat    | CPA license no. 7147 |
| 3. Mr. Thirdthong | Thepmongkorn     | CPA license no. 3787 |
| 4. Mr. Kraisit    | Silapamongkonkul | CPA license no. 9429 |

as the Company's auditor for 2015, and determine the audit fee, including review of financial statements for three quarters, in an amount of Baht 1,000,000 (one million baht), an increase of Baht 100,000 (one hundred thousand baht) from 2014, and there are no other service charges.

4. The Company will send a notice convening the 2015 Annual General Meeting of Shareholders containing the Board of Directors' opinions together with all meeting documents to the shareholders within the period specified by law, and post such notice together with all meeting documents on the Company's website: [www.firevictor.co.th](http://www.firevictor.co.th) so that the shareholders can access and study the agenda and documents for the meeting.

Please be informed accordingly.

Sincerely yours,



(Mr. Wirat Sukchai)

Managing Director